



UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

DIVISION OF
CORPORATION FINANCE

January 28, 2019

Jeremy L. Moore
Baker Botts LLP
jeremy.moore@bakerbotts.com

Re: Valero Energy Corporation

Dear Mr. Moore:

This letter is in regard to your correspondence dated January 17, 2019 concerning the shareholder proposal (the "Proposal") submitted to Valero Energy Corporation (the "Company") by the Unitarian Universalist Association (the "Proponent") for inclusion in the Company's proxy materials for its upcoming annual meeting of security holders. Your letter indicates that the Proponent has withdrawn the Proposal and that the Company therefore withdraws its December 22, 2018 request for a no-action letter from the Division. Because the matter is now moot, we will have no further comment.

Copies of all of the correspondence related to this matter will be made available on our website at <http://www.sec.gov/divisions/corpfin/cf-noaction/14a-8.shtml>. For your reference, a brief discussion of the Division's informal procedures regarding shareholder proposals is also available at the same website address.

Sincerely,

Courtney Haseley
Special Counsel

cc: Tim Brennan
Unitarian Universalist Association
tbrennan@uua.org

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January 17, 2019

BY EMAIL (shareholderproposals@sec.gov)

Office of Chief Counsel
Division of Corporation Finance
Securities and Exchange Commission
100 F Street NE
Washington, D.C. 20549

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1934 Act
Rule 14a-8(i)(10)
Rule 14a-8(i)(3)

Re: Valero Energy Corporation
Withdrawal of No-Action Request Dated December 22, 2018, Relating to the
Stockholder Proposal of the Unitarian Universalist Association Pursuant to Rule
14a-8 Regarding Political Contributions Disclosure

Ladies and Gentlemen:

We are writing on behalf of our client, Valero Energy Corporation (the “*Company*”), with regard to our letter dated December 22, 2018 (the “*No-Action Request*”) concerning the stockholder proposal and the statements in support thereof (the “*Proposal*”) submitted by the Unitarian Universalist Association (the “*Proponent*”) by letter dated November 13, 2018, for inclusion in the Company’s proxy statement and form of proxy for its 2019 annual meeting of stockholders (collectively, the “*2019 Proxy Materials*”). In the No-Action Request, the Company sought concurrence from the Staff of the Division of Corporation Finance of the Securities and Exchange Commission (the “*Staff*”) that the Company could exclude the Proposal from its 2019 Proxy Materials pursuant to Rules 14a-8(i)(10) and 14a-8(i)(3), on the basis that (i) the Company has substantially implemented the Proposal and (ii) the Proposal is false and misleading and thus contrary to Rule 14a-9.

On January 4, 2019, the Proponent withdrew the Proposal, email confirmation of which is attached as Exhibit A hereto (the “*Withdrawal*”). In reliance on the Proponent’s Withdrawal, we respectfully withdraw the No-Action Request.

If the Staff has any questions with respect to the foregoing, or requires additional information, please do not hesitate to contact me at jeremy.moore@bakerbotts.com or (713) 229-1626.

We appreciate your attention to this matter.

Very truly yours,

BAKER BOTTS L.L.P.

By: _____
Jeremy L. Moore

Enclosures

cc: Tim Brennan, The Unitarian Universalist Association (via email at TBrennan@uua.org
and facsimile at 617.948.6475)

J. Stephen Gilbert
Valero Energy Corporation

Exhibit A

From: Tim Brennan [<mailto:TBrennan@uua.org>]
Sent: Friday, January 04, 2019 1:55 PM
To: Gilbert, Steve <Steve.Gilbert@valero.com>
Cc: Dan Carroll <dcarroll@politicalaccountability.net>; Susan Helbert <SHelbert@uua.org>
Subject: Re: Shareholder proposal - Valero - confirmation of withdrawal

Thank you Steve. Yes, I confirm that the UUA wishes to withdraw its proposal from inclusion in the proxy statement and consideration at the AGM.

As to availability, I'm open on Friday 1/11 after 11, Monday 1/14 in the afternoon, Tuesday 1/15 after 10 and Weds 1/16 after noon. Let me know if any of those work. I've copied Dan Carroll at CPA because I'm hoping he or Bruce Freed can join our call.

Thanks,
Tim

Tim Brennan | Treasurer & CFO

Phone [\(617\) 948-4305](tel:(617)948-4305) | tbrennan@uua.org
uua.org | [Twitter](#) | [Facebook](#)



24 Farnsworth Street
Boston, MA 02210-1409
www.uucef.org

From: "Gilbert, Steve" <Steve.Gilbert@valero.com>
Date: Friday, January 4, 2019 at 2:41 PM
To: Tim Brennan <TBrennan@uua.org>
Subject: RE: Shareholder proposal - Valero

Tim:

Terrific to see your message! Happy New Year to you and your team.
Yes, Valero is interested in visiting with you about our disclosures. In fact, Valero's Government Relations team (though skeletal through the holidays) has been preparing internally about how best to engage with you and talk about our disclosure practices.

Thank you for agreeing to withdraw the shareholder proposal. We agree that direct dialogue is the preferred route.

Please let me relay your message to the Government Relations team, and then I will be able to articulate when the team is ready to set up a call. Are there any dates/times in the coming week (or next) that will not work for you?

We can plan accordingly.

And . . . for my records . . . please reply to this email to confirm that you are withdrawing the UUA proposal in exchange for a direct dialogue with Valero. (Just don't want there to be any doubt on the part of any third party.)

Thank you!

-Steve

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December 22, 2018

BY EMAIL (shareholderproposals@sec.gov)

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1934 Act
Rule 14a-8(i)(10)
Rule 14a-8(i)(3)

Re: Valero Energy Corporation
Stockholder Proposal of the Unitarian Universalist Association Pursuant to Rule
14a-8 Regarding Political Contributions Disclosure

Ladies and Gentlemen:

We are writing on behalf of our client, Valero Energy Corporation (the "**Company**"), pursuant to Rule 14a-8(j) under the Securities Exchange Act of 1934, as amended, to inform the Staff of the Division of Corporation Finance (the "**Staff**") of the Securities and Exchange Commission (the "**Commission**") that, pursuant to Rules 14a-8(i)(10) and 14a-8(i)(3), the Company plans to omit from its proxy statement and form of proxy for the Company's 2019 annual meeting of stockholders (collectively, the "**2019 Proxy Materials**") the stockholder proposal and the statements in support thereof (the "**Proposal**") submitted by the Unitarian Universalist Association (the "**Proponent**") by letter dated November 13, 2018. A copy of the Proposal is attached hereto as Exhibit A. The Company respectfully requests that the Staff concur with the Company's view that the Proposal may properly be excluded from the Company's 2019 Proxy Materials pursuant to Rules 14a-8(i)(10) and 14a-8(i)(3).

Pursuant to Rule 14a-8(j) and Staff Legal Bulletin No. 14D, we are submitting this request for no-action relief under Rule 14a-8 by use of the Commission email address, shareholderproposals@sec.gov (in lieu of providing six additional copies of this letter pursuant to Rule 14a-8(j)), and the undersigned has included his name and telephone number both in this letter and the cover email accompanying this letter. We are simultaneously forwarding by both email and facsimile a copy of this letter to the Proponent as notice of the Company's intent to omit the Proposal from the 2019 Proxy Materials.

As detailed below, the Company believes the Proposal may be excluded from the Company's 2019 Proxy Materials under (i) Rule 14a-8(i)(10) because the Company has substantially implemented the Proposal and (ii) Rule 14a-8(i)(3) because it is false and misleading and thus contrary to Rule 14a-9.

The Proposal

The Proponent submitted the Proposal to the Company by letter dated November 13, 2018, via UPS Mail. The Proponent has requested that the Company provide a semi-annual report regarding corporate political contributions (including any payments by the Company to trade associations that are used for political purposes) and the Company's related policies and procedures for all such expenditures to the Company's board of directors (the "**Board**") or a Board committee. The Proponent has further requested that the Company post such report on its company website within 12 months from the date of its 2019 annual meeting of stockholders.

The resolution portion of the Proposal reads as follows:

“Resolved, that the shareholders of Valero Energy Corp. (“Valero” or “Company”) hereby request that the Company provide a report, updated semiannually, disclosing the Company's:

1. Policies and procedures for making, with corporate funds or assets, contributions and expenditures (direct or indirect) to (a) participate or intervene in any campaign on behalf of (or in opposition to) any candidate for public office, or (b) influence the general public, or any segment thereof, with respect to an election or referendum.
2. Monetary and non-monetary contributions and expenditures (direct and indirect) used in the manner described in section 1 above, including:
 - a. The identity of the recipient as well as the amount paid to each; and
 - b. The title(s) of the person(s) in the Company responsible for decision-making.

The report shall be presented to the board of directors or relevant board committee and posted on the Company's website within 12 months from the date of the annual meeting. This proposal does not encompass lobbying spending.”

The statement of support portion of the Proposal states, among other things, that “relying on publicly available data does not provide a complete picture of the Company's electoral spending. For example, the Company's payments to trade associations that may be used for election-related activities are undisclosed and unknown.”

The Company responded to the Proponent by email on November 27, 2018, (the "**Email Inquiry**") inquiring whether the Proponent was aware of the Company's current Policy on Political Contributions, Lobbying and Trade Associations (the "**Company Policy**"). The Email Inquiry noted that the Company Policy contains policies, procedures and disclosures that are the very disclosures requested by the Proposal. The Email Inquiry also provided the Proponent with a hyperlink to the publicly

available Company Policy and set forth detailed instructions on how the Proponent could access the Company Policy upon visiting the Company's website (which website address was also included in the Email Inquiry). After receiving no response to the Email Inquiry for several days, the Company also tried calling the Proponent to no avail and consequently left the Proponent a voicemail (the "***Follow Up Voicemail***"). After several more days, having received no response from the Proponent to the Email Inquiry or the Follow Up Voicemail, on December 3, 2018, the Company sent a hard copy of the correspondence contained in the Email Inquiry to the Proponent via FedEx (the "***FedEx Inquiry***"). On December 4, 2018, the Proponent responded to the Email Inquiry by email (the "***Reply Email***") and acknowledged having received the Email Inquiry and Follow Up Voicemail. In the Reply Email the Proponent acknowledged that it was aware that the Company had previously engaged with stockholders concerning the Company's election spending disclosure and that the Company had made improvements to such disclosure in response. Nonetheless, the Reply Email ignored the Company's assertion in the Email Inquiry that the Company Policy already provides the disclosure requested by the Proposal, making it unclear whether the Proponent actually disagreed with this statement and, if so, why. Instead, the only guidance offered by the Reply Email notes that "looking at the Center for Political Accountability's Zicklin Index, Valero's score is middling, and there is much you could do to improve your disclosure," which is a vague statement that provides no information on the areas of the Company Policy that the Proponent views as being deficient. Following the Reply Email, from December 4, 2018 to December 21, 2018 the Company and the Proponent exchanged several more emails (the "***Subsequent Email Correspondence***" and, together with the Email Inquiry, the FedEx Inquiry and the Reply Email, the "***Written Communications***") where, among other things, (i) the Proponent acknowledged receipt of the FedEx Inquiry, (ii) the Company and the Proponent discussed the Zicklin Index score cited by the Proponent in the Reply Email and whether this score properly reflected the adequacy of the Company's disclosure, (iii) the Company and the Proponent each expressed a willingness to further discuss the Proposal via telephone, (iv) the Company notified the Proponent that if the Proposal could not be discussed via telephone prior to the time the Company would be required under Rule 14a-8(j)(i) to submit a no-action request to the Commission to exclude the Proposal from its 2019 Proxy Materials, that the Company planned to submit such a no-action request in order to preserve its ability to use this procedure with respect to the Proposal, but that the Company was still willing to engage in discussions with the Proponent following such submission and (v) the Proponent notified the Company that such a call would need to take place after December 31, 2018 (which is after the deadline applicable to the Company under Rule 14a-8(j)(i)).

Copies of each item comprising the Written Communications are attached hereto as Exhibit B.

Background

Since 2009, the Company has had in place a formal policy concerning political contributions disclosure that governs the Company's lobbying and political contributions and describes the Company's protocols for these activities. Nonetheless, in 2011, 2012, 2013 and

2014, the Company received stockholder proposals which, like the Proposal, concerned the Company's political contributions. While each of the proposals received less than a majority of the vote and failed to pass at each of the Company's 2011, 2012, 2013 and 2014 annual meeting of stockholders, the Company recognized the importance of this subject matter to its stockholders, and in an effort to further enhance its political contributions disclosure, on January 5, 2015, the Company amended and restated its 2009 policy to the current Company Policy, which, among other things, added semi-annual disclosure of the Company's payments to trade associations and other organizations of which the Company is a member that may be used for political purposes. A copy of the Company Policy is attached hereto as Exhibit C and is also available on the Company's website (www.valero.com) under the "Corporate Governance" tab in the "Investor Relations" section. The Company Policy contains hyperlinks to reports containing information on the Company's direct and indirect political contributions (updated semi-annually), direct lobbying (updated quarterly) and payments made to trade associations and other organizations of which the Company is a member (updated semi-annually) that may be used for political purposes. For ease of stockholder access, the Company Policy also contains hyperlinks to various state and federal contributions and lobbying reports that are publicly available.

The Proposal May Be Omitted Pursuant to Rule 14a-8(i)(10) Because the Company Has Substantially Implemented the Proposal

Rule 14a-8(i)(10) permits a company to exclude a stockholder proposal if the company has substantially implemented the proposal. The rule "is designed to avoid the possibility of shareholders having to consider matters which have already been favorably acted upon by management." Commission Release No. 34-12598 (July 7, 1976). To be excluded, the proposal does not need to be implemented in full or exactly as presented by the proponent. Instead, the standard for exclusion is substantial implementation. Commission Release No. 34-40018 at n.30 (May 21, 1998).

The Staff has stated that, in determining whether a stockholder proposal has been substantially implemented, it will consider whether a company's particular policies, practices and procedures "compare favorably with the guidelines of the proposal." *Texaco, Inc.* (March 28, 1991). Therefore, Rule 14a-8(i)(10) does not require companies to implement every detail of a proposal in order for a proposal to be excluded so long as a company's prior actions address the essential objective and underlying concerns of the proposal. Moreover, the Staff has consistently concurred with the exclusion under Rule 14a-8(i)(10) of stockholder proposals seeking reports where the company has already publicly disclosed the subject matter of the requested report, and the company's public disclosures compare favorably with the guidelines of the proposal. *See e.g., Exelon Corporation* (February 26, 2010) (the Staff concurred that a stockholder proposal requesting a report disclosing policies and monetary contributions with respect to political contributions was properly excludable pursuant to Rule 14a-8(i)(10) where the company had adopted a set of corporate political contribution guidelines and issued a political contributions report that, together, provided "an up-to-date view of the [c]ompany's policies and procedures with regard to political contributions."); *Exxon Mobil Corporation* (March 23, 2009) (the Staff concurred that a stockholder proposal requesting a report, updated semiannually, of political contributions and expenditures made with corporate funds was properly excludable pursuant to Rule 14a-8(i)(10) where the company updated the disclosures annually); and *Anthem, Inc.*

(March 19, 2018) (the Staff concurred that a stockholder proposal requesting a sustainability report describing ESG performance was properly excludable pursuant to Rule 14a-8(i)(10) because the company's existing public disclosures compared favorably with the guidelines of the proposal). *See also, Delta Air Lines, Inc.* (March 12, 2018); *Johnson & Johnson* (February 19, 2008); *Hewlett-Packard Company* (December 11, 2007); *Anheuser-Busch Cos., Inc.* (January 17, 2007); and *Bristol-Myers Squibb Co.* (March 9, 2006).

The Company Policy and the reports included therein substantially implement the Proposal under Rule 14a-8(i)(10) because they fulfill the Proposal's essential objective of transparency and accountability in corporate electoral spending. To demonstrate substantial implementation, set forth below is an item-by-item examination of the Proposal (Proposal text is in italics) and the Company's conforming disclosures, followed by an analysis of areas where the Company's existing disclosure actually goes further than what is requested in the Proposal in terms of providing information that is helpful in fulfilling the Proposal's essential objective.

“Resolved, that the shareholders of Valero Energy Corp. (“Valero” or “Company”) hereby request that the Company provide a report, updated semiannually, disclosing the Company’s:

1. Policies and procedures for making, with corporate funds or assets, contributions and expenditures (direct or indirect) to (a) participate or intervene in any campaign on behalf of (or in opposition to) any candidate for public office, or (b) influence the general public, or any segment thereof, with respect to an election or referendum.”

The Company Policy satisfies this element of the Proposal. The Company Policy includes a comprehensive statement of the purpose and procedures with respect to the Company's political activities, which activities the Company Policy notes “consist primarily of its sponsorship of the Valero Energy Corporation Political Action Committee, known as VALPAC.” It is important to note that the Proposal only refers to the use of “corporate funds and assets.” As stated in the Company Policy, “VALPAC solicits and accepts voluntary contributions from eligible employees and stockholders of Valero, and it does not accept contributions from any corporation.” Consequently, as a technical matter, any contributions made by VALPAC do not involve the Company's corporate funds and would not strictly be covered by the request made in the Proposal. The disclosure included in the Company Policy regarding the policies and procedures of, and contributions and expenditures by, VALPAC should be viewed as an example of how the Company Policy provides even more information and disclosure than what is requested by the Proposal. Even if VALPAC is seen as a way for the Company to indirectly make political contributions and expenditures, as the analysis below shows, the Company Policy's disclosure with respect to VALPAC would still meet every element set forth in the Proposal.

With respect to the policy and procedures for determining how, why and to whom political contributions and expenditures are made, the Company Policy includes the following information concerning VALPAC and the Company:

- “Valero believes that constructive participation in the political process is an important means of enhancing stockholder value and fostering good corporate citizenship. We believe that it is in the best interest of Valero’s stockholders that federal, state, and local governments understand how their actions impact Valero’s business and stakeholders. Accordingly, Valero communicates with governmental organizations and officials about its business concerns.”
- “VALPAC makes political contributions to support federal, state, and local candidates for elective public office that promote the protection and advancement of a strong energy industry and support effective financial legislation important to Valero and its stockholders.”
- “Any Valero employee who contributes to VALPAC may request a contribution be made to support a particular candidate.”
- “In making contribution decisions, the VALPAC Board evaluates a variety of factors, including a candidate’s views on issues of importance to Valero and the presence of Valero facilities in the candidate’s business district or state.”
- “VALPAC supports candidates who it believes will support and advance the interests of Valero’s stakeholders, regardless of party affiliation.”
- “Valero’s Government Affairs department selects candidates to support based on similar criteria as VALPAC.”
- “Valero engages in lobbying in the United States at both the federal and state levels to advocate our positions on issues that affect our company and the energy industry.”
- “Valero also provides support to a variety of trade associations and coalitions in order to promote informed dialogue and sound public policy on matters important to Valero’s interests.”

The Company Policy also includes an extensive amount of information demonstrating the Company’s policy that any political activities must be conducted in accordance with applicable law. Such information includes the following:

- “Valero is committed to conducting VALPAC in accordance with the federal laws and regulations that regulate activities of political action committees.”
- “Under certain circumstances, Valero may lawfully contribute to other political committees and political organizations. Valero is committed to complying with all applicable laws, rules, and regulations that govern such contributions.”
- “Valero is committed to compliance with all applicable laws.”

- “Lobbying is highly regulated in the United States. Valero fully complies with regulations by reporting all federal lobbying to the U.S. Congress in a quarterly lobbying disclosure report.”
- “Valero also fully complies with other state and local requirements to disclose lobbying in states, cities, and counties.”

The administrative and governance procedures with respect to such contributions and expenditures are disclosed in the Company Policy through the following:

- “All decisions regarding political contributions by VALPAC are subject to the oversight of VALPAC’s Board of Directors and to annual Valero internal audits.”
- “As required by law, all VALPAC contributions are periodically reported to the Federal Election Commission and to the applicable state election authorities.”
- “Any corporate funds used to make contributions to ballot measures, political candidates, political parties, political committees, or political entities organized and operating under Section 527 of the Internal Revenue Code will be reported to the appropriate federal and state election authorities.”
- “All VALPAC contributions are publicly disclosed in reports that are available on the website of the Federal Election Commission at <http://www.fec.gov>.”
- “Valero’s Government Affairs department updates the Company’s General Counsel and Chairman/CEO, as well as the Board of Directors, as appropriate, on political and public policy issues of importance to Valero. Within Valero, the Governmental Affairs department reports to the General Counsel. The General Counsel and Chairman/CEO have oversight responsibility for and periodically review Valero’s policies and practices. Contributions are audited on a regular basis and made in accordance with company policies approved by executive management, who are charged with administering those policies and ensuring compliance with them.”
- “Valero inquires and makes reasonable effort to obtain from the organizations what portion of Valero’s dues or payments ... are non-deductible under Section 162(e) of the Internal Revenue Code.”

As shown above, the Company Policy includes information covering the Company’s policy and procedures with respect to how, why and to whom political contributions are made at the federal, state and local levels. This information is included for both those contributions that the Company directly makes with corporate funds, and also those that the Company could be viewed as indirectly making through VALPAC and the funds that it solicits

and accepts. Furthermore, the information above demonstrates that the Company Policy is broad and covers contributions made for the purpose of general influence in addition to those made to political candidates running for election. For instance, the Company Policy covers “corporate funds used to make contributions to ballot measures, political candidates, political parties, political committees, or political entities” and states that “Valero communicates with governmental organizations and officials about its business concerns.” Additionally, the Company Policy speaks to the Company’s policy and procedures concerning its direct lobbying efforts and indirect lobbying efforts and election-related activities made in the form of payments to trade associations or other organizations of which the Company is a member that may be used by such organizations for these purposes. Consequently, the Company Policy substantially implements this portion of the Proposal.

“Resolved, that the shareholders of Valero Energy Corp. (“Valero” or “Company”) hereby request that the Company provide a report, updated semiannually, disclosing the Company’s: ...

2. Monetary and non-monetary contributions and expenditures (direct and indirect) used in the manner described in section 1 above, including:

- a. The identity of the recipient as well as the amount paid to each; and*
- b. The title(s) of the person(s) in the Company responsible for decision-making.”*

The Company Policy also satisfies this element of the Proposal. The direct and indirect contributions and expenditures made by VALPAC and the Company in the manner described above, including the identity and the recipient as well as the amount paid to each, are disclosed in the Company Policy as follows:

- The Company Policy reminds stockholders that “[a]ny corporate funds used to make contributions to ballot measures, political candidates, political parties, political committees, or political entities organized and operating under Section 527 of the Internal Revenue Code will be reported to the appropriate federal and state election authorities. Reports made to those agencies are publicly available.” Furthermore, in an effort to facilitate the ease with which stockholders can access such information, the Company Policy provides hyperlinks where stockholders can access reports regarding this information as described below.
- Hyperlinks to itemized reports of the political contributions by VALPAC (the “**VALPAC Contributions Reports**”) are posted semi-annually in the Company Policy and a copy of the report for the period from January 1, 2018 through June 30, 2018 is attached hereto as Exhibit D. The VALPAC Contributions Reports include the following information: (i) the date of the contribution, (ii) whether the campaign is at the state or federal level and, if at the state level, the identity of the relevant state, (iii) the candidate’s political party, (iv) the

political office sought in such campaign, (v) the relevant political committee, (vi) the name of the candidate and (vii) the amount contributed.

