



## U.S. Department of Justice

*Washington, D.C. 20530*

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 Hampton Dellinger. President Biden has nominated Mr. Dellinger to serve as Assistant Attorney General, Office of Legal Policy, U.S. 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. Dellinger will take to avoid any actual or apparent conflict of interest in the event that he is confirmed for the aforementioned position. Mr. Dellinger 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 Policy, U.S. Department Justice, 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. Dellinger 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. Dellinger 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:

- His 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 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. Dellinger will consult with Department of Justice ethics officials. As stated in the attachment to this ethics agreement, Mr. Dellinger understands and agrees to comply with the conflict of interest laws and regulations, and to follow the procedures set forth in this agreement.

If Mr. Dellinger 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. Dellinger 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. Dellinger will submit his Certification of Ethics Agreement Compliance to Department ethics officials, which documents his compliance with this ethics agreement.

Mr. Dellinger understands that as an appointee he will be required to sign the Ethics Pledge (Exec. Order No. 13989) and that he will 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 governments.

Mr. Dellinger 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 – LAW FIRM OF HAMPTON DELLINGER

Mr. Dellinger is the sole proprietor of a law firm, which does business as the Law Firm of Hampton Dellinger. Upon confirmation, Mr. Dellinger will close the law firm and the law firm will cease engaging in any business, including the representation of clients. Mr. Dellinger will not perform any services for the firm, except as necessary to close the firm and to comply with any requirements involving legal filings, taxes, and fees that are necessary in connection with closing the firm. Until the Law Firm of Hampton Dellinger is closed, as Assistant Attorney General, Mr. Dellinger 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 firm. All amounts owed to him by any of his clients will be fixed before he assumes the duties of the position of Assistant Attorney General, and he 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 any of these clients to pay these amounts. In addition, pursuant to the impartiality regulation at 5 C.F.R. § 2635.502, Mr. Dellinger will not participate personally and substantially in any particular matter involving specific parties in which he knows a former client of his is a

party or represents a party for a period of one year after he last provided service to that client, unless he is first authorized to participate, pursuant to 5 C.F.R. § 2635.502(d).

### SECTION 3 – BOIES SCHILLER FLEXNER

Mr. Dellinger previously resigned from his position with the law firm of Boies Schiller Flexner LLP. He is not owed any amounts from the firm. 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 this firm is a party or represents a party, unless he is first authorized to participate, pursuant to 5 C.F.R. § 2635.502(d). In addition, he will not participate personally and substantially in any particular matter involving specific parties in which he knows a former client of his is a party or represents a party for a period of one year after he last provided service to that client, unless he is first authorized to participate, pursuant to 5 C.F.R. § 2635.502(d).

### SECTION 4 – DIVESTITURES

As soon as practicable, but not later than 90 days after his confirmation, Mr. Dellinger will divest his interests in the entities listed in Attachment A. With regard to each of these entities, Mr. Dellinger 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. Dellinger has verified that he will be able to carry out the divestitures outlined above within the timeframes described.

Mr. Dellinger 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 the 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. Dellinger (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 – SPOUSE EMPLOYMENT

Mr. Dellinger's spouse is employed by Duke University, in a position for which his spouse receives a fixed annual salary. Pursuant to the impartiality regulation at 5 C.F.R. § 2635.502, for as long as his spouse continues to work for Duke University, Mr. Dellinger 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).

Mr. Dellinger's spouse also is employed by UNC School of Law, in a position for which his spouse receives a fixed annual salary. Pursuant to the impartiality regulation at 5 C.F.R. § 2635.502, for as long as his spouse continues to work for UNC School of Law, Mr. Dellinger will not participate personally and substantially in any particular matter involving specific parties in which he knows University of North Carolina, 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. Dellinger 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,

**Lee Lofthus** Date: 2021.07.02  
16:39:45 -04'00'

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

Enclosure

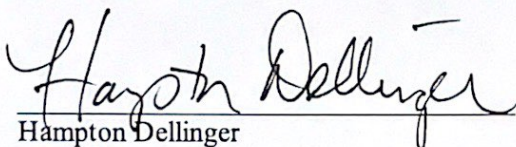
## **Attachment A**

- Abbott Laboratories (ABT)
- AbbVie, Inc. (ABBV)
- Adidas
- Aluminum Corp of China Ltd ADR (ACH)
- Amazon.com, Inc. (AMZN)
- Amgen Inc. (AMGN)
- Apple
- AT&T
- Baker Hughes Co (BKR)
- BNY Mellon
- Cisco Systems, Inc. (CSCO)
- Corning
- Corteva, Inc. (CTVA)
- CVS Health Corp. (CVS)
- Devon Energy Corp. (DVN)
- Dow Inc. (DOW)
- DuPont de Nemours, Inc. (DD)
- General Electric Company
- Huntsman Corp. (HUN)
- Kinder Morgan, Inc. (KMI)
- Netflix, Inc. (NFLX)
- New News Corporation (NWSA)
- Oracle Corp. (ORCL)
- QUALCOMM, Inc. (QCOM)
- Realty Income Corporation (O)
- Starbucks Corporation (sbux)
- Target Corporation (tgt)
- The Charles Schwab Corporation (SCHW)
- The Home Depot, Inc. (HD)
- Welltower
- Xcel Energy, Inc. (XEL)
- Zoom Video Communications, Inc. (ZM)



### NOMINEE STATEMENT

I have read the Ethics Agreement signed by Lee J. Lofthus, Assistant Attorney General for Administration and Designated Agency Ethics Official on July 2, 2021, and I agree to comply with the commitments outlined in this 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 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). 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 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, state, and local governments.

  
Hampton Dellinger

Date: July 7, 2021