

February 4, 2025

Vanessa J. Myers  
Alternate Designated Agency Ethics Official  
Department of Labor  
200 Constitution Ave., NW,  
Rm. N2700 Washington, DC 20210

Dear Ms. Myers:

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 Deputy Secretary of the Department of Labor. 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, even if uncompensated; 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 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 – SOLE PROPRIETORSHIP

I have performed consulting work as a sole proprietor, doing business under the name KS Firm. I have not formed a legal entity for this purpose. During my appointment to the position of Deputy Secretary, I will not perform consulting work. Any amounts owed to me by any of my clients will be fixed before I assume the duties of the position of Deputy Secretary, and I will not participate personally and substantially in any particular matter that to my 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, 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 – DIVESTITURES

As soon as practicable but not later than 90 days after my confirmation, I will divest my interests that are 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 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 minor 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.

#### SECTION 4 – DE MINIMIS SECTOR FUNDS

If I rely on a *de minimis* exemption under 5 C.F.R. § 2640.201(b) with regard to any of my financial interests in sector mutual funds, I will monitor the value of those interests. If the aggregate value of my interests in sector mutual funds that concentrate in any one sector exceeds \$50,000, 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 holdings of the funds that are in the specific sector in which the funds concentrate, unless I first obtain a written waiver pursuant to 18 U.S.C. § 208(b)(1).

#### SECTION 5 – SPOUSE EMPLOYMENT

My spouse is employed by American Forest & Paper Association in a position for which my spouse receives a fixed annual salary and a bonus tied to their performance. Pursuant to the impartiality regulation at 5 C.F.R. § 2635.502, for as long as my spouse continues to work for American Forest & Paper Association, I will not participate personally and substantially in any particular matter involving specific parties in which I know American Forest & Paper Association is a party or represents a party, unless I am first authorized to participate, pursuant to 5 C.F.R. § 2635.502(d).

#### 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,

KEITH  
SONDERLING  
(Affiliate)

Digitally signed by KEITH  
SONDERLING (Affiliate)  
Date: 2025.02.04  
13:01:20 -05'00'

Keith Sonderling

**Attachment A**

Abbott Laboratories (ABT)  
AbbVie, Inc. (ABBV)  
Amazon.com, Inc. (AMZN)  
Amgen Inc. (AMGN)  
Altria Group, Inc. (MO)  
Apple, Inc. (AAPL)  
Automatic Data Processing, Inc. (ADP)  
Avita Medical Inc. Common Stock (RCEL)  
Bank of America Corp. (BAC)  
Broadcom Limited Shares (AVGO)  
Chevron Corp. (CVX)  
Cummins, Inc. (CMI)  
Fifth Third Bancorp (FITB)  
General Dynamics Corp. (GD)  
The Home Depot, Inc. (HD)  
Johnson Controls International Plc (JCI)  
JPMorgan Chase & Co. (JPM)  
KLA Corp. (KLAC)  
L3Harris Technologies, Inc. (LHX)  
Lam Research Corp. (LRCX)  
Linde Plc (LIN)  
Lockheed Martin Corp. (LMT)  
Lowe's Cos., Inc. (LOW)  
McDonald's Corp. (MCD)  
Meta Platforms Inc. Class A Common Stock (META)  
Microsoft Corp. (MSFT)  
NextEra Energy, Inc. (NEE)  
Procter & Gamble Co. (PG)  
The Sherwin-Williams Co. (SHW)  
Tractor Supply Co. (TSCO)  
Watsco, Inc. (WSO)  
The Williams Cos., Inc. (WMB)