



U.S. Department of Justice

OCT 19 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 Matthew G.T. Martin. President Trump nominated Mr. Martin to serve as United States Attorney for the Middle District of North Carolina.

We have conducted a thorough review of the enclosed report and have counseled Mr. Martin 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 Mr. Martin 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., Mr. Martin 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 him has a financial interest directly and predictably affected by the matter, unless he first obtains a written waiver, pursuant to Section 208(b)(1), or qualifies for a regulatory exemption, pursuant to Section 208(b)(2). Mr. Martin understands that the interests of the following persons are imputed to him: his spouse; minor children; any general partner of a partnership in which he is a limited or general partner; any organization in which he serves as an 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 him, Mr. Martin 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, Mr. Martin understands and agrees to comply with the conflict of interest statute and regulations, and to follow the procedures set forth in this agreement.

Upon confirmation, Mr. Martin will resign from his position as Associate General Counsel of Duke Energy Corporation. Mr. Martin holds stock and unvested restricted stock units in the company. He does not hold any restricted stock, stock options or vested restricted stock units. Pursuant to his compensation agreement, upon his resignation from the company, Mr. Martin will forfeit his unvested restricted stock units. Pursuant to company policy, he will be eligible to receive a bonus for work performed during calendar year 2017 if he leaves on or after January 1, 2018 and will receive the bonus in March of 2018. Duke Energy Corporation will use an objective formula to calculate this bonus. If he leaves before January 1, 2018, Mr. Martin will not be eligible for a bonus. Until he receives this bonus, Mr. Martin will not participate personally and substantially in any particular matter that to his knowledge has a direct and predictable effect on the ability or willingness of Duke Energy Corporation to make this payment to him, unless he first obtains a written waiver, pursuant to 18 U.S.C. § 208(b)(1). Additionally, because Mr. Martin will continue to hold stock in Duke Energy, 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 the Duke Energy Corporation 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).

Upon confirmation, Mr. Martin will resign from his uncompensated position from the Marbles Kids Museum. Mr. Martin has already resigned from the Food Bank of Central and Eastern North Carolina and the Wake County Planning Board. For a period of one year after his resignation from each of these organizations, he will not participate personally and substantially in any particular matter involving specific parties in which he knows that organization is a party or represents a party, unless he is first authorized to participate, pursuant to 5 CFR § 2635.502(d).

Mr. Martin's spouse is employed by St. David's School in Raleigh, North Carolina, for which she receives a fixed salary. For as long as his spouse continues to work for the St. David's School, he will not participate personally and substantially in any particular matter involving specific parties in which he knows this office is a party or represents a party, unless he is first authorized to participate, pursuant to 5 C.F.R. § 2635.502(d).

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

If Mr. Martin 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 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 his 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.

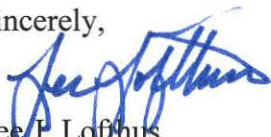
Mr. Martin will meet in person with the United States Attorney's Office ethics advisor during the first week of his service in the position of United States Attorney for the Middle District of North Carolina in order to complete the initial ethics briefing required under 5 C.F.R. § 2638.305. Within 90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

Mr. Martin 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, Mr. Martin understands that as an appointee he is required to sign the Ethics Pledge (Exec. Order No. 13770) and that he will be bound by the requirements and restrictions therein in addition to the commitments he 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. Lofthus
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 October 19, 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.


Matthew G.T. Martin

October 19, 2017
Date