

Ms. Gaye Williams  
Alternate Designated Agency Ethics Official  
U.S. Department of Commerce  
1401 Constitution Avenue, N.W.  
Washington, D.C. 20230

Dear Ms. Williams:

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 Commerce for Intellectual Property and Director of the U.S. Patent and Trademark Office, Department of Commerce, U.S. Department of Commerce. It is my responsibility to understand and comply with the 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 will be 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, states 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 – WINSTON & STRAWN

Upon confirmation, I will resign from my position with the law firm of Winston & Strawn LLP. I currently have a capital account with Winston & Strawn LLP, and I will receive a refund of that account after my withdrawal from the firm and before I assume the duties of the position of Under Secretary. Also, following my withdrawal from the firm and before I assume the duties of the position, I will receive a final partnership share, the amount of which will be calculated as of the date of my withdrawal, based on my expected yearly draw and the percent of the year I am at the firm.

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 this firm is a party or represents a party, unless I am first authorized to participate, pursuant to 5 C.F.R. § 2635.502(d). In addition, I will not participate personally and substantially in any particular matter involving specific parties in which I know a former client of mine is a party or represents a party for a period of one year after I last provided service to that client, unless I am first authorized to participate, pursuant to 5 C.F.R. § 2635.502(d).

## SECTION 3 – OUTSIDE POSITIONS

I will retain my position as managing member of Southwest Polo LLC. 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 Southwest Polo LLC unless I first obtain a written waiver, pursuant to 18 U.S.C. § 208(b)(1).

I will retain my position as managing member of Stern4 LLC, which does not currently conduct any activity. This entity will remain inactive during my appointment. 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 Stern4 LLC unless I first obtain a written waiver, pursuant to 18 U.S.C. § 208(b)(1).

Upon confirmation, I will resign from my position with Disruptive Multimedia, Inc. d/b/a Superphone(R). Pursuant to the impartiality regulation at 5 C.F.R. § 2635.502, for a period of one year after my resignation from this entity, I will not participate personally and substantially in any particular matter involving specific parties in which I know it is a party or represents a party, unless I am first authorized to participate, pursuant to 5 C.F.R. § 2635.502(d).

#### SECTION 4 – TRUST

I will retain my position as trustee of my own family trust. I will not receive any fees for the services that I provide 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 this 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 5 – DIVESTITURES

As soon as practicable but not later than 90 days after my confirmation, I will divest my interests in the entities identified in Attachment A.

With regard to each of these entities, 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 entity until I have divested it, 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 have verified that I will be able to carry out the divestitures within the timeframe described above.

I understand that I 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 I receive a Certificate of Divestiture, I 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. I understand that I must timely submit my request for a Certificate of Divestiture to allow for adequate time for OGE to process the Certificate of Divestiture, and in order to divest assets within the agreed upon timeframe.

I (including my spouse and dependent children if applicable) will not repurchase any asset I was required to divest without my consultation with my agency ethics official and OGE.

#### SECTION 6 – 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,

A handwritten signature in black ink, appearing to read 'Katherine Vidal', with a long horizontal flourish extending to the right.

Katherine Vidal

Date: 10 / 22 / 2021

## ATTACHMENT A

06051GHX0 Bank Of America Bond  
126650CX6 CVS Health Bond  
172967LP4 Citigroup Bond  
20030NCT6 Comcast Bond  
29379VBU6 Enterprise Products Bond  
36962G3P7 General Electric Bond  
38141GXH2 Goldman Sachs Bond  
46647PAV8 JP Morgan Bond  
822582BT8 Shell Bond  
92343VDY7 Verizon Bond  
95000U2A0 Wells Fargo Bond  
31359MGK3 Fannie Mae Bond  
3140X7AV1 Fannie Mae Bond  
31418DVC3 Fannie Mae Bond  
31418D2V3 Fannie Mae Bond  
AAGIY AIA Group  
AAP Advance Auto Parts  
AAPL Apple  
ABB ABB LTD  
ABBV Abbvie  
ABG Asbury Automotive Group  
ADBE Adobe  
ADDYY Adidas  
ADP ADP systems  
ADSK Autodesk  
ADYEE Adyen  
AEE Ameren Corp  
AEP American Electric Power  
AKAM Akamai  
ALC Alcon  
ALL Allstate  
ALSN Allison Transmission  
AMADY Amadeus IT Group  
AMCX AMC networks  
AMGN Amgen  
AMP Ameriprise  
AMZN Amazon  
ANSS Ansys  
APTV Aptiv  
ASML ASML Holdings  
ATLKY Atlas Copco  
AVGO Broadcom  
AXP American Express

