



U.S. Department of Justice

August 27, 2019

Lee J. Lofthus
Assistant Attorney General
For Administration and
Designated Agency Ethics Official
United States Department of Justice
950 Pennsylvania Avenue, NW, Room 1111
Washington, DC 20530-0001

Dear Mr. Lofthus:

The purpose of this letter is to supplement my ethics agreement signed on June 28, 2018. In my Ethics Agreement, I agreed to divest my interest in a total of 24 funds within 90 days of confirmation. I was sworn in on January 16, 2019, and I was able to divest all of the funds as required except for the PE Premier Blackstone Strategic Partners Fund VII Onshore Feeder L.P. ("Blackstone"). This Blackstone fund is a pooled investment fund that invests in other private funds and does qualify as an excepted investment fund. The fund manager has advised that Blackstone is unable to sell this fund at this time because there is no mechanism to sell the fund as no market exists at this time in which to sell it. I have worked diligently with the fund manager to find some way to sell or transfer this fund, however, I am unable to divest the fund as required.

After discussions with the Office of Government Ethics (OGE), the fund manager has provided a letter confirming the non-disclosure policy of the underlying holdings of the funds. OGE has reviewed and accepted this letter of non-disclosure and has agreed that I may continue to own the Blackstone fund as long as I am in this covered position. As long as I own the Blackstone fund, I will not participate personally and substantially in any particular matter that to my knowledge has a direct and predictable effect on the financial interests of any holding of this fund, unless I first obtain a written waiver, pursuant to 18 U.S.C. § 208(b)(1), or I qualify for a regulatory exemption, pursuant to 18 U.S.C. § 208(b)(2).

I have been advised that this supplement to my ethics agreement will be posted publicly, consistent with 5 U.S.C. § 552, on the website of the U.S. Office of Government Ethics with ethics agreements of other Presidential nominees who file public financial disclosure reports.

Sincerely,

United States Attorney
Southern District of California

Robert S. Brewer



U.S. Department of Justice

Washington, D.C. 20530

Mr. David J. Apol, Acting Director
Office of Government Ethics
Suite 500
1201 New York Avenue, NW
Washington, DC 20005-3919

JUN 28 2018

Dear Mr. Apol:

In accordance with the provisions of Title I of the Ethics in Government Act of 1978 as amended, I am forwarding the financial disclosure report of Robert S. Brewer, Jr. President Trump has announced his intent to nominate Mr. Brewer to serve as United States Attorney for the Southern District of California.

We have conducted a thorough review of the enclosed report and have counseled Mr. Brewer on the ethics rules. Although it is not possible to provide for all of the specific circumstances which might give rise to a financial conflict of interest because the work of United States Attorneys involves a wide variety of matters involving specific parties, and it is not possible to predict where conflicts will arise until specific parties are identified, we have counseled Mr. Brewer on the applicable conflict-of-interest laws and regulations and, in particular, on the application of 18 U.S.C. § 208.

As required by 18 U.S.C. § 208 and the provisions of 5 C.F.R. § 2635.401 *et seq.*, Mr. Brewer will not participate personally and substantially in any particular matter in which he knows that he has a financial interest directly and predictably affected by the matter, or in which he knows that a person whose interests are imputed to him has a financial interest directly or predictably affected by the matter, unless he first obtains a written waiver, pursuant to Section 208(b)(1), or qualifies for a regulatory exemption, pursuant to Section 208(b)(2). Mr. Brewer understands that the interests of the following persons are imputed to him: his spouse; minor children; any general partner of a partnership in which he is a limited or general partner; any organization in which he serves as an officer, director, trustee, general partner or employee; and any person or organization with which he is negotiating or has an arrangement concerning prospective employment. In determining whether a particular matter has a direct and predictable effect on his financial interests or on those of any other person whose interests are imputed to him, Mr. Brewer will consult with the Executive Office for United States Attorneys (EOUSA), General Counsel's Office, and will follow the procedures outlined in the United States Attorneys' Manual, Section 3-2.170 *et seq.* As stated in the attachment to this Ethics Agreement, Mr. Brewer understands and agrees to comply with the conflict of interest statute and regulations, and to follow the procedures set forth in this agreement.

Upon confirmation, Mr. Brewer will resign from his position as Counsel to the law firm Seltzer, Caplan, McMahon, Vitek. For a period of one year after his resignation, he will not participate personally and substantially in any particular matter involving specific parties in which he knows this firm is a party or represents a party, unless he is first authorized to participate, pursuant to 5 C.F.R. § 2635.502(d). In addition, he will not participate personally and substantially in any particular matter involving specific parties in which he knows a former client of his is a party or represents a party for a period of one year after he last provided service to that client, unless he is first authorized to participate, pursuant to 5 C.F.R. § 2635.502(d).

Mr. Brewer will divest his interest in the funds in the enclosed Attachment within 90 days of his confirmation. Until he has completed this divestiture, he will not participate personally and substantially in any particular matter that to his knowledge has a direct and predictable effect on the financial interests of any holding of these funds that are invested in the sectors listed in the Attachment, unless he first obtains a written waiver, pursuant to 18 U.S.C. § 208(b)(1), or qualifies for a regulatory exemption, pursuant to 18 U.S.C. § 208(b)(2). Mr. Brewer understands that he may be eligible to request a Certificate of Divestiture for qualifying assets and that a Certificate of Divestiture is effective only if obtained prior to divestiture. Regardless of whether he receives a Certificate of Divestiture, Mr. Brewer will ensure that all divestitures discussed in this agreement occur within the agreed upon timeframes and that all proceeds are invested in non-conflicting assets.

