

SELECT COMMITTEE ON
INTELLIGENCE

UNITED STATES SENATE



QUESTIONNAIRE FOR COMPLETION BY
PRESIDENTIAL NOMINEES

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PART A - BIOGRAPHICAL INFORMATION

1. NAME: Stephen Woolman Preston
2. DATE AND PLACE OF BIRTH: May 30, 1957; Atlanta, GA
3. MARITAL STATUS: Married
4. SPOUSE'S NAME: [DELETED]
5. SPOUSE'S MAIDEN NAME IF APPLICABLE: [DELETED]
6. NAMES AND AGES OF CHILDREN:

<u>NAME</u>	<u>AGE</u>
[DELETED]	[DELETED]
[DELETED]	[DELETED]

7. EDUCATION SINCE HIGH SCHOOL:

<u>INSTITUTION</u>	<u>DATES ATTENDED</u>	<u>DEGREE RECEIVED</u>	<u>DATE OF DEGREE</u>
Yale University	1975-1979	B.A.	May 1979
Trinity College, University of Dublin	1979-1980	Diploma	May 1980
Harvard University	1980-1983	J.D.	June 1983

8. EMPLOYMENT RECORD (LIST ALL POSITIONS HELD SINCE COLLEGE, INCLUDING MILITARY SERVICE. INDICATE NAME OF EMPLOYER, POSITION, TITLE OR DESCRIPTION, LOCATION, AND DATES OF EMPLOYMENT.)

<u>EMPLOYER</u>	<u>POSITION/TITLE</u>	<u>LOCATION</u>	<u>DATES</u>
Rockywold-Deephaven Camps	Maintenance Worker	Holderness, NH	Summer 1979
The Stag's Head	Barman	Dublin, Ireland	1979-1980
Sutherland, Asbill & Brennan	Summer Associate	Washington, DC	Summer 1981

Arnold & Porter	Summer Associate	Washington, DC	Summer 1982
McCutcheon, Doyle	Summer Associate	San Francisco, CA	Summer 1982
Covington & Burling	Summer Associate	Washington, DC	Summer 1983
Chambers of Hon. Phyllis A. Kravitch U.S. Court of Appeals for the Eleventh Circuit	Law Clerk	Savannah, GA	1983-1984
Center for Law in the Public Interest	Visiting Fellow	Washington, DC	1984-1985
Wilmer, Cutler & Pickering	Associate; Partner	Washington, DC	1986-1993
Department of Defense	Consultant; Deputy General Counsel (Legal Counsel); Principal Deputy General Counsel	Washington, DC	1993-1995
U.S. Department of Justice	Deputy Assistant Attorney General, Civil Division	Washington, DC	1995-1998
Department of the Navy	General Counsel	Washington, DC	1998-2000
Wilmer Cutler Pickering Hale and Dorr LLP	Partner	Washington, DC	2001-present

9. GOVERNMENT EXPERIENCE (INDICATE EXPERIENCE IN OR ASSOCIATION WITH FEDERAL, STATE, OR LOCAL GOVERNMENTS, INCLUDING ADVISORY, CONSULTATIVE, HONORARY, OR OTHER PART-TIME SERVICE OR POSITION. DO NOT REPEAT INFORMATION ALREADY PROVIDED IN QUESTION 8):

Member, Independent Panel to Review Legal Services in the Department of Defense, appointed by the Secretary of Defense pursuant to the FY2005 Defense Authorization Act (1995)

10. INDICATE ANY SPECIALIZED INTELLIGENCE OR NATIONAL SECURITY EXPERTISE YOU HAVE ACQUIRED HAVING SERVED IN THE POSITIONS DESCRIBED IN QUESTIONS 8 AND/OR 9.

I have had extensive experience with a wide range of matters relating to intelligence and national security.

