

March 19, 2009

Rosalind A. Knapp  
Designated Agency Ethics Official  
U.S. Department of Transportation  
1200 New Jersey Avenue, S.E.  
Washington D.C. 20590

Dear Ms. Knapp:

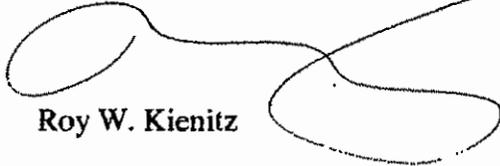
The purpose of this letter is to describe the steps that I will take to avoid any actual or apparent conflict of interest in the event that I am confirmed for the position of Under Secretary of Transportation for Policy at the Department of Transportation.

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 other 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.

I have resigned from my position as Deputy Chief of Staff, Office of the Governor of Pennsylvania, effective March 2, 2009. Following my resignation, I will continue to participate in the Pennsylvania State Employees' Retirement System, a defined benefit pension plan. I will not participate personally and substantially in any particular matter that has a direct and predictable effect on the ability or willingness of the State of Pennsylvania to provide this contractual benefit 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), such as 5 C.F.R. § 2640.201(c)(2). 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 the State of Pennsylvania is a party or represents a party, unless I am first authorized to participate, pursuant to 5 C.F.R. § 2635.502(d).

Also, I have resigned from my position on the board of directors of Building America's Future, effective March 2, 2009. 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 Building America's Future is a party or represents a party, unless I am first authorized to participate, pursuant to 5 C.F.R. § 2635.502(d).

Sincerely,

A handwritten signature in black ink, consisting of a large, stylized loop on the left and a long, sweeping line that extends to the right and loops back down.

Roy W. Kienitz