

June 24, 2025

David W. Sunday, Jr.  
Attorney General of Pennsylvania  
Pennsylvania Office of Attorney General  
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Lawrence S. Krasner  
District Attorney for Philadelphia  
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Re: Request for Review into Actions Against Pennsylvania Law Firm

Dear Attorney General Sunday and District Attorney Krasner,

We write in response to the extraordinary and unprecedented attacks launched by President Donald J. Trump and senior officials within his administration against many national law firms, including Kirkland & Ellis, LLP (“Kirkland”), which has an office in Philadelphia. As set forth more fully below, the Administration’s conduct constitutes a clear violation of Pennsylvania criminal law that warrants the opening of a criminal investigation.

Since taking office, Trump has issued a series of executive orders that unlawfully threaten and subject certain law firms and their clients with punishing measures that include ending the firm’s government contracts, revoking firm attorneys’ security clearance, barring them from entering government buildings, and demanding that government contractors disclose business with these firms and subjecting their contracts to review. The executive orders have caused these law firms significant economic harm, costing them business, clients, and employees. To procure a rescission or to evade a threatened executive order, nine law firms have capitulated to Trump’s demand for free legal services. Via this scheme, Trump has extracted the promise of nearly \$1 billion in legal services for his chosen causes, cases, and allies.

The extortion of free legal assistance from large law firms is a brazen abuse of power that attacks attorney independence and undermines the adversarial system that is at the heart of our country’s rule of law. The scheme warrants prompt investigation by your offices to determine whether Trump, senior officials in his administration, and other key allies have committed (or attempted to commit) criminal coercion, theft of extortion, or conspiracy to commit either offense, in violation of Pennsylvania law.

## **Background**

On March 6, 2025, Donald J. Trump issued Executive Order 14230, Addressing Risks from Perkins Coie. In that order, he condemned the law firm for taking on cases with which he disagrees and for no other stated reason, terminated the firm's government contracts, revoked firm attorneys' security clearances, and barred firm employees from entering government buildings. The Executive Order also unlawfully attacked the firm's clients by requiring all government contractors to disclose business with the firm and subjecting their contracts to agency review. The threat was clear: if a company or person is a client of Perkins Coie, they will become disfavored by the Trump administration and lose their government contracts. Perkins Coie attorneys were immediately prohibited from attending an agency meeting on behalf of their clients; became subject to an EEOC investigation; and were fired by a number of clients who were also government contractors. *See Perkins Coie LLP v. U.S. Dep't of Justice*, No. CV 25-716 (BAH), 2025 WL 1276857, at \*1 (D.D.C. May 2, 2025) [hereinafter *Perkins Coie*].

Perkins Coie promptly sued and won early and decisive victories to block the Executive Order from going into effect. *See id.*; *Perkins Coie LLP v. U.S. Dep't of Justice*, Order No. CV 25-716 (BAH) (Mar. 12, 2025) [hereinafter *Perkins Coie* TRO Order]. In her May 2, 2025 ruling granting a permanent injunction to block the executive order, Judge Howell of the District Court of the District of Columbia, issued a sharp rebuke of Trump's administration:

The importance of independent lawyers to ensuring the American judicial system's fair and impartial administration of justice has been recognized in this country since its founding era. . . . The instant case presents an unprecedented attack on these foundational principles . . . . Using the powers of the federal government to target lawyers for their representation of clients and avowed progressive employment policies in an overt attempt to suppress and punish certain viewpoints . . . is contrary to the Constitution.

*Perkins Coie*, 2025 WL 1276857, at \*1.

Despite the court's determination that these orders are illegal and unconstitutional, Trump issued a series of four nearly identical orders against four different law firms. *See* E.O. 14237 (Addressing Risks from Paul Weiss); E.O. 14246 (Addressing Risks from Jenner & Block); E.O. 14250 (Addressing Risks from WilmerHale); E.O. 14263 (Addressing Risks from Susman Godfrey). And he has threatened to issue more orders. *See Perkins Coie*, at \*61, 63. Trump is targeting firms with which he has personal grievances, that have advocated for points of view with which he disagrees, represented clients that he perceives as adversaries, hired attorneys who have carried out investigations and prosecutions that Trump dislikes, or hired a diverse pool of employees.