From 1993 to 1995, as Principal Deputy General Counsel of DoD and, for an extended period, Acting General Counsel, I served as the chief legal officer of the Department or his/her deputy, senior legal adviser to SECDEF and DEPSECDEF, and among other things direct reporting senior of the chief counsels of the defense intelligence agencies. From 1998 to 2000, as General Counsel of the Navy, I served as the chief legal officer of the Department and senior legal adviser to SECNAV, with among other things legal and oversight responsibilities for special programs and the Naval Criminal Investigative Service. In these positions, I handled the full range of legal matters confronting the Defense Department, including those relating to terrorist attack and force protection, intelligence, counterintelligence and law enforcement, and technology security. I also dealt frequently with other national security agencies, including the Central Intelligence Agency. In addition, as the Deputy Assistant Attorney General responsible for civil litigation on behalf of the United States in the courts of appeals from 1995 to 1998, I handled a variety of intelligence and other national security matters in litigation.

Since returning to the private sector in 2001, my law practice and other professional activities have been focused largely on national security. I am co-chair of WilmerHale's Defense and National Security Practice Group. My work includes advice to clients on U.S. foreign ownership restrictions and industrial security requirements, and representation in the national security review process conducted by the interagency Committee on Foreign Investment in the United States. I am a member of the Council on Foreign Relations, and I have served on the Board of Directors of the Center for Strategic and Budgetary Assessments (an independent, non-partisan, not-for-profit policy research institute), on the Independent Panel to Review Legal Services in the Department of Defense (appointed by the Secretary of Defense pursuant to the FY2005 Defense Authorization Act), on the ABA's Standing Committee on Law and National Security Advisory Committee, and as legal adviser to the CSIS Commission on Transatlantic Security and Industrial Cooperation in the Twenty-First Century.

11. HONORS AND AWARDS (PROVIDE INFORMATION ON SCHOLARSHIPS, FELLOWSHIPS, HONORARY DEGREES, MILITARY DECORATIONS, CIVILIAN SERVICE CITATIONS, OR ANY OTHER SPECIAL RECOGNITION FOR OUTSTANDING PERFORMANCE OR ACHIEVEMENT):

Phi Beta Kappa (1979)

B.A., *summa cum laude*, Yale University (1979)

Editor, Harvard Law Review (1982-83)

J.D., *magna cum laude*, Harvard University (1983)

Honoree, Women's Legal Defense Fund (1987)

Resolution, U.S. Navy-Marine Corps Court of Military Review (1988)

Department of Defense Medal for Distinguished Public Service (1995)

Department of Defense Medal for Distinguished Public Service, bronze palm in lieu of second award (2000)

Department of the Navy Distinguished Public Service Award (2000)

12. ORGANIZATIONAL AFFILIATIONS (LIST MEMBERSHIPS IN AND OFFICES HELD WITHIN THE LAST TEN YEARS IN ANY PROFESSIONAL, CIVIC, FRATERNAL, BUSINESS, SCHOLARLY, CULTURAL, CHARITABLE, OR OTHER SIMILAR ORGANIZATIONS):

<u>ORGANIZATION</u>	<u>OFFICE HELD</u>	<u>DATES</u>
All Souls Memorial Episcopal Church	Member; Finance Committee	c. 1997 to present
American Bar Association	Member; Standing Committee on Law and National Security Advisory Committee (past)	1984 to present
American Bar Foundation	Fellow	2001 to present
Center for Strategic and Budgetary Assessments	Board of Directors; Executive Committee	2005 to present
Council on Foreign Relations	Member	2002 to present

District of Columbia Bar	Member	1983 to present
Edward Coke Appellate American Inn of Court	Barrister	2001-2004
Harvard Club of Washington, DC	Member	c. 1984 to present
International Association for the Study of Irish Literatures	Member	c. 1980 to present
Kalorama Citizens Association	Member	c. 1991 to present
Kennedy Center Membership Program	Member	c. 1994 to present
National Capital Area Council, Boy Scouts of America	Cub Scout Den Leader	2006 to present
National Defense Industrial Association	Member	c. 2001 to present
Naval Historical Foundation	Member	c. 2000 to present
Navy League of the United States	Member	c. 2001 to present
Smithsonian Institution Resident Associate Program	Member	c. 1984 to present
United States Navy Memorial	Member	c. 2000 to present
U.S. Naval Institute	Member	c. 2001 to present
Yale Club of Washington, DC	Member	c. 1984 to present