AZO Autozone  
BABA Alibaba  
BAC Bank of America Corp  
BAH Booz Allen Hamilton  
BASFY BASF SE  
BIIB Biogen  
Blockchain Capital IV, LP  
BMRN Biomarin  
BMY Bristol Meyers Squib  
BNPQY BNP Paribas  
BRK.B Berkshire Hathaway  
BRKS Brooks Automation  
BUD Anheiser Busch  
BURBY Burberry  
BURL Burlington Stores  
CAG Conagra Brands  
CB Chubb  
CBSH Commerce Bancshares  
CCI Crown Castle  
CFR Cullen Frost Bankers  
CHD Church & Dwight  
CIEN Ciena  
CINF Cincinnati Financial  
CLLN Cellnex  
CMA Comerica  
CMCSA Comcast  
CMPGY Compass Group  
CMS CMS Energy  
COF Capital One Financial  
COG Cabot Oil and Gas  
COLM Columbia Sportswear  
COO Cooper Companies  
COP Conoco Phillips  
CP Canadian Pacific Railway  
CPB Campbell Soup  
CPRT Copart  
CREE Cree systems  
CRH CRH PLC  
CRL Charles River Labs  
CRM Salesforce  
CRNC Cerence  
CSCO Cisco Systems  
CTAS Cintas  
CTSH Cognizant Tech  
CTVA Corteva  
CTXS Citrix

CVS CVS Pharma  
D Dominion Energy  
DD Dupont Nemours  
DE Deere  
DGX Quest Diagnostics  
DHR Danaher  
DIOD Diodes  
DIS Disney  
DISCA Discovery  
Disruptive Multimedia, Inc. d/b/a Superphone(R)  
DLB Dolby Labs  
DLTR Dollar Tree  
DNOW Now Inc  
DOCU Docusign  
DRI Darden Restaurants  
DTEGY Deutsche Telekom  
DUK Duke Energy  
DXC DXC Tech  
DXCM Dexcom  
EADSY Airbus  
ECL Ecolab  
EDPFY EDP Energias  
ELAN Elanco Animal Health  
ELS Equity Lifestyle Properties  
EMR Emerson Electric  
ENTG Entegris  
EQIX Equinix  
ESTC Elastic  
ETN Eaton  
ETR Entergy  
ETSY Etsy  
EWBC EastWest Bancorp  
EXC Exelon  
EXPE Expedia  
FANG Diamondback Energy  
FANUY Fanuc  
FB Facebook  
FCX Freeport McMoran  
FEYE Fireeye  
FIS Fidelity National  
FITB Fifth Third Bancorp  
FLS Flowserve  
FMC FMC Corp  
FND Floor and Decor  
FRC First Republic Bank  
FTNT Fortinet

GD General Dynamics  
 GH Guardian  
 GIS General Mills  
 GNRC Generac Holdings  
 GPC Genuine Parts  
 GRUB Grubhub  
 GVDNY Givaudan  
 GWW Grainger  
 HD Home Depot  
 HEINY Heineken  
 HIG Hartford Financial Services  
 HII Huntington Ingalls  
 HOCPY Hoya Corp  
 HOG Harley Davidson  
 HON Honeywell  
 HTA Healthcare Trust of America  
 HZNP Horizon Therapeutics  
 IBM IBM  
 ICLR Icon PLC  
 IDEXY Industria De Diseno  
 IEX Idex  
 IMGN Immunogen  
 INFO IHS Markit  
 Investment in Hint Water (Beverage Company Start- up)  
 Investment in Movie - Liberte through SMT Pictures LLC  
 Investment in Sheex (Bed product Start-up)  
 Investment in SuperPhone (Smart texting start-up)  
 IONS Ionis Pharmacueticals  
 IP International Paper  
 ISNPY Intesa Sanpaolo  
 JCI Johnson Controls  
 JNJ Johnson and Johnson  
 JPM JP Morgan  
 KBCSY KBC group  
 KEY Keycorp  
 KEYS Keysight  
 KHC Kraft Heinz  
 KO Cocoa Cola  
 LBRDK Liberty Broadband C class  
 LEN Lennar  
 LGF'B LionsGate Entertainment  
 LGRDY Legrand  
 LHX L3Harris Tech  
 LIN Linde PLC  
 LLY Eli Lilly  
 LNC Lincoln