- Hyperlinks to itemized reports of political campaign contributions by the Company (the “*Company Contributions Reports*”) are posted semi-annually in the Company Policy and a copy of the report for the period from January 1, 2018 through June 30, 2018 is attached hereto as Exhibit E. The Company Contributions Reports include the following information: (i) the date of the contribution, (ii) the identity of the payee, (iii) the relevant election, if any, (iv) the amount contributed and (v) a brief explanation of the contribution.
- The Company Policy includes hyperlinks to copies of its quarterly federal lobbying disclosure reports and a copy of the report for the period from April 1, 2018 through June 30, 2018 is attached hereto as Exhibit F (the “*Federal Lobbying Reports*”). The Federal Lobbying Reports contain information on the Company’s direct lobbying efforts at the federal level and include the following line information: (i) the amount of the lobbying expense for the period presented, (ii) the specific issues lobbied, (iii) the house of Congress and the federal agencies lobbied and (iv) the name of each individual who acted as a lobbyist with respect to such issues.
- The Company Policy includes hyperlinks to copies of its quarterly California lobbying disclosure reports and a copy of the report for the period from April 1, 2018 through June 30, 2018 is attached hereto as Exhibit G (the “*California Lobbying Reports*”). The California Lobbying Reports contain information on the Company’s direct lobbying efforts in California and include the following information: (i) the amount of the lobbying expense for the period presented and (ii) the legislative or state agency administrative actions actively lobbied during the period.
- To provide information about the Company’s indirect lobbying and election-related activities in the form of payments to trade associations and other organizations of which the Company is a member, the Company Policy includes hyperlinks to reports containing (i) a list of trade associations or other organizations to which the Company makes payments of \$50,000 or more, and (ii) the portion of annual membership dues to trade associations or payments to other organizations of \$50,000 or more that were non-deductible under section 162(e) of the Internal Revenue Code, as provided to the Company by the recipients (the “*Significant Organizations Reports*”). The Significant Organizations Reports are updated semi-annually and a copy of the Significant Organizations Report for the period from January 1, 2018 through July 31, 2018 is attached hereto as Exhibit H.

The Company Policy also contains information indicating the “title(s) of the person(s) in the Company responsible for decision-making” concerning political contributions and expenditures. With respect to contributions made by VALPAC, the Company Policy makes

clear that the VALPAC Board of Directors ultimately has responsibility for such decision making. This is evidenced by statements in the Company Policy that (i) “[a]ll decisions regarding political contributions by VALPAC are subject to the oversight of VALPAC’s Board of Directors and to annual Valero internal audits” and (ii) “[i]n making contribution decisions, the VALPAC Board evaluates a variety of factors.” With respect to political contributions and expenditures decisions made by the Company, the Company Policy makes clear that the Company’s General Counsel and Chairman and Chief Executive Officer ultimately have responsibility for such decisions. Specifically, the Company Policy states that while “Valero’s Government Affairs department selects candidates to support based on similar criteria as VALPAC ... [w]ithin Valero, the Governmental Affairs department reports to the General Counsel [and] [t]he General Counsel and Chairman/CEO have oversight responsibility for and periodically review Valero’s policies and practices.” The Company Policy goes on to state that the Company’s “[c]ontributions are audited on a regular basis and made in accordance with company policies approved by executive management, who are charged with administering those policies and ensuring compliance with them.”

The Proposal seeks disclosure on both the “[m]onetary and non-monetary” political contributions made by the Company and its policies and procedures with respect thereto. The Company Policy meets this element of the Proposal with respect to the Company’s direct contributions because the Company Contributions Reports include information in the “explanation” column of the report that indicates whether or not the contribution was made “In-Kind,” which refers to non-monetary contributions such as goods or services offered for free or at less than the market rate. While the Company Policy never explicitly mentions that it refers to both the monetary and non-monetary aspects of the contributions and expenditures made by VALPAC, this is implicit from the other disclosures in the Company Policy. The Company Policy mentions numerous times that the Company is committed to complying with all applicable laws and that it “is committed to conducting VALPAC in accordance with the federal laws and regulations that regulate activities of political action committees.” The Federal Election Campaign Act of 1971, which regulates contributions and expenditures in federal elections, defines a contribution to include “(i) any gift, subscription, loan, advance, or deposit of money or anything of value made by any person for the purpose of influencing any election for federal office; or (ii) the payment by any person of compensation for the personal services of another person which are rendered to a political committee without charge for any purpose.” 52 U.S.C. §30101(8). Consequently, references to all VALPAC contributions in the Company Policy, which contributions are publicly disclosed in reports that are available on the Federal Election Commission’s website at <http://www.fec.gov>. (a hyperlink to such website is provided in the Company Policy), encompass both monetary and non-monetary contributions. As a result, the Company Policy currently includes disclosure on both the monetary and non-monetary contributions and expenditures made directly by the Company, and those viewed as being made indirectly by the Company though VALPAC.

Although the Company Policy meets every element set forth in the Proposal, it also goes further and discloses information beyond that requested by the Proposal. For example, as noted above, since VALPAC does not accept contributions from any corporation, VALPAC’s contributions do not involve the Company’s corporate funds and would not strictly be covered by the request made in the Proposal, which speaks only to the use of the Company’s corporate funds. Nonetheless, the Company provides extensive disclosure on VALPAC’s political

contributions and expenditures, and its policies and procedures with respect thereto, because (i) the Company's political activities consist primarily of its sponsorship of VALPAC and (ii) the Company believes this is information that is necessary to provide its stockholders with full transparency and accountability regarding its corporate electoral spending. Additionally, while the Proposal's statement of support notes that the "Company's Board and shareholders need comprehensive disclosure to fully evaluate the use of corporate assets in elections" the Proposal itself explicitly states that "[t]his proposal does not encompass lobbying spending." As noted above, however, the Company Policy includes hyperlinks to the Company's Federal Lobbying Reports and California Lobbying Reports, which are updated quarterly and can only be viewed as helpful in achieving full transparency and accountability in corporate electoral spending. Moreover, the Company Policy not only provides information above and beyond that requested by the Proposal in terms of scope, but its disclosure with respect to the information requested by the Proposal is also made at a more detailed level than what is actually required by the Proposal. To illustrate, the Proposal requests that the Company's disclosure with respect to political contributions and expenditures simply include "the identity of the recipient as well as the amount paid to each." The Company Policy goes into further detail than this because (i) the VALPAC Contributions Reports also include (a) the date of the contribution, (b) whether the campaign is at the state or federal level and, if at the state level, the identity of the relevant state, (c) the political party of the candidate and (d) the political office sought in such campaign and (ii) the Company Contributions Reports include (x) the date of the contribution and (y) a brief explanation of the contribution. The statement in support of the Proposal also asks the Company to merely disclose its "payments to trade associations and other tax-exempt organizations, which may be used for electoral purposes." Rather than just providing an aggregate number, which would meet the request of the Proposal, the Significant Organizations Reports included in the Company Policy also provide (i) a list of trade associations or other organizations to which such payments were made and (ii) the portion such payments that were non-deductible under section 162(e) of the Internal Revenue Code. Given that the Company Policy covers all of the elements set forth in the Proposal, and also includes information and details beyond that requested by the Proposal that help to better achieve the Proposal's essence, the Company Policy compares favorably with the guidelines of the Proposal.

In sum, the Company Policy already implements every element of the Proposal and provides information above and beyond what is requested in the Proposal in terms of providing information that is helpful in fulfilling the Proposal's essential objective of obtaining full transparency and accountability regarding the Company's corporate electoral spending. Consequently, the Company Policy compares favorably with the guidelines of the Proposal and may be omitted from the Company's 2019 Proxy Materials under Rule 14a-8(i)(10) because it has been substantially implemented by the Company.

The Proposal May Be Omitted Pursuant to Rule 14a-8(i)(3) Because it is False and Misleading and thus Contrary to Rule 14a-9

Rule 14a-8(i)(3) provides that an issuer may omit a proposal and any statement in support thereof from its proxy statement and form of proxy "[i]f the proposal or supporting statement is contrary to any of the Commission's proxy rules, including [Rule] 14a-9, which prohibits materially false or misleading statements in proxy soliciting materials."

The Proposal's statement in support of the proposed resolution states that "the Company's payments to trade associations that may be used for election-related activities are undisclosed and unknown. This proposal asks the Company to disclose all of its electoral spending, including payments to trade associations and other tax-exempt organizations, which may be used for electoral purposes. This would bring our Company in line with a growing number of leading companies, including Andeavor, Hess Corp., and ConocoPhillips, which present this information on their websites. The Company's Board and shareholders need comprehensive disclosure to fully evaluate the use of corporate assets in elections. We urge your support for this critical governance reform."

This statement of support is false and misleading in several respects. To begin, the Proposal's statement that "the Company's payments to trade associations that may be used for election-related activities are undisclosed and unknown" is incorrect. As noted above, in January of 2015 the Company amended and restated its policy on political contributions to explicitly include disclosure of such payments. Specifically, the Company Policy states that the Company posts, on a semi-annual basis, Significant Organizations Reports which contain "(a) a list of trade associations or other organizations to which Valero makes payments of \$50,000 or more, and (b) the portion of annual membership dues to trade associations or payments to other organizations of \$50,000 or more that were non-deductible under section 162(e) of the Internal Revenue Code, as provided to Valero by the recipients" and the Company Policy provides hyperlinks to such Significant Organizations Reports. Section 162(e) of the Internal Revenue Code states that any amounts paid or incurred in relation to the following activities are not deductible: "(A) influencing legislation, (B) participation in, or intervention in, any political campaign on behalf of (or in opposition to) any candidate for public office, (C) any attempt to influence the general public, or segments thereof, with respect to elections, legislative matters, or referendums, or (D) any direct communication with a covered executive branch official in an attempt to influence the official actions or positions of such official." 26 U.S.C. §162(e). The language of Section 162(e) of the Internal Revenue Code is similar to the Proposal itself, and unequivocally covers the Company's contributions to trade associations that may be used for election-related activities. Moreover, the Significant Organizations Reports at such hyperlink include information on (i) the name of the relevant trade association or other organization, (ii) the date such payments were made, (iii) the total amount of such payments during the period presented and (iv) and the amount of such payments that are non-deductible under Section 162(e) of the Internal Revenue Code and are thus payments that may be used for election-related activities. Accordingly, the Proposal includes information that is false on its face.

Furthermore, Marathon Petroleum Corp. and Andeavor successfully merged on October 1, 2018, close to six weeks before the date of the Proposal, and Andeavor is no longer a publicly traded company. Andeavor's website (www.andeavor.com) currently states that visitors "are viewing the Andeavor legacy website, which includes information on the company formerly known as Andeavor. For an interim period, as we work to combine our efforts, this site will remain to help maintain business continuity, making the transition seamless for all of our valued stakeholders. For current information on MPC, please visit www.marathonpetroleum.com. Please note: The information on this website may no longer be current or accurate." The statement in support of the Proposal holds Andeavor out as a paradigmatic example of a company that discloses on its website payments to trade associations and other tax-exempt

organizations which may be used for electoral purposes. Directing the Company's stockholders to view Andeavor's website for a model of how the Company should craft its own website disclosure is misleading because, according to Andeavor's own words, this information may no longer be current or accurate. Furthermore, the Company's 2019 Proxy Materials will not be mailed out until late March of 2019. By that point, the Andeavor and Marathon merger will have been closed for close to half of a year and Andeavor's website, which is currently only up for an interim period, may no longer even be operative. This could result in the Company's 2019 Proxy Materials suggesting that its stockholders visit a website that no longer even exists. Even if the Andeavor website is still operative at this time, the Andeavor website asks visitors to view the combined company's website (www.marathonpetroleum.com), which contains a separate policy from Andeavor's regarding political contributions and disclosure for the combined company. The statement in support of the Proposal holds out several examples of companies with model disclosure that the Company should aim to bring itself in line with (namely, Andeavor, Hess Corp., and ConocoPhillips), but conspicuously missing from this list is any mention of Marathon Petroleum Corp. This could understandably be very confusing to the Company's stockholders, who may be unsure as to whether the Proposal is suggesting that they look at Andeavor's policy and disclosure, or that of the combined company following the merger as suggested by the Andeavor website that the Proposal itself directed them to.

Additionally, the statement that "[t]he Company's Board and shareholders need comprehensive disclosure to fully evaluate the use of corporate assets in elections" is misleading because it implies that the Board is not currently privy to comprehensive disclosure regarding the Company's political contributions and expenditures. That is simply not the case. The Company Policy itself states that "Valero's Government Affairs department updates the Company's General Counsel and Chairman/CEO, as well as the Board of Directors, as appropriate, on political and public policy issues of importance to Valero." Also, the charter for the Nominating/Governance and Public Policy Committee of the Board (the "**Public Policy Committee Charter**"), which is also available on the Company's website (www.valero.com) under the "Corporate Governance" tab in the "Investor Relations" section, states that two of the specific purposes of such committee are to (i) "assist the Board of Directors in identifying, evaluating, and monitoring public policy trends and social and political issues" and (ii) "consider and make recommendations for the Company's strategies related to corporate responsibility, *contributions*, and reputation management" (emphasis added). A copy of the Public Policy Committee Charter is attached hereto as Exhibit I. These statements indicate that not only is the Board kept abreast of the Company's political involvement and decisions with respect to its political contributions and expenditures, but the Board also plays an important role in actually determining the Company's policy with respect to such political contributions and expenditures. Consequently, the statement in the Proposal that "[t]he Company's Board ... need[s] comprehensive disclosure to fully evaluate the use of corporate assets in elections" is misleading because it implies the Board is currently operating without such information, which is contrary both to fact and the Company's current disclosure.

The Proposal's statement in support of the proposed resolution is therefore false and misleading and thus contrary to Rule 14a-9 because it (i) includes information that is false on its face, (ii) creates a direct implication that is contrary to fact and the Company's current disclosure, (iii) encourages the Company's stockholders to visit another company's website to

view that company's political contributions and disclosure policy, even though such website explicitly states that its information may no longer be current or accurate and (iv)(A) it encourages the Company's stockholders to visit a website that may no longer exist by the time the Company's 2019 Proxy Materials are mailed and (B) even if such website is operative when the Company's 2019 Proxy Materials are mailed, the Proposal is unclear as to whether the Company's stockholders should be viewing the policy on the suggested website, or a distinct policy that is on the website to which visitors are referred when they visit the website suggested by the Proposal. Consequently, the Proposal may be excluded pursuant to Rule 14a-8(i)(3).

Conclusion

Based upon the foregoing analysis, it is respectfully submitted that the Proposal may be omitted from the Company's 2019 Proxy Materials pursuant to Rules 14a-8(i)(10) and 14a-8(i)(3). Your confirmation that the Staff will not recommend an enforcement action if the Proposal is omitted from the 2019 Proxy Materials is requested.

In the event the Staff disagrees with any conclusion expressed herein, or should any information in support or explanation of the Company's position be required, we would appreciate an opportunity to confer with the Staff before issuance of its response. If the Staff has any questions regarding this request or requires additional information, please contact the undersigned at 713.229.1626.

We appreciate your attention to this request.

Very truly yours,

BAKER BOTTS L.L.P.

By: _____
Jeremy L. Moore

Enclosures

cc: Tim Brennan, The Unitarian Universalist Association (via email at TBrennan@uua.org and facsimile at 617.948.6475)

J. Stephen Gilbert
Valero Energy Corporation

Exhibit A
The Proposal

November 13, 2018

J. Stephen Gilbert
Corporate Secretary
Valero Energy Corporation
One Valero Way
San Antonio, TX 78249

Re: Shareholder proposal



Timothy Brennan
*Treasurer and
Chief Financial Officer*

Dear Mr. Gilbert:

The Unitarian Universalist Association (“UUA”), a holder of 100 shares of Valero Energy Corporation, is hereby submitting the enclosed resolution for consideration at the upcoming annual meeting. We urge the Board to authorize the preparation of a report, to be updated semi-annually, disclosing policies and procedures regarding contributions and expenditures in any political campaign, the amounts of such expenditures and the identity of the recipient.

The Unitarian Universalist Association is a faith community of more than 1000 self-governing congregations that brings to the world a vision of religious freedom, tolerance and social justice. With roots in the Jewish and Christian traditions, Unitarianism and Universalism have been forces in American spirituality from the time of the first Pilgrim and Puritan settlers. The UUA is also an investor with an endowment valued at approximately \$194 million, the earnings from which are an important source of revenue supporting our work in the world. The UUA takes its responsibility as an investor and shareowner very seriously. We view the shareholder resolution process as an opportunity to bear witness to our values at the same time that we enhance the long-term value of our investments.

We submit the enclosed resolution for inclusion in the proxy statement in accordance with Rule 14a-8 of the General Rules and Regulations of the Securities and Exchange Act of 1934 for consideration and action by the shareowners at the upcoming annual meeting. We have held at least \$2,000 in market value of the company’s common stock for more than one year as of the filing date and will continue to hold at least the requisite number of shares for filing proxy resolutions through the stockholders’ meeting.

Valero Energy Corp. Political Disclosure Shareholder Resolution

Resolved, that the shareholders of Valero Energy Corp. (“Valero” or “Company”) hereby request that the Company provide a report, updated semiannually, disclosing the Company’s:

1. Policies and procedures for making, with corporate funds or assets, contributions and expenditures (direct or indirect) to (a) participate or intervene in any campaign on behalf of (or in opposition to) any candidate for public office, or (b) influence the general public, or any segment thereof, with respect to an election or referendum.
2. Monetary and non-monetary contributions and expenditures (direct and indirect) used in the manner described in section 1 above, including:
 - a. The identity of the recipient as well as the amount paid to each; and
 - b. The title(s) of the person(s) in the Company responsible for decision-making.

The report shall be presented to the board of directors or relevant board committee and posted on the Company’s website within 12 months from the date of the annual meeting. This proposal does not encompass lobbying spending.

Supporting Statement

As long-term shareholders of Valero, we support transparency and accountability in corporate electoral spending. This includes any activity considered intervention in a political campaign under the Internal Revenue Code, such as direct and indirect contributions to political candidates, parties, or organizations, and independent expenditures or electioneering communications on behalf of federal, state, or local candidates.

Disclosure is in the best interest of the company and its shareholders. The Supreme Court recognized this in its 2010 Citizens United decision, which said, “[D]isclosure permits citizens and shareholders to react to the speech of corporate entities in a proper way. This transparency enables the electorate to make informed decisions and give proper weight to different speakers and messages.”

Publicly available records show Valero has contributed at least \$6,450,000 in corporate funds since the 2010 election cycle (CQMoneyLine: <http://moneyline.cq.com>; National Institute on Money in State Politics: <http://www.followthemoney.org>).

However, relying on publicly available data does not provide a complete picture of the Company’s electoral spending. For example, the Company’s payments to trade associations that may be used for election-related activities are undisclosed and unknown. This proposal asks the Company to disclose all of its electoral spending, including payments to trade associations and other tax-exempt organizations, which may be used for electoral purposes. This would bring our Company in line with a growing number of leading companies, including Andeavor, Hess Corp., and ConocoPhillips, which present this information on their websites.

The Company’s Board and shareholders need comprehensive disclosure to fully evaluate the use of corporate assets in elections. We urge your support for this critical governance reform.



All of **us** serving you[®]

November 13, 2018

To Whom It May Concern:

The Unitarian Universalist Association currently holds 100 shares of Valero Energy Cusip=91913Y100.

The Unitarian Universalist Association holds 100 shares in account xxxxxx ***

The shares have been held in custody for more than an one year period preceding and including November 13, 2018.

The Unitarian Universalist Association is the beneficial owner of the shares. US Bank's DTC participant number is 2803.

Please contact me if you have any questions or require further information

Thank you,

Lynn S. Shotwell

Lynn S. Shotwell

Assistant Vice President | Account Manager
p. 302.576.3711 | f. 302.576.3718 | lynn.shotwell@usbank.com

U.S. Bank Institutional Trust & Custody
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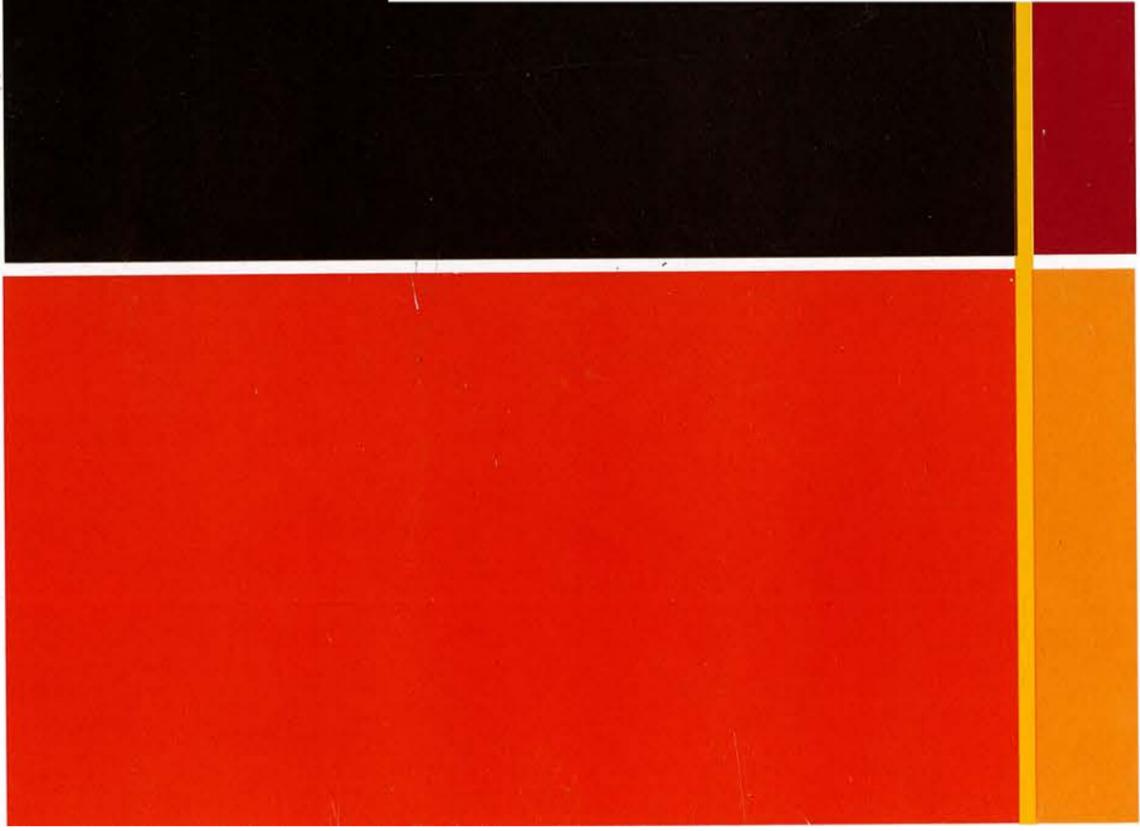


Exhibit B

Written Communications and FedEx Inquiry

Gilbert, Steve

From: Gilbert, Steve
Sent: Tuesday, November 27, 2018 4:54 PM
To: 'tbrennan@uua.org'
Subject: Shareholder proposal

Importance: High

Dear Tim:

I am in receipt of the shareholder proposal from UUA regarding political disclosures.

I am curious to know if UUA is aware that Valero presently has policies, procedures, and disclosures for political contributions.

These policies, procedures, and disclosures are the very disclosures that UUA has requested in the shareholder proposal. Valero formulated its policy and disclosures several years ago in response to certain shareholder proposals tendered in prior years.

Valero's "Policy on Political Contributions, Lobbying and Trade Associations" and its attendant hotlink disclosures can be found on Valero's website at the following site:

www.valero.com > Investors > Corporate Governance > Governance Policies > Policy on Political Contributions, Lobbying and Trade Associations

Link here: <http://www.investorvalero.com/corporate-governance>

Please take a look at Valero's disclosures, and then we can set up a time to talk about them and the proposal from UUA. Thank you.