13. PUBLISHED WRITINGS AND SPEECHES (LIST THE TITLES, PUBLISHERS, AND PUBLICATION DATES OF ANY BOOKS, ARTICLES, REPORTS, OR OTHER PUBLISHED MATERIALS YOU HAVE AUTHORED. ALSO LIST ANY PUBLIC SPEECHES YOU HAVE MADE WITHIN THE LAST TEN YEARS FOR WHICH THERE IS A TEXT OR TRANSCRIPT. TO THE EXTENT POSSIBLE, PLEASE PROVIDE A COPY OF EACH SUCH PUBLICATION, TEXT, OR TRANSCRIPT):

Co-author, "CFIUS and Foreign Investment" in *Homeland Security Legal and Policy Issues* (ABA forthcoming) – final draft attached

Speaker, *CFIUS Review of Foreign Investment in the US: The Impact of Recent Developments in the Coming Year* (WilmerHale Webinar February 4, 2009) – replay available at <http://www.wilmerhale.com/events/whEventsDetail.aspx?firmEvent=2750>

Speaker, *Foreign Investment and National Security Act of 2007* (The Knowledge Congress Webinar May 8, 2008) – replay available at <http://www.mediafire.com/?zsjg28moatv>

Co-author, "National Security Versus Business" in *The European Lawyer* (April 2008) – attached

Co-author, "The CFIUS Review Process: A Regime in Flux" presented at *The Foreign Investment and National Security Act of 2007: Navigating the Regulations* (ABA Conference April 4, 2008) – attached

Co-author, "When Will Security Squelch a Foreign Investment Deal" in *Executive Counsel* (March/April

2008) – attached

Speaker, *Sovereign Wealth Funds: Issues and Legal Policy Implications* (WLF Webinar March 5, 2008)
– replay available at http://iiscast.wlf.org/vod_internet.html

Co-author, “Many Transnational Deals Now Face a Security Review” in *Executive Counsel* (January/February 2006) – attached

Co-author, *Legal Services in the Department of Defense: Advancing Productive Relationships* (DoD Report September 15, 2005) – attached

Law firm newsletters not listed.

PART B - QUALIFICATIONS

14. QUALIFICATIONS (DESCRIBE WHY YOU BELIEVE YOU ARE QUALIFIED TO SERVE IN THE POSITION FOR WHICH YOU HAVE BEEN NOMINATED):

As noted above in Item 10, I believe I have had a great deal of relevant experience both during my years in government service – as Principal Deputy and Acting General Counsel of the Department of Defense, and as General Counsel of the Department of the Navy, as well as at the U.S. Department of Justice – and more recently in private practice. At the same time, I recognize that I still have much to learn about the Central Intelligence Agency, and I am striving to do so. I bring to the job strong commitments: to public service and the protection of U.S. national security, to the rule of law in our society and adherence to the law in what we do, and to the exercise of independent judgment and common sense in furtherance of all of these.

PART C - POLITICAL AND FOREIGN AFFILIATIONS

15. POLITICAL ACTIVITIES (LIST ANY MEMBERSHIPS OR OFFICES HELD IN OR FINANCIAL CONTRIBUTIONS OR SERVICES RENDERED TO, ANY POLITICAL PARTY, ELECTION COMMITTEE, POLITICAL ACTION COMMITTEE, OR INDIVIDUAL CANDIDATE DURING THE LAST TEN YEARS):

John Hamilton Congressional Campaign – contribution of \$1,000 (2000)

Janet Reno Florida Gubernatorial Campaign – contribution of \$500 (2001)

John Schmidt Illinois Gubernatorial Campaign – contribution of \$500 (2002)