The orders had immediate, damaging consequences for the law firms. Paul, Weiss, Rifkind, Wharton & Garrison (“Paul, Weiss”) was the first firm to capitulate to Trump’s illegal and self-serving demands. The firm promised \$40 million in free legal representation to causes and clients chosen by Trump in exchange for Trump reversing the executive order. *See* E.O. 14244 (Addressing Remedial Action by Paul Weiss). The firm’s chair wrote in a memo to the firm’s employees that “[t]he executive order could easily have destroyed our firm. It brought the full weight of the government down on our firm, our people, and our clients,” and that even fighting the case in court would not resolve the fact that “clients perceived our firm as being persona non grata with the Administration.”<sup>1</sup>

In other words, even a win in court would not make these firms whole after being subject to the unconstitutional and extortionate assault to which Trump subjected them. The only way to protect the business was to provide Trump with millions of dollars of legal services.

On March 17, 2025, under Trump’s orders to look at law firm’s diversity, equity, and inclusion (“DEI”) policies, the Equal Employment Opportunity Commission (“EEOC”) announced investigations of twenty law firms, including Kirkland.<sup>2</sup> To preempt potentially punishing executive orders, onerous investigation processes, and the revelation of employee information to a hostile administration, eight firms agreed to give free legal services to cases or issues selected by Trump. *See Perkins Coie*, at \*61, 63 (noting that the “Trump White House has publicly touted . . . that those deal-making firms have been spared, or had revoked, an Executive Order targeting them”). These firms include Kirkland; Latham & Watkins; Skadden, Arps, Slate, Meagher & Flom; Milbank; Willkie Farr & Gallagher LLP; Simpson Thacher; A&O Shearman; and Cadwalader. In total, the firms are giving Trump nearly \$1 billion in legal services to evade the unconstitutional punitive measures that other firms still face.<sup>3</sup> Kirkland specifically agreed to provide \$125 million in “pro bono” work for Trump’s evolving set of pet causes. As a result, Kirkland’s office in Philadelphia will likely be expected to provide at least some of the resources that the firm as a whole is now obligated to

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<sup>1</sup> Lauren Irwin, “Paul Weiss Chair: Trump Order ‘Could Easily Have Destroyed Our Firm,’ The Hill (Mar. 24, 2025).

<sup>2</sup> Press Release, U.S. Equal Emp’t Opportunity Comm’n, EEOC Acting Chair Andrea Lucas Sends Letters to 20 Law Firms Requesting Information About DEI-Related Employment Practices (Mar. 17, 2025), <https://www.eeoc.gov/newsroom/eeoc-acting-chair-andrea-lucas-sends-letters-20-law-firms-requesting-information-about-dei>.

<sup>3</sup> *See* Jeffrey Toobin, “Trump Has His Law Firms Right Where He Wants Them,” N.Y. Times (May 19, 2025); Rebecca Beitsch, “Law Firms Divided Over Response to Trump Orders,” The Hill (Mar. 25, 2025); Daniel Barnes, “Major Law Firm Strikes Preemptive Deal with White House,” Politico (Mar. 28, 2025).

provide to Trump in order to avoid being subject to punitive, unconstitutional executive orders and investigations.

Since entering into these agreements, the law firms have been subject to demands for free legal representation from a number of Trump's allies and conservative, partisan organizations. Trump has made it clear that the firms will be expected to do his bidding, including by defending police officers who are accused of abusing civilians.<sup>4</sup> And firms are also avoiding pro bono issues, clients, or advocacy positions they might have otherwise taken, for fear of further retribution from Trump.<sup>5</sup> To avoid punishing sanctions, the firms have had to compromise their autonomy—their ability to choose clients, causes, and cases that they believe warrant the firm's pro bono representation.

### **Basis for Criminal Investigation**

#### **Criminal Coercion & Theft by Extortion**

Pennsylvania criminalizes coercion in 18 Pa. Cons. Stat § 2906(a) as follows:

A person is guilty of criminal coercion, if, with intent unlawfully to restrict freedom of action of another to the detriment of the other, he threatens to:

- (1) commit any criminal offense;
- (2) accuse anyone of a criminal offense;
- (3) expose any secret tending to subject any person to hatred, contempt or ridicule; or
- (4) take or withhold action as an official, or cause an official to take or withhold action.

Here, Trump and his senior officials clearly demonstrated an intent to restrict the freedom of action of Kirkland and other law firms in seeking to control the clients they represent, the issues they advocate for, and who they employ. In seeking these aims, Trump and his senior officials threatened to sign damaging executive orders, withhold necessary clearances and permissions from law firm employees, and launch unfounded, resource-intensive investigations.

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<sup>4</sup> See Jessical Silver-Greenberg et al, "Trump Allies Look to Benefit from Pro Bono Promises By Elite Law Firms," N.Y. Times (May 25, 2025).