Best regards,
Steve

J. Stephen Gilbert
Secretary
Valero family of companies
One Valero Way
San Antonio TX 78249
office: 210.345.2331
steve.gilbert@valero.com

Gilbert, Steve

From: Tim Brennan <TBrennan@uua.org>
Sent: Tuesday, December 04, 2018 3:47 PM
To: Gilbert, Steve
Subject: Re: Shareholder proposal

Steve,

Thanks for your message and for the voicemail. I am aware that there were engagements with shareholders in the past on the company's election spending disclosure, and that in response you made improvements. But looking at the Center for Political Accountability's Zicklin Index, Valero's score is middling, and there is much you could do to improve your disclosure. Perhaps we should have a call to explore this in more detail. If it's OK with you, I'd like to include someone from CPA. They are the real experts in best practice in this area. Let me know if that makes sense to you.

Best regards,
Tim

Tim Brennan | Treasurer & CFO

Phone (617) 948-4305 | tbrennan@uua.org

uua.org | [Twitter](#) | [Facebook](#)



24 Farnsworth Street

Boston, MA 02210-1409

www.uucef.org

From: "Gilbert, Steve" <Steve.Gilbert@valero.com>
Date: Tuesday, November 27, 2018 at 5:53 PM
To: Tim Brennan <TBrennan@uua.org>
Subject: Shareholder proposal

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Steve

J. Stephen Gilbert
Secretary
Valero family of companies
One Valero Way
San Antonio TX 78249
office: 210.345.2331
steve.gilbert@valero.com

Gilbert, Steve

From: Gilbert, Steve
Sent: Tuesday, December 04, 2018 3:55 PM
To: 'Tim Brennan'
Subject: RE: Shareholder proposal

Tim:
Thank you for your reply.
I will visit with Valero's Government Relations team, and then get back to you on this.
Best regards,
Steve

J. Stephen Gilbert
Valero family of companies
One Valero Way
San Antonio TX 78249
office: 210.345.2331
steve.gilbert@valero.com

From: Tim Brennan [<mailto:TBrennan@uua.org>]
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Best regards,
Tim

Tim Brennan | Treasurer & CFO
Phone [\(617\) 948-4305](tel:6179484305) | tbrennan@uua.org
uua.org | [Twitter](#) | [Facebook](#)



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Steve

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Secretary
Valero family of companies
One Valero Way
San Antonio TX 78249
office: 210.345.2331
steve.gilbert@valero.com

Gilbert, Steve

From: Gilbert, Steve
Sent: Wednesday, December 12, 2018 4:37 PM
To: 'Tim Brennan'
Subject: RE: Shareholder proposal

Tim:
Just a quick note here to let you know that our Government Relationship team is still deliberating. I hope to be able to report back to you following their deliberations.
Best,
Steve

From: Tim Brennan [mailto:TBrennan@uua.org]
Sent: Tuesday, December 04, 2018 3:47 PM
To: Gilbert, Steve <Steve.Gilbert@valero.com>
Subject: Re: Shareholder proposal

Steve,
Thanks for your message and for the voicemail. I am aware that there were engagements with shareholders in the past on the company's election spending disclosure, and that in response you made improvements. But looking at the Center for Political Accountability's Zicklin Index, Valero's score is middling, and there is much you could do to improve your disclosure. Perhaps we should have a call to explore this in more detail. If it's OK with you, I'd like to include someone from CPA. They are the real experts in best practice in this area. Let me know if that makes sense to you.
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Boston, MA 02210-1409
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Date: Tuesday, November 27, 2018 at 5:53 PM
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Best regards,
Steve

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Secretary
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One Valero Way
San Antonio TX 78249
office: 210.345.2331
steve.gilbert@valero.com

Gilbert, Steve

From: Tim Brennan <TBrennan@uua.org>
Sent: Wednesday, December 12, 2018 4:37 PM
To: Gilbert, Steve
Subject: Automatic reply: Shareholder proposal

I will be out of the office from December 13 through January 1. I will be taking the balance of my sabbatical and the UUA holiday week. I will reply when I return in 2019. If your matter is urgent, please call my cell at 617-620-0574. Happy holidays!.

Tim Brennan
UUA Treasurer

Gilbert, Steve

From: Tim Brennan <TBrennan@uua.org>
Sent: Friday, December 14, 2018 11:59 AM
To: Gilbert, Steve
Subject: Re: Shareholder proposal

Thanks for letting me know about your process. I'm on an extended holiday break right now, but am watching for your emails. If I don't seem responsive, please text my cell at 617-620-0574. And thanks for the packet of information you sent.

Best regards,
Tim

Tim Brennan | Treasurer & CFO

Phone (617) 948-4305 | tbrennan@uua.org

uua.org | [Twitter](#) | [Facebook](#)



24 Farnsworth Street

Boston, MA 02210-1409

www.uucef.org

From: "Gilbert, Steve" <Steve.Gilbert@valero.com>

Date: Wednesday, December 12, 2018 at 5:36 PM

To: Tim Brennan <TBrennan@uua.org>

Subject: RE: Shareholder proposal

Tim:

Just a quick note here to let you know that our Government Relationship team is still deliberating. I hope to be able to report back to you following their deliberations.

Best,
Steve

From: Tim Brennan [<mailto:TBrennan@uua.org>]

Sent: Tuesday, December 04, 2018 3:47 PM

To: Gilbert, Steve <Steve.Gilbert@valero.com>

Subject: Re: Shareholder proposal

Steve,

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uua.org | [Twitter](#) | [Facebook](#)



24 Farnsworth Street

Boston, MA 02210-1409

www.uucef.org

From: "Gilbert, Steve" <Steve.Gilbert@valero.com>

Date: Tuesday, November 27, 2018 at 5:53 PM

To: Tim Brennan <TBrennan@uua.org>

Subject: Shareholder proposal

Dear Tim:

I am in receipt of the shareholder proposal from UUA regarding political disclosures.

I am curious to know if UUA is aware that Valero presently has policies, procedures, and disclosures for political contributions.

These policies, procedures, and disclosures are the very disclosures that UUA has requested in the shareholder proposal. Valero formulated its policy and disclosures several years ago in response to certain shareholder proposals tendered in prior years.

Valero's "Policy on Political Contributions, Lobbying and Trade Associations" and its attendant hotlink disclosures can be found on Valero's website at the following site:

www.valero.com > Investors > Corporate Governance > Governance Policies > Policy on Political Contributions, Lobbying and Trade Associations

Link here: <http://www.investorvalero.com/corporate-governance>

Please take a look at Valero's disclosures, and then we can set up a time to talk about them and the proposal from UUA. Thank you.

Best regards,
Steve

J. Stephen Gilbert
Secretary

Valero family of companies

One Valero Way

San Antonio TX 78249

office: 210.345.2331

steve.gilbert@valero.com

Gilbert, Steve

From: Gilbert, Steve
Sent: Friday, December 14, 2018 12:38 PM
To: Tim Brennan
Subject: RE: Shareholder proposal

Thank you.
-Steve

From: Tim Brennan [mailto:TBrennan@uua.org]
Sent: Friday, December 14, 2018 11:59 AM
To: Gilbert, Steve <Steve.Gilbert@valero.com>
Subject: Re: Shareholder proposal

Thanks for letting me know about your process. I'm on an extended holiday break right now, but am watching for your emails. If I don't seem responsive, please text my cell at 617-620-0574. And thanks for the packet of information you sent.

Best regards,
Tim

Tim Brennan | Treasurer & CFO

Phone (617) 948-4305 | tbrennan@uua.org

uua.org | [Twitter](#) | [Facebook](#)



24 Farnsworth Street
Boston, MA 02210-1409

www.uucef.org

From: "Gilbert, Steve" <Steve.Gilbert@valero.com>
Date: Wednesday, December 12, 2018 at 5:36 PM
To: Tim Brennan <TBrennan@uua.org>
Subject: RE: Shareholder proposal

Tim:
Just a quick note here to let you know that our Government Relationship team is still deliberating. I hope to be able to report back to you following their deliberations.
Best,
Steve

From: Tim Brennan [mailto:TBrennan@uua.org]
Sent: Tuesday, December 04, 2018 3:47 PM

Gilbert, Steve

From: Gilbert, Steve
Sent: Wednesday, December 19, 2018 9:36 AM
To: 'Tim Brennan'
Subject: RE: Shareholder proposal - Valero

Dear Tim:

Our Government Relations team is interested in visiting with you further about the UUA proposal. The team has been reviewing your letter, Valero's own disclosures, and the practices of our peers. We understand that you are presently on sabbatical. Do you have a delegate at the UUA who could visit with us in your stead?

Recall that we believe that Valero already complies with the requests stated in the UUA proposal. One of the things we wanted to visit with you about is the fact that since our receipt of your proposal, we have noted some scoring discrepancies in the Zicklin Index, which we believe failed to give Valero credit for many of its existing disclosures.

We also want to give you notice that we plan to begin the process for seeking "no action" relief from the SEC regarding the UUA proposal (on grounds that Valero has already implemented the proposal). If we do not get a chance to visit with you before the time when we are required to file the request for no-action, we do not want you to think that our SEC filing means that we are not interested in engaging with the UUA. But we must take action prior to the filing deadline, or else we would lose that option for the proposal at hand. You may also spare Valero the hassle and expense of the no-action process by simply replying to this email with a withdrawal of the UUA proposal if you are so inclined.

Please let us know your thoughts.

Thank you,
Steve

J. Stephen Gilbert
Valero family of companies
One Valero Way
San Antonio TX 78249
office: 210.345.2331
steve.gilbert@valero.com

From: Tim Brennan [mailto:TBrennan@uua.org]
Sent: Friday, December 14, 2018 11:59 AM
To: Gilbert, Steve <Steve.Gilbert@valero.com>
Subject: Re: Shareholder proposal

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Best regards,
Tim

Tim Brennan | Treasurer & CFO

Phone (617) 948-4305 | tbrennan@uua.org
uua.org | [Twitter](#) | [Facebook](#)



24 Farnsworth Street
Boston, MA 02210-1409
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From: "Gilbert, Steve" <Steve.Gilbert@valero.com>
Date: Wednesday, December 12, 2018 at 5:36 PM
To: Tim Brennan <TBrennan@uua.org>
Subject: RE: Shareholder proposal

Tim:
Just a quick note here to let you know that our Government Relationship team is still deliberating. I hope to be able to report back to you following their deliberations.
Best,
Steve

From: Tim Brennan [<mailto:TBrennan@uua.org>]
Sent: Tuesday, December 04, 2018 3:47 PM
To: Gilbert, Steve <Steve.Gilbert@valero.com>
Subject: Re: Shareholder proposal

Steve,
Thanks for your message and for the voicemail. I am aware that there were engagements with shareholders in the past on the company's election spending disclosure, and that in response you made improvements. But looking at the Center for Political Accountability's Zicklin Index, Valero's score is middling, and there is much you could do to improve your disclosure. Perhaps we should have a call to explore this in more detail. If it's OK with you, I'd like to include someone from CPA. They are the real experts in best practice in this area. Let me know if that makes sense to you.
Best regards,
Tim

Tim Brennan | Treasurer & CFO
Phone (617) 948-4305 | tbrennan@uua.org
uua.org | [Twitter](#) | [Facebook](#)



24 Farnsworth Street
Boston, MA 02210-1409

www.uucef.org

From: "Gilbert, Steve" <Steve.Gilbert@valero.com>

Date: Tuesday, November 27, 2018 at 5:53 PM

To: Tim Brennan <TBrennan@uua.org>

Subject: Shareholder proposal

Dear Tim:

I am in receipt of the shareholder proposal from UUA regarding political disclosures.

I am curious to know if UUA is aware that Valero presently has policies, procedures, and disclosures for political contributions.

These policies, procedures, and disclosures are the very disclosures that UUA has requested in the shareholder proposal. Valero formulated its policy and disclosures several years ago in response to certain shareholder proposals tendered in prior years.

Valero's "Policy on Political Contributions, Lobbying and Trade Associations" and its attendant hotlink disclosures can be found on Valero's website at the following site:

www.valero.com > Investors > Corporate Governance > Governance Policies > Policy on Political Contributions, Lobbying and Trade Associations

Link here: <http://www.investorvalero.com/corporate-governance>

Please take a look at Valero's disclosures, and then we can set up a time to talk about them and the proposal from UUA. Thank you.

Best regards,
Steve

J. Stephen Gilbert
Secretary
Valero family of companies
One Valero Way
San Antonio TX 78249
office: 210.345.2331
steve.gilbert@valero.com

Gilbert, Steve

From: Tim Brennan <TBrennan@uua.org>
To: Gilbert, Steve
Sent: Wednesday, December 19, 2018 1:55 PM
Subject: Read: RE: Shareholder proposal - Valero

Your message

To:
Subject: Shareholder proposal - Valero
Sent: Wednesday, December 19, 2018 1:54:53 PM (UTC-06:00) Central Time (US & Canada)

was read on Wednesday, December 19, 2018 1:54:50 PM (UTC-06:00) Central Time (US & Canada).

Gilbert, Steve

From: Tim Brennan <TBrennan@uua.org>
Sent: Friday, December 21, 2018 9:13 AM
To: Gilbert, Steve
Subject: Re: Shareholder proposal - Valero

Steve,

Thanks for this communication. I think the most productive thing to do would be to have a call that includes CPA. Unfortunately, they cannot do this until after the new year. In the absence of that, I asked Dan Carroll for more specific explanation of the current Zicklin score. Here is what he says:

Index Performance:

- Valero scored 25.7% on the Index in 2018 and 58.6% in 2017.
- The decrease for 2018 was the result of Valero's disclosures not being updated (they have since updated the disclosure and if re-scored based on the updated disclosure, Valero would be at or near the 2017 score of 58.6%).

Disclosure :

- Valero discloses on its website corporate contributions to state and local candidates, parties, and committees, and in a separate document, the non-deductible portion of payments to trade associations to which Valero pays \$50,000 or more annually.
- Valero also disclosed contributions to a 527 group on the same document as the trade association payments, but the problem is that the 527 disclosures appear to be subject to the same \$50,000 threshold as the trade association payments (for the Index a threshold is only allowable for trade association payments).
- Further, Valero does not appear to disclose (or prohibit) contributions to 501(c)(4) groups, ballot measure committees, or direct independent expenditures.

Do you think these observation about the company's disclosure is inaccurate? I'm loath to have our company expend resources unnecessarily. Let me know what you think.

Best regards,
Tim

Tim Brennan | Treasurer & CFO

Phone (617) 948-4305 | tbrennan@uua.org

uua.org | [Twitter](#) | [Facebook](#)



24 Farnsworth Street

Boston, MA 02210-1409

Gilbert, Steve

From: Gilbert, Steve
Sent: Friday, December 21, 2018 10:04 AM
To: 'Tim Brennan'
Subject: RE: Shareholder proposal - Valero

Hi, Tim.

Thank you for this. I have forwarded your message to our Government Relations head.
(Scarce crew this Friday before the holidays.)

Best,
Steve

J. Stephen Gilbert
Valero family of companies
One Valero Way
San Antonio TX 78249
office: 210.345.2331
steve.gilbert@valero.com

From: Tim Brennan [mailto:TBrennan@uua.org]
Sent: Friday, December 21, 2018 9:13 AM
To: Gilbert, Steve <Steve.Gilbert@valero.com>
Subject: Re: Shareholder proposal - Valero

Steve,

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J. Stephen Gilbert
Senior Vice President-Corporate Law
Valero Services, Inc.
Disclosure and Compliance Officer
Secretary
Valero Energy Corporation

via overnight courier
recipient's phone: 617.948.4305

December 3, 2018

Tim Brennan
Unitarian Universalist Association
24 Farnsworth Street
Boston MA 02210-1409

Re: Shareholder Proposal—Valero Energy Corporation

Dear Tim:

I am in receipt of the shareholder proposal from UUA regarding political disclosures. I am writing to confirm that Valero presently has policies, procedures, and disclosures for political contributions, and that these policies, procedures, and disclosures are the very disclosures that UUA has requested in the shareholder proposal. Valero formulated its policy and disclosures several years ago in response to certain shareholder proposals tendered in prior years.

Valero's "Policy on Political Contributions, Lobbying and Trade Associations" and its attendant hotlink disclosures can be found on Valero's website at the following site (copies enclosed):

www.valero.com > Investors > Corporate Governance > Governance Policies > Policy on Political Contributions, Lobbying and Trade Associations

Link here: <http://www.investorvalero.com/corporate-governance>

Please take a look at Valero's disclosures, and then we can set up a time to talk about them and the proposal from UUA. Thank you.

Best regards,

A handwritten signature in cursive script that reads "Steve".

J. Stephen Gilbert

copy: Susan Frederick-Gray
Unitarian Universalist Association
24 Farnsworth Street
Boston MA 02210-1409

Encl



Shipment Receipt

Address Information

Ship to:
Tim Brennan
Unitarian Universalist
Association
24 Farnsworth Street

Ship from:
Regina Torres
VALERO
One Valero Way

BOSTON, MA
02210-1409
US
617.948.4305

San Antonio, TX
78249
US
2103454524

Shipment Information:

Tracking no.: ***
Ship date: 12/03/2018
Estimated shipping charges:

Package Information

Service type: Priority Overnight
Package type: FedEx Envelope
Number of packages: 1
Total weight: 1 LBS
Declared Value: 0.00 USD
Special Services:
Pickup/Drop-off: Use an already scheduled pickup at my location

Billing Information:

Bill transportation to: ***
Your reference: Shareholder proposal
P.O. no.:
Invoice no.:
Department no.:

Thank you for shipping online with FedEx ShipManager at fedex.com.

Please Note

FedEx will not be responsible for any claim in excess of \$100 per package, whether the result of loss, damage, delay, non-delivery, misdelivery, or misinformation, unless you declare a higher value, pay an additional charge, document your actual loss and file a timely claim. Limitations found in the current FedEx Service Guide apply. Your right to recover from FedEx for any loss, including intrinsic value of the package, loss of sales, income interest, profit, attorney's fees, costs, and other forms of damage whether direct, incidental, consequential, or special is limited to the greater of \$100 or the authorized declared value. Recovery cannot exceed actual documented loss. Maximum for items of extraordinary value is \$1000, e.g., jewelry, precious metals, negotiable instruments and other items listed in our Service Guide. Written claims must be filed within strict time limits; Consult the applicable FedEx Service Guide for details.
The estimated shipping charge may be different than the actual charges for your shipment. Differences may occur based on actual weight, dimensions, and other factors. Consult the applicable [FedEx Service Guide](#) or the FedEx Rate Sheets for details on how shipping charges are calculated.

Gilbert, Steve

From: Torres, Regina
Sent: Thursday, December 20, 2018 3:30 PM
To: Gilbert, Steve
Subject: Tim Brennan FedEx Shipment *** was delivered and signed by C. Lewis

Delivered
Tuesday 12/04/2018 at 10:40 am



From: TrackingUpdates@fedex.com [mailto:TrackingUpdates@fedex.com]
Sent: Tuesday, December 04, 2018 9:45 AM
To: Torres, Regina <Regina.Torres@valero.com>
Subject: FedEx Shipment *** Delivered

Your package has been delivered

Tracking #

Ship date:
Mon, 12/3/2018
Regina Torres
VALERO
San Antonio, TX 78249
US



Delivery date:
Tue, 12/4/2018 10:40
am
Tim Brennan
Unitarian Universalist
Association
24 Farnsworth Street
BOSTON, MA 02210
US



Shipment Facts

Our records indicate that the following package has been delivered.

Tracking number: ***

Status: Delivered: 12/04/2018 10:40 AM
Signed for By: C.LEWIS

Reference: Shareholder proposal

Signed for by: C.LEWIS

Delivery location: BOSTON, MA

Delivered to: Receptionist/Front Desk

Service type: FedEx Priority Overnight®

Packaging type: FedEx® Envelope
Number of pieces: 1
Weight: 0.50 lb.
Special handling/Services: Deliver Weekday
Standard transit: 12/4/2018 by 10:30 am

 Please do not respond to this message. This email was sent from an unattended mailbox. This report was generated at approximately 9:45 AM CST on 12/04/2018.

All weights are estimated.

To track the latest status of your shipment, click on the tracking number above.

Standard transit is the date and time the package is scheduled to be delivered by, based on the selected service, destination and ship date. Limitations and exceptions may apply. Please see the FedEx Service Guide for terms and conditions of service, including the FedEx Money-Back Guarantee, or contact your FedEx Customer Support representative.

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Thank you for your business.

Policy on Political Contributions, Lobbying and Trade Associations

(amended and restated January 5, 2015)

Purpose

Valero believes that constructive participation in the political process is an important means of enhancing stockholder value and fostering good corporate citizenship. We believe that it is in the best interest of Valero's stockholders that federal, state, and local governments understand how their actions impact Valero's business and stakeholders. Accordingly, Valero communicates with governmental organizations and officials about its business concerns.

Campaign Contributions

Valero's political activities consist primarily of its sponsorship of the Valero Energy Corporation Political Action Committee, known as VALPAC.

VALPAC solicits and accepts voluntary contributions from eligible employees and stockholders of Valero, and it does not accept contributions from any corporation, National Bank or foreign national. VALPAC makes political contributions to support federal, state, and local candidates for elective public office that promote the protection and advancement of a strong energy industry and support effective financial legislation important to Valero and its stockholders. All decisions regarding political contributions by VALPAC are subject to the oversight of VALPAC's Board of Directors and to annual Valero internal audits. Any Valero employee who contributes to VALPAC may request a contribution be made to support a particular candidate. As required by law, all VALPAC contributions are periodically reported to the Federal Election Commission and to the applicable state election authorities. Reports made to those agencies are publicly available.

Any corporate funds used to make contributions to ballot measures, political candidates, political parties, political committees, or political entities organized and operating under Section 527 of the Internal Revenue Code will be reported to the appropriate federal and state election authorities. Reports made to those agencies are publicly available.

Federal Elected Officials

Although federal law prohibits corporations from making contributions in federal elections, a corporation may administer a political action committee ("PAC") for its employees. Valero employees may participate in the political process through VALPAC.

- In making contribution decisions, the VALPAC Board evaluates a variety of factors, including a candidate's views on issues of importance to Valero and the presence of Valero facilities in the candidate's business district or state.
- VALPAC supports candidates who it believes will support and advance the interests of Valero's stakeholders, regardless of party affiliation.

- Valero is committed to conducting VALPAC in accordance with the federal laws and regulations that regulate activities of political action committees.
- All VALPAC contributions are publicly disclosed in reports that are available on the website of the Federal Election Commission at <http://www.fec.gov>.

State and Local Elected Officials

- In some states, corporate contributions to candidates for state or local elected offices are permissible. The enclosed chart indicates if the candidate, committee, or fund is state or federal-focused through the use of the terms “State” or “U.S. Senate/House.”
- Under certain circumstances, Valero may lawfully contribute to other political committees and political organizations. Valero is committed to complying with all applicable laws, rules, and regulations that govern such contributions.
- Valero’s Government Affairs department selects candidates to support based on similar criteria as VALPAC.
- Valero is committed to compliance with all applicable laws.

Responsibilities

Valero’s Government Affairs department updates the Company’s General Counsel and Chairman/CEO, as well as the Board of Directors, as appropriate, on political and public policy issues of importance to Valero. Within Valero, the Governmental Affairs department reports to the General Counsel. The General Counsel and Chairman/CEO have oversight responsibility for and periodically review Valero’s policies and practices. Contributions are audited on a regular basis and made in accordance with company policies approved by executive management, who are charged with administering those policies and ensuring compliance with them.

Political Lobbying and Advocacy

Valero engages in lobbying in the United States at both the federal and state levels to advocate our positions on issues that affect our company and the energy industry.

Valero also provides support to a variety of trade associations and coalitions in order to promote informed dialogue and sound public policy on matters important to Valero’s interests. Some of the support provided to these organizations may be used by the recipients for lobbying. Valero inquires and makes reasonable effort to obtain from the organizations what portion of Valero’s dues or payments were used for lobbying expenditures, which are non-deductible under Section 162(e) of the Internal Revenue Code.

Lobbying is highly regulated in the United States. Valero fully complies with regulations by reporting all federal lobbying to the U.S. Congress in a quarterly lobbying disclosure report.