Robert Donkas Washington, DC, Neighborhood Advisory Council Campaign – contribution of \$25 (2003)

John Kerry Presidential Campaign – contribution of \$2,000 (2004)

Deval Patrick Massachusetts Gubernatorial Campaign (primary) – contribution of \$500 (2005)

Deval Patrick Massachusetts Gubernatorial Campaign – fundraising activity (2005)

Deval Patrick Massachusetts Gubernatorial Campaign (general election) -- contribution of \$500 (2006)

Shirley Brandeman Montgomery County, MD, Board of Education Campaign – contribution of \$500 (2006)

Brad Miller Congressional Campaign – contribution of \$500 (2006)

Barack Obama Presidential Campaign – contribution of \$2,300 (2008)

Barack Obama Presidential Campaign – canvassing activity (2008)

Michael Bennet Senatorial Campaign – contribution of \$500 (2009)

Michael Signer Virginia Lieutenant Governor Campaign – contribution of \$250 (2009)

16. CANDIDACY FOR PUBLIC OFFICE (FURNISH DETAILS OF ANY CANDIDACY FOR ELECTIVE PUBLIC OFFICE):

None.

17. FOREIGN AFFILIATIONS

(NOTE: QUESTIONS 17A AND B ARE NOT LIMITED TO RELATIONSHIPS REQUIRING REGISTRATION UNDER THE FOREIGN AGENTS REGISTRATION ACT. QUESTIONS 17A, B, AND C DO NOT CALL FOR A POSITIVE RESPONSE IF THE REPRESENTATION OR TRANSACTION WAS AUTHORIZED BY THE UNITED STATES GOVERNMENT IN CONNECTION WITH YOUR OR YOUR SPOUSE'S EMPLOYMENT IN GOVERNMENT SERVICE.)

A. HAVE YOU OR YOUR SPOUSE EVER REPRESENTED IN ANY CAPACITY (E.G. EMPLOYEE, ATTORNEY, OR POLITICAL/BUSINESS CONSULTANT), WITH OR WITHOUT COMPENSATION, A FOREIGN GOVERNMENT OR AN ENTITY CONTROLLED BY A FOREIGN GOVERNMENT? IF SO, PLEASE FULLY DESCRIBE SUCH RELATIONSHIP.

To the best of my knowledge, neither I nor my wife has ever represented a foreign government or, except as noted, an entity controlled by a foreign government. As reflected in Item 35 below, my clients have included a number of foreign businesses, and at least some of them have historically had and may currently have elements of ownership and/or control by a foreign government. For example, Lufthansa and Deutsche Post were previously owned and controlled by the German Government. Lufthansa is no longer owned or controlled by the German Government today. Deutsche Post operates independently of the German Government, but the latter retains some minority ownership interest in the former; whether Deutsche Post is regarded as controlled by the German Government may depend upon the context and applicable standards. As potentially responsive to this question, I note the firm's engagement with Lenovo following its acquisition of IBM's PC business. My understanding is that a Chinese government agency is the largest shareholder of Lenovo's largest shareholder, and that some may regard Lenovo as controlled by the Chinese Government. Our engagement and my involvement were limited to advice on discrete regulatory issues and entailed no contact with Chinese or USG officials. I note also our engagement with Corporación Andina de Fomento, an international development bank established by treaty among several Andean countries. I represented CAF in litigation in the U.S. courts relating to collateral on a loan in default.

B. HAVE ANY OF YOUR OR YOUR SPOUSE'S ASSOCIATES REPRESENTED, IN ANY CAPACITY, WITH OR WITHOUT COMPENSATION, A FOREIGN GOVERNMENT OR AN ENTITY CONTROLLED BY A FOREIGN GOVERNMENT? IF SO, PLEASE FULLY DESCRIBE SUCH RELATIONSHIP.

