



U.S. Department of Justice

Washington, D.C. 20530

May 11, 2022

The Honorable Emory A. Rounds, III
Director
Office of Government Ethics
Suite 500
1201 New York Avenue, NW
Washington, DC 20005-3919

Dear Mr. Rounds:

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 Carlos Uriarte. President Biden has nominated Mr. Uriarte to serve as Assistant Attorney General, Office of Legislative Affairs. We have conducted a thorough review of the nominee's report and have counseled him on the government ethics rules. The purpose of this letter is to describe the steps that Mr. Uriarte will take to avoid any actual or apparent conflict of interest in the event that he is confirmed for the aforementioned position. Mr. Uriarte understands that it is his responsibility to understand and comply with commitments outlined in this agreement.

Although it is not possible to provide for all of the specific circumstances which might give rise to a financial conflict of interest, and it is not possible to predict where conflicts will arise, we have counseled Mr. Uriarte on the applicable conflict of interest laws and regulations and, in particular, on the application of the criminal conflicts of interest law at 18 U.S.C. § 208.

SECTION 1 – GENERAL COMMITMENTS

As required by the criminal conflicts of interest law at 18 U.S.C. § 208(a), Mr. Uriarte 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 his has a financial interest directly and predictably affected by the particular matter, 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). He understands that the interests of the following persons are imputed to him:

- Any spouse or any minor child of his;
- Any general partner of a partnership in which he is a limited or general partner;
- Any organization in which he serves as 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 his, Mr. Uriarte will consult with Department of Justice ethics officials. As stated in the attachment to this Ethics Agreement, Mr. Uriarte understands and agrees to comply with the conflict of interest laws and regulations, and to follow the procedures set forth in this agreement.

If Mr. Uriarte 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 regulatory exemption for diversified mutual funds and unit investment trusts at 5 C.F.R. § 2640.201(a), or obligations of the United States.

Mr. Uriarte will receive a live ethics briefing from Department ethics officials after his confirmation but not later than 15 days after his appointment pursuant to the ethics program regulation at 5 C.F.R. § 2638.305. Within 90 days of his confirmation, Mr. Uriarte will submit his Certification of Ethics Agreement Compliance to Department ethics officials, which documents his compliance with this ethics agreement.

Mr. Uriarte understands that as an appointee he will be required to sign the Ethics Pledge (Exec. Order No. 13989) and that he will be bound by it. Among other obligations, he will be required to recuse from particular matters involving specific parties involving his former employer or former clients for a period of two years after he is appointed, with the exception of Federal, state, and local government.

Mr. Uriarte will not modify this ethics agreement without my 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 – UNITE US

Upon confirmation, Mr. Uriarte will resign from his position with Unite Us. Mr. Uriarte holds unvested stock options with Unite Us. He does not hold stock, vested stock options or restricted stock. Pursuant to his employment agreement, the stock options will vest according to the following schedule, so long as Mr. Uriarte is employed by Unite Us: 25% on May 13, 2022; 20 shares monthly thereafter for the next 36 months. He will forfeit all Unite Us stock options that are unvested at the time of his resignation. Any vested shares must be exercised within 90 days of termination of his employment. For as long as Mr. Uriarte has an equity interest in Unite Us, 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 Unite Us, unless he first obtains 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). Mr. Uriarte will not receive a bonus for work performed during 2022. Pursuant to the impartiality regulation at 5 C.F.R. § 2635.502, for a period of one year after his resignation, Mr. Uriarte will not participate personally and substantially in any particular matter involving specific parties in which he knows Unite Us is a party or represents a party, unless he is first authorized to participate, pursuant to 5 C.F.R. § 2635.502(d).

SECTION 4 – OTHER FINANCIAL INTERESTS

Mr. Uriarte holds vested restricted stock and unvested restricted stock units with his former employer, Capital One Financial Corporation. The unvested restricted stock units will vest automatically in February 2023. He does not hold stock, unvested restricted stock, vested restricted stock units or stock options with this entity. Pursuant to the terms of his June 2020 separation agreement, he will retain his vested restricted stock and unvested restricted stock units. Mr. Uriarte 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 Capital One Financial Corporation, unless he first obtains 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 5– PUBLIC POSTING

Mr. Uriarte has 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.

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

Sincerely,

ARTHUR
GARY

Digitally signed by
ARTHUR GARY
Date: 2022.05.11
11:54:42 -04'00'

Arthur E. Gary
Deputy Assistant Attorney General for
Policy, Management & Procurement
Alternate Designated Agency Ethics Office

NOMINEE STATEMENT

I have read the Ethics Agreement signed by Arthur E. Gary, Deputy Assistant Attorney General for Policy, Management and Procurement and Alternate Designated Agency Ethics Official on May 11, 2022, and I agree to comply with the commitments outlined in the agreement. In addition, in the event that an actual or potential conflict of interest arises during my appointment, I will consult with the Department ethics officials and take the measures necessary to resolve the conflict, such as recusal from the particular matter or divestiture of an asset. I will not modify the 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). Finally, I understand that as an appointee I am 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 government.



Carlos Uriarte

Date: May 11, 2022