



U.S. Department of Justice

OCT 17 2017

Washington, D.C. 20530

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

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 Erin A. Nealy Cox. President Trump has nominated Ms. Nealy Cox to serve as United States Attorney for the Northern District of Texas.

We have conducted a thorough review of the enclosed report and have counseled Ms. Nealy Cox 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 Ms. Nealy Cox 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., Ms. Nealy Cox will not participate personally and substantially in any particular matter in which she knows that she has a financial interest directly and predictably affected by the matter, or in which she knows that a person whose interests are imputed to her has a financial interest directly and predictably affected by the matter, unless she first obtains a written waiver, pursuant to Section 208(b)(1), or qualifies for a regulatory exemption, pursuant to Section 208(b)(2). Ms. Nealy Cox understands that the interests of the following persons are imputed to her: her spouse; minor children; any general partner of a partnership in which she is a limited or general partner; any organization in which she serves as an officer, director, trustee, general partner or employee; and any person or organization with which she is negotiating or has an arrangement concerning prospective employment. In determining whether a particular matter has a direct and predictable effect on her financial interests or on those of any other person whose interests are imputed to her, Ms. Nealy Cox 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, Ms. Nealy Cox understands and agrees to comply with the conflict of interest statute and regulations, and to follow the procedures set forth in this agreement.

Ms. Nealy Cox is the President and Founder of her consulting firm, Quo Vadimus Advisory, LLC. Upon confirmation, her consulting firm will cease engaging in any business, including the representation of clients. During her appointment to the position of United States Attorney for the Northern District of Texas, the consulting firm will remain dormant and will not advertise. She will not perform any services for the firm, except that she 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 United States Attorney, she will not participate personally and substantially in any particular matter that to her knowledge has a direct and predictable effect on the financial interests of Quo Vadimus Advisory, LLC. In addition, she will not participate personally and substantially in any particular matter involving specific parties in which she knows a former client of hers is a party or represents a party for a period of one year after she last provided service to that client, unless she is first authorized to participate, pursuant to 5 C.F.R. § 2635.502(d).

Upon confirmation, Ms. Nealy Cox will resign from her position with Sally Beauty Holdings Group. She holds stock and unvested restricted stock units with Sally Beauty Holdings Group. She does not hold vested restricted stock units, stock options or restricted stock. She will forfeit her unvested restricted stock units. Because she will continue to own stock in Sally Beauty Holdings Group, she will not participate personally and substantially in any particular matter that to her knowledge has a direct and predictable effect on the financial interests of Sally Beauty Holdings Group, unless she 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).

Ms. Nealy Cox resigned from her former position with Stroz Friedberg in May 2016 and is owed a potential remaining cash distribution from the company, which will be paid by April 2018. Ms. Nealy Cox will not participate personally and substantially in any particular matter that to her knowledge has a direct and predictable effect on the ability or willingness of Stroz Friedberg to provide this contractual benefit to her, unless she first obtains a written waiver, pursuant to 18 U.S.C. § 208(b)(1).

Upon confirmation, Ms. Nealy Cox will resign from her positions with the Perot Museum of Nature & Science and the Dallas Chapter of Young Presidents Organization. For a period of one year after her resignation from each of these organizations, she will not participate personally and substantially in any particular matter involving specific parties in which she knows that organization is a party or represents a party, unless she is first authorized to participate, pursuant to 5 CFR § 2635.502(d).

Ms. Nealy Cox will retain her position as a trustee of the Revocable Family Trust. She will not receive any fees for the services that she provides as a trustee during her appointment to the position of United States Attorney for the Northern District of Texas. She will not participate personally and substantially in any particular matter that to her knowledge has a direct and predictable effect on the financial interests of the family trust, unless she 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).

Ms. Nealy Cox's spouse is currently a partner with the law firm of Lynn Pinker Cox & Hurst LLP. For as long as her spouse continues to work for Lynn Pinker Cox & Hurst LLP, Ms. Nealy Cox will not participate personally and substantially in any particular matter that to her

knowledge has a direct and predictable effect on the financial interests of the firm, unless she first obtains a written waiver, pursuant to 18 U.S.C. § 208(b)(1). She will also will not participate personally and substantially in any particular matter involving specific parties in which she knows a client of her spouse is a party or represents a party, unless she is first authorized to participate, pursuant to 5 C.F.R. § 2635.502(d).

Ms. Nealy Cox will divest her interests in Goldcrest Capital QP, LP, within 90 days of her confirmation. She will not participate personally and substantially in any particular matter that to her knowledge has a direct and predictable effect on the financial interests of this entity until she have divested it, unless she 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).

Ms. Nealy Cox understands that she 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 she receives a Certificate of Divestiture, Ms. Nealy Cox 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.

Ms. Nealy Cox 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 her financial interests. EOUSA has determined that it is not necessary at this time for Ms. Nealy Cox to divest her financial interests because her recusal from particular matters in which these interests pose a conflict of interest will not substantially limit her 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 Ms. Nealy Cox will not be granted a waiver or will not qualify for a regulatory exemption.

If Ms. Nealy Cox has a managed account or otherwise uses the services of an investment professional during her appointment, she will ensure that the account manager or investment professional obtains her 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), or obligations of the United States.

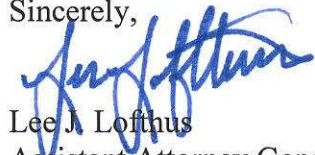
The USAO has conducted a conflict review, and has found no additional conflicts of interest. Should additional conflicts arise, the USAO will seek the necessary waiver(s) or recusal(s) of the nominee immediately upon her confirmation. An appropriate screening mechanism will be identified and immediately upon appointment of the new United States Attorney, all 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 those matters.

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

Ms. Nealy Cox 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, Ms. Nealy Cox understands that as an appointee she is required to sign the Ethics Pledge (Exec. Order No. 13770) and that she will be bound by the requirements and restrictions therein in addition to the commitments she 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,

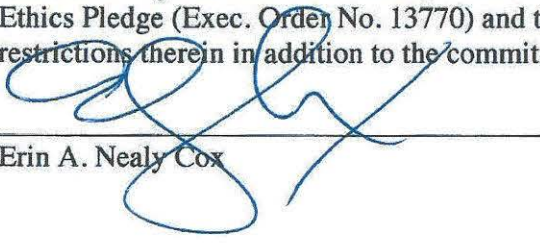


Lee J. Loftus
Assistant Attorney General
For Administration and
Designated Agency Ethics Official

Enclosure

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 Oct. 17, 2017, 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.



Erin A. Nealy CoxOctober 17, 2017
Date