As an international law firm based in the U.S. but with offices overseas (in London, Brussels, Berlin and Frankfurt, and in Beijing), WilmerHale has represented both foreign governments and entities controlled by foreign governments. However, such representations constitute a relatively small part of the firm's overall practice. The firm has compiled a list of "Foreign Government and Foreign Government-Related Entity Clients," attached hereto as Exhibit 17B. This list is comprised of clients of WilmerHale that are foreign governments or foreign government-related entities. The firm has served as counsel providing legal services in connection with litigation, transactions, regulatory, trade and other matters. The list is based on searches of the firm's client database from June 1, 2004 (when Wilmer Cutler Pickering merged with Hale and Dorr) to the present, performed by the firm's New Business/Conflicts Department, as well as information provided by current partners. It is believed to be reasonably comprehensive, but may not be absolutely complete given limitations on available information and search capabilities. Efforts have been made to include entities controlled by a foreign government, but because it is often unclear whether an entity is controlled by a

government, the list may not include some entities arguably controlled by a foreign government, and it may include entities that are owned in part by or affiliated with a foreign government but not necessarily controlled by the government.

C. DURING THE PAST TEN YEARS, HAVE YOU OR YOUR SPOUSE RECEIVED ANY COMPENSATION FROM, OR BEEN INVOLVED IN ANY FINANCIAL OR BUSINESS TRANSACTIONS WITH, A FOREIGN GOVERNMENT OR ANY ENTITY CONTROLLED BY A FOREIGN GOVERNMENT? IF SO, PLEASE PROVIDE DETAILS.

No, except to the extent that I share in the income of the partnership and that income has been derived in part from the engagements described in (A) and (B) above.

D. HAVE YOU OR YOUR SPOUSE EVER REGISTERED UNDER THE FOREIGN AGENTS REGISTRATION ACT? IF SO, PLEASE PROVIDE DETAILS.

No.

18. DESCRIBE ANY LOBBYING ACTIVITY DURING THE PAST TEN YEARS, OTHER THAN IN AN OFFICIAL U.S. GOVERNMENT CAPACITY, IN WHICH YOU OR YOUR SPOUSE HAVE ENGAGED FOR THE PURPOSE OF DIRECTLY OR INDIRECTLY INFLUENCING THE PASSAGE, DEFEAT, OR MODIFICATION OF FEDERAL LEGISLATION, OR FOR THE PURPOSE OF AFFECTING THE ADMINISTRATION AND EXECUTION OF FEDERAL LAW OR PUBLIC POLICY.

Since returning to the firm from government service in 2001, my practice has consisted largely of assisting private sector clients with legal and/or policy matters involving or potentially involving one or more federal agencies. Some of those clients do business with the federal government; others do not. Some have needed help in uncovering, reporting and rectifying compliance problems, and resolving related enforcement proceedings and claims. Others have sought advice and representation in connection with federal government review of proposed corporate transactions (e.g., CFIUS). For a typical engagement not limited to advice, the representation has entailed contacts with responsible federal officials and advocacy with reference to the disposition of the particular matter.

PART D - FINANCIAL DISCLOSURE AND CONFLICT OF INTEREST

19. DESCRIBE ANY EMPLOYMENT, BUSINESS RELATIONSHIP, FINANCIAL TRANSACTION, INVESTMENT, ASSOCIATION, OR ACTIVITY (INCLUDING, BUT NOT LIMITED TO, DEALINGS WITH THE FEDERAL GOVERNMENT ON YOUR OWN BEHALF OR ON BEHALF OF A CLIENT), WHICH COULD CREATE, OR APPEAR TO CREATE, A CONFLICT OF INTEREST IN THE POSITION TO WHICH YOU HAVE BEEN NOMINATED.

Under applicable statutes and regulations and the ethics pledge, I will be precluded from personally and substantially participating in any particular matter with specific parties in which I have a financial interest, in which a former client of mine is a party, or in which my former law firm represents a party, for specified periods where applicable and absent waiver where available. In the process of preparing my SF278 and Ethics Agreement, an agency ethics officer, in consultation with the Office of Government Ethics, has determined that certain of my investments might give rise to conflicts of interest. I intend to divest the potentially problematic investments, if confirmed, per my Ethics Agreement. With respect to particular matters in which my former clients are a party or my former firm represents a party, I will be disqualified from such matters for specified periods, unless waived where appropriate.

