U.S. Department of Justice

Washington, D.C. 20530

December 8, 2021

Emory A. Rounds, III
Director
U.S. Office of Government Ethics
1201 New York Avenue, N.W., Suite 500
Washington DC 20005-3917

Dear Mr. Rounds:

I am enclosing an amendment to Christopher H. Schroeder's nominee public financial disclosure report, signed on February 28, 2021, and to his ethics agreement, signed on April 20, 2021. I have reviewed the additional information. Based on my review of this amended disclosure and amended ethics agreement, I continue to believe that Mr. Schroeder is in compliance with applicable laws and regulations governing conflicts of interest.

Sincerely,

Lee Lofthus Date: 2021.12.08 12:14:21 -05'00'

Lee J. Lofthus
Assistant Attorney General
for Administration and
Designated Agency Ethics Official

December 5, 2021

Lee J. Lofthus
Assistant Attorney General
for Administration and
Designated Agency Ethics Official
U.S. Department of Justice
Washington, D.C. 20530

Dear Mr. Lofthus:

The purpose of this letter is to amend my ethics agreement signed on April 20, 2021. In a separate document, I also am amending my financial disclosure report by reporting several stock holdings that I inadvertently omitted from the report.

As soon as practicable but not later than 90 days after my confirmation, I will divest my interests in the following entities:

- Pfizer, Inc.
- Raytheon Technologies
- Stanley Black & Decker, Inc.
- AT&T, Inc.
- Textron, Inc.
- Verizon Communications, Inc.
- Exxon Mobil, Inc.

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 consulting with my agency ethics official and the U.S. Office of Government Ethics.

I have been advised that this amendment to my 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,

Christopher H. Schroeder
Digitally signed by Christopher H. Schroeder
Date: 2021.12.05 15:53:56 -05'00'

Christopher H. Schroeder
Assistant Attorney General

U.S. Department of Justice

Justice Management Division

Washington, D.C. 20530

April 20, 2021

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 Christopher Schroeder. President Biden has nominated Mr. Schroeder to serve as the Assistant Attorney General, Office of Legal Counsel of the Department of Justice. 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. Schroeder will take to avoid any actual or apparent conflict of interest in the event that he is confirmed for the aforementioned position. Mr. Schroeder 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 because the work of the Assistant Attorney General, Office of Legal Counsel, 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. Schroeder 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. Schroeder 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 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 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. Schroeder will consult with Department of Justice ethics officials. As stated in the attachment to this ethics agreement, Mr. Schroeder understands and agrees to comply with the conflict of interest laws and regulations, and to follow the procedures set forth in the agreement.

If Mr. Schroeder 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. Schroeder 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. Schroeder will submit his Certification of Ethics Agreement Compliance which documents his compliance with this ethics agreement.

Mr. Schroeder understands that as an appointee he must continue to abide by the Ethics Pledge (Exec. Order No. 13989) that he previously signed and that he will continue to 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. Schroeder 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 – DUKE UNIVERSITY

Mr. Schroeder previously retired from his position with Duke University. He currently holds the title of Professor Emeritus at Duke University. He will not provide any services to Duke University in his capacity as Professor Emeritus for the duration of his government service. Pursuant to the impartiality regulation at 5 C.F.R. § 2635.502, for as long as he retains this title, he will not participate personally and substantially in any particular matter involving specific parties in which he knows Duke University is a party or represents a party, unless he is first authorized to participate, pursuant to 5 C.F.R. § 2635.502(d).

SECTION 3 – RESIGNATIONS

Mr. Schroeder previously resigned his position with the PT Fund, Inc. Pursuant to the impartiality regulation at 5 C.F.R. § 2635.502, for a period of one year after his resignation, he will not participate personally and substantially in any particular matter involving specific parties in which he knows the PT Fund, Inc. 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 – DIVESTITURES

Mr. Schroeder will divest his interests in the following entities as soon as practicable but not later than 90 days after his confirmation:

- Boston Scientific Corp.
- AbbVie, Inc.
- Abbott Laboratories
- Automatic Data Processing, Inc.
- Bristol-Myers Squibb
- Broadridge Financial Solutions
- FirstEnergy Corp
- Merck & Co., Inc.
- PepsiCo, Inc.

With regard to each of these entities, Mr. Schroeder 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 entity until he has divested it, 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). Mr. Schroeder has verified that he will be able to carry out the divestitures within the timeframe described above.

He understands that he 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 he receives a Certificate of Divestiture, he 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. He understands that he must timely submit his 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.

Mr. Schroeder (including his spouse and dependent children, if applicable) will not repurchase any asset he was required to divest without consultation with Department ethics officials and the U.S. Office of Government Ethics.

SECTION 5 – ROYALTIES

Mr. Schroeder receives royalties from Wolters Kluwer for sales of his book, *Environmental Regulation: Law, Science, and Policy*, 8th edition. Pursuant to the impartiality regulation at 5 C.F.R. § 2635.502, he will not participate personally and substantially in any particular matter involving specific parties in which he knows Wolters Kluwer is a party or represents a party, unless he is first authorized to participate, pursuant to 5 C.F.R. § 2635.502(d).

Mr. Schroeder receives royalties from Oxford University Press for sales of his book, *Keeping Faith with the Constitution*. Pursuant to the impartiality regulation at 5 C.F.R. § 2635.502, he will not participate personally and substantially in any particular matter involving specific parties in which he knows Oxford University Press is a party or represents a party, unless he is first authorized to participate, pursuant to 5 C.F.R. § 2635.502(d).

SECTION 6 – PUBLIC POSTING

Mr. Schroeder 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,

LEON LOFTHUS

Digitally signed by LEON LOFTHUS
Date: 2021.04.20 16:09:29 -04'00'

Lee J. Lofthus
Assistant Attorney General
for Administration and
Designated Agency Ethics Official

Enclosure

NOMINEE STATEMENT

I have read the Ethics Agreement signed by Lee J. Lofthus, Assistant Attorney General for Administration and Designated Agency Ethics Official on April 20, 2021, 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). I (including my spouse and any dependent children, if applicable) also will not repurchase any asset I was required to divest without my consultation with Department ethics officials and the U.S. Office of Government Ethics. Finally, I understand that as an appointee I must continue to abide by the Ethics Pledge (Exec. Order No. 13989) that I previously signed 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.

Christopher Schroeder

Date: April 20, 2021