- Valero’s quarterly federal lobby disclosure reports are public records and can be viewed online at the Senate’s public disclosure web site at <http://www.senate.gov> (search for “Valero Energy Corporation” as registrant name).
- Valero’s quarterly California lobby disclosure reports are public records and can be viewed at the California Secretary of State’s website at <http://www.sos.ca.gov> (search for “Valero Services, Inc.” as lobbyist employer).
- Valero also fully complies with other state and local requirements to disclose lobbying in states, cities, and counties.

Additional Information

To improve access to information about VALPAC and Valero’s corporate political campaign contributions in the United States, Valero posts those contributions on a semi-annual basis, categorized by state, candidate, and amount.

Reports containing our political campaign contributions can be found at the following links:

VALPAC:

January 1, 2018 – June 30, 2018

(A)

Valero Energy Corporation:

January 1, 2018 – June 30, 2018

(B)

To improve access to information about Valero’s direct lobbying, Valero provides copies of quarterly lobby disclosure reports at the following links:

January 1, 2018 – March 31, 2018 (Federal)

(C)

April 1, 2018 – June 30, 2018 (Federal)

(D)

January 1, 2018 – March 31, 2018 (California)

(E)

April 1, 2018 – June 30, 2018 (California)

(F)

To improve access to information about Valero's indirect lobbying by payments to trade associations or other organizations of which Valero is a member, Valero posts the following information related to lobbying on a semi-annual basis. Reports containing (a) a list of trade associations or other organizations to which Valero makes payments of \$50,000 or more, and (b) the portion of annual membership dues to trade associations or payments to other organizations of \$50,000 or more that were non-deductible under section 162(e) of the Internal Revenue Code, as provided to Valero by the recipients, can be found at the following link(s):

January 1, 2018 – July 31, 2018 (6)

VALPAC Contributions 1/1/18 - 6/30/18

Date	State	Party	Office	Committee Name	Candidate Name	Contribution Amount
1/18/2018	IA	D	State House	CITIZENS FOR ROB HOGG	Rob Hogg	\$ (2,500.00)
1/18/2018	IA	R	Governor	KIM REYNOLDS FOR IOWA	Kim Reynolds	\$ (5,000.00)
1/26/2018	Federal*	R	N/A	CALIFORNIA VICTORY FUND	Joint Fundraising Committee	\$ 150,000.00
1/26/2018	Federal*	N/A	N/A	Continuing America's Strength And Security PAC	General Purpose Committee	\$ 5,000.00
1/26/2018	Federal*	R	N/A	Making America Prosperous PAC	Leadership PAC	\$ 5,000.00
1/26/2018	TX	N/A	Bexar County District Judge	CAMPAIGN TO KEEP JUDGE RENEE YANTA	Renee Yanta	\$ 500.00
1/26/2018	TX	R	State House	Charlie Geren Campaign	Charlie Green	\$ 2,500.00
1/26/2018	TX	N/A	San Antonio City Council	CLAYTON PERRY CAMPAIGN	Clayton Perry	\$ 500.00
1/26/2018	TX	D	State House	Diana Arevalo Campaign	Diana Arevalo	\$ 2,500.00
1/26/2018	TX	R	State House	Friends of John Zerwas	John Zerwas	\$ 1,000.00
1/26/2018	TX	N/A	Jefferson County Judge	Jeff Branick Campaign	Jeff Branick	\$ 1,000.00
1/26/2018	TX	R	State Senate	Kel Seliger Committee	Kel Seliger	\$ 2,500.00
1/26/2018	TX	R	State Attorney General	KEN PAXTON CAMPAIGN	Ken Paxton	\$ 2,500.00
1/26/2018	TX	R	State House	Todd Hunter Campaign	Todd Hunter	\$ 1,000.00
1/26/2018	GA*	R	U.S. House	BUDDY CARTER FOR CONGRESS	EARL 'BUDDY' CARTER	\$ 2,500.00
1/26/2018	NV*	R	U.S. House	Collins for Congress	Christopher C. Collins	\$ 5,000.00
1/26/2018	TX*	D	U.S. House	Marc Veasey Congressional Campaign Committee	Marc Veasey	\$ 2,500.00
1/26/2018	NC*	R	U.S. House	MCHENRY FOR CONGRESS	PATRICK MCHENRY	\$ 2,500.00
1/26/2018	LA*	R	U.S. House	Mike Johnson for Louisiana	James Michael Johnson	\$ 2,500.00
1/26/2018	TN	R	U.S. Senate	MARSHA FOR SENATE	MARSHA BLACKBURN	\$ 2,500.00
2/26/2018	Federal*	R	N/A	BADLANDS PAC	Leadership PAC	\$ 5,000.00
2/26/2018	TX	N/A	Nueces County Judge.	BARBARA CANALES FOR NUECES COUNTY JUDGE	Barbara Canales	\$ 1,000.00
2/26/2018	TX	N/A	State Railroad Commissioner	Christi Craddick Campaign	Christi Craddick	\$ 2,500.00
2/26/2018	TX	R	State Senate	Cindy Burkett Campaign	Cindy Burkett	\$ 2,500.00
2/26/2018	LA	D	State Senate	Gary Smith, Jr. Re-election Campaign	Gary Smith Jr.	\$ 1,000.00
2/26/2018	TX	R	State Land Commissioner	George P. Bush Campaign	George P. Bush	\$ 2,500.00
2/26/2018	TX	R	State House	LYLE LARSON CAMPAIGN	Lyle Larson	\$ 2,500.00
2/26/2018	TX	N/A	Nueces County Judge.	MIKE PUSLEY CAMPAIGN	Mike Pusley	\$ 1,000.00
2/26/2018	TX	R	State House	Sarah Davis Campaign	Sarah Davis	\$ 1,000.00
2/26/2018	TX	R	Governor	TEXANS FOR GREG ABBOTT	Greg Abbott	\$ 25,000.00
2/26/2018	TX	R	State House	Texans for Jason Villalba	Jason Villalba	\$ 2,500.00
2/26/2018	TX	D	State House	Tomas Uresti Campaign	Tomas Uresti	\$ 500.00
2/26/2018	TX	R	State House	Vote Faircloth Campaign	Wayne Faircloth	\$ 1,000.00
2/26/2018	IN*	R	U.S. House	Bucshon for Congress	Larry Bucshon	\$ 2,500.00
2/26/2018	TX*	R	U.S. House	Conaway for Congress	Mike Conaway	\$ 2,500.00
2/26/2018	TX*	R	U.S. House	Culberson For Congress	John Culberson	\$ 5,000.00
2/26/2018	WA*	R	U.S. House	DAN NEWHOUSE FOR CONGRESS	DAN NEWHOUSE	\$ 5,000.00
2/26/2018	TX*	R	U.S. House	McCaul for Congress Inc	Michael McCaul	\$ 5,000.00
2/26/2018	TX*	R	U.S. House	Michael Burgess for Congress	Michael Burgess	\$ 2,500.00
2/26/2018	TX*	R	U.S. House	Pete Sessions for Congress	Pete Sessions	\$ 5,000.00
2/26/2018	PA*	R	U.S. House	RICK FOR CONGRESS	RICK SACCONI	\$ 2,500.00
2/26/2018	TX*	D	U.S. House	Texans for Henry Cuellar Congressional Campaign	Henry Cuellar	\$ 2,500.00
2/26/2018	TX*	R	U.S. House	Texans for Jodey Arrington	Jodey Cook Arrington	\$ 2,500.00
2/26/2018	TX*	R	U.S. House	WEBER FOR CONGRESS	Randy Weber	\$ 2,500.00
2/26/2018	AR*	R	U.S. House	Womack for Congress Committee	Steve Womack	\$ 2,500.00
2/26/2018	NV*	R	U.S. Senate	Heller for Senate	Dean Heller	\$ 2,500.00
2/26/2018	AZ*	R	U.S. Senate	MCSALLY FOR SENATE, INC.	MARTHA MCSALLY	\$ 2,500.00
2/27/2018	LA	D	State Senate	Gary Smith, Jr. Re-election Campaign	Gary Smith Jr.	\$ (1,000.00)
2/27/2018	TX*	D	U.S. House	VICENTE GONZALEZ FOR CONGRESS	Vicent Gonzalez	\$ 5,000.00
3/5/2018	LA	D	State Senate	Gary Smith, Jr. Re-election Campaign	Gary Smith Jr.	\$ 700.00
3/9/2018	TX	R	Governor	TEXANS FOR GREG ABBOTT	Greg Abbott	\$ (25,000.00)
3/13/2018	TX	R	Governor	TEXANS FOR GREG ABBOTT	Greg Abbott	\$ 25,000.00
3/27/2018	TX	D	State House	Tomas Uresti Campaign	Tomas Uresti	\$ (500.00)
3/28/2018	Federal*	R	N/A	ALAMO PAC	Leadership PAC	\$ 5,000.00
3/28/2018	Federal*	N/A	N/A	American Fuels and Petrochemical Manufacturers Assn PAC	General Purpose Committee	\$ 5,000.00
3/28/2018	*Federal	R	N/A	CONAPAC -Conservative Opportunities for a New America	Leadership PAC	\$ 5,000.00
3/28/2018	Federal*	R	N/A	Fund for a Conservative Future	Leadership PAC	\$ 2,500.00
3/28/2018	Federal*	R	N/A	National Republican Senatorial Committee (NRSC)	POLITICAL PARTY COMMITTEE	\$ 15,000.00

VALPAC Contributions 1/1/18 - 6/30/18

Date	Contributor	Amount	Committee
3/28/2018	Federal* R	\$ 45,000.00	POLITICAL PARTY COMMITTEE
3/28/2018	Federal* R	\$ 45,000.00	POLITICAL PARTY COMMITTEE
3/28/2018	Federal* R	\$ 2,500.00	Leadership PAC
3/28/2018	Federal* R	\$ 5,000.00	Leadership PAC
3/28/2018	TX	\$ 1,000.00	Carol Alvarado
3/28/2018	TX	\$ 5,000.00	Christi Craddick
3/28/2018	TX	\$ 2,500.00	Cody Harris
3/28/2018	TX	\$ 500.00	Greg Champagne
3/28/2018	TX	\$ 2,500.00	Ed Emmett
3/28/2018	TX	\$ 1,000.00	Keith Bell
3/28/2018	TX	\$ 2,500.00	Kevin Wolff
3/28/2018	TX	\$ 1,000.00	General Purpose Committee
3/28/2018	TX	\$ 1,000.00	Mary Ann Perez
3/28/2018	TX	\$ 1,000.00	Reginaid Smith
3/28/2018	TX	\$ 5,000.00	Ryan Sitton
3/28/2018	TX	\$ 2,500.00	Stephen P. Allison
3/28/2018	TX	\$ 5,000.00	General Purpose Committee
3/28/2018	TX	\$ 2,500.00	Alexander Xavier Mooney
3/28/2018	TX	\$ 2,500.00	Bech Bruun
3/28/2018	TX	\$ 2,500.00	Bill Flores
3/28/2018	TX	\$ 2,500.00	Carlos Curbelo
3/28/2018	TX	\$ 2,500.00	Brian Babin
3/28/2018	TX	\$ 2,500.00	Darin LaHood
3/28/2018	TX	\$ 5,000.00	H. Morgan Griffith
3/28/2018	TX	\$ 2,500.00	Pete Sessions
3/28/2018	TX	\$ 2,500.00	Tom Cole
3/28/2018	TX	\$ 2,500.00	Jackie Walorski Swihart
3/28/2018	TX	\$ 2,500.00	Jackie Walorski Swihart
3/28/2018	TX	\$ 2,500.00	James Renacci
3/28/2018	TX	\$ 4,000.00	Ted Cruz
3/28/2018	TX	\$ 5,000.00	Leadership PAC
4/26/2018	TX	\$ 1,000.00	Dwayne Bohac
4/26/2018	TX	\$ 1,000.00	Jim Murphy
4/26/2018	TX	\$ 2,500.00	George P. Bush
4/26/2018	TX	\$ 1,000.00	Judith Zaffirini
4/26/2018	TX	\$ 1,000.00	Roland Gutierrez
4/26/2018	TX	\$ 1,000.00	General Purpose Committee
4/26/2018	TX	\$ 2,500.00	Alexander Xavier Mooney
4/26/2018	TX	\$ 5,000.00	Billy Long
4/26/2018	TX	\$ 2,500.00	Steve Stivers
4/26/2018	TX	\$ 2,500.00	Steve Stivers
4/26/2018	TX	\$ 2,500.00	NICHOLAS VAN TAYLOR
4/26/2018	TX	\$ 5,000.00	Randy Weber
4/26/2018	TX	\$ 2,500.00	Bruce Westerman
4/26/2018	TX	\$ 2,500.00	JOHN NEELY KENNEDY
4/26/2018	TX	\$ 5,000.00	Rick Scott
4/26/2018	TX	\$ 2,500.00	Roger Wicker
4/26/2018	TX	\$ (2,500.00)	Leadership PAC
4/26/2018	TX	\$ (1,000.00)	Jim Murphy
5/21/2018	TX	\$ 1,500.00	Abel Herrero
5/25/2018	TX	\$ 5,000.00	General Purpose Committee
5/25/2018	TX	\$ 2,500.00	Pat Fallon
5/25/2018	TX	\$ 1,000.00	Jim Murphy
5/25/2018	TX	\$ 1,500.00	Juan Hinojosa
5/25/2018	TX	\$ 1,000.00	Stephen P. Allison
5/25/2018	TX	\$ 5,000.00	Wayne Christian
5/25/2018	TX	\$ 2,500.00	Bradley Roberts Byrne
5/25/2018	TX	\$ 2,500.00	Carlos Curbelo
5/25/2018	TX	\$ 5,000.00	JEFFREY DUNCAN
5/25/2018	TX	\$ 5,000.00	PETER OLSON
3/28/2018	N/A	\$	National Republican Senatorial Committee (NRSC)
3/28/2018	N/A	\$	National Republican Senatorial Committee (NRSC)
3/28/2018	N/A	\$	PROSPERITY ACTION INC.
3/28/2018	N/A	\$	Wild and Wonderful PAC
3/28/2018	TX	\$	Carol Alvarado Campaign
3/28/2018	TX	\$	Christi Craddick Campaign
3/28/2018	TX	\$	CODY HARRIS FOR STATE REPRESENTATIVE
3/28/2018	TX	\$	Committee to Re-Elect Greg Champagne
3/28/2018	TX	\$	Ed Emmett Campaign
3/28/2018	TX	\$	Keith Bell Campaign
3/28/2018	TX	\$	Kevin Wolff Campaign
3/28/2018	TX	\$	Manufacturers PAC of Texas (MPACT)
3/28/2018	TX	\$	Mary Ann Perez Campaign
3/28/2018	TX	\$	Reginaid Smith Campaign
3/28/2018	TX	\$	Ryan Sitton Campaign
3/28/2018	TX	\$	STEPHEN P. ALLISON CAMPAIGN
3/28/2018	TX	\$	TEXAS OIL AND GAS ASSOCIATION GOOD GOVERNMENT COMMITTEE
3/28/2018	TX	\$	Alex Mooney for Congress
3/28/2018	TX	\$	BECH BRUUN FOR CONGRESS
3/28/2018	TX	\$	Bill Flores for Congress
3/28/2018	TX	\$	Carlos Curbelo Congress
3/28/2018	TX	\$	DR. BRIAN BABIN FOR CONGRESS
3/28/2018	TX	\$	LaHood for Congress
3/28/2018	TX	\$	Morgan Griffith for Congress
3/28/2018	TX	\$	Pete Sessions for Congress
3/28/2018	TX	\$	Tom Cole for Congress
3/28/2018	TX	\$	Walorski for Congress, Inc.
3/28/2018	TX	\$	Walorski for Congress, Inc.
3/28/2018	TX	\$	Renacci for Senate
3/28/2018	TX	\$	Ted Cruz for Senate
3/28/2018	TX	\$	JOBS, FREEDOM, SECURITY PAC
4/26/2018	TX	\$	Dwayne Bohac Campaign
4/26/2018	TX	\$	Friends of Jim Murphy
4/26/2018	TX	\$	George P. Bush Campaign
4/26/2018	TX	\$	Judith Zaffirini Campaign
4/26/2018	TX	\$	Roland Gutierrez Campaign
4/26/2018	TX	\$	SAN ANTONIO VISION POLITICAL ACTION COMMITTEE
4/26/2018	TX	\$	Alex Mooney for Congress
4/26/2018	TX	\$	Billy Long for Congress
4/26/2018	TX	\$	Stivers for Congress
4/26/2018	TX	\$	Stivers for Congress
4/26/2018	TX	\$	VAN TAYLOR CAMPAIGN
4/26/2018	TX	\$	WEBER FOR CONGRESS
4/26/2018	TX	\$	Westerman for Congress
4/26/2018	TX	\$	JOHN KENNEDY FOR US
4/26/2018	TX	\$	RICK SCOTT FOR FLORIDA
4/26/2018	TX	\$	Wicker for Senate
4/30/2018	TX	\$	PROSPERITY ACTION INC.
5/21/2018	TX	\$	Friends of Jim Murphy
5/25/2018	TX	\$	ABEL HERRERO CAMPAIGN
5/25/2018	TX	\$	ASSOCIATED REPUBLICANS OF TEXAS (ART)
5/25/2018	TX	\$	FALLON FOR TEXAS
5/25/2018	TX	\$	Friends of Jim Murphy
5/25/2018	TX	\$	Juan Hinojosa for Texas Senate Campaign
5/25/2018	TX	\$	Stephen P. Allison Campaign
5/25/2018	TX	\$	Wayne Christian Campaign
5/25/2018	TX	\$	Byrne for Congress
5/25/2018	TX	\$	Carlos Curbelo Congress
5/25/2018	TX	\$	JEFF DUNCAN FOR CONGRESS
5/25/2018	TX	\$	OLSON FOR CONGRESS COMMITTEE

VALPAC Contributions 1/1/18 - 6/30/18

5/25/2018	NV*	R	U.S. Senate	Heller for Senate	Dean Heller	\$	5,000.00
5/29/2018	TX	N/A	San Antonio City Council	GREG BROCKHOUSE CAMPAIGN	Greg Brockhouse	\$	500.00
5/29/2018	TX	R	Houston City Council	Robert Gallegos Campaign	Robert Gallegos	\$	1,000.00
6/27/2018	Federal*	R	N/A	Common Values PAC	Leadership PAC	\$	2,500.00
6/27/2018	Federal*	R	N/A	HAVING UNWAVERING RESOLVE AND DETERMINATION PAC	Leadership PAC	\$	5,000.00
6/27/2018	Federal*	R	N/A	House Conservatives Fund	Leadership PAC	\$	5,000.00
6/27/2018	Federal*	R	N/A	MAKING BUSINESS EXCEL POLITICAL ACTION COMMITTEE	Leadership PAC	\$	5,000.00
6/27/2018	Federal*	R	N/A	New Pioneers PAC	Leadership PAC	\$	5,000.00
6/27/2018	Federal*	R	N/A	PROMOTING OUR REPUBLICAN TEAM PAC	Leadership PAC	\$	2,500.00
6/27/2018	Federal*	R	N/A	TRUE NORTH PAC	LEADERSHIP PAC	\$	5,000.00
6/27/2018	TX	R	State Senate	ANGELA PAXTON CAMPAIGN	Angela Paxton	\$	2,500.00
6/27/2018	TX	R	Harris County Judge	Ed Emmett Campaign	Ed Emmett	\$	(2,500.00)
6/27/2018	TX	R	State Senate	FALLON FOR TEXAS	Pat Fallon	\$	2,500.00
6/27/2018	TX	N/A	Third Court of Appeals, Place 2	JUSTICE CINDY O. BOURLAND CAMPAIGN	Cindy O. Bourland	\$	1,000.00
6/27/2018	TX	N/A	Third Court of Appeals, Place 5	Justice David Puryear Campaign	David Puryear	\$	1,000.00
6/27/2018	SD	R	Governor	KRISTI FOR GOVERNOR	Kristi Noem	\$	3,000.00
6/27/2018	TX	N/A	Third Court of Appeals, Place 6	MIKE TOTH CAMPAIGN	Mike Toth	\$	1,000.00
6/27/2018	TX	D	State Senate	PETE GALLEGO FOR SENATE	Pete Gallego	\$	1,000.00
6/27/2018	TX	N/A	Third Court of Appeals, Place 3	Scott Field Campaign	Scott Field	\$	1,000.00
6/27/2018	TX	R	State House	Tony Dale Campaign	Tony Dale	\$	1,000.00
6/27/2018	TX	N/A	San Antonio District Attorney	TYLDEN SHAEFFER CAMPAIGN	Tylden Shaeffer	\$	2,500.00
6/27/2018	TX*	R	U.S. House	CHIP ROY FOR CONGRESS	CHIP ROY	\$	5,000.00
6/27/2018	TX*	R	U.S. House	Dan Crenshaw for Congress	Daniell Crenshaw	\$	2,500.00
6/27/2018	NC*	R	U.S. House	GEORGE HOLDING FOR CONGRESS INC.	George Holding	\$	2,500.00
6/27/2018	MT*	R	U.S. House	GREG FOR MONTANA	GREG GIANFORTE	\$	2,500.00
6/27/2018	GA*	R	U.S. House	HANDEL FOR CONGRESS	KAREN HANDEL	\$	2,500.00
6/27/2018	CA*	D	U.S. House	JIM COSTA FOR CONGRESS	JIM COSTA	\$	5,000.00
6/27/2018	OR*	D	U.S. House	KURT SCHRADER FOR CONGRESS	KURT SCHRADER	\$	5,000.00
6/27/2018	TX*	R	U.S. House	McCaul for Congress Inc	Michael McCaul	\$	5,000.00
6/27/2018	CA*	D	U.S. House	MIKE THOMPSON FOR CONGRESS	MIKE THOMPSON	\$	5,000.00
6/27/2018	LA*	D	U.S. House	Richmond for Congress	Cedric L. Richmond	\$	2,500.00
6/27/2018	TX*	D	U.S. House	Texas for Henry Cuellar Congressional Campaign	Henry Cuellar	\$	2,500.00
6/27/2018	FL*	R	U.S. House	Vern Buchanan for Congress	Vernon 'Vern' Buchanan	\$	2,500.00
6/27/2018	IN*	R	U.S. Senate	MIKE BRAUN FOR INDIANA	MIKE BRAUN	\$	5,000.00

