

Mr. Scott F. Thompson
Alternate Designated Agency Ethics Official
Office of the General Counsel
Department of Defense
Washington, DC 20301

Dear Mr. Thompson:

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 Inspector General, Department of Defense. It is my responsibility to understand and comply with 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 during the first week of my service in the position of Inspector General in order to complete the initial ethics briefing required 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 state and local governments.

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 – FAMILY TRUSTS

I will retain my position as a trustee of five family trusts. I will not receive any fees for the services that I provide as a trustee during my appointment to the position of Inspector General for the Department of Defense. 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 any of these trusts, 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 3 – DIVESTITURES

As soon as practicable but not later than 90 days after my confirmation, I will divest my interests in the underlying securities of the two accounts identified in my U.S. Office of Government Ethics (OGE) 278 Nominee Report as “Spouse’s IRA” and “Inherited IRA,” which are both listed in Appendix A. 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 each 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 (including my spouse) 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.

If I rely on a *de minimis* exemption under 5 C.F.R. § 2640.202 with regard to any of my financial interests in securities, I will monitor the value of those interests. If the aggregate value of interests affected by a particular matter increases and exceeds the *de minimis* threshold, I will not participate personally and substantially in the particular matter that to my knowledge has a direct and predictable effect on the interests, unless I first obtain a written waiver pursuant to 18 U.S.C. § 208(b)(1).

SECTION 4 – SPOUSE EMPLOYMENT

My spouse is currently a partner with the law firm of Arnall Golden Gregory LLP. For as long as my spouse continues to work for Arnall Golden Gregory LLP, 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 firm, unless I first obtain a written waiver, pursuant to 18 U.S.C. § 208(b)(1). Pursuant to the impartiality regulation at 5 C.F.R. § 2635.502, I also will not participate personally and substantially in any particular matter involving specific parties in which I know a client of my spouse 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, for the duration of my appointment to the position of Inspector General, my spouse has agreed not to communicate directly with the Department of Defense on behalf of her employer or any client.

SECTION 5 – 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,



Robert Storch

27 October 2021

APPENDIX A

Spouse's IRA

Alphabet, Inc. (GOOG)
Amazon.com, Inc. (AMZN)
American Express Co. (AXP)
American Tower Corporation (REIT) (AMT)
Appian Corporation (APPN)
Apple, Inc. (AAPL)
Bank of America Corp. (BAC)
Berkshire Hathaway Inc. (BRKB)
Brookfield Asset Management Inc. (BAM)
Canadian National Railway Co (CNI)
Constellation Software Inc. (CNSWF)
CoStar Group, Inc. (CSGP)
Diageo PLC (DEO)
Heineken NV (HEINY)
IDEXX Laboratories, Inc. (IDXX)
Jack Henry & Associates, Inc. (JKHY)
Johnson & Johnson (JNJ)
Markel Corp. (MKL)
Microsoft Corp. (MSFT)
Moody's Corp. (MCO)
Nestle SA ADR (NSRGY)
PepsiCo, Inc. (PEP)
Shopify Inc. (SHOP)
The TJX Cos., Inc. (TJX)
Unilever PLC ADR (UL)
ViaSat, Inc. (VSAT)
Visa, Inc. (V)
The Walt Disney Co. (DIS)
Wells Fargo & Co (WFC)

Inherited IRA

Alphabet, Inc. (GOOG)
Amazon.com, Inc. (AMZN)
American Express Co. (AXP)
American Tower Corporation (REIT) (AMT)
Appian Corporation (APPN)
Apple, Inc. (AAPL)
Bank of America Corp. (BAC)
Berkshire Hathaway Inc. (BRKB)
Brookfield Asset Management Inc. (BAM)
Canadian National Railway Co (CNI)

Constellation Software Inc. (CNSWF)
CoStar Group, Inc. (CSGP)
Diageo PLC (DEO)
Heineken NV (HEINY)
IDEXX Laboratories, Inc. (IDXX)
Jack Henry & Associates, Inc. (JKHY)
Johnson & Johnson (JNJ)
Markel Corp. (MKL)
Microsoft Corp. (MSFT)
Moody's Corp. (MCO)
Nestle SA ADR (NSRGY)
PepsiCo, Inc. (PEP)
Shopify Inc. (SHOP)
The TJX Cos., Inc. (TJX)
Unilever PLC ADR (UL)
ViaSat, Inc. (VSAT)
Visa, Inc. (V)
The Walt Disney Co. (DIS)
Wells Fargo & Co. (WFC)