<sup>5</sup> *Id.*

There is substantial overlap in the listed harms between the criminal coercion and theft by extortion sections, as illustrated by 18 Pa. Cons. Stat. § 3923(a) excerpted below:

A person is guilty of theft if he intentionally obtains or withholds property of another by threatening to:

- (1) commit another criminal offense;
- (2) accuse anyone of a criminal offense;
- (3) expose any secret tending to subject any person to hatred, contempt or ridicule;
- (4) take or withhold action as an official, or cause an official to take or withhold action;
- (5) bring about or continue a strike, boycott or other collective unofficial action, if the property is not demanded or received for the benefit of the group in whose interest the actor purports to act;
- ...
- (7) inflict any other harm which would not benefit the actor.

While coercion involves compelling a person by intimidation to engage in or refrain from certain conduct, theft by extortion specifies that the conduct the person must engage in under intimidation is to turn over property. *See Com. v. Lynch*, 270 Pa. Super. 554, 578, 411 A.2d 1224, 1237 (1979), *aff'd in part, rev'd in part sub nom. Com. v. Wojdak*, 502 Pa. 359, 466 A.2d 991 (1983) (“there is no extortion if the elements of coercion or intimidation are missing”). “The extortion statute clearly requires a causal nexus between the threat and the victim's surrender of property.” *Com. v. Guenzer*, 255 Pa. Super. 587, 591, 389 A.2d 133, 135 (1978).

As previously noted, Trump and his senior official’s actions constitute criminal coercion, with clear threats of punishment if the law firms did not comply with Trump’s demands for property.

“Property” is “[a]nything of value, including real estate, **tangible and intangible** personal property, contract rights, choses-in-action and other interests in or claims to wealth, admission or transportation tickets, captured or domestic animals, food and drink, electric or other power.” 18 Pa. Cons. Stat. § 3901 (emphasis added). “Property of another” includes “property in which any person other than the actor has an interest which the actor is not privileged to infringe . . . .” *Id.*

Trump’s demand on Kirkland for \$125 million in “pro bono” legal work for his chosen causes is undoubtedly something “of value.” Trump also demanded that the firms, including Kirkland, disavow any “illegal” DEI hiring considerations and agree to accept clients without regard to political beliefs. These internal policies are

of value to each firm, as is the right of law firms to select their employees and clients. Trump also threatened to revoke security clearances and permissions to engage with his agencies, which are valuable privileges law firms expend considerable resources obtaining and maintaining. Therefore, Trump has demanded property from the law firms under duress.

Per 18 Pa. Cons. Stat. § 3903(a.2), “theft constitutes a felony of the first degree if... the amount involved is \$500,000 or more.” Trump has demanded hundreds of millions from law firms, and specifically extracted \$125 million from Kirkland, well above the \$500,000 threshold for a first-degree felony. Because the threat of coercion was to commit a felony, the criminal coercion charge would be a misdemeanor of the first degree. 18 Pa. Cons. Stat § 2906(c).

### Conspiracy

Pennsylvania law defines criminal conspiracy as follows:

A person is guilty of conspiracy with another person or persons to commit a crime if with the intent of promoting or facilitating its commission he:

- (1) agrees with such other person or persons that they or one or more of them will engage in conduct which constitutes such crime or an attempt or solicitation to commit such crime; or
- (2) agrees to aid such other person or persons in the planning or commission of such crime or of an attempt or solicitation to commit such crime.

18 Pa. Cons. Stat § 903(a).

In implementing his scheme against law firms, Trump coordinated with senior administration officials, such as Andrea R. Lucas, Acting Chair of the EEOC, who sent the letters to twenty law firms initiating EEOC investigations under false pretenses. Further investigation is required to determine the extent of the conspiracy and the numerous actors likely involved across the Trump Administration.

These facts provide a basis for investigating whether Trump<sup>6</sup> and senior Trump officials committed extortion or coercion, conspired to commit extortion or coercion, and/or attempted to commit extortion or coercion under Pennsylvania law.

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<sup>6</sup> While the US Supreme Court in *Trump v. United States*, 603 U.S. 593 (2024), held that presidents are entitled to at least presumptive immunity for official acts, criminal coercion, theft by extortion, bribery, and conspiracy to commit any of the above offenses cannot be defined as official acts.

## **Immunity Does Not Preclude Prosecution**

The immunity available to federal officials under the Supremacy Clause of the U.S. Constitution is not available in all circumstances and does not preclude criminal investigation and prosecution here.

