

May 10.2021

Susan Beard
Designated Agency Ethics Official
U.S. Department of Energy
1000 Independence Ave., SW
Washington, DC 20585

Dear Ms. Beard:

The purpose of this letter is to describe the steps that I will take to avoid any actual or apparent conflict of interest in the event that I am confirmed for the position of Under Secretary for Nuclear Security of the U.S. Department of Energy. This position also serves as the Administrator for Nuclear Security. It is my responsibility to understand and comply with commitments outlined in this agreement.

SECTION 1 – GENERAL COMMITMENTS

As required by the criminal conflicts of interest law at 18 U.S.C. § 208(a), I will not participate personally and substantially in any particular matter in which I know that I have a financial interest directly and predictably affected by the matter, or in which I know that a person whose interests are imputed to me has a financial interest directly and predictably affected by the particular matter, unless I first obtain a written waiver, pursuant to 18 U.S.C. § 208(b)(1), or qualify for a regulatory exemption, pursuant to 18 U.S.C. § 208(b)(2). I understand that the interests of the following persons are imputed to me:

- Any spouse or minor child of mine;
- Any general partner of a partnership in which I am a limited or general partner;
- Any organization in which I serve as an officer, director, trustee, general partner, or employee; and
- Any person or organization with which I am negotiating or have an arrangement concerning prospective employment.

In the event that an actual or potential conflict of interest arises during my appointment, I will consult with an agency ethics official and take the measures necessary to resolve the conflict, such as recusal from the particular matter or divestiture of an asset.

If I have a managed account or otherwise use the services of an investment professional during my appointment, I will ensure that the account manager or investment professional obtains my 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 regulatory exemption for diversified mutual funds and unit investment trusts at 5 C.F.R. § 2640.201(a), obligations of the United States, or municipal bonds.

I will receive a live ethics briefing from a member of the ethics office after my confirmation but not later than 15 days after my appointment pursuant to the ethics program

regulation at 5 C.F.R. § 2638.305. Within 90 days of my confirmation, I will submit my Certification of Ethics Agreement Compliance which documents my compliance with this ethics agreement.

I understand that as an appointee I will be required to sign the Ethics Pledge (Exec. Order No. 13989) and that I will be bound by it. Among other obligations, I will be required to recuse from particular matters involving specific parties involving my former employer or former clients for a period of two years after I am appointed, with the exception of federal, state and local governments.

I will not modify this ethics agreement without your approval and the approval of the U.S. Office of Government Ethics pursuant to the ethics agreement requirements contained in the financial disclosure regulation at 5 C.F.R. § 2634.803(a)(4).

SECTION 2 – RESIGNATIONS

Upon confirmation, I will resign from my positions with the following entities:

- Nuclear Threat Initiative
- Ford Motor Company
- Ojeda's Technical Solutions LLC
- Aerospace Corporation
- Georgia Tech Research Institute
- CRDF Global
- Center for Arms Control and NonProliferation
- Association of Universities for Research in Astronomy

Pursuant to the impartiality regulation at 5 C.F.R. § 2635.502, for a period of one year after my resignation from each of these entities, I will not participate personally and substantially in any particular matter involving specific parties in which I know that entity is a party or represents a party, unless I am first authorized to participate, pursuant to 5 C.F.R. § 2635.502(d).

SECTION 3 – NATIONAL LABORATORIES

My spouse and I will each continue to participate in the National Technology and Engineering Solutions of Sandia, LLC (NTESS)/Sandia National Laboratories defined benefit pension plan. I will not participate personally and substantially in any particular matter that to my knowledge has a direct and predictable effect on the ability or willingness of the NTESS/Sandia National Laboratories to provide these contractual benefits to me or my spouse, unless I first obtain a written waiver, pursuant to 18 U.S.C. § 208(b)(1), or qualify for a regulatory exemption, pursuant to 18 U.S.C. § 208(b)(2). I will have a “covered relationship” under the impartiality regulation at 5 C.F.R. § 2635.502 with the NTESS/Sandia National Laboratories.

