

JUN 26 2008

Honorable Mary Walker  
General Counsel  
Department of the Air Force  
1740 Air Force Pentagon  
Washington, D.C. 20330-1740

RE: Actions to Avoid Potential Conflicts of Interest

Dear Ms. Walker:

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 Secretary of the Air Force.

As required by 18 U.S.C. § 208(a), I will not participate personally and substantially in any particular matter that has a direct and predictable effect on my financial interests or those of any person whose interests are imputed to me, 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 officer, director, trustee, general partner or employee; and any person or organization with which I am negotiating or have an arrangement concerning prospective employment.

Within 90 days of my appointment, I will divest my financial interests in Science Application International Corporation (SAIC) which includes common stock, preferred stock, and stock in a SAIC fund in my 401K retirement plan. In addition, I will forfeit any remaining unvested stock options I have with SAIC. Additionally, I will exercise all vested SAIC stock options and sell the resulting stock within 90 days of my appointment. Where applicable, I will request a Certificate of Divestiture from the U.S. Office of Government Ethics. I will not participate personally and substantially in any particular matter that has a direct and predictable effect on the financial interests of SAIC 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). In addition, if any other company in which I am invested enters into a contract with the Department of Defense, I understand that I will be required to divest that interest.

I was on a leave of absence from SAIC, but that relationship terminated on June 20, 2008. For one year after June 20, 2008, I will not participate personally

and substantially in any particular matter involving specific parties in which SAIC is a party or represents a party, unless I am first authorized to participate, pursuant to 5 C.F.R. § 2635.502(d)

My spouse is employed by the U.S. Oncology, Inc. from which she receives a fixed salary. I will not participate personally and substantially in any particular matter that has a direct and predictable effect on my spouse's compensation or employment with U.S. Oncology, Inc., unless I first obtain a written waiver, pursuant to 18 U.S.C. § 208(b)(1). I also will not participate personally and substantially in any particular matter involving specific parties in which U.S. Oncology, Inc., is a party or represents a party, unless I am first authorized to participate, pursuant to 5 C.F.R. § 2635.502(d)

Sincerely,

  
Michael B. Donley