Upon confirmation, Mr. Brewer will resign from his uncompensated position as Secretary for the Mt. Soledad Veterans Memorial Association. For a period of one year after his resignation from this position, he will not participate personally and substantially in any particular matter involving specific parties in which he knows this organization is a party or represents a party, unless he is first authorized to participate, pursuant to 5 CFR § 2635.502(d).

Mr. Brewer will retain his position as a trustee of the Family Revocable Living Trust. He will not receive any fees for the services that he provides as a trustee during his appointment to the position of United States Attorney. Mr. Brewer will not participate personally and substantially in any particular matter that to his knowledge has a direct and predictable effect on the financial interests of the Family Revocable Living Trust, unless he first obtains a written waiver, pursuant to 18 U.S.C. § 208(b)(1), or qualifies for a regulatory exemption, pursuant to 18 U.S.C. § 208(b)(2).

Mr. Brewer's spouse is an independent consultant with JAMS Mediation, Arbitration and ADR Services from which she receives fees. For as long as his spouse continues to work for JAMS Mediation, Arbitration and ADR Services, he will not participate personally and substantially in any particular matter that to his knowledge has a direct and predictable effect on his spouse's compensation or employment with this entity, unless he first obtains a written waiver, pursuant to 18 U.S.C. § 208(b)(1). Mr. Brewer also will not participate personally and substantially in any particular matter involving specific parties in which he knows his spouse's employer or any client of his spouse is a party or represents a party, unless he is first authorized to participate, pursuant to 5 C.F.R. § 2635.502(d).

Mr. Brewer has been advised that the duties of the position of United States Attorney may involve particular confidential matters identified by the United States Attorney's Office (USAO) that may affect his financial interests. EOUSA has determined that it is not necessary at this time

Mr. David J. Apol

for Mr. Brewer to divest any other financial interests because his recusal from particular matters in which these interests pose a conflict of interest will not substantially limit his ability to perform the essential duties of the position of United States Attorney. Immediately upon confirmation, EOUSA will prepare recusals for all particular matters in which Mr. Brewer will not be granted a waiver or will not qualify for a regulatory exemption.

The USAO has conducted a conflict review, and has found no additional conflicts of interest. Should additional conflicts arise, the USAO will seek the necessary waiver(s) or recusal(s) of the nominee immediately upon his confirmation. An appropriate screening mechanism will be identified and immediately upon appointment of the new United States Attorney, all necessary USAO personnel will be advised in writing of all matters in which the new United States Attorney may not participate. The notification will specifically list the matters and identify the Acting United States Attorney for the matters.

If Mr. Brewer has a managed account or otherwise uses the services of an investment professional during his appointment, he will ensure that the account manager or investment professional obtains his prior approval on a case-by-case basis for the purchase of any assets other than cash, cash equivalents, investment funds that qualify for the exemption at 5 C.F.R. § 2640.201(a), obligations of the United States, or municipal bonds.

Mr. Brewer will meet in person with the United States Attorney's Office ethics advisor during the first week of his service in the position of United States Attorney for the Southern District of California in order to complete the initial ethics briefing required under 5 C.F.R. § 2638.305. Within 90 days of his confirmation, he will document his compliance with this ethics agreement by notifying the Executive Office for United States Attorneys, General Counsel's Office, in writing when he has completed the steps described in this ethics agreement.

Mr. Brewer has been advised that this ethics agreement will be posted publicly, consistent with 5 U.S.C. § 552, on the website of the U.S. Office of Government Ethics with ethics agreements of other Presidential nominees who file public financial disclosure reports.

Finally, Mr. Brewer understands that as an appointee he is required to sign the Ethics Pledge (Exec. Order No. 13770) and that he will be bound by the requirements and restrictions therein in addition to the commitments he has made in this ethics agreement.

Based on the above agreements and counseling, I am satisfied that the report presents no conflicts of interest under applicable laws and regulations and that you can so certify to the Senate Judiciary Committee.

Sincerely,



Lee J. Lofthus
Assistant Attorney General
For Administration and
Designated Agency Ethics Official

Mr. David J. Apol

Attachment

Alger Health Sciences
American Century Utilities
Fidelity Select Computers
Fidelity MSCI Information Tech
ISHARES MSCI Chile
Fidelity Select Healthcare
Fidelity Select Medical Technology & Devices
Fidelity Select IT Services
Fidelity Select Biotechnology
Fidelity Defense and Aerospace
Fidelity Select Semiconductors
First TR Internet Index
ISHARES US Healthcare
ISHARES US Defense and Aerospace
SPDR Gold
Matthews India
Janus Henderson Global Life Sciences Fund
Fidelity Select Biotechnology
Fidelity Select Software & IT
Fidelity Select Pharmaceutical
Fidelity Select Semiconductors
Vanguard Sector Index FDS Utilities
ISHARES Global Financials
PE Premier Blackstone Strategic Partners Fund VII Onshore Feeder L.P.

Mr. David J. Apol

NOMINEE STATEMENT

I have read the attached Ethics Agreement signed by Lee J. Lofthus, Assistant Attorney General for Administration and Designated Agency Ethics Official on June 28, 2018, and I agree to comply with the conflict of interest statute and regulations, and to follow the procedures set forth in the agreement. In addition, I understand that as an appointee I am required to sign the Ethics Pledge (Exec. Order No. 13770) and that I will be bound by the requirements and restrictions therein in addition to the commitments I have made in this ethics agreement.


Robert S. Brewer

June 28, 2018
Date