

October 10, 2017

Eric J. Broxmeyer
General Counsel
Designated Agency Ethics Official
Privacy and Civil Liberties Oversight Board
MS2 Room 2C-104
Washington, D.C. 20511

Dear Mr. Broxmeyer:

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 Chairman, Privacy and Civil Liberties Oversight Board.

As required by 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 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 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 will divest my interests in IA Clarington Strategic Equity Income Fund Series Y, within 90 days of my confirmation. 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 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).

Upon confirmation, I will resign from my positions with the following entities: Center for a New American Security; and Bipartisan Policy Center. For a period of one year after my resignation from each of these entities, I will not participate personally and substantially in any particular matter involving specific parties in which I know that entity is a party or represents a party, unless I am first authorized to participate, pursuant to 5 C.F.R. § 2635.502(d).

I resigned from my adjunct law faculty position at Arizona State University, Sandra Day O'Connor College of Law, in May 2017, my consulting attorney position with Morrison Cohen LLP in April 2017, my consultant position with the Trusted Security Alliance in December 2016, and my international affairs fellow position with the Council on Foreign Relations in September 2016. For a period of one year after my resignation from each of these entities, I will not

participate personally and substantially in any particular matter involving specific parties in which I know that entities 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).

My spouse has an ownership share in International Monitoring and Evaluation, LLC d/b/a Cooper/Smith. 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 International Monitoring and Evaluation, LLC d/b/a Cooper/Smith, unless I first obtain a written waiver, pursuant to 18 U.S.C. § 208(b)(1).

My spouse is employed by Trinet HR, in a position for which she receives a fixed annual salary and a bonus tied to her performance. For as long as my spouse continues to work for Trinet HR, I will not participate personally and substantially in any particular matter involving specific parties in which I know Trinet HR, is a party or represents a party, unless I am first authorized to participate, pursuant to 5 C.F.R. § 2635.502(d).

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 exemption at 5 C.F.R. § 2640.201(a), or obligations of the United States.

I will meet in person with you during the first week of my service in the Chairman position to complete the initial ethics briefing required under 5 C.F.R. § 2638.305. Within 90 days of my confirmation, I will document my compliance with this ethics agreement by notifying you in writing when I have completed the steps described in this ethics agreement.

I understand that as an appointee I will be 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.

I have 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.

Sincerely,

A handwritten signature in dark ink, appearing to read "Adam Klein", written over a horizontal line.

Adam I. Klein