CALIFORNIA POLITICAL CONTRIBUTIONS - 2018

Item	Date	Payee	FPFC ID#	Election	Amount	Explanation
1	01/29/18	Coalition to Restore California's Middle Class	1365275	N/A	\$ 1,000,000.00	General Purpose Committee
2	1/30/2018	California Republican Party	810163	N/A	\$ 75,000.00	Political Party
3	2/28/2018	Valero Energy Corporation PAC	1236101	N/A	\$ 261.50	PAC In-Kind February
4	3/31/2018	Valero Energy Corporation PAC	1236101	N/A	\$ 134.50	PAC In-Kind March
5	04/04/18	Susan Rubio for Senate 2018	1392890	P2018	\$ 4,400.00	SD 22
	04/04/18	Steven Bradford for Senate 2020	1394302	P2020	\$ 1,400.00	SD 35
	04/04/18	Steven Bradford for Senate 2020	1394302	G2020	\$ 3,000.00	SD 35
	04/04/18	Stacy Mungo City Council 2018	1395744	P2018	\$ 400.00	City Council 05 - City of Long Beach
	04/04/18	Suzie Price for Long Beach City Council 2018	1395744	P2018	\$ 400.00	City Council 03 - City of Long Beach
	04/04/18	Robert Uranga for City Council 2018	1393997	P2018	\$ 400.00	City Council 07 - City of Long Beach
	04/04/18	CA Manufacturers & Technology Association PAC	760359	N/A	\$ 5,000.00	General Purpose Committee
	04/04/18	Rex Richardson for City Council 2018	1392626	P2018	\$ 400.00	City Council 09 - City of Long Beach
	04/04/18	Lena Gonzalez for Long Beach City Council 2014 - Officeholder Account	1359708	N/A	\$ 400.00	Officeholder Account
	04/04/18	Garcia for Mayor 2018	1395891	P2018	\$ 800.00	Mayor - City of Long Beach
6	04/13/18	Mike Morrell for Assembly 2020	1392884	P2018	\$ 2,500.00	AD 23
	04/13/18	Ntuk for LBCCD (made through Long Beach Firefighters PAC 781470)	1399213	N/A	\$ 1,500.00	LBCCD Board of Trustees, Area 1
	04/13/18	Vice Fong for Assembly 2018	1393014	P2018	\$ 4,400.00	AD 34
	04/13/18	Brian Dahle for Assembly 2018	1393369	G2018	\$ 4,400.00	AD 01
	04/13/18	Melissa Melendez for Assembly 2018	1392806	P2018 G2018	\$ 2,500.00	AD 67
	04/13/18	Shannon Grove for Senate 2018	1374834	P2018	\$ 4,400.00	SD 16
	04/13/18	Jay Obernolte for Assembly 2018	1392884	G2018	\$ 4,400.00	AD 33
	04/13/18	Vidak for Senate 2018	1373825	P2018	\$ 3,000.00	SD 14
	04/13/18	Taxpayers for Gaines for BOE 2018	1378003	P2018	\$ 4,000.00	BOE 01
7	04/30/18	Valero Energy Corporation PAC	1236101	N/A	\$ 781.00	PAC In-Kind April
8	05/23/18	Blanca Rubio for Assembly 2018	1393364	G2018	\$ 4,400.00	AD 48
	05/23/18	Gipson for Assembly 2018	1392928	G2018	\$ 4,400.00	AD 64
	05/23/18	Gray for Assembly	1392612	G2018	\$ 4,400.00	AD 21
	05/23/18	Jim Frazier for Assembly	1392652	G2018	\$ 4,400.00	AD 11
	05/23/18	Tim Grayson for Assembly 2018	1352593	G2018	\$ 4,400.00	AD 14
	05/23/18	Autumn Burke for Assembly 2018	1393348	P2018	\$ 4,400.00	AD 62
	05/23/18	Galgiani for State Board of Equalization	1393334	P2018	\$ 4,400.00	BOE 02
	05/23/18	Stacy Mungo City Council 2018	1395744	G2018	\$ 400.00	City Council 05 - City of Long Beach
	05/23/18	Robert Uranga for City Council 2018	1393997	G2018	\$ 400.00	City Council 07 - City of Long Beach
	05/23/18	John M. Vasquez for Supervisor 2018	1240671	P2018	\$ 2,000.00	County Supervisor - Solano 04
9	05/31/18	Valero Energy Corporation PAC	1236101	N/A	\$ 352.00	PAC In-Kind May
10	06/12/18	Californians for Jobs and a Strong Economy	1275549	N/A	\$ 30,000.00	General Purpose Committee
11	06/30/18	Pending Valero In-Kind				
Total for 2018					\$ 1,187,829.00	

California Campaign Limits

Legislative Candidate Contribution Limit: \$4,400 per election
 Statewide Candidate Contribution Limit: \$7,300 per election
 Gubernatorial Candidate Contribution Limit: \$29,200 per election
 PAC Contribution Limit: \$7,300 per year
 State Party - CA Hard Money Limit: \$36,500 per year

California State Officeholder Accounts Contribution Limits

Member of the Assembly / Senate: \$3,600 per calendar year
 Member of the Board of Equalization: \$6,000 per calendar year
 Statewide Officeholder (other than Governor): \$6,000 per calendar year
 Governor: \$24,200 per calendar year

Legal Defense Funds

Not subject to limits or the voluntary expenditure ceiling.
 However, candidate or officeholder may raise, in total, no more than is reasonably necessary to cover attorney's fees and other legal costs related to the proceeding for which the fund is created.

Clerk of the House of Representatives Legislative Resource Center 135 Cannon Building Washington, DC 20515 http://lobbyingdisclosure.house.gov	Secretary of the Senate Office of Public Records 232 Hart Building Washington, DC 20510 http://www.senate.gov/lobby
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LOBBYING REPORT

Lobbying Disclosure Act of 1995 (Section 5) - All Filers Are Required to Complete This Page

1. Registrant Name <input checked="" type="checkbox"/> Organization/Lobbying Firm <input type="checkbox"/> Self Employed Individual <u>VALERO ENERGY CORPORATION</u>			
2. Address Address1 <u>ONE VALERO WAY</u> Address2 _____ City <u>SAN ANTONIO</u> State <u>TX</u> Zip Code <u>78249</u> Country <u>USA</u>			
3. Principal place of business (if different than line 2) City _____ State _____ Zip Code _____ Country _____			
4a. Contact Name Mr. <u>SALO ZELERMYER</u>	b. Telephone Number <u>2026017440</u>	c. E-mail <u>ellie.sophocleous@valero.com</u>	5. Senate ID# <u>39746-12</u>
7. Client Name <input checked="" type="checkbox"/> Self <input type="checkbox"/> Check if client is a state or local government or instrumentality <u>VALERO ENERGY CORPORATION</u>			6. House ID# <u>329430000</u>

TYPE OF REPORT 8. Year 2018 Q1 (1/1 - 3/31) Q2 (4/1 - 6/30) Q3 (7/1 - 9/30) Q4 (10/1 - 12/31)

9. Check if this filing amends a previously filed version of this report
 10. Check if this is a Termination Report Termination Date _____ 11. No Lobbying Issue Activity

INCOME OR EXPENSES - YOU MUST complete either Line 12 or Line 13	
<p style="text-align: center;">12. Lobbying</p> <p>INCOME relating to lobbying activities for this reporting period was:</p> <p>Less than \$5,000 <input type="checkbox"/></p> <p>\$5,000 or more <input type="checkbox"/> \$ _____</p> <p>Provide a good faith estimate, rounded to the nearest \$10,000, of all lobbying related income for the client (including all payments to the registrant by any other entity for lobbying activities on behalf of the client).</p>	<p style="text-align: center;">13. Organizations</p> <p>EXPENSE relating to lobbying activities for this reporting period were:</p> <p>Less than \$5,000 <input type="checkbox"/></p> <p>\$5,000 or more <input checked="" type="checkbox"/> \$ <u>450,000.00</u></p> <p>14. REPORTING Check box to indicate expense accounting method. See instructions for description of options.</p> <p><input checked="" type="checkbox"/> Method A. Reporting amounts using LDA definitions only</p> <p><input type="checkbox"/> Method B. Reporting amounts under section 6033(b)(8) of the Internal Revenue Code</p> <p><input type="checkbox"/> Method C. Reporting amounts under section 162(e) of the Internal Revenue Code</p>

Signature Digitally Signed By: Salo Zelermyer, VP Federal Affairs & Counsel Date 4/18/2018 3:35:04 PM

LOBBYING ACTIVITY. Select as many codes as necessary to reflect the general issue areas in which the registrant engaged in lobbying on behalf of the client during the reporting period. Using a separate page for each code, provide information as requested. Add additional page(s) as needed.

15. General issue area code FUE

16. Specific lobbying issues

EPA Fuels Specifications Issues Low Carbon Fuel Standard Renewable Fuel Standard Potential Energy-Related Sanctions on Foreign Nations

17. House(s) of Congress and Federal agencies Check if None

U.S. HOUSE OF REPRESENTATIVES, U.S. SENATE, Environmental Protection Agency (EPA), White House Office, Executive Office of the President (EOP), State - Dept of (DOS)

18. Name of each individual who acted as a lobbyist in this issue area

First Name	Last Name	Suffix	Covered Official Position (if applicable)	New
Chris	Parinello			<input type="checkbox"/>
Salo	Zelemmyer			<input type="checkbox"/>
Lauren	Sheehan			<input checked="" type="checkbox"/>

19. Interest of each foreign entity in the specific issues listed on line 16 above Check if None

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LOBBYING ACTIVITY. Select as many codes as necessary to reflect the general issue areas in which the registrant engaged in lobbying on behalf of the client during the reporting period. Using a separate page for each code, provide information as requested. Add additional page(s) as needed.

15. General issue area code HOM

16. Specific lobbying issues

Chemical Facility Security Issues
Cybersecurity

17. House(s) of Congress and Federal agencies Check if None

U.S. HOUSE OF REPRESENTATIVES, U.S. SENATE, White House Office, Executive Office of the President (EOP), Energy - Dept of, Homeland Security - Dept of (DHS), Environmental Protection Agency (EPA)

18. Name of each individual who acted as a lobbyist in this issue area

First Name	Last Name	Suffix	Covered Official Position (if applicable)	New
Chris	Parinello			<input type="checkbox"/>
Salo	Zelemyer			<input type="checkbox"/>
Lauren	Sheehan			<input checked="" type="checkbox"/>

19. Interest of each foreign entity in the specific issues listed on line 16 above Check if None

LOBBYING ACTIVITY. Select as many codes as necessary to reflect the general issue areas in which the registrant engaged in lobbying on behalf of the client during the reporting period. Using a separate page for each code, provide information as requested. Add additional page(s) as needed.

15. General issue area code ENV

16. Specific lobbying issues

Petroleum Refinery Sector Risk and Technology Review and New Source Performance Standards
 Clean Air Act Risk Management Program
 Fuel Economy Issues
 Toxic Substances Control Act

17. House(s) of Congress and Federal agencies Check if None

U.S. HOUSE OF REPRESENTATIVES, U.S. SENATE, Environmental Protection Agency (EPA), White House Office, Energy - Dept of

18. Name of each individual who acted as a lobbyist in this issue area

First Name	Last Name	Suffix	Covered Official Position (if applicable)	New
Chris	Parinello			<input type="checkbox"/>
Salo	Zelermeyer			<input type="checkbox"/>
Lauren	Sheehan			<input checked="" type="checkbox"/>

19. Interest of each foreign entity in the specific issues listed on line 16 above Check if None

LOBBYING ACTIVITY. Select as many codes as necessary to reflect the general issue areas in which the registrant engaged in lobbying on behalf of the client during the reporting period. Using a separate page for each code, provide information as requested. Add additional page(s) as needed.

15. General issue area code TRD

16. Specific lobbying issues

NAFTA

17. House(s) of Congress and Federal agencies Check if None

U.S. SENATE, U.S. HOUSE OF REPRESENTATIVES, White House Office, U.S. Trade Representative (USTR)

18. Name of each individual who acted as a lobbyist in this issue area

First Name	Last Name	Suffix	Covered Official Position (if applicable)	New
Chris	Parinello			<input type="checkbox"/>
Salo	Zelemmyer			<input type="checkbox"/>
Lauren	Sheehan			<input type="checkbox"/>

19. Interest of each foreign entity in the specific issues listed on line 16 above Check if None

Information Update Page - Complete ONLY where registration information has changed.

20. Client new address

Address _____
 City _____ State _____ Zip Code _____ Country _____

21. Client new principal place of business (if different than line 20)

City _____ State _____ Zip Code _____ Country _____

22. New General description of client's business or activities

LOBBYIST UPDATE

23. Name of each previously reported individual who is no longer expected to act as a lobbyist for the client

First Name	Last Name	Suffix	First Name	Last Name	Suffix
1			3		
2			4		

ISSUE UPDATE

24. General lobbying issue that no longer pertains

AFFILIATED ORGANIZATIONS

25. Add the following affiliated organization(s)

Internet Address:

Name	Address				Principal Place of Business (city and state or country)
	Street Address	State/Province	Zip	Country	
	City				City State Country

26. Name of each previously reported organization that is no longer affiliated with the registrant or client

1 **2** **3**

FOREIGN ENTITIES

27. Add the following foreign entities:

Name	Address			Principal place of business (city and state or country)	Amount of contribution for lobbying activities	Ownership percentage in client
	Street Address	State/Province	Country			
	City			City State Country		%

28. Name of each previously reported foreign entity that no longer owns, or controls, or is affiliated with the registrant, client or affiliated organization

1 **3** **5**
2 **4** **6**

①

Clerk of the House of Representatives Legislative Resource Center 135 Cannon Building Washington, DC 20515 http://lobbyingdisclosure.house.gov	Secretary of the Senate Office of Public Records 232 Hart Building Washington, DC 20510 http://www.senate.gov/lobby
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LOBBYING REPORT

Lobbying Disclosure Act of 1995 (Section 5) - All Filers Are Required to Complete This Page

1. Registrant Name <input checked="" type="checkbox"/> Organization/Lobbying Firm <input type="checkbox"/> Self Employed Individual <u>VALERO ENERGY CORPORATION</u>			
2. Address Address1 <u>ONE VALERO WAY</u> Address2 _____ City <u>SAN ANTONIO</u> State <u>TX</u> Zip Code <u>78249</u> Country <u>USA</u>			
3. Principal place of business (if different than line 2) City _____ State _____ Zip Code _____ Country _____			
4a. Contact Name Mr. <u>SALO ZELERMYER</u>	b. Telephone Number <u>2026017440</u>	c. E-mail <u>ellie.sophocleous@valero.com</u>	5. Senate ID# <u>39746-12</u>
7. Client Name <input checked="" type="checkbox"/> Self <input type="checkbox"/> Check if client is a state or local government or instrumentality <u>VALERO ENERGY CORPORATION</u>			6. House ID# <u>329430000</u>

TYPE OF REPORT 8. Year 2018 Q1 (1/1 - 3/31) Q2 (4/1 - 6/30) Q3 (7/1 - 9/30) Q4 (10/1 - 12/31)

9. Check if this filing amends a previously filed version of this report
 10. Check if this is a Termination Report Termination Date _____ 11. No Lobbying Issue Activity

INCOME OR EXPENSES - YOU MUST complete either Line 12 or Line 13	
<p style="text-align: center;">12. Lobbying</p> <p>INCOME relating to lobbying activities for this reporting period was:</p> <p>Less than \$5,000 <input type="checkbox"/></p> <p>\$5,000 or more <input type="checkbox"/> \$ _____</p> <p>Provide a good faith estimate, rounded to the nearest \$10,000, of all lobbying related income for the client (including all payments to the registrant by any other entity for lobbying activities on behalf of the client).</p>	<p style="text-align: center;">13. Organizations</p> <p>EXPENSE relating to lobbying activities for this reporting period were:</p> <p>Less than \$5,000 <input type="checkbox"/></p> <p>\$5,000 or more <input checked="" type="checkbox"/> \$ <u>450,000.00</u></p> <p>14. REPORTING Check box to indicate expense accounting method. See instructions for description of options.</p> <p><input checked="" type="checkbox"/> Method A. Reporting amounts using LDA definitions only</p> <p><input type="checkbox"/> Method B. Reporting amounts under section 6033(b)(8) of the Internal Revenue Code</p> <p><input type="checkbox"/> Method C. Reporting amounts under section 162(e) of the Internal Revenue Code</p>

Signature Digitally Signed By: Salo Zelemmyer, VP Federal Affairs & Counsel Date 7/12/2018 11:54:13 AM

LOBBYING ACTIVITY. Select as many codes as necessary to reflect the general issue areas in which the registrant engaged in lobbying on behalf of the client during the reporting period. Using a separate page for each code, provide information as requested. Add additional page(s) as needed.

15. General issue area code FUE

16. Specific lobbying issues

EPA Fuels Specifications Issues
 Low Carbon Fuel Standard
 Renewable Fuel Standard

17. House(s) of Congress and Federal agencies Check if None

U.S. HOUSE OF REPRESENTATIVES, U.S. SENATE, Environmental Protection Agency (EPA), White House Office, Executive Office of the President (EOP), State - Dept of (DOS)

18. Name of each individual who acted as a lobbyist in this issue area

First Name	Last Name	Suffix	Covered Official Position (if applicable)	New
Chris	Parinello			<input type="checkbox"/>
Salo	Zelemyer			<input type="checkbox"/>
Lauren	Sheehan			<input checked="" type="checkbox"/>

19. Interest of each foreign entity in the specific issues listed on line 16 above Check if None

LOBBYING ACTIVITY. Select as many codes as necessary to reflect the general issue areas in which the registrant engaged in lobbying on behalf of the client during the reporting period. Using a separate page for each code, provide information as requested. Add additional page(s) as needed.

15. General issue area code HOM

16. Specific lobbying issues

Chemical Facility Security Issues
Cybersecurity

17. House(s) of Congress and Federal agencies Check if None

U.S. HOUSE OF REPRESENTATIVES, U.S. SENATE, White House Office, Executive Office of the President (EOP), Energy - Dept of, Homeland Security - Dept of (DHS), Environmental Protection Agency (EPA)

18. Name of each individual who acted as a lobbyist in this issue area

First Name	Last Name	Suffix	Covered Official Position (if applicable)	New
Chris	Parinello			<input type="checkbox"/>
Salo	Zelemyer			<input type="checkbox"/>
Lauren	Sheehan			<input checked="" type="checkbox"/>

19. Interest of each foreign entity in the specific issues listed on line 16 above Check if None

LOBBYING ACTIVITY. Select as many codes as necessary to reflect the general issue areas in which the registrant engaged in lobbying on behalf of the client during the reporting period. Using a separate page for each code, provide information as requested. Add additional page(s) as needed.

15. General issue area code TAX

16. Specific lobbying issues

"Tax cuts and job act" implementation and correction issues (domestic & international)
Partnership audit rulemaking
Bio-diesel Tax Credit

17. House(s) of Congress and Federal agencies Check if None

U.S. HOUSE OF REPRESENTATIVES, U.S. SENATE, White House Office, Executive Office of the President (EOP), Internal Revenue Service (IRS), Treasury - Dept of

18. Name of each individual who acted as a lobbyist in this issue area

First Name	Last Name	Suffix	Covered Official Position (if applicable)	New
Chris	Parinello			<input type="checkbox"/>
Salo	Zelenmyer			<input type="checkbox"/>
Lauren	Sheehan			<input checked="" type="checkbox"/>

19. Interest of each foreign entity in the specific issues listed on line 16 above Check if None

LOBBYING ACTIVITY. Select as many codes as necessary to reflect the general issue areas in which the registrant engaged in lobbying on behalf of the client during the reporting period. Using a separate page for each code, provide information as requested. Add additional page(s) as needed.

15. General issue area code ENV

16. Specific lobbying issues

Petroleum Refinery Sector Risk and Technology Review and New Source Performance Standards
 Clean Air Act Risk Management Program
 Fuel Economy Issues
 Toxic Substances Control Act
 CAFE

17. House(s) of Congress and Federal agencies Check if None

U.S. HOUSE OF REPRESENTATIVES, U.S. SENATE, Environmental Protection Agency (EPA), White House Office, Energy - Dept of

18. Name of each individual who acted as a lobbyist in this issue area

First Name	Last Name	Suffix	Covered Official Position (if applicable)	New
Chris	Parinello			<input type="checkbox"/>
Salo	Zelmyer			<input type="checkbox"/>
Lauren	Sheehan			<input checked="" type="checkbox"/>

19. Interest of each foreign entity in the specific issues listed on line 16 above Check if None

LOBBYING ACTIVITY. Select as many codes as necessary to reflect the general issue areas in which the registrant engaged in lobbying on behalf of the client during the reporting period. Using a separate page for each code, provide information as requested. Add additional page(s) as needed.

15. General issue area code TRD

16. Specific lobbying issues

NAFTA Potential Energy-Related Sanctions on Foreign Nations Tariffs

17. House(s) of Congress and Federal agencies Check if None

U.S. SENATE, U.S. HOUSE OF REPRESENTATIVES, White House Office, U.S. Trade Representative (USTR)
--

18. Name of each individual who acted as a lobbyist in this issue area

First Name	Last Name	Suffix	Covered Official Position (if applicable)	New
Chris	Parinello			<input type="checkbox"/>
Salo	Zelermeyer			<input type="checkbox"/>
Lauren	Sheehan			<input type="checkbox"/>

19. Interest of each foreign entity in the specific issues listed on line 16 above Check if None

--

Information Update Page - Complete ONLY where registration information has changed.

20. Client new address

Address _____
 City _____ State _____ Zip Code _____ Country _____

21. Client new principal place of business (if different than line 20)

City _____ State _____ Zip Code _____ Country _____

22. New General description of client's business or activities

LOBBYIST UPDATE

23. Name of each previously reported individual who is no longer expected to act as a lobbyist for the client

First Name	Last Name	Suffix	First Name	Last Name	Suffix
1			3		
2			4		

ISSUE UPDATE

24. General lobbying issue that no longer pertains

--	--	--	--	--	--	--	--

AFFILIATED ORGANIZATIONS

25. Add the following affiliated organization(s)

Internet Address:

Name	Address				Principal Place of Business (city and state or country)	
	Street Address					
	City	State/Province	Zip	Country	City	Country
					State	Country

26. Name of each previously reported organization that is no longer affiliated with the registrant or client

1 **2** **3**

FOREIGN ENTITIES

27. Add the following foreign entities:

Name	Address			Principal place of business (city and state or country)	Amount of contribution for lobbying activities	Ownership percentage in client
	Street Address					
	City	State/Province	Country	City		%
				State	Country	

28. Name of each previously reported foreign entity that no longer owns, or controls, or is affiliated with the registrant, client or affiliated organization

1 **3** **5**
2 **4** **6**

(E)

REPORT OF LOBBYIST EMPLOYER

(Government Code Section 86116)

1/5

or

REPORT OF LOBBYING COALITION

(2 Cal. Code of Regs. Section 18616.4)

FORM 635
1993

IMPORTANT: Lobbying Coalitions must attach a completed Form 635-C to this Report.

REPORT COVERS PERIOD FROM 01/01/2018 THROUGH 03/31/2018

CUMULATIVE PERIOD BEGINNING 01/01/2017

FOR OFFICIAL USE ONLY

A

B

TYPE OR PRINT IN INK

For information required to be provided to you pursuant to the Information Practices Act of 1977, see Information Manual on Lobbying Disclosure Provisions of the Political Reform Act.

NAME OF FILER:

VALERO SERVICES, INC.

BUSINESS ADDRESS: (Number and Street)

(City)

(State)

(Zip Code)

TELEPHONE NUMBER:

SACRAMENTO CA 95814

PART I - LEGISLATIVE OR STATE AGENCY ADMINISTRATIVE ACTIONS ACTIVELY LOBBIED DURING THE PERIOD

(See instructions on reverse.)

AB 18,814,1587,1745,1980,2094,2548,2636,2803,2902,3015,3049,3138,3181; SB 49,100,774,819,985,1028,1074,1088,1144,1209,1377

If more space is needed, check box and attach continuation sheets.

SUMMARY OF PAYMENTS THIS PERIOD

A. Total Payments to In-House Employee Lobbyists (Part III, Section A, Column 1)	\$	<u>0.00</u>
B. Total Payments to Lobbying Firms (Part III, Section B, Column 4)	\$	<u>90000.00</u>
C. Total Activity Expenses (Part III, Section C)	\$	<u>0.00</u>
D. Total Other Payments to Influence (Part III, Section D)	\$	<u>50691.67</u>

GRAND TOTAL (A + B + C + D above)	\$	<u>140691.67</u>
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E. Total Payments in Connection with PUC Activities (Part III, Section E)	\$	<u>0.00</u>
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F. Campaign Contributions: Part IV completed and attached No campaign contributions made this period

VERIFICATION

I have used all reasonable diligence in preparing this Report. I have reviewed the Report and to the best of my knowledge the information contained herein and in the attached schedules is true and complete.

I certify under penalty of perjury under the laws of the State of California that the foregoing is true and correct.

Executed on (Date)
04/30/2018

At (City and State)
SAN RAFAEL, CA

By (Signature of Employer or Responsible Officer)
JASON D KAUNE

Name of Employer or Responsible Officer (Type or Print)
JASON D KAUNE

Title
ATTORNEY & AGENT FOR FILER

PERIOD COVERED: 01/01/2018 03/31/2018

NAME OF FILER: VALERO SERVICES, INC.

