

MAR 6 2011

Washington, D.C. 20530

Robert I. Cusick Director Office of Government Ethics Suite 500 1201 New York Avenue, NW Washington, DC 20005-3919

Dear Mr. Cusick:

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 Felicia C. Adams. President Obama has announced his intent to nominate Ms. Adams to serve as the United States Attorney for the Northern District of Mississippi.

We have conducted a thorough review of the enclosed report and have counseled Ms. Adams on the ethics rules. 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 United States Attorneys 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 Ms. Adams on the applicable conflict-of-interest laws and regulations and, in particular, on the application of 18 U.S.C. § 208.

As required by 18 U.S.C. § 208 and the provisions of 5 C.F.R. § 2635.401 et seq., Ms. Adams will not participate personally and substantially in any particular matter that has a direct and predictable effect on her financial interests or on those of any other person whose interests are imputed to her, unless she first obtains a written waiver, pursuant to Section 208(b)(1), or qualifies for a regulatory exemption, pursuant to Section 208 (b)(2). Ms. Adams understands that the interests of the following persons are imputed to her: her spouse; minor children; any general partner of a partnership in which she is a limited or general partner; any organization in which she serves as an officer, director, trustee, general partner or employee; and any person or organization with which she is negotiating or has an arrangement concerning prospective employment. In determining whether a particular matter has a direct and predictable effect on her financial interests or on those of any other person whose interests are imputed to her, Ms. Adams will consult with the Executive Office for United States Attorneys (EOUSA), General Counsel's Office, and will follow the procedures outlined in the United States Attorneys' Manual, Section 3-2.170 et seq. As stated in the attachment to this Ethics Agreement, Ms. Adams understands and agrees to comply with the conflict of interest statute and regulations, and to follow the procedures set forth in this agreement.

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Ms. Adams has been advised that the duties of the position of United States Attorney may involve particular confidential matters identified by the United States Attorney's Office that may affect her financial interests. EOUSA has determined that it is not necessary at this time for Ms. Adams to divest her financial interests because her recusal from particular matters in which these interests pose a conflict of interest will not substantially limit her ability to perform the essential duties of the position of United States Attorney. Immediately upon confirmation, EOUSA will prepare recusals for all particular matters in which Ms. Adams will not be granted a waiver or will not qualify for a regulatory exemption.

The USAO has conducted a conflict review, and has found no additional conflicts of interest. Should additional conflicts arise, the USAO will seek the necessary waiver(s) or recusal(s) of the nominee immediately upon her confirmation. An appropriate screening mechanism will be identified and immediately upon appointment of the new United States Attorney, all USAO personnel will be advised in writing of all matters in which the new United States Attorney may not participate. The notification will specifically list the matters and identify the Acting United States Attorney for matters.

Finally, Ms. Adams understands that as an appointee she is required to sign the Ethics Pledge (Exec. Order No. 13490) and that she will be bound by the requirements and restrictions therein in addition to the commitments she has made in this and any other ethics agreement.

Based on the above agreements and counseling, I am satisfied that the report presents no conflicts of interest under applicable laws and regulations and that you can so certify to the Senate Judiciary Committee.

Sincerely,

Assistant Attorney General for Administration and

Designated Agency Ethics Official

Enclosure

Felicia C. Adams

## NOMINEE STATEMENT

I have read the attached Ethics Agreement signed by L	ee J. Lofthus, Assistant Attorney General
for Administration and Designated Agency Ethics Off	
to comply with the conflict of interest statute and regu	
forth in the agreement. In addition, I understand that a	as an appointee I am required to sign the
Ethics Pledge (Exec. Order No. 13490) and that I will	be bound by the requirements and
restrictions therein in addition to the commitments I ha	ave made in this and any other ethics
agreement.	
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