Upon confirmation, I will resign from my positions with the following entities:

- UT-Battelle LLC, Oak Ridge National Laboratory
- TRIAD National Security LLC, Los Alamos National Laboratory
- Fermi Research Alliance LLC, Fermi National Accelerator Laboratory

I previously resigned from my position with Battelle Memorial Institute/Pacific Northwest National Laboratory. I will have a “covered relationship” under the impartiality regulation at 5 C.F.R. § 2635.502 with the each of these entities.

Upon confirmation and pursuant to 5 C.F.R. § 2635.502(d), I will seek written authorization to participate personally and substantially in particular matters involving specific parties in which I know Fermi Research Alliance LLC, NTESS/Sandia National Laboratories, UT-Battelle LLC, TRIAD National Security LLC or Battelle Memorial Institute is a party or represents a party. However, I understand that any authorization will not allow me to participate personally and substantially in the award fee for these contractors.

SECTION 4 – CONSULTING SERVICES

As a sole proprietor, I provide consulting services, but I have not created a legal entity. All my fees will be fixed before I enter government and I will not take on any more clients after confirmation. Pursuant to the impartiality regulation at 5 C.F.R. § 2635.502, I will not participate personally and substantially in any particular matter involving specific parties in which I know a former client of mine is a party or represents a party for a period of one year after I last provided service to that client, unless I am first authorized to participate, pursuant to 5 C.F.R. § 2635.502(d).

SECTION 5 – DIVESTITURES

Before I assume the duties of Under Secretary for Nuclear Security, I will divest my interests in the following funds: the Target Date Fund 2020 and the S&P 500 Indexed Equity Fund, both held in my Lockheed Martin Corporation Deferred Management Incentive Compensation Plan. With regard to each of these funds, I will not participate personally and substantially in any particular matter that to my knowledge has a direct and predictable effect on these financial interests of the fund or its underlying holdings until I have divested, unless I first obtain a written waiver, pursuant to 18 U.S.C. § 208(b)(1), or qualify for a regulatory exemption, pursuant to 18 U.S.C. § 208(b)(2).

I will divest my interests in the Fidelity Select Defense & Aerospace Fund, as soon as practicable but not later than 90 days after my confirmation. Until I have completed this divestiture, 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 the Fidelity Select Defense & Aerospace Fund that is invested in the defense and aerospace sector, unless I first obtain a written waiver, pursuant to 18 U.S.C. § 208(b)(1), or qualify for a regulatory exemption, pursuant to 18 U.S.C. § 208(b)(2).

I hold stock in Lockheed Martin Corporation. Per requirements of the U.S. Senate Armed Services Committee, I will divest my interests in Lockheed Martin Corporation. I will do so as

soon as practicable but not later than 90 days after my appointment. 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 this entity until I have divested it, unless I first obtain a written waiver, pursuant to 18 U.S.C. § 208(b)(1), or qualify for a regulatory exemption, pursuant to 18 U.S.C. § 208(b)(2).

I understand that I 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 I receive a Certificate of Divestiture, I 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.

I have verified that I will be able to carry out these divestitures within the timeframe described above. I (including my spouse and dependent children if applicable) will not repurchase any asset I was required to divest without consulting with my agency ethics official and the U.S. Office of Government Ethics.

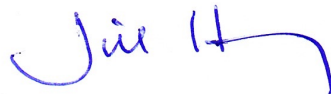
SECTION 6 – REVOCABLE TRUST

I will retain my position as trustee of my revocable trust. I will not receive fees for the services that I provide as a trustee during my appointment to the position of Under Secretary for Nuclear Security. 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 my revocable trust, unless I first obtain a written waiver, pursuant to 18 U.S.C. § 208(b)(1), or qualify for a regulatory exemption, pursuant to 18 U.S.C. § 208(b)(2).

SECTION 7 – PUBLIC POSTING

I have been advised that this ethics agreement and the Certification of Ethics Agreement Compliance will be posted publicly, consistent with the public information law at 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,

A handwritten signature in blue ink, appearing to read "Jill H", with a stylized flourish extending to the right.

Jill Hruby