PART II - PARTNERS, OWNERS, AND EMPLOYEES WHOSE "LOBBYIST REPORTS" (FORM 615) ARE ATTACHED TO THIS REPORT (See instructions on reverse.)

Name and Title	Name and Title

If more space is needed, check box and attach continuation sheets.

PART III - PAYMENTS MADE IN CONNECTION WITH LOBBYING ACTIVITIES

A. PAYMENTS TO IN-HOUSE EMPLOYEE LOBBYISTS (See instructions on reverse. Also enter the Amount This Period (Column 1) on Line A of the Summary of Payments section on page 1.)	(1) Amount This Period	(2) Cumulative Total To Date
		\$ 0.00

B. PAYMENTS TO LOBBYING FIRMS (Including Individual Contract Lobbyists)					
Name and Address of Lobbying Firm/Independent Contractor	(1) Fees & Retainers	(2) Reimbursements of Expenses	(3) Advances or Other Payments (attach explanation)	(4) Total This Period	(5) Cumulative Total to Date
CARPENTER HAWKINS SIEVERS LLC SACRAMENTO, CA 95814	90000.00	0.00	0.00	90000.00	234441.95

If more space is needed, check box and attach continuation sheets

TOTAL THIS PERIOD (Column 4)
Also enter the total of Column 4 on Line B of the Summary of Payments section on page 1. \$ 90000.00

PERIOD COVERED: 01/01/2018 03/31/2018

NAME OF FILER: VALERO SERVICES, INC.

C. ACTIVITY EXPENSES (See instructions on reverse.)				
Date	Name and Address of Payee	Name and Official Position of Reportable Persons and Amount Benefiting Each	Description of Consideration	Total Amount of Activity
			\$	\$
<input type="checkbox"/> If more space is needed, check box and attach continuation sheets.				TOTAL SECTION C (Activity Expenses) Also enter the total of Section C on Line C of the Summary of Payments section on page 1.
				\$ 0.00
D. OTHER PAYMENTS TO INFLUENCE LEGISLATIVE OR ADMINISTRATIVE ACTION				
<input checked="" type="checkbox"/> NOTE: State and local government agencies do not complete this section. Check box and complete Attachment Form 640 instead.				
1. PAYMENTS TO LOBBYING COALITIONS (NOTE: You must attach a completed Form 630 to this Report.)			\$ <u>0.00</u>	
2. OTHER PAYMENTS			\$ <u>50691.67</u>	
			TOTAL SECTION D (1 + 2) Also enter the total of Section D on Line D of the Summary of Payments section on page 1.	\$ 50691.67
E. PAYMENTS IN CONNECTION WITH ADMINISTRATIVE TESTIMONY IN RATEMAKING PROCEEDINGS BEFORE THE CALIFORNIA PUBLIC UTILITIES COMMISSION				
Also, enter the total of Section E on Line E of the Summary of Payments section on page 1. (See instructions on reverse.)				\$ 0.00

PERIOD COVERED: 01/01/2018 03/31/2018

NAME OF FILER: VALERO SERVICES, INC.

PART IV -- CAMPAIGN CONTRIBUTIONS MADE (Monetary and non-monetary campaign contributions of \$100 or more made to or on behalf of state candidates, elected state officers and any of their controlled committees, or committees supporting such candidates or officers must be reported in A or B below.)

A. If the contributions made by you during the period covered by this report, or by a committee you sponsor, are contained in a campaign disclosure statement which is on file with the Secretary of State, report the name of the committee and its identification number, if any, below.

Name of Major Donor or Recipient Committee Which Has Filed A Campaign Disclosure Statement:

Identification Number if Recipient Committee: _____

B. Contributions of \$100 or more which have not been reported on a campaign disclosure statement, including contributions made by an organization's sponsored committee, must be itemized below.

Date	Name of Recipient	I.D. Number if Committee	Amount
			\$
			\$
			\$
			\$
			\$
			\$
			\$
			\$
			\$
			\$
			\$

If more space is needed, check box and attach continuation sheets.

NOTE: Disclosure in this report does not relieve a filer of any obligation to file the campaign disclosure statements required by Gov. Code Section 84200, et seq.



Attachment Form 640

(Attachment to Form 635 or Form 645)

PERIOD COVERED: 01/01/2018--03/31/2018

NAME OF FILER: VALERO SERVICES, INC.

For Use By: A state or local government agency that qualifies as a lobbyist employer or a \$5,000 filer. Refer to the instructions on the cover page before completing this attachment.

Other Payments to Influence Legislative or Administrative Action:

1. Total payments for overhead expenses related to lobbying activity. <u>Report as a lump sum.</u>	\$ 3150.00
2. Total payments to Lobbying Coalitions. <u>Report as a lump sum.</u> (Form 630 must be attached)	\$ 0.00
3. Total payments of less than \$250 during the calendar quarter for lobbying activity (excluding overhead). <u>Report as a lump sum.</u>	\$ 0.00
4. Total payments of more than \$250 during the calendar quarter for lobbying activity (excluding overhead). Such payments must be itemized below.	\$ 47541.67
5. Grand total of "Other Payments to Influence Legislative or Administrative Action." Also enter this total on the appropriate line of the Summary of Payments section on Page 1 of Form 635 or Form 645.	\$ 50691.67

Itemize below payments of \$250 or more made during the quarter for lobbying activity. Provide the name and address of the payee, the amount paid during the quarter, and the cumulative amount paid to the payee since January 1 of the biennial legislative session covered by the report.

Also itemize dues or similar payments of \$250 or more made to an organization that makes expenditures equal to 10% of its total expenditures or \$15,000 or more in a calendar quarter to influence legislative or administrative action. Provide the organization's name and address, the amount paid to the organization during the quarter, and the cumulative amount paid to the organization since January 1 of the biennial legislative session covered by the report.

Name & Address of Payee	Amount This Quarter	Cumulative Amount Since January 1
SCOTT [S] - FOLWARKOW	\$ 47541.67	\$ 47541.67
SACRAMENTO CA 95814		
	\$	\$
	\$	\$
Subtotal of all payments itemized above	\$ 47541.67	

If more space is needed, check box and attach continuation sheets.

(F)

REPORT OF LOBBYIST EMPLOYER
(Government Code Section 86116)

PAGE 1 OF 5

OR

REPORT OF LOBBYING COALITION
(2 Cal. Code of Regs. Section 18616.4)

FORM 635
1993

IMPORTANT: Lobbying Coalitions must attach a completed Form 635-C to this Report.

FILED ELECTRONICALLY

REPORT COVERS PERIOD FROM 04/01/2018 THROUGH 06/30/2018

CUMULATIVE PERIOD BEGINNING 01/01/2017

FOR OFFICIAL USE ONLY

A

B

TYPE OR PRINT IN INK

For information required to be provided to you pursuant to the Information Practices Act of 1977, see Information Manual on Lobbying Disclosure Provisions of the Political Reform Act.

NAME OF FILER:
VALERO SERVICES, INC. (ID# 1237027)

BUSINESS ADDRESS: (Number and Street) (City) (State) (Zip Code)
1215 K STREET, 17TH FLOOR SACRAMENTO, CA 95814

TELEPHONE NUMBER:
(415) 389-6800

PART I - LEGISLATIVE OR STATE AGENCY ADMINISTRATIVE ACTIONS ACTIVELY LOBBIED DURING THE PERIOD
(See instructions on reverse.)

AB 1745, 1775, 1980, 2072, 2094, 2189, 2195, 2336, 2447, 2548, 2636, 2726, 2864, 2902, 3015, 3049, 3138, 3146, 3181; SB 49, 64, 100, 819, 834, 1000, 1028, 1074, 1088, 1147, 1440

If more space is needed, check box and attach continuation sheets.

SUMMARY OF PAYMENTS THIS PERIOD

A. Total Payments to In-House Employee Lobbyists (Part III, Section A, Column 1)	\$	<u>0.00</u>
B. Total Payments to Lobbying Firms (Part III, Section B, Column 4)	\$	<u>0.00</u>
C. Total Activity Expenses (Part III, Section C)	\$	<u>0.00</u>
D. Total Other Payments to Influence (Part III, Section D)	\$	<u>21,900.00</u>

GRAND TOTAL (A + B + C + D above) \$ 21,900.00

E. Total Payments in Connection with PUC Activities (Part III, Section E) \$ 0.00

F. Campaign Contributions: Part IV completed and attached No campaign contributions made this period

VERIFICATION

I have used all reasonable diligence in preparing this Report. I have reviewed the Report and to the best of my knowledge the information contained herein and in the attached schedules is true and complete.
I certify under penalty of perjury under the laws of the State of California that the foregoing is true and correct.

Executed on (Date) 07/31/2018	At (City and State) SAN RAFAEL, CA	By (Signature of Employer or Responsible Officer) 
Name of Employer or Responsible Officer (Type or Print) JASON D KAUNE		Title ATTORNEY & AGENT FOR FILER

NAME OF FILER: VALERO SERVICES, INC.

PERIOD COVERED: 04/01/2018 - 06/30/2018

PART II - PARTNERS, OWNERS, AND EMPLOYEES WHOSE "LOBBYIST REPORTS" (FORM 615) ARE ATTACHED TO THIS REPORT (See instructions on reverse.)

Name and Title	Name and Title

If more space is needed, check box and attach continuation sheets.

PART III - PAYMENTS MADE IN CONNECTION WITH LOBBYING ACTIVITIES

A. PAYMENTS TO IN-HOUSE EMPLOYEE LOBBYISTS
(See instructions on reverse. Also enter the Amount This Period (Column 1) on Line A of the Summary of Payments section on page 1.)

(1) Amount This Period	(2) Cumulative Total To Date
\$ 0.00	\$ 0.00

B. PAYMENTS TO LOBBYING FIRMS (Including Individual Contract Lobbyists)

Name and Address of Lobbying Firm/Independent Contractor	(1) Fees & Retainers	(2) Reimbursements of Expenses	(3) Advances or Other Payments (attach explanation)	(4) Total This Period	(5) Cumulative Total to Date
CARPENTER SIEVERS LLC 1718 CAPITOL AVENUE SACRAMENTO, CA 95811	0.00	0.00	0.00	0.00	234,441.95

If more space is needed, check box and attach continuation sheets.

TOTAL THIS PERIOD (Column 4)
Also enter the total of Column 4 on Line B of the Summary of Payments section on page 1.

\$ 0.00

NAME OF FILER: VALERO SERVICES, INC.

PERIOD COVERED: 04/01/2018 - 06/30/2018

C. ACTIVITY EXPENSES (See instructions on reverse.)				
Date	Name and Address of Payee	Name and Official Position of Reportable Persons and Amount Benefiting Each	Description of Consideration	Total Amount of Activity
			\$	\$
<input type="checkbox"/> If more space is needed, check box and attach continuation sheets.			TOTAL SECTION C (Activity Expenses) Also enter the total of Section C on Line C of the Summary of Payments section on page 1.	\$ 0.00
D. OTHER PAYMENTS TO INFLUENCE LEGISLATIVE OR ADMINISTRATIVE ACTION				
1. PAYMENTS TO LOBBYING COALITIONS (NOTE: You must attach a completed Form 630 to this Report.)			\$ <u>0.00</u>	
			\$ <u>21,900.00</u>	
2. OTHER PAYMENTS (NOTE: You must attach a completed Form 640 to this Report.)			TOTAL SECTION D (1 + 2) Also enter the total of Section D on Line D of the Summary of Payments section on page 1.	\$ 21,900.00
E. PAYMENTS IN CONNECTION WITH ADMINISTRATIVE TESTIMONY IN RATEMAKING PROCEEDINGS BEFORE THE CALIFORNIA PUBLIC UTILITIES COMMISSION Also, enter the total of Section E on Line E of the Summary of Payments section on page 1. (See instructions on reverse.)				\$ 0.00

NAME OF FILER: VALERO SERVICES, INC.

PERIOD COVERED: 04/01/2018 - 06/30/2018

PART IV -- CAMPAIGN CONTRIBUTIONS MADE (Monetary and non-monetary campaign contributions of \$100 or more made to or on behalf of state candidates, elected state officers and any of their controlled committees, or committees supporting such candidates or officers must be reported in A or B below.)

A. If the contributions made by you during the period covered by this report, or by a committee you sponsor, are contained in a campaign disclosure statement which is on file with the Secretary of State, report the name of the committee and its identification number, if any, below.

Name of Major Donor or Recipient Committee Which Has Filed A Campaign Disclosure Statement: _____

Identification Number if Recipient Committee: _____

VALERO SERVICES, INC. AND AFFILIATED ENTITIES

B. Contributions of \$100 or more which have not been reported on a campaign disclosure statement, including contributions made by an organization's sponsored committee, must be itemized below.

Date	Name of Recipient	I.D. Number if Committee	Amount
			\$

If more space is needed, check box and attach continuation sheets.

NOTE: Disclosure in this report does not relieve a filer of any obligation to file the campaign disclosure statements required by Gov. Code Section 84200, et seq.

Attachment Form 640
(Attachment to Form 635 or Form 645)



NAME OF FILER: VALERO SERVICES, INC.

PERIOD COVERED: 04/01/2018 - 06/30/2018

For Use By: A lobbyist employer or a \$5,000 filer. Refer to the instructions on the cover page before completing this attachment.

Summary of Other Payments to Influence Legislative or Administrative Action:

1. Total payments for overhead expenses related to lobbying activity. <u>Report as a lump sum.</u>	\$ <u>3,150.00</u>
2. Total payments to Lobbying Coalitions. <u>Report as a lump sum.</u> (Form 630 must be attached)	\$ <u>0.00</u>
3. Total payments of less than \$250 or \$2,500, as applicable, during the calendar quarter for lobbying activity (excluding overhead). <u>Report as a lump sum.</u>	\$ <u>0.00</u>
4. Total payments of \$250 or more or \$2,500 or more, as applicable, during the calendar quarter for lobbying activity (excluding overhead). Itemize payments below.	\$ <u>18,750.00</u>
5. Grand total of "Other Payments to Influence Legislative or Administrative Action." Also enter this total on the appropriate line of the Summary of Payments section on Page 1 of Form 635 or Form 645.	\$ <u>21,900.00</u>

Government agencies must itemize payments of \$250 or more, and all other lobbyist employers and \$5,000 filers must itemize payments of \$2,500 or more, made during the quarter for lobbying activity. Provide the payment code, name and address of the payee, the amount paid during the quarter, and the cumulative amount paid to the payee since January 1 of the biennial legislative session covered by the report.

State and local government agencies also must itemize dues or similar payments of \$250 or more made to an organization that makes expenditures equal to 10% of its total expenditures or \$15,000 or more in a calendar quarter to influence legislative or administrative action. Government agencies must use the payment code [O] for these items.

Payment Code, Name & Address of Payee	Amount This Quarter	Cumulative Amount Since January 1
[S] - FOLWARKOW, SCOTT 1215 K STREET, 17TH FLOOR SACRAMENTO, CA 95814	\$ 18,750.00	\$ 66,291.67
	\$	\$
	\$	\$
Subtotal of all payments itemized above	\$ 18,750.00	

If more space is needed, check box and attach continuation sheets.

Trade Associations or other Organizations (\$50,000 and above) supported by Valero in 2018:

<u>Name of Association</u>	<u>Date</u> Actual date paid	<u>Total Amount</u>	<u>Amount Attributed to Lobby Activities</u> Non-deductible under Section 162(e) of the Internal Revenue Code.
California Business Roundtable	3/29/2018	\$45,000.00	\$5,000.00 Annual
California Republican Party	1/30/2018	\$75,000.00	\$0.00
Coalition to Restore California's Middle Class	1/29/2018	\$1,000,000.00	\$0.00
Congressional Leadership Fund	3/16/2018	\$1,250,000.00	\$0.00 Federal IE Super PAC
National Petroleum Council (NPC)	3/20/2018	\$278,709.00	\$8,361.27 Annual
Western States Petroleum Association (WSPA)	1/29/2018	\$294,518.59	\$27,095.71 QTR 1 2018
Western States Petroleum Association (WSPA)	1/29/2018	\$168,035.00	\$15,459.22 Special Call Billing
Western States Petroleum Association (WSPA)	3/2/2018	\$294,518.60	\$27,095.71 QTR 2 2018
Western States Petroleum Association (WSPA)	3/2/2018	\$47,074.00	\$0.00 Special Call Billing
Western States Petroleum Association (WSPA)	5/21/2018	\$294,518.60	\$115,156.77 QTR 3 2018

Report Period: January 1 - June 30, 2018

Exhibit C
The Company Policy

Policy on Political Contributions, Lobbying and Trade Associations

(amended and restated January 5, 2015)

Purpose

Valero believes that constructive participation in the political process is an important means of enhancing stockholder value and fostering good corporate citizenship. We believe that it is in the best interest of Valero's stockholders that federal, state, and local governments understand how their actions impact Valero's business and stakeholders. Accordingly, Valero communicates with governmental organizations and officials about its business concerns.

Campaign Contributions

Valero's political activities consist primarily of its sponsorship of the Valero Energy Corporation Political Action Committee, known as VALPAC.

VALPAC solicits and accepts voluntary contributions from eligible employees and stockholders of Valero, and it does not accept contributions from any corporation, National Bank or foreign national. VALPAC makes political contributions to support federal, state, and local candidates for elective public office that promote the protection and advancement of a strong energy industry and support effective financial legislation important to Valero and its stockholders. All decisions regarding political contributions by VALPAC are subject to the oversight of VALPAC's Board of Directors and to annual Valero internal audits. Any Valero employee who contributes to VALPAC may request a contribution be made to support a particular candidate. As required by law, all VALPAC contributions are periodically reported to the Federal Election Commission and to the applicable state election authorities. Reports made to those agencies are publicly available.

Any corporate funds used to make contributions to ballot measures, political candidates, political parties, political committees, or political entities organized and operating under Section 527 of the Internal Revenue Code will be reported to the appropriate federal and state election authorities. Reports made to those agencies are publicly available.

Federal Elected Officials

Although federal law prohibits corporations from making contributions in federal elections, a corporation may administer a political action committee ("PAC") for its employees. Valero employees may participate in the political process through VALPAC.

- In making contribution decisions, the VALPAC Board evaluates a variety of factors, including a candidate's views on issues of importance to Valero and the presence of Valero facilities in the candidate's business district or state.
- VALPAC supports candidates who it believes will support and advance the interests of Valero's stakeholders, regardless of party affiliation.

- Valero is committed to conducting VALPAC in accordance with the federal laws and regulations that regulate activities of political action committees.
- All VALPAC contributions are publicly disclosed in reports that are available on the website of the Federal Election Commission at <http://www.fec.gov>.

State and Local Elected Officials

- In some states, corporate contributions to candidates for state or local elected offices are permissible. The enclosed chart indicates if the candidate, committee, or fund is state or federal-focused through the use of the terms “State” or “U.S. Senate/House.”
- Under certain circumstances, Valero may lawfully contribute to other political committees and political organizations. Valero is committed to complying with all applicable laws, rules, and regulations that govern such contributions.
- Valero’s Government Affairs department selects candidates to support based on similar criteria as VALPAC.
- Valero is committed to compliance with all applicable laws.

Responsibilities

Valero’s Government Affairs department updates the Company’s General Counsel and Chairman/CEO, as well as the Board of Directors, as appropriate, on political and public policy issues of importance to Valero. Within Valero, the Governmental Affairs department reports to the General Counsel. The General Counsel and Chairman/CEO have oversight responsibility for and periodically review Valero’s policies and practices. Contributions are audited on a regular basis and made in accordance with company policies approved by executive management, who are charged with administering those policies and ensuring compliance with them.

Political Lobbying and Advocacy

Valero engages in lobbying in the United States at both the federal and state levels to advocate our positions on issues that affect our company and the energy industry.

Valero also provides support to a variety of trade associations and coalitions in order to promote informed dialogue and sound public policy on matters important to Valero’s interests. Some of the support provided to these organizations may be used by the recipients for lobbying. Valero inquires and makes reasonable effort to obtain from the organizations what portion of Valero’s dues or payments were used for lobbying expenditures, which are non-deductible under Section 162(e) of the Internal Revenue Code.

Lobbying is highly regulated in the United States. Valero fully complies with regulations by reporting all federal lobbying to the U.S. Congress in a quarterly lobbying disclosure report.

- Valero’s quarterly federal lobby disclosure reports are public records and can be viewed online at the Senate’s public disclosure web site at <http://www.senate.gov> (search for “Valero Energy Corporation” as registrant name).
- Valero’s quarterly California lobby disclosure reports are public records and can be viewed at the California Secretary of State’s website at <http://www.sos.ca.gov> (search for “Valero Services, Inc.” as lobbyist employer).
- Valero also fully complies with other state and local requirements to disclose lobbying in states, cities, and counties.

Additional Information

To improve access to information about VALPAC and Valero’s corporate political campaign contributions in the United States, Valero posts those contributions on a semi-annual basis, categorized by state, candidate, and amount.

