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United States Senate

COMMITTEE ON THE JUDICIARY

WASHINGTON, DC 20510-6275

April 14, 2025

VIA ELECTRONIC TRANSMISSION

Mr. Mark Zuckerberg
Chairman and Chief Executive Officer
Meta Platforms, Inc.

Dear Mr. Zuckerberg:

For over a decade, I've sounded the alarm about restrictive severance agreements and nondisclosure agreements (NDA) that hinder congressional oversight and improperly silence whistleblowers from making disclosures to Congress and regulatory bodies.¹ On August 1, 2024, given my deep concern on this issue, I wrote to OpenAI regarding its use of restrictive employment, severance, non-disparagement, and nondisclosure agreements.² It appears that attempts to silence whistleblowers are not just prevalent in the AI sector, but in the tech industry more broadly.

Recently, Ms. Sarah Wynn-Williams approached my office with whistleblower allegations against Meta. Her allegations raised concerns about Meta's severance agreement, as well as the company's ties with China, violations of the Foreign Corrupt Practices Act, practices targeting vulnerable teenagers, sexual harassment, and misrepresentations made to Congress and the company's shareholders.³ Ms. Wynn-Williams has specifically alleged that her severance agreement violated SEC regulation 17 C.F.R. § 240.21F-17 by restricting her from claiming any monetary reward for reporting illegal conduct to the SEC.⁴ The SEC whistleblower program was established by Congress to incentivize whistleblowers to report federal securities laws violations.⁵ The program is an important tool to expose fraud, waste, and abuse in our government and publicly traded companies.

According to Ms. Wynn-Williams' disclosures, Meta has sought to silence her by seeking to collect \$50,000 per disparaging statement against the company.⁶ The tactics used by Meta are clearly aimed at silencing Ms. Wynn-Williams, a brave whistleblower who courageously testified in the face of

¹ Sen. Charles E. Grassley, *Grassley: Federal Agencies Failing To Implement Anti-Gag Provision Of Whistleblower Law* (Apr. 2, 2014), <https://www.grassley.senate.gov/news/news-releases/grassley-federal-agencies-failing-implement-anti-gag-provision-whistleblower-law>; Letter from Charles E. Grassley, Chairman, Senate Judiciary Committee, to the Honorable Tristan Leavitt, Acting Special Counsel of the U.S. Office of Special Counsel (Sept. 25, 2017), [https://www.judiciary.senate.gov/imo/media/doc/2017-09-25%20CEG%20to%20OSC%20\(NDAs%20with%20other%20Agencies\).pdf](https://www.judiciary.senate.gov/imo/media/doc/2017-09-25%20CEG%20to%20OSC%20(NDAs%20with%20other%20Agencies).pdf); Letter from Charles E. Grassley, Chairman, Senate Judiciary Committee, to the Honorable Jeff Sessions, Attorney General of the United States (Oct. 18, 2017), [https://www.grassley.senate.gov/imo/media/doc/2017-10-18%20CEG%20to%20DOJ%20\(Uranium%20NDA\).pdf](https://www.grassley.senate.gov/imo/media/doc/2017-10-18%20CEG%20to%20DOJ%20(Uranium%20NDA).pdf).

² Letter from Charles E. Grassley, Ranking Member, Senate Budget Committee, to Sam Altman, CEO, OpenAI (Aug. 1, 2024), https://www.grassley.senate.gov/imo/media/doc/grassley_to_openai_-_ndas.pdf; A Right to Warn about Artificial Intelligence (June 4, 2024), <https://righttowarn.ai/>; see also Samantha Murphy Kelly, *OpenAI insiders' open letter warns of 'serious risks' and calls for whistleblower protections*, CNN (June 4, 2024), <https://www.cnn.com/2024/06/04/tech/openai-insiders-letter/index.html>.

³ Notes and Records on file with Committee Staff.

⁴ § 240.21F-17: Staff communications with individuals reporting possible securities law violations. (a) No person may take any action to impede an individual from communicating directly with the Commission staff about a possible securities law violation, including enforcing, or threatening to enforce, a confidentiality agreement (other than agreements dealing with information covered by § 240.21F-4(b)(4)(i) and § 240.21F-4(b)(4)(ii) of this chapter related to the legal representation of a client) with respect to such communications.

⁵ Securities and Exchange Commission, *Whistleblower Program*, <https://www.sec.gov/enforcement-litigation/whistleblower-program>.

⁶ *Id.*

Meta's threats at the Senate Judiciary Committee's Subcommittee on Crime and Counterterrorism on April 9, 2025.

It's crucial that Meta ensures its employees can provide protected disclosures without illegal restrictions and bullying. So that Congress may conduct objective and independent oversight of Meta's efforts to silence whistleblowers, as well as the allegations raised by Ms. Wynn-Williams, please provide answers to the following no later than April 28, 2025:

1. Regarding Meta's severance, non-disparagement, and other employment agreements, has Meta made changes to the language of the agreements to remove restrictive provisions? If so, provide a copy of the updated version(s) along with the dates the changes were made.
2. From 2015 to the date of this letter, how many requests did Meta or its subsidiaries receive from employees to disclose information to federal authorities or Congress? For each request, provide all records, including the relevant federal authorities, the nature of the information to be disclosed, and whether Meta or its subsidiaries permitted the disclosure.
3. From 2015 to the date of this letter, how many SEC investigations has Meta or its subsidiaries been subject to? For each SEC investigation, provide the basis and outcome.

Thank you for your prompt review and response. If you have any questions, please contact Tucker Akin with my Committee staff at (202) 224-5225.

Sincerely,



Charles E. Grassley
Chairman
Committee on the Judiciary