

August 8, 2023

Stuart Bender
Director, Office of Ethics
U.S. Department of Agriculture
1400 Independence Avenue, S.W., Room 347-W
Washington, DC 20250-1400

Dear Mr. Bender:

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 Rural Development of the U.S. Department of Agriculture. 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 must continue to abide by the Ethics Pledge (Exec. Order No. 13989) that I previously signed and that I will continue to 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 government.

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 – GOODEN FAMILY FARM

My siblings and I have a passive ownership interest in Gooden Family Farm, a closely-held corporation run solely by my cousin. I do not hold a position with this entity. I will continue to have a financial interest in this entity, but I will not provide services material to the production of income. Instead, I will receive only passive investment income from it. 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 Gooden Family Farm, unless I first obtain a written waiver pursuant to 18 U.S.C. § 208(b)(1).

SECTION 3 – GOODEN FAMILY TRUST

I will retain my position as a trustee of the Gooden Family Trust. I will not receive any fees for the services that I provide as a trustee during my appointment to the position of Under Secretary. 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 the Gooden Family 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 4 – SPOUSE'S EMPLOYMENT

My spouse is employed by Virginia Commonwealth University in a position for which she receives a fixed annual salary. Pursuant to the impartiality regulation at 5 C.F.R. § 2635.502, for as long as my spouse continues to work for Virginia Commonwealth University, I will not participate personally and substantially in any particular matter involving specific parties in which I know Virginia Commonwealth University 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 a board member of the Virginia Retirement System, a position for which she receives a fixed stipend. Pursuant to the impartiality regulation at 5 C.F.R. § 2635.502, for as long as my spouse continues to serve as a board member, I will not participate personally and

substantially in any particular matter involving specific parties in which I know the Virginia Retirement System 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 receives royalties from Routledge for sales of her book, *Race and Social Equity: A Nervous Area of Government*. 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 Routledge is a party or represents a party, unless I am first authorized to participate, pursuant to 5 C.F.R. § 2635.502(d).

SECTION 5 – GOODEN CONSULTING

My spouse and I previously operated Gooden Consulting, a consulting firm, as a joint venture. My consulting firm has not engaged in any business, including the representation of clients, since December 2020. During my appointment to the position of Under Secretary, the consulting firm will remain dormant and will not advertise. I am not owed any fees for services. I will not perform any services for the firm, except that I will comply with any requirements involving legal filings, taxes and fees that are necessary to maintain the consulting firm while it is in an inactive status. As Under Secretary, 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 Gooden Consulting.

SECTION 6 – COLUMBIA CARE EASTERN VIRGINIA, LLC

I resigned from my advisory board position with Columbia Care Eastern Virginia LLC (Columbia Care) in June 2023 and I forfeited my equity in Columbia Care in July 2023. Columbia Care has offered to reimburse me for the income taxes I was required to pay for my 2022 LLC distribution because distributions were retained by the company rather than being paid out to shareholders. I will decline this tax reimbursement as well as any future tax reimbursements offered, including any tax reimbursement offered for a 2023 LLC distribution. If Columbia Care pays any distribution to me, rather than continuing to retain it for the company, I will either decline the distribution or return the distribution to the company. Pursuant to the impartiality regulation at 5 C.F.R. § 2635.502, for a period of one year after my resignation, I also will not participate personally and substantially in any particular matter involving specific parties in which I know Columbia Care is a party or represents a party, unless I am first authorized to participate, pursuant to 5 C.F.R. § 2635.502(d).

I (including my spouse and dependent children if applicable) will not repurchase any asset I was required to forfeit without my consultation with my agency ethics official and the U.S. Office of Government Ethics.

SECTION 7 – SOUTH JAMES RIVER COMMUNITY FOUNDATION

I resigned from my position with South James River Community Foundation in June 2023. Pursuant to the impartiality regulation at 5 C.F.R. § 2635.502, for a period of one year after my resignation, I will not participate personally and substantially in any particular matter

involving specific parties in which I know South James River Community Foundation is a party or represents a party, unless I am first authorized to participate, pursuant to 5 C.F.R. § 2635.502(d).

SECTION 8 – 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,

Basil Gooden