Reports containing our political campaign contributions can be found at the following links:

VALPAC:

[January 1, 2018 – June 30, 2018](#)

Valero Energy Corporation:

[January 1, 2018 – June 30, 2018](#)

To improve access to information about Valero’s direct lobbying, Valero provides copies of quarterly lobby disclosure reports at the following links:

[January 1, 2018 – March 31, 2018 \(Federal\)](#)

[April 1, 2018 – June 30, 2018 \(Federal\)](#)

[January 1, 2018 – March 31, 2018 \(California\)](#)

[April 1, 2018 – June 30, 2018 \(California\)](#)

To improve access to information about Valero's indirect lobbying by payments to trade associations or other organizations of which Valero is a member, Valero posts the following information related to lobbying on a semi-annual basis. Reports containing (a) a list of trade associations or other organizations to which Valero makes payments of \$50,000 or more, and (b) the portion of annual membership dues to trade associations or payments to other organizations of \$50,000 or more that were non-deductible under section 162(e) of the Internal Revenue Code, as provided to Valero by the recipients, can be found at the following link(s):

[January 1, 2018 – July 31, 2018](#)

Exhibit D
VALPAC Contributions Report - January 1, 2018 through June 30, 2018

VALPAC Contributions 1/1/18 - 6/30/18

Date	State	Party	Office	Committee Name	Candidate Name	Contribution Amount
1/18/2018	IA	D	State House	CITIZENS FOR ROB HOGG	Rob Hogg	\$ (2,500.00)
1/18/2018	IA	R	Governor	KIM REYNOLDS FOR IOWA	Kim Reynolds	\$ (5,000.00)
1/26/2018	Federal*	R	N/A	CALIFORNIA VICTORY FUND	Joint Fundraising Committee	\$ 150,000.00
1/26/2018	Federal*	N/A	N/A	Continuing America's Strength And Security PAC	General Purpose Committee	\$ 5,000.00
1/26/2018	Federal*	R	N/A	Making America Prosperous PAC	Leadership PAC	\$ 5,000.00
1/26/2018	TX	N/A	Bexar County District Judge	CAMPAIGN TO KEEP JUDGE RENEE YANTA	Renee Yanta	\$ 500.00
1/26/2018	TX	R	State House	Charlie Geren Campaign	Charlie Green	\$ 2,500.00
1/26/2018	TX	N/A	San Antonio City Council	CLAYTON PERRY CAMPAIGN	Clayton Perry	\$ 500.00
1/26/2018	TX	D	State House	Diana Arevalo Campaign	Diana Arevalo	\$ 2,500.00
1/26/2018	TX	R	State House	Friends of John Zerwas	John Zerwas	\$ 1,000.00
1/26/2018	TX	N/A	Jefferson County Judge	Jeff Branick Campaign	Jeff Branick	\$ 1,000.00
1/26/2018	TX	R	State Senate	Kel Seliger Committee	Kel Seliger	\$ 2,500.00
1/26/2018	TX	R	State Attorney General	KEN PAXTON CAMPAIGN	Ken Paxton	\$ 2,500.00
1/26/2018	TX	R	State House	Todd Hunter Campaign	Todd Hunter	\$ 1,000.00
1/26/2018	GA*	R	U.S. House	BUDDY CARTER FOR CONGRESS	EARL 'BUDDY' CARTER	\$ 2,500.00
1/26/2018	NY*	R	U.S. House	Collins for Congress	Christopher C. Collins	\$ 5,000.00
1/26/2018	TX*	D	U.S. House	Marc Veasey Congressional Campaign Committee	Marc Veasey	\$ 2,500.00
1/26/2018	NC*	R	U.S. House	MCHENRY FOR CONGRESS	PATRICK MCHENRY	\$ 2,500.00
1/26/2018	LA*	R	U.S. House	Mike Johnson for Louisiana	James Michael Johnson	\$ 2,500.00
1/26/2018	TN	R	U.S. Senate	MARSHA FOR SENATE	MARSHA BLACKBURN	\$ 2,500.00
2/26/2018	Federal*	R	N/A	BADLANDS PAC	Leadership PAC	\$ 5,000.00
2/26/2018	TX	N/A	Nueces County Judge.	BARBARA CANALES FOR NUECES COUNTY JUDGE	Barbara Canales	\$ 1,000.00
2/26/2018	TX	N/A	State Railroad Commissioner	Christi Craddick Campaign	Christi Craddick	\$ 2,500.00
2/26/2018	TX	R	State Senate	Cindy Burkett Campaign	Cindy Burkett	\$ 2,500.00
2/26/2018	LA	D	State Senate	Gary Smith, Jr. Re-election Campaign	Gary Smith Jr.	\$ 1,000.00
2/26/2018	TX	R	State Land Commissioner	George P. Bush Campaign	George P. Bush	\$ 2,500.00
2/26/2018	TX	R	State House	LYLE LARSON CAMPAIGN	Lyle Larson	\$ 2,500.00
2/26/2018	TX	N/A	Nueces County Judge.	MIKE PUSLEY CAMPAIGN	Mike Pusley	\$ 1,000.00
2/26/2018	TX	R	State House	Sarah Davis Campaign	Sarah Davis	\$ 1,000.00
2/26/2018	TX	R	Governor	TEXANS FOR GREG ABBOTT	Greg Abbott	\$ 25,000.00
2/26/2018	TX	R	State House	Texans for Jason Villalba	Jason Villalba	\$ 2,500.00
2/26/2018	TX	D	State House	Tomas Uresti Campaign	Tomas Uresti	\$ 500.00
2/26/2018	TX	R	State House	Vote Faircloth Campaign	Wayne Faircloth	\$ 1,000.00
2/26/2018	IN*	R	U.S. House	Bucshon for Congress	Larry Bucshon	\$ 2,500.00
2/26/2018	TX*	R	U.S. House	Conaway for Congress	Mike Conaway	\$ 2,500.00
2/26/2018	TX*	R	U.S. House	Culberson For Congress	John Culberson	\$ 5,000.00
2/26/2018	WA*	R	U.S. House	DAN NEWHOUSE FOR CONGRESS	DAN NEWHOUSE	\$ 5,000.00
2/26/2018	TX*	R	U.S. House	McCaul for Congress Inc	Michael McCaul	\$ 5,000.00
2/26/2018	TX*	R	U.S. House	Michael Burgess for Congress	Michael Burgess	\$ 2,500.00
2/26/2018	TX*	R	U.S. House	Pete Sessions for Congress	Pete Sessions	\$ 5,000.00
2/26/2018	PA*	R	U.S. House	RICK FOR CONGRESS	RICK SACcone	\$ 2,500.00
2/26/2018	TX*	D	U.S. House	Texans for Henry Cuellar Congressional Campaign	Henry Cuellar	\$ 2,500.00
2/26/2018	TX*	R	U.S. House	Texans for Jodey Arrington	Jodey Cook Arrington	\$ 2,500.00
2/26/2018	TX*	R	U.S. House	WEBER FOR CONGRESS	Randy Weber	\$ 2,500.00
2/26/2018	AR*	R	U.S. House	Womack for Congress Committee	Steve Womack	\$ 2,500.00
2/26/2018	NV*	R	U.S. Senate	Heller for Senate	Dean Heller	\$ 2,500.00
2/26/2018	AZ*	R	U.S. Senate	MCSALLY FOR SENATE, INC.	MARTHA MCSALLY	\$ 2,500.00
2/27/2018	LA	D	State Senate	Gary Smith, Jr. Re-election Campaign	Gary Smith Jr.	\$ (1,000.00)
2/27/2018	TX*	D	U.S. House	VICENTE GONZALEZ FOR CONGRESS	Vicent Gonzalez	\$ 5,000.00
3/5/2018	LA	D	State Senate	Gary Smith, Jr. Re-election Campaign	Gary Smith Jr.	\$ 700.00
3/9/2018	TX	R	Governor	TEXANS FOR GREG ABBOTT	Greg Abbott	\$ (25,000.00)
3/13/2018	TX	R	Governor	TEXANS FOR GREG ABBOTT	Greg Abbott	\$ 25,000.00
3/27/2018	TX	D	State House	Tomas Uresti Campaign	Tomas Uresti	\$ (500.00)
3/28/2018	Federal*	R	N/A	ALAMO PAC	Leadership PAC	\$ 5,000.00
3/28/2018	Federal*	N/A	N/A	American Fuels and Petrochemical Manufacturers Assn PAC	General Purpose Committee	\$ 5,000.00
3/28/2018	*Federal	R	N/A	CONAPAC -Conservative Opportunities for a New America	Leadership PAC	\$ 5,000.00
3/28/2018	Federal*	R	N/A	Fund for a Conservative Future	Leadership PAC	\$ 2,500.00
3/28/2018	Federal*	R	N/A	National Republican Senatorial Committee (NRSC)	POLITICAL PARTY COMMITTEE	\$ 15,000.00

VALPAC Contributions 1/1/18 - 6/30/18

3/28/2018	Federal*	R	N/A	National Republican Senatorial Committee (NRSC)	POLITICAL PARTY COMMITTEE	\$	45,000.00
3/28/2018	Federal*	R	N/A	National Republican Senatorial Committee (NRSC)	POLITICAL PARTY COMMITTEE	\$	45,000.00
3/28/2018	Federal*	R	N/A	PROSPERITY ACTION INC.	Leadership PAC	\$	2,500.00
3/28/2018	Federal*	R	N/A	Wild and Wonderful PAC	Leadership PAC	\$	5,000.00
3/28/2018	TX	D	State House	Carol Alvarado Campaign	Carol Alvarado	\$	1,000.00
3/28/2018	TX	N/A	State Railroad Commissioner	Christi Craddick Campaign	Christi Craddick	\$	5,000.00
3/28/2018	TX	R	State House	CODY HARRIS FOR STATE REPRESENTATIVE	Cody Harris	\$	2,500.00
3/28/2018	LA	N/A	St. Charles Parish Sheriff	Committee to Re-Elect Greg Champagne	Greg Champagne	\$	500.00
3/28/2018	TX	R	Harris County Judge	Ed Emmett Campaign	Ed Emmett	\$	2,500.00
3/28/2018	TX	R	State House	Keith Bell Campaign	Keith Bell	\$	1,000.00
3/28/2018	TX	R	Bexar County Commissioner, 3	Kevin Wolff Campaign	Kevin Wolff	\$	2,500.00
3/28/2018	TX	N/A	N/A	Manufacturers PAC of Texas (MPACT)	General Purpose Committee	\$	1,000.00
3/28/2018	TX	D	State House	Mary Ann Perez Campaign	Mary Ann Perez	\$	1,000.00
3/28/2018	TX	R	State House	Reginald Smith Campaign	Reginald Smith	\$	1,000.00
3/28/2018	TX	R	State Railroad Commissioner	Ryan Sitton Campaign	Ryan Sitton	\$	5,000.00
3/28/2018	TX	N/A	State House	Stephen P. Allison Campaign	Stephen P. Allison	\$	2,500.00
3/28/2018	TX	N/A	N/A	TEXAS OIL AND GAS ASSOCIATION GOOD GOVERNMENT COMMITTEE	General Purpose Committee	\$	5,000.00
3/28/2018	WV*	R	U.S. House	Alex Mooney for Congress	Alexander Xavier Mooney	\$	2,500.00
3/28/2018	TX*	R	U.S. House	BECH BRUUN FOR CONGRESS	Bech Bruun	\$	2,500.00
3/28/2018	TX*	R	U.S. House	Bill Flores for Congress	Bill Flores	\$	2,500.00
3/28/2018	FL*	R	U.S. House	Carlos Curbelo Congress	Carlos Curbelo	\$	2,500.00
3/28/2018	TX*	R	U.S. House	DR. BRIAN BABIN FOR CONGRESS	Brian Babin	\$	2,500.00
3/28/2018	IL*	R	U.S. House	LaHood for Congress	Darin LaHood	\$	2,500.00
3/28/2018	VA*	R	U.S. House	Morgan Griffith for Congress	H. Morgan Griffith	\$	5,000.00
3/28/2018	TX*	R	U.S. House	Pete Sessions for Congress	Pete Sessions	\$	2,500.00
3/28/2018	OK*	R	U.S. House	Tom Cole for Congress	Tom Cole	\$	2,500.00
3/28/2018	IN*	R	U.S. House	Walorski for Congress, Inc.	Jackie Walorski Swihart	\$	2,500.00
3/28/2018	IN*	R	U.S. House	Walorski for Congress, Inc.	Jackie Walorski Swihart	\$	2,500.00
3/28/2018	OH*	R	U.S. Senate	Renacci for Senate	James Renacci	\$	2,500.00
3/28/2018	TX*	R	U.S. Senate	Ted Cruz for Senate	Ted Cruz	\$	4,000.00
4/26/2018	Federal*	R	N/A	JOBS, FREEDOM, SECURITY PAC	Leadership PAC	\$	5,000.00
4/26/2018	TX	R	State House	Dwayne Bohac Campaign	Dwayne Bohac	\$	1,000.00
4/26/2018	TX	R	State House	Friends of Jim Murphy	Jim Murphy	\$	1,000.00
4/26/2018	TX	R	State Land Commissioner	George P. Bush Campaign	George P. Bush	\$	2,500.00
4/26/2018	TX	D	State Senate	Judith Zaffirini Campaign	Judith Zaffirini	\$	1,000.00
4/26/2018	TX	D	State House	Roland Gutierrez Campaign	Roland Gutierrez	\$	1,000.00
4/26/2018	TX	N/A	N/A	SAN ANTONIO VISION POLITICAL ACTION COMMITTEE	General Purpose Committee	\$	1,000.00
4/26/2018	WV*	R	U.S. House	Alex Mooney for Congress	Alexander Xavier Mooney	\$	2,500.00
4/26/2018	MO*	R	U.S. House	Billy Long for Congress	Billy Long	\$	5,000.00
4/26/2018	OH*	R	U.S. House	Stivers for Congress	Steve Stivers	\$	2,500.00
4/26/2018	OH*	R	U.S. House	Stivers for Congress	Steve Stivers	\$	2,500.00
4/26/2018	TX*	R	U.S. House	VAN TAYLOR CAMPAIGN	NICHOLAS VAN TAYLOR	\$	2,500.00
4/26/2018	TX*	R	U.S. House	WEBER FOR CONGRESS	Randy Weber	\$	5,000.00
4/26/2018	AR*	R	U.S. House	Westerman for Congress	Bruce Westerman	\$	2,500.00
4/26/2018	LA*	R	U.S. Senate	JOHN KENNEDY FOR US	JOHN NEELY KENNEDY	\$	2,500.00
4/26/2018	FL*	R	U.S. Senate	RICK SCOTT FOR FLORIDA	Rick Scott	\$	5,000.00
4/26/2018	MS*	R	U.S. Senate	Wicker for Senate	Roger Wicker	\$	2,500.00
4/30/2018	Federal*	R	N/A	PROSPERITY ACTION INC.	Leadership PAC	\$	(2,500.00)
5/21/2018	TX	R	State House	Friends of Jim Murphy	Jim Murphy	\$	(1,000.00)
5/25/2018	TX	D	State House	ABEL HERRERO CAMPAIGN	Abel Herrero	\$	1,500.00
5/25/2018	TX	N/A	N/A	ASSOCIATED REPUBLICANS OF TEXAS (ART)	General Purpose Committee	\$	5,000.00
5/25/2018	TX	R	State Senate	FALLON FOR TEXAS	Pat Fallon	\$	2,500.00
5/25/2018	TX	R	State House	Friends of Jim Murphy	Jim Murphy	\$	1,000.00
5/25/2018	TX	D	State Senate	Juan Hinojosa for Texas Senate Campaign	Juan Hinojosa	\$	1,500.00
5/25/2018	TX	N/A	State House	Stephen P. Allison Campaign	Stephen P. Allison	\$	1,000.00
5/25/2018	TX	R	State Railroad Commissioner	Wayne Christian Campaign	Wayne Christian	\$	5,000.00
5/25/2018	AL*	R	U.S. House	Byrne for Congress	Bradley Roberts Byrne	\$	2,500.00
5/25/2018	FL*	R	U.S. House	Carlos Curbelo Congress	Carlos Curbelo	\$	2,500.00
5/25/2018	SC*	R	U.S. House	JEFF DUNCAN FOR CONGRESS	JEFFREY DUNCAN	\$	5,000.00
5/25/2018	TX*	R	U.S. House	OLSON FOR CONGRESS COMMITTEE	PETER OLSON	\$	5,000.00

VALPAC Contributions 1/1/18 - 6/30/18

5/25/2018	NV*	R	U.S. Senate	Heller for Senate	Dean Heller	\$	5,000.00
5/29/2018	TX	N/A	San Antonio City Council	GREG BROCKHOUSE CAMPAIGN	Greg Brockhouse	\$	500.00
5/29/2018	TX	R	Houston City Council	Robert Gallegos Campaign	Robert Gallegos	\$	1,000.00
6/27/2018	Federal*	R	N/A	Common Values PAC	Leadership PAC	\$	2,500.00
6/27/2018	Federal*	R	N/A	HAVING UNWAVERING RESOLVE AND DETERMINATION PAC	Leadership PAC	\$	5,000.00
6/27/2018	Federal*	R	N/A	House Conservatives Fund	Leadership PAC	\$	5,000.00
6/27/2018	Federal*	R	N/A	MAKING BUSINESS EXCEL POLITICAL ACTION COMMITTEE	Leadership PAC	\$	5,000.00
6/27/2018	Federal*	R	N/A	New Pioneers PAC	Leadership PAC	\$	5,000.00
6/27/2018	Federal*	R	N/A	PROMOTING OUR REPUBLICAN TEAM PAC	Leadership PAC	\$	2,500.00
6/27/2018	Federal*	R	N/A	TRUE NORTH PAC	LEADERSHIP PAC	\$	5,000.00
6/27/2018	TX	R	State Senate	ANGELA PAXTON CAMPAIGN	Angela Paxton	\$	2,500.00
6/27/2018	TX	R	Harris County Judge	Ed Emmett Campaign	Ed Emmett	\$	(2,500.00)
6/27/2018	TX	R	State Senate	FALLON FOR TEXAS	Pat Fallon	\$	2,500.00
6/27/2018	TX	N/A	Third Court of Appeals, Place 2	JUSTICE CINDY O. BOURLAND CAMPAIGN	Cindy O. Bourland	\$	1,000.00
6/27/2018	TX	N/A	Third Court of Appeals, Place 5	Justice David Puryear Campaign	David Puryear	\$	1,000.00
6/27/2018	SD	R	Governor	KRISTI FOR GOVERNOR	Kristi Noem	\$	3,000.00
6/27/2018	TX	N/A	Third Court of Appeals, Place 6	MIKE TOTH CAMPAIGN	Mike Toth	\$	1,000.00
6/27/2018	TX	D	State Senate	PETE GALLEGO FOR SENATE	Pete Gallego	\$	1,000.00
6/27/2018	TX	N/A	Third Court of Appeals, Place 3	Scott Field Campaign	Scott Field	\$	1,000.00
6/27/2018	TX	R	State House	Tony Dale Campaign	Tony Dale	\$	1,000.00
6/27/2018	TX	N/A	San Antonio District Attorney	TYLDEN SHAEFFER CAMPAIGN	Tylden Shaeffer	\$	2,500.00
6/27/2018	TX*	R	U.S. House	CHIP ROY FOR CONGRESS	CHIP ROY	\$	5,000.00
6/27/2018	TX*	R	U.S. House	Dan Crenshaw for Congress	Danield Crenshaw	\$	2,500.00
6/27/2018	NC*	R	U.S. House	GEORGE HOLDING FOR CONGRESS INC.	George Holding	\$	2,500.00
6/27/2018	MT*	R	U.S. House	GREG FOR MONTANA	GREG GIANFORTE	\$	2,500.00
6/27/2018	GA*	R	U.S. House	HANDEL FOR CONGRESS	KAREN HANDEL	\$	2,500.00
6/27/2018	CA*	D	U.S. House	JIM COSTA FOR CONGRESS	JIM COSTA	\$	5,000.00
6/27/2018	OR*	D	U.S. House	KURT SCHRADER FOR CONGRESS	KURT SCHRADER	\$	5,000.00
6/27/2018	TX*	R	U.S. House	McCaul for Congress Inc	Michael McCaul	\$	5,000.00
6/27/2018	CA*	D	U.S. House	MIKE THOMPSON FOR CONGRESS	MIKE THOMPSON	\$	5,000.00
6/27/2018	LA*	D	U.S. House	Richmond for Congress	Cedric L. Richmond	\$	2,500.00
6/27/2018	TX*	D	U.S. House	Texans for Henry Cuellar Congressional Campaign	Henry Cuellar	\$	2,500.00
6/27/2018	FL*	R	U.S. House	Vern Buchanan for Congress	Vernon 'Vern' Buchanan	\$	2,500.00
6/27/2018	IN*	R	U.S. Senate	MIKE BRAUN FOR INDIANA	MIKE BRAUN	\$	5,000.00

Exhibit E
Company Contributions Report - January 1, 2018 through June 30, 2018

CALIFORNIA POLITICAL CONTRIBUTIONS - 2018

Item	Date	Payee	FPPC ID#	Election	Amount	Explanation
1	01/29/18	Coalition to Restore California's Middle Class	1365275	N/A	\$ 1,000,000.00	General Purpose Committee
2	1/30/2018	California Republican Party	810163	N/A	\$ 75,000.00	Political Party
3	2/28/2018	Valero Energy Corporation PAC	1236101	N/A	\$ 261.50	PAC In-Kind February
4	3/31/2018	Valero Energy Corporation PAC	1236101	N/A	\$ 134.50	PAC In-Kind March
5	04/04/18	Susan Rubio for Senate 2018	1392890	P2018	\$ 4,400.00	SD 22
	04/04/18	Steven Bradford for Senate 2020	1394302	P2020	\$ 1,400.00	SD 35
	04/04/18	Steven Bradford for Senate 2020	1394302	G2020	\$ 3,000.00	SD 35
	04/04/18	Stacy Mungo City Council 2018	1395744	P2018	\$ 400.00	City Council 05 - City of Long Beach
	04/04/18	Suzie Price for Long Beach City Council 2018	1395744	P2018	\$ 400.00	City Council 03 - City of Long Beach
	04/04/18	Robert Uranga for City Council 2018	1393997	P2018	\$ 400.00	City Council 07 - City of Long Beach
	04/04/18	CA Manufacturers & Technology Association PAC	760359	N/A	\$ 5,000.00	General Purpose Committee
	04/04/18	Rex Richardson for City Council 2018	1393626	P2018	\$ 400.00	City Council 09 - City of Long Beach
	04/04/18	Lena Gonzalez for Long Beach City Council 2014 - Officeholder Account	1359708	N/A	\$ 400.00	Officeholder Account
	04/04/18	Garcia for Mayor 2018	1395891	P2018	\$ 800.00	Mayor - City of Long Beach
6	04/13/18	Mike Morrell for Assembly 2020	1392884	P2018	\$ 2,500.00	AD 23
	04/13/18	Ntuk for LBCCD (made through Long Beach Firefighters PAC 781470)	1399213	N/A	\$ 1,500.00	LBCCD Board of Trustees, Area 1
	04/13/18	Vice Fong for Assembly 2018	1393014	P2018	\$ 4,400.00	AD 34
	04/13/18	Brian Dahle for Assembly 2018	1393369	G2018	\$ 4,400.00	AD 01
	04/13/18	Melissa Melendez for Assembly 2018	1392806	P2018 G2018	\$ 2,500.00	AD 67
	04/13/18	Shannon Grove for Senate 2018	1374834	P2018	\$ 4,400.00	SD 16
	04/13/18	Jay Obernolte for Assembly 2018	1392884	G2018	\$ 4,400.00	AD 33
	04/13/18	Vidak for Senate 2018	1373825	p2018	\$ 3,000.00	SD 14
	04/13/18	Taxpayers for Gaines for BOE 2018	1378003	P2018	\$ 4,000.00	BOE 01
7	04/30/18	Valero Energy Corporation PAC	1236101	N/A	\$ 781.00	PAC In-Kind April
8	05/23/18	Blanca Rubio for Assembly 2018	1393364	G2018	\$ 4,400.00	AD 48
	05/23/18	Gipson for Assembly 2018	1392928	G2018	\$ 4,400.00	AD 64
	05/23/18	Gray for Assembly	1392612	G2018	\$ 4,400.00	AD 21
	05/23/18	Jim Frazier for Assembly	1392652	G2018	\$ 4,400.00	AD 11
	05/23/18	Tim Grayson for Assembly 2018	1352593	G2018	\$ 4,400.00	AD 14
	05/23/18	Autumn Burke for Assembly 2018	1393348	P2018	\$ 4,400.00	AD 62
	05/23/18	Galgiani for State Board of Equalization	1393331	P2018	\$ 4,400.00	BOE 02
	05/23/18	Stacy Mungo City Council 2018	1395744	G2018	\$ 400.00	City Council 05 - City of Long Beach
	05/23/18	Robert Uranga for City Council 2018	1393997	G2018	\$ 400.00	City Council 07 - City of Long Beach
	05/23/18	John M. Vasquez for Supervisor 2018	1240671	P2018	\$ 2,000.00	County Supervisor - Solano 04
9	05/31/18	Valero Energy Corporation PAC	1236101	N/A	\$ 352.00	PAC In-Kind May
10	06/12/18	Californians for Jobs and a Strong Economy	1275549	N/A	\$ 30,000.00	General Purpose Committee
11	06/30/18	Pending Valero In-Kind				
Total for 2018					\$ 1,187,829.00	

California Campaign Limits

Legislative Candidate Contribution Limit: \$4,400 per election
 Statewide Candidate Contribution Limit: \$7,300 per election
 Gubernatorial Candidate Contribution Limit: \$29,200 per election
 PAC Contribution Limit: \$7,300 per year
 State Party - CA Hard Money Limit: \$36,500 per year

Legal Defense Funds

Not subject to limits or the voluntary expenditure ceiling.
 However, candidate or officeholder may raise, in total, no more than is reasonably necessary to cover attorney's fees and other legal costs related to the proceeding for which the fund is created.