LNSTY London Stock Exchange  
LRLCY L'Oreal  
LSI Life Storage  
LSXMK Liberty Media SiriusXM stock  
LW Lamb Weston  
LYFT LYFT  
MAA MidAmerica Apartment Communities  
MAS Masco  
MCHP Microchip  
MDT Medtronic  
MGDDY Michelin  
MKC McCormick  
MLM Martin Marietta  
MMM 3M  
MNST Monster Beverage  
MONOY Monotaro  
MPWR Monolithic Power  
MRK Merck  
MSFT Microsoft  
MTB M&T Bank  
MTCH Match Group  
MTD Mettler Toledo  
MUFG Mitsubishi  
NBIX Neurocrine Biosciences  
NEM Newmont Corp  
NICE Nice LTD  
NJDCY Nidec  
NSRGY Nestle  
NTDOY Nintendo  
NTNX Nutanix  
NUAN Nuance Communications  
NVDA Nvidia  
NVO Novo Nordisk  
NVS Novartis  
NXPI NXP Semiconductor  
OCDDY Ocado  
Operator Collective Fund, Q, L.P.  
PANW Palo Alto Networks  
PATH UiPath  
PAYC Paycom  
PEAK Healthpeak  
PEG Public Service Enterprise Group  
PG Procter Gamble  
PH Parker Hannafin  
PNC PNC Financial  
PNFP Pinnacle Financial Partners

PNR Pentair  
POOL Pool Corp  
PSX Phillips 66  
PWR Quanta Services  
PXD Pioneer Natural Resources  
PYPL Paypal  
QCOM Qualcomm  
QLYS Qualys  
QRTEA Qurate  
RCRUY Recruti Holdings  
RE Premier PGIM Senior Housing VI Onshore Feeder LP  
RHHBY Roche Holdings  
RJF Raymond James  
RMD Resmed  
RPM RPM International  
RTOKY Rentokil Initial  
RTX Raytheon  
SCHW Charles Schwab  
SCI Service Corp  
SDVKY Sandvik  
SE Sea limited  
SNA Snap-on  
SON Sonoco  
SONY Sony Corp  
SPLK Splunk  
SRE Sempra  
SSDOY Shiseido  
STE Steris PLC  
STNE Stoneco  
STT State Street  
STX Seagate Tech  
SUI Sun Communities  
SWK Stanley Black and Decker  
SWKS Skyworks  
SYF Synchrony Financial  
SYNH Syneos Health  
T AT&T  
TDY Teledyne Technologies  
TEAM Atlassian  
TEL TE Connectivity  
TGT Target  
THG Hanover  
TJX TJ Maxx  
TLPFY Teleperformance  
TMO Thermo Fisher Scientific  
TMSNY Temenos

TMVWY Teamviewer  
TOELY Tokyo Electron  
TRI Thomson Reuters  
TRV Travelers  
TSCO Tractor Supply  
TSM Taiwan Semiconductor  
TSN Tyson Foods  
TTE Totalenergies  
TTWO Take Two Interactive  
TWTR Twitter  
UBER Uber Tech  
UHS Universal Health Services  
ULTA Ulta Beauty  
UNH United Healthcare  
UNVR Univar Solutions  
UPS UPS  
V Visa  
VMC Vulcan Materials  
VMW VMware Inc.  
VRTX Vertex Pharma  
WBA Walgreens  
WDAY Workday  
WDC Western Digital  
WMT Walmart  
WRDLY Worldline  
WSM Williams Sonoma  
WST West Pharma  
WY Weyerhaeuser  
XYL Xylem  
ZBRA Zebra Tech  
ZION Zion Bank  
ZTS Zoetis