



U.S. Department of Justice

National Security Division

Counterintelligence and Export Control Section

Washington, DC 20530

February 10, 2025

Via Email

[Requestor]

[Address]

Re: Request for Advisory Opinion Pursuant to 28 C.F.R. § 5.2

Dear [Requestor]:

We write in response to your letter of December 18, 2024, supplemented by additional information provided on January 14 and 23, 2025, requesting an advisory opinion, pursuant to 28 C.F.R. § 5.2(a), on whether [consulting firm] must register under the Foreign Agents Registration Act of 1938, as amended, 22 U.S.C. § 611 *et seq.* ("FARA"), for certain proposed activities it will undertake on behalf of [foreign person], the Chairman of the [foreign company]. Based on the representations in your request, the supporting documents, and the supplemented additional information, and for the reasons discussed below, we have determined that the [consulting firm] would not be obligated to register for the proposed activities.

I. Background

On December 16, 2024, [consulting firm], a U.S. firm based in Washington, D.C., entered into a contract with [foreign person], which provides that [consulting firm] will "immediately take action to seek issuance of the long-delayed . . . visa" and "intervene with the Department of State and, as needed, with other government entities, key congressional contacts, and influencers" on behalf of [foreign person].¹ You further informed us that [foreign person]'s visa application required an interview as well additional administrative processing and no other reason was given for not issuing the visa.² You represented that [foreign person] wants to visit the United States in his personal capacity, as well as in his business capacity as head of the [foreign company] to pursue private-sector business opportunities. You stated that [foreign person] intends to visit a friend and explore business opportunities, but that [foreign person] does not intend to have any contacts or to conduct any business with the U.S. government or to do any business on behalf of the Government of [foreign country] while in the United States. You noted that [consulting firm] will arrange appropriate private-sector meetings for [foreign person] in the United States.³

¹ Dec. 16, 2024, request at 1. You provided a copy of the contract to the FARA Unit.

² *Id.*

³ *Id.*

II. FARA Analysis

FARA's definition of "foreign principal" includes, among other things, "a person outside of the United States, unless it is established that such person is an individual and a citizen of and domiciled within the United States[.]"⁴ Because [foreign person] is outside of the United States and has not been established to have U.S. citizenship and domicile, he qualifies as a "foreign principal" under FARA.

Under Section 611(c) of FARA, an "agent of a foreign principal" is defined to include "any person who acts . . . at the order, request, or under the direction or control, of a foreign principal" and who, among other things, "within the United States represents the interests of such foreign principal before any agency or official of the Government of the United States."⁵ Your request clearly provides that [consulting firm] will be acting pursuant to a contract⁶ at the direction and control of [foreign person] when it represents his interests potentially before the State Department, Members of Congress or their staff, and other U.S. agencies or officials for purposes of obtaining approval of a visa for [foreign person]. [Consulting firm] would therefore satisfy FARA's definition of an "agent of a foreign principal" and registration would be required unless it qualifies for an exemption.

We thus consider whether [consulting firm] would qualify for the exemption under FARA for "private and nonpolitical activities" that are "in furtherance of the bona fide trade or commerce of [the] foreign principal."⁷ As represented, [foreign person], a private citizen, intends to visit the United States to visit a friend and to pursue private-sector business opportunities as head of the [foreign company], a private commercial entity in [foreign country]. [Consulting firm] intends to assist [foreign person] in obtaining a visa and then arranging appropriate private-sector meetings in the United States for [foreign person]. You represented that [foreign person] does not intend to have any contacts or to conduct any business with the U.S. government or to do any business on behalf of the Government of [foreign country] while in the United States.

Based on the foregoing representations, as well as the nature and scope of the intended activities described above, we have determined that [consulting firm]'s activities on behalf of [foreign person] qualify for the commercial exemption pursuant to Section 613(d)(1) of the Act, and that registration therefore is not required.

⁴ 22 U.S.C. § 611(b)(2).

⁵ 22 U.S.C. § 611(c)(1)(iv).

⁶ See 28 C.F.R. § 5.100(b) ("As used in the Act, the term *control* or any of its variants shall be deemed to include the possession or the exercise of the power, directly or indirectly, to determine the policies or the activities of a person, whether . . . by contract, or otherwise.").

⁷ 22 U.S.C. § 613(d)(1).

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Please further note that any change in the facts and circumstances you relayed to us may change [consulting firm]'s status and thus may require registration under FARA. If any such change does occur, please contact us immediately. The present advisory opinion is expressly limited to the facts and conclusions stated herein.

We will treat your submission in accordance with 28 C.F.R. § 5.2(m). Please contact this office by email to FARA.Public@usdoj.gov or by telephone at (202) 233-0776, if you have any questions.

Sincerely,

/s/ Evan N. Turgeon

Evan N. Turgeon
Chief, FARA Unit