The Supremacy Clause “is designed to ensure that states do not ‘retard, impede, burden, or in any manner control’ the execution of federal law.” *New York v. Tanella*, 374 F.3d 141, 147 (2d Cir. 2004) (quoting *McCulloch v. Maryland*, 17 U.S. (4 Wheat.) 316, 436 (1819)). It does not, however, wholly shield federal officers from appropriate state criminal proceedings. The Supreme Court set out the appropriate standard for assessing the availability of Supremacy Clause immunity in *Cunningham v. Neagle*: a state may not exercise criminal jurisdiction over a federal agent provided that “he was authorized to [act] by the law of the United States,” and that “in doing that act, he did no more than what was necessary and proper for him to do.” 135 U.S. 1, 75 (1890); *see also Tanella*, 374 F.3d at 147; *Kentucky v. Long*, 837 F.2d 727, 744 (6th Cir. 1988) (“Under *Neagle*, a state court has no jurisdiction if (1) the federal agent was performing an act which he was authorized to do by the law of the United States and (2) in performing that authorized act, the federal agent did no more than what was necessary and proper for him to do.”). To satisfy the second prong, two conditions must be satisfied: (1) the federal officer must “subjectively [believe] that the actions were authorized”; and (2) that belief must be “objectively reasonable under the circumstances.” *Battle v. State*, 252 Md. App. 280, 258 A.3d 1009, 1021 (2021) (citing *Long*, 837 F.2d at 744).

Supremacy Clause immunity therefore does not protect federal officers who act outside the law or beyond what is subjectively and objectively necessary and proper. When they do either, they may be held criminally liable in state court for violating state laws. *See, e.g., Battle*, 252 Md. App. at 280 (rejecting Supremacy Clause immunity for a DHS officer who was prosecuted for assaulting a civilian outside the scope of his duties and beyond what was necessary and proper).

If a criminal investigation finds even one of the following—that federal officials lacked legal authority, did not believe their actions were authorized, or could not have reasonably believed so—then state prosecution may proceed. Here, neither Trump nor any other official involved in executing the executive orders had legal authority to do so; nor did they have an objectively reasonable belief that the actions were authorized. Indeed, Trump continued to sign executive orders targeting law firms and to threaten law firms *after* a court enjoined his initial attack on Perkins Coie. *Compare Perkins Coie* TRO Order (filed March 12, 2025) *and* E.O. 14237 (Addressing Risks from Paul Weiss) (signed Mar. 14, 2025). Neither Trump nor any other official involved in the scheme can mistake criminal coercion and theft by extortion for a lawful enterprise.

These likely violations of Pennsylvania state criminal laws warrant investigation and, if appropriate, prosecution. The fact that this conduct involves the President of the United States and senior officials in his administration provides no shield to appropriate investigation and prosecution for criminal acts that do not satisfy the *Neagle* test.

It is true that Trump's scheme may well violate federal criminal statutes, including the Hobbs Act. *See* 18 U.S.C. § 1951(a) (criminalizing extortion, defined as "the obtaining of property from another, with his consent, induced by wrongful use of actual or threatened force, violence, or fear, or under color of official right"). But the fact that an offense also violates federal law does not release state law enforcement from its obligations to investigate and prosecute acts that violate state criminal laws. That is particularly true here, where the Department of Justice, the Federal Bureau of Investigation, and other federal law enforcement agencies have been corruptly co-opted by Trump and directly implicated in these schemes. Federal agencies are obligated to investigate federal offenses impartially, but have thus far abdicated their responsibilities in a manner that harms the safety of our people and the stability of our democratic institutions. If local and state authorities also abdicate their civil and criminal enforcement responsibilities, their citizens will be left at the mercy of the criminal whims of federal officials, including Trump and his allies.

As the state of New York demonstrated in its prosecution of Trump for falsifying business records to cover up his hush money payments to an adult film star during his 2016 campaign, *see New York v. Trump*, Verdict Sheet, Indictment No. 71543-23 (Sup. Ct. N.Y. Part 59, May 29, 2024), states have the authority and responsibility to investigate criminal abuses of power and to protect their residents and their laws, regardless of the defendants' wealth, power, prestige, or status as federal officials.



## **Conclusion**

Attorneys and law firms across the country have been broadly targeted by Trump in order to undermine their independence as employers and advocates, undermine national efforts to hold the current Administration responsible for its many abuses of power, and unlawfully obtain nearly \$1 billion in free legal services. Many targeted firms have had to cede their autonomy to Trump and his allies in order to avoid the significant harms that Trump has inflicted on several law firms and threatens to inflict on more. The consequences are devastating not just for the victim law firms but also for “the American judicial system’s fair and impartial administration of justice.” *Perkins Coie LLP*, 2025 WL 1276857, at \*1. An immediate and thorough criminal investigation is needed to determine whether criminal charges should be brought against Trump and his associates. We ask your office to promptly undertake this review.

Sincerely,

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