California State Officeholder Accounts Contribution Limits

Member of the Assembly / Senate: \$3,600 per calendar year
 Member of the Board of Equalization: \$6,000 per calendar year
 Statewide Officeholder (other than Governor): \$6,000 per calendar year
 Governor: \$24,200 per calendar year

Exhibit F
Federal Lobbying Report - April 1, 2018 through June 30, 2018

①

Clerk of the House of Representatives Legislative Resource Center 135 Cannon Building Washington, DC 20515 http://lobbyingdisclosure.house.gov	Secretary of the Senate Office of Public Records 232 Hart Building Washington, DC 20510 http://www.senate.gov/lobby
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LOBBYING REPORT

Lobbying Disclosure Act of 1995 (Section 5) - All Filers Are Required to Complete This Page

1. Registrant Name <input checked="" type="checkbox"/> Organization/Lobbying Firm <input type="checkbox"/> Self Employed Individual <u>VALERO ENERGY CORPORATION</u>			
2. Address Address1 <u>ONE VALERO WAY</u> Address2 _____ City <u>SAN ANTONIO</u> State <u>TX</u> Zip Code <u>78249</u> Country <u>USA</u>			
3. Principal place of business (if different than line 2) City _____ State _____ Zip Code _____ Country _____			
4a. Contact Name Mr. <u>SALO ZELERMYER</u>	b. Telephone Number <u>2026017440</u>	c. E-mail <u>ellie.sophocleous@valero.com</u>	5. Senate ID# <u>39746-12</u>
7. Client Name <input checked="" type="checkbox"/> Self <input type="checkbox"/> Check if client is a state or local government or instrumentality <u>VALERO ENERGY CORPORATION</u>			6. House ID# <u>329430000</u>

TYPE OF REPORT 8. Year 2018 Q1 (1/1 - 3/31) Q2 (4/1 - 6/30) Q3 (7/1 - 9/30) Q4 (10/1 - 12/31)

9. Check if this filing amends a previously filed version of this report
 10. Check if this is a Termination Report Termination Date _____ 11. No Lobbying Issue Activity

INCOME OR EXPENSES - YOU MUST complete either Line 12 or Line 13	
<p style="text-align: center;">12. Lobbying</p> <p>INCOME relating to lobbying activities for this reporting period was:</p> <p>Less than \$5,000 <input type="checkbox"/></p> <p>\$5,000 or more <input type="checkbox"/> \$ _____</p> <p>Provide a good faith estimate, rounded to the nearest \$10,000, of all lobbying related income for the client (including all payments to the registrant by any other entity for lobbying activities on behalf of the client).</p>	<p style="text-align: center;">13. Organizations</p> <p>EXPENSE relating to lobbying activities for this reporting period were:</p> <p>Less than \$5,000 <input type="checkbox"/></p> <p>\$5,000 or more <input checked="" type="checkbox"/> \$ <u>450,000.00</u></p> <p>14. REPORTING Check box to indicate expense accounting method. See instructions for description of options.</p> <p><input checked="" type="checkbox"/> Method A. Reporting amounts using LDA definitions only</p> <p><input type="checkbox"/> Method B. Reporting amounts under section 6033(b)(8) of the Internal Revenue Code</p> <p><input type="checkbox"/> Method C. Reporting amounts under section 162(e) of the Internal Revenue Code</p>

Signature Digitally Signed By: Salo Zelemmyer, VP Federal Affairs & Counsel Date 7/12/2018 11:54:13 AM

LOBBYING ACTIVITY. Select as many codes as necessary to reflect the general issue areas in which the registrant engaged in lobbying on behalf of the client during the reporting period. Using a separate page for each code, provide information as requested. Add additional page(s) as needed.

15. General issue area code FUE

16. Specific lobbying issues

EPA Fuels Specifications Issues
Low Carbon Fuel Standard
Renewable Fuel Standard

17. House(s) of Congress and Federal agencies Check if None

U.S. HOUSE OF REPRESENTATIVES, U.S. SENATE, Environmental Protection Agency (EPA), White House Office, Executive Office of the President (EOP), State - Dept of (DOS)

18. Name of each individual who acted as a lobbyist in this issue area

First Name	Last Name	Suffix	Covered Official Position (if applicable)	New
Chris	Parinello			<input type="checkbox"/>
Salo	Zelemyer			<input type="checkbox"/>
Lauren	Sheehan			<input checked="" type="checkbox"/>

19. Interest of each foreign entity in the specific issues listed on line 16 above Check if None

LOBBYING ACTIVITY. Select as many codes as necessary to reflect the general issue areas in which the registrant engaged in lobbying on behalf of the client during the reporting period. Using a separate page for each code, provide information as requested. Add additional page(s) as needed.

15. General issue area code HOM

16. Specific lobbying issues

Chemical Facility Security Issues
Cybersecurity

17. House(s) of Congress and Federal agencies Check if None

U.S. HOUSE OF REPRESENTATIVES, U.S. SENATE, White House Office, Executive Office of the President (EOP), Energy - Dept of, Homeland Security - Dept of (DHS), Environmental Protection Agency (EPA)

18. Name of each individual who acted as a lobbyist in this issue area

First Name	Last Name	Suffix	Covered Official Position (if applicable)	New
Chris	Parinello			<input type="checkbox"/>
Salo	Zelemyer			<input type="checkbox"/>
Lauren	Sheehan			<input checked="" type="checkbox"/>

19. Interest of each foreign entity in the specific issues listed on line 16 above Check if None

LOBBYING ACTIVITY. Select as many codes as necessary to reflect the general issue areas in which the registrant engaged in lobbying on behalf of the client during the reporting period. Using a separate page for each code, provide information as requested. Add additional page(s) as needed.

15. General issue area code TAX

16. Specific lobbying issues

"Tax cuts and job act" implementation and correction issues (domestic & international)
 Partnership audit rulemaking
 Bio-diesel Tax Credit

17. House(s) of Congress and Federal agencies Check if None

U.S. HOUSE OF REPRESENTATIVES, U.S. SENATE, White House Office, Executive Office of the President (EOP), Internal Revenue Service (IRS), Treasury - Dept of

18. Name of each individual who acted as a lobbyist in this issue area

First Name	Last Name	Suffix	Covered Official Position (if applicable)	New
Chris	Parinello			<input type="checkbox"/>
Salo	Zelenmyer			<input type="checkbox"/>
Lauren	Sheehan			<input checked="" type="checkbox"/>

19. Interest of each foreign entity in the specific issues listed on line 16 above Check if None

LOBBYING ACTIVITY. Select as many codes as necessary to reflect the general issue areas in which the registrant engaged in lobbying on behalf of the client during the reporting period. Using a separate page for each code, provide information as requested. Add additional page(s) as needed.

15. General issue area code ENV

16. Specific lobbying issues

Petroleum Refinery Sector Risk and Technology Review and New Source Performance Standards
 Clean Air Act Risk Management Program
 Fuel Economy Issues
 Toxic Substances Control Act
 CAFE

17. House(s) of Congress and Federal agencies Check if None

U.S. HOUSE OF REPRESENTATIVES, U.S. SENATE, Environmental Protection Agency (EPA), White House Office, Energy - Dept of

18. Name of each individual who acted as a lobbyist in this issue area

First Name	Last Name	Suffix	Covered Official Position (if applicable)	New
Chris	Parinello			<input type="checkbox"/>
Salo	Zelemyer			<input type="checkbox"/>
Lauren	Sheehan			<input checked="" type="checkbox"/>

19. Interest of each foreign entity in the specific issues listed on line 16 above Check if None

LOBBYING ACTIVITY. Select as many codes as necessary to reflect the general issue areas in which the registrant engaged in lobbying on behalf of the client during the reporting period. Using a separate page for each code, provide information as requested. Add additional page(s) as needed.

15. General issue area code TRD

16. Specific lobbying issues

NAFTA Potential Energy-Related Sanctions on Foreign Nations Tariffs

17. House(s) of Congress and Federal agencies Check if None

U.S. SENATE, U.S. HOUSE OF REPRESENTATIVES, White House Office, U.S. Trade Representative (USTR)
--

18. Name of each individual who acted as a lobbyist in this issue area

First Name	Last Name	Suffix	Covered Official Position (if applicable)	New
Chris	Parinello			<input type="checkbox"/>
Salo	Zelermeyer			<input type="checkbox"/>
Lauren	Sheehan			<input type="checkbox"/>

19. Interest of each foreign entity in the specific issues listed on line 16 above Check if None

--

Information Update Page - Complete ONLY where registration information has changed.

20. Client new address

Address _____
 City _____ State _____ Zip Code _____ Country _____

21. Client new principal place of business (if different than line 20)

City _____ State _____ Zip Code _____ Country _____

22. New General description of client's business or activities

--

LOBBYIST UPDATE

23. Name of each previously reported individual who is no longer expected to act as a lobbyist for the client

First Name	Last Name	Suffix	First Name	Last Name	Suffix
1			3		
2			4		

ISSUE UPDATE

24. General lobbying issue that no longer pertains

--	--	--	--	--	--	--	--

AFFILIATED ORGANIZATIONS

25. Add the following affiliated organization(s)

Internet Address:

Name	Address				Principal Place of Business (city and state or country)	
	Street Address				City	Country
	City	State/Province	Zip	Country	State	Country

26. Name of each previously reported organization that is no longer affiliated with the registrant or client

1 **2** **3**

FOREIGN ENTITIES

27. Add the following foreign entities:

Name	Address			Principal place of business (city and state or country)	Amount of contribution for lobbying activities	Ownership percentage in client
	Street Address					
	City	State/Province	Country	City		%
				State	Country	

28. Name of each previously reported foreign entity that no longer owns, or controls, or is affiliated with the registrant, client or affiliated organization

1 **3** **5**
2 **4** **6**

Exhibit G
California Lobbying Report - April 1, 2018 through June 30, 2018

REPORT OF LOBBYIST EMPLOYER

(Government Code Section 86116)

or

REPORT OF LOBBYING COALITION

(2 Cal. Code of Regs. Section 18616.4)

FORM 635
1993

IMPORTANT: Lobbying Coalitions must attach a completed Form 635-C to this Report.

REPORT COVERS PERIOD FROM 04/01/2018 THROUGH 06/30/2018

CUMULATIVE PERIOD BEGINNING 01/01/2017

FILED ELECTRONICALLY
FOR OFFICIAL USE ONLY
A
B

TYPE OR PRINT IN INK

For information required to be provided to you pursuant to the Information Practices Act of 1977, see Information Manual on Lobbying Disclosure Provisions of the Political Reform Act.

NAME OF FILER:
VALERO SERVICES, INC. (ID# 1237027)

BUSINESS ADDRESS: (Number and Street) (City) (State) (Zip Code)
1215 K STREET, 17TH FLOOR SACRAMENTO, CA 95814

TELEPHONE NUMBER:
(415) 389-6800

PART I - LEGISLATIVE OR STATE AGENCY ADMINISTRATIVE ACTIONS ACTIVELY LOBBIED DURING THE PERIOD

(See instructions on reverse.)

AB 1745, 1775, 1980, 2072, 2094, 2189, 2195, 2336, 2447, 2548, 2636, 2726, 2864, 2902, 3015, 3049, 3138, 3146, 3181; SB 49, 64, 100, 819, 834, 1000, 1028, 1074, 1088, 1147, 1440

If more space is needed, check box and attach continuation sheets.

SUMMARY OF PAYMENTS THIS PERIOD

A. Total Payments to In-House Employee Lobbyists (Part III, Section A, Column 1)	\$	<u>0.00</u>
B. Total Payments to Lobbying Firms (Part III, Section B, Column 4)	\$	<u>0.00</u>
C. Total Activity Expenses (Part III, Section C)	\$	<u>0.00</u>
D. Total Other Payments to Influence (Part III, Section D)	\$	<u>21,900.00</u>

GRAND TOTAL (A + B + C + D above) \$ 21,900.00

E. Total Payments in Connection with PUC Activities (Part III, Section E) \$ 0.00

F. Campaign Contributions: Part IV completed and attached No campaign contributions made this period

VERIFICATION

I have used all reasonable diligence in preparing this Report. I have reviewed the Report and to the best of my knowledge the information contained herein and in the attached schedules is true and complete.

I certify under penalty of perjury under the laws of the State of California that the foregoing is true and correct.

Executed on (Date) 07/31/2018	At (City and State) SAN RAFAEL, CA	By (Signature of Employer or Responsible Officer) 
Name of Employer or Responsible Officer (Type or Print) JASON D KAUNE		Title ATTORNEY & AGENT FOR FILER

NAME OF FILER: VALERO SERVICES, INC.

PERIOD COVERED: 04/01/2018 - 06/30/2018

PART II - PARTNERS, OWNERS, AND EMPLOYEES WHOSE "LOBBYIST REPORTS" (FORM 615) ARE ATTACHED TO THIS REPORT (See instructions on reverse.)

Name and Title	Name and Title

If more space is needed, check box and attach continuation sheets.

PART III - PAYMENTS MADE IN CONNECTION WITH LOBBYING ACTIVITIES

A. PAYMENTS TO IN-HOUSE EMPLOYEE LOBBYISTS (See instructions on reverse. Also enter the Amount This Period (Column 1) on Line A of the Summary of Payments section on page 1.)	(1) Amount This Period	(2) Cumulative Total To Date
	\$ 0.00	\$ 0.00

B. PAYMENTS TO LOBBYING FIRMS (Including Individual Contract Lobbyists)

Name and Address of Lobbying Firm/Independent Contractor	(1) Fees & Retainers	(2) Reimbursements of Expenses	(3) Advances or Other Payments (attach explanation)	(4) Total This Period	(5) Cumulative Total to Date
CARPENTER SIEVERS LLC 1718 CAPITOL AVENUE SACRAMENTO, CA 95811	0.00	0.00	0.00	0.00	234,441.95

<input type="checkbox"/> If more space is needed, check box and attach continuation sheets.	TOTAL THIS PERIOD (Column 4) Also enter the total of Column 4 on Line B of the Summary of Payments section on page 1.	\$ 0.00	

NAME OF FILER: VALERO SERVICES, INC.

PERIOD COVERED: 04/01/2018 - 06/30/2018

C. ACTIVITY EXPENSES (See instructions on reverse.)					
Date	Name and Address of Payee	Name and Official Position of Reportable Persons and Amount Benefiting Each	Description of Consideration	Total Amount of Activity	
			\$	\$	
<input type="checkbox"/> If more space is needed, check box and attach continuation sheets.				TOTAL SECTION C (Activity Expenses) Also enter the total of Section C on Line C of the Summary of Payments section on page 1.	\$ 0.00
D. OTHER PAYMENTS TO INFLUENCE LEGISLATIVE OR ADMINISTRATIVE ACTION					
1. PAYMENTS TO LOBBYING COALITIONS (NOTE: You must attach a completed Form 630 to this Report.)			\$ 0.00		
			\$ 21,900.00		
2. OTHER PAYMENTS (NOTE: You must attach a completed Form 640 to this Report.)					
			TOTAL SECTION D (1 + 2) Also enter the total of Section D on Line D of the Summary of Payments section on page 1.	\$ 21,900.00	
E. PAYMENTS IN CONNECTION WITH ADMINISTRATIVE TESTIMONY IN RATEMAKING PROCEEDINGS BEFORE THE CALIFORNIA PUBLIC UTILITIES COMMISSION Also, enter the total of Section E on Line E of the Summary of Payments section on page 1. (See instructions on reverse.)					
				\$ 0.00	

Attachment Form 640
(Attachment to Form 635 or Form 645)

NAME OF FILER: VALERO SERVICES, INC.

PERIOD COVERED: 04/01/2018 - 06/30/2018

For Use By: A lobbyist employer or a \$5,000 filer. Refer to the instructions on the cover page before completing this attachment.

Summary of Other Payments to Influence Legislative or Administrative Action:

1. Total payments for overhead expenses related to lobbying activity. <u>Report as a lump sum.</u>	\$ <u>3,150.00</u>
2. Total payments to Lobbying Coalitions. <u>Report as a lump sum.</u> (Form 630 must be attached)	\$ <u>0.00</u>
3. Total payments of less than \$250 or \$2,500, as applicable, during the calendar quarter for lobbying activity (excluding overhead). <u>Report as a lump sum.</u>	\$ <u>0.00</u>
4. Total payments of \$250 or more or \$2,500 or more, as applicable, during the calendar quarter for lobbying activity (excluding overhead). Itemize payments below.	\$ <u>18,750.00</u>
5. Grand total of "Other Payments to Influence Legislative or Administrative Action." Also enter this total on the appropriate line of the Summary of Payments section on Page 1 of Form 635 or Form 645.	\$ <u>21,900.00</u>

Government agencies must itemize payments of \$250 or more, and all other lobbyist employers and \$5,000 filers must itemize payments of \$2,500 or more, made during the quarter for lobbying activity. Provide the payment code, name and address of the payee, the amount paid during the quarter, and the cumulative amount paid to the payee since January 1 of the biennial legislative session covered by the report.

State and local government agencies also must itemize dues or similar payments of \$250 or more made to an organization that makes expenditures equal to 10% of its total expenditures or \$15,000 or more in a calendar quarter to influence legislative or administrative action. Government agencies must use the payment code [O] for these items.

Payment Code, Name & Address of Payee	Amount This Quarter	Cumulative Amount Since January 1
[S] - FOLWARKOW, SCOTT 1215 K STREET, 17TH FLOOR SACRAMENTO, CA 95814	\$ 18,750.00	\$ 66,291.67
	\$	\$
	\$	\$
Subtotal of all payments itemized above	\$ 18,750.00	

If more space is needed, check box and attach continuation sheets.

Exhibit H
Significant Organizations Report - January 1, 2018 through July 31, 2018

Trade Associations or other Organizations (\$50,000 and above) supported by Valero in 2018:

<u>Name of Association</u>	<u>Date</u> Actual date paid	<u>Total Amount</u>	<u>Amount Attributed to Lobby Activities</u> Non-deductible under Section 162(e) of the Internal Revenue Code.
California Business Roundtable	3/29/2018	\$45,000.00	\$5,000.00 Annual
California Republican Party	1/30/2018	\$75,000.00	\$0.00
Coalition to Restore California's Middle Class	1/29/2018	\$1,000,000.00	\$0.00
Congressional Leadership Fund	3/16/2018	\$1,250,000.00	\$0.00 Federal IE Super PAC
National Petroleum Council (NPC)	3/20/2018	\$278,709.00	\$8,361.27 Annual
Western States Petroleum Association (WSPA)	1/29/2018	\$294,518.59	\$27,095.71 QTR 1 2018
Western States Petroleum Association (WSPA)	1/29/2018	\$168,035.00	\$15,459.22 Special Call Billing
Western States Petroleum Association (WSPA)	3/2/2018	\$294,518.60	\$27,095.71 QTR 2 2018
Western States Petroleum Association (WSPA)	3/2/2018	\$47,074.00	\$0.00 Special Call Billing
Western States Petroleum Association (WSPA)	5/21/2018	\$294,518.60	\$115,156.77 QTR 3 2018

Report Period: January 1 - June 30, 2018

Exhibit I
Public Policy Committee Charter

VALERO ENERGY CORPORATION

NOMINATING/GOVERNANCE AND PUBLIC POLICY COMMITTEE CHARTER

Article I. Purposes

The Nominating/Governance and Public Policy Committee of the Board of Directors of Valero Energy Corporation assists the Board in fulfilling its oversight responsibilities with respect to corporate governance; Board membership; public policy trends; social and political issues; health, safety and environmental matters; climate-related issues; and corporate responsibility, contributions and reputation management. The Committee's specific purposes are to:

- identify individuals qualified to become board members, consistent with criteria approved by the Board,
- select, or to recommend that the Board select, director nominees for the next annual meeting of stockholders and nominees to fill vacancies on the Board as they arise,
- develop and recommend a set of corporate governance principles applicable to the Company,
- assist the Board of Directors in identifying, evaluating, and monitoring public policy trends and social and political issues, including health, safety and environmental matters, that could impact the Company's business activities and performance,
- assist the Board of Directors in oversight of the Company's climate-related risks and opportunities,
- consider and make recommendations for the Company's strategies related to corporate responsibility, contributions, and reputation management.

Article II. Authority and Composition

1. The Committee shall be composed of at least three members of the Board, one of whom shall be designated by the Board as the Chair. Committee members are appointed by, and may be removed by, the Board.
2. Each member must meet the independence requirements of the New York Stock Exchange and meet any other standards as may be prescribed by applicable law.
3. The Committee has sole authority to select, direct, retain and/or replace, as needed, search firms used to identify director candidates and other outside advisors to provide independent advice to the Committee, including sole authority to approve the search firm's and advisors' fees and other retention terms. The Company will provide appropriate funding, as determined by the Committee, to compensate any counsel, advisor, or firm retained by the Committee

Article III. Duties and Responsibilities

The Committee shall be responsible for:

1. Proposing Board membership qualification standards and criteria for the selection of new directors.
2.
 - a. Identifying and recommending to the Board qualified individuals for Board membership.
 - b. Considering and recommending to the Board nominees to stand for election at the annual meeting of stockholders and nominees to fill vacancies on the Board as they arise.
3. Selecting, evaluating and recommending to the Board directors to serve on Board committees, including Chair, and nominees to fill vacancies as they arise, and to recommend to the Board the director to serve as Lead Director.
4. In accordance with the Company's corporate governance guidelines, periodically assess each director's ability to fulfill his or her responsibilities as a director in light of other board service.
5. In accordance with the Company's bylaws, evaluate and recommend to the Board whether to accept the resignation of a director who does not receive the majority vote required for election in uncontested director elections.
6. Evaluating the composition, size, and governance practices of the Board.
7. Developing and overseeing corporate governance guidelines and a code of conduct applicable to members of the Board and employees of the Company.
8. Monitoring the independence of Board members consistent with NYSE requirements and the Company's corporate governance guidelines. The Committee will present to the Board on an annual basis its determination as to (a) the independence of each director and director nominee under the independence standards established by NYSE and the Company's corporate governance guidelines, (b) the classification of each director and director nominee as an "independent," "non-employee," or "outside" director (as applicable) for purposes of committee assignments, and (c) whether the Audit Committee has an "audit committee financial expert" (as defined in Item 407(d)(5) of Regulation S-K).
9. Determining that each Board committee has an appropriate charter, and that each committee conducts an annual self-evaluation.
10. Reviewing and assessing the Company's and the Board's compliance with governance requirements of the NYSE, the Sarbanes-Oxley Act of 2002, other applicable laws, the Company's certificate of incorporation, bylaws, corporate governance guidelines, and codes of conduct.
11. Fulfilling the Committee's responsibilities set forth in the Company's Related Party Transactions Policy.

12. Developing and maintaining (i) an orientation program for new Board members, and (ii) a continuing education program for all Board members, which includes the following: (1) Valero will pay for one continuing education seminar, conference or workshop per year for each member of the board of directors to foster his or her education in matters pertaining to corporate governance or directors' responsibilities generally; and (2) Valero will pay for a director's membership in an organization such as the National Association of Corporate Directors in order to ensure receipt of regular newsletters and access to online information resources regarding corporate governance and other matters pertinent to serving as a board member.
13. Oversight of the evaluation of the Board and management, to include leadership of the Board's annual self-evaluation of its performance.
14. Assisting the Board of Directors in identifying, evaluating, and monitoring public policy trends and social and political issues, including health, safety and environmental matters, that could impact the Company's business activities and performance.
15. Reviewing and discussing with management, at least annually, the Company's strategy and performance in assessing and responding to climate-related risks and opportunities.
16. Considering and making recommendations for the Company's strategies related to corporate responsibility, contributions and reputation management.
17. Conducting an annual evaluation of the performance of the Committee and the adequacy of this Charter.

Article IV. Meetings and Reporting

1. A majority of the members of the Committee will constitute a quorum for the transaction of business, and the act of a majority of the members present at any meeting at which there is a quorum shall be the act of the Committee.
2. The Chair shall schedule and preside at all meetings of the Committee. In the absence of the Chair, the majority of the members of the Committee present at a meeting shall appoint a member to preside at the meeting.
3. The Committee may ask members of management, or others whose advice and counsel are relevant to the issues being considered by the Committee, to attend meetings of the Committee and to provide such pertinent information as the Committee may request.
4. The Chair of the Committee shall report to the Board following each Committee meeting and as otherwise requested by the Chairman of the Board.