20. DO YOU INTEND TO SEVER ALL BUSINESS CONNECTIONS WITH YOUR PRESENT EMPLOYERS, FIRMS, BUSINESS ASSOCIATES AND/OR PARTNERSHIPS, OR OTHER ORGANIZATIONS IN THE EVENT THAT YOU ARE CONFIRMED BY THE SENATE? IF NOT, PLEASE EXPLAIN.

In the event that I am confirmed, I intend to sever all business connections with the law firm of which I am a partner, Wilmer Cutler Pickering Hale and Dorr LLP. I also intend to resign from the Board of Directors (and

its Executive Committee) of the Center for Strategic and Budgetary Assessments, and to resign as trustee of two irrevocable life insurance trusts. I intend to remain on the Finance Committee of All Souls Memorial Episcopal Church, and to remain trustee of two testamentary trusts for the benefit of my minor children. Unless advised otherwise, I do not believe any other organizations and my connections with them are of a nature and extent so as to require severance in the event that I am confirmed.

21. DESCRIBE THE FINANCIAL ARRANGEMENTS YOU HAVE MADE OR PLAN TO MAKE, IF YOU ARE CONFIRMED, IN CONNECTION WITH SEVERANCE FROM YOUR CURRENT POSITION. PLEASE INCLUDE SEVERANCE PAY, PENSION RIGHTS, STOCK OPTIONS, DEFERRED INCOME ARRANGEMENTS, AND ANY AND ALL COMPENSATION THAT WILL OR MIGHT BE RECEIVED IN THE FUTURE AS A RESULT OF YOUR CURRENT BUSINESS OR PROFESSIONAL RELATIONSHIPS.

If confirmed, I plan to resign as a partner of Wilmer Cutler Pickering Hale and Dorr LLP. I expect I will receive repayment of my partner capital, and a final 2009 partnership distribution that, with partnership distributions for 2009 already received, will represent that portion of the value of the partnership shares allocated to me for 2009 (under the firm's approved budget for the year) prorated for the number of days in 2009 in which I will have served as a partner (with a reserve for certain taxes to be paid on my behalf after my departure). My understanding is that I will either maintain my account in the firm's 401(k) defined contribution plan or roll it over into another qualifying account, and that I will withdraw from the partner's defined benefit plan, the proceeds to be rolled over into another qualifying account.

22. DO YOU HAVE ANY PLANS, COMMITMENTS, OR AGREEMENTS TO PURSUE OUTSIDE EMPLOYMENT, WITH OR WITHOUT COMPENSATION, DURING YOUR SERVICE WITH THE GOVERNMENT? IF SO, PLEASE PROVIDE DETAILS.

No.

23. AS FAR AS CAN BE FORESEEN, STATE YOUR PLANS AFTER COMPLETING GOVERNMENT SERVICE. PLEASE SPECIFICALLY DESCRIBE ANY AGREEMENTS OR UNDERSTANDINGS, WRITTEN OR UNWRITTEN, CONCERNING EMPLOYMENT AFTER LEAVING GOVERNMENT SERVICE. IN PARTICULAR, DESCRIBE ANY AGREEMENTS, UNDERSTANDINGS, OR OPTIONS TO RETURN TO YOUR CURRENT POSITION.

None.

24. IF YOU ARE PRESENTLY IN GOVERNMENT SERVICE, DURING THE PAST FIVE YEARS OF SUCH SERVICE, HAVE YOU RECEIVED FROM A PERSON OUTSIDE OF GOVERNMENT AN OFFER OR EXPRESSION OF INTEREST TO EMPLOY YOUR SERVICES AFTER YOU LEAVE GOVERNMENT SERVICE? IF YES, PLEASE PROVIDE DETAILS.

Not applicable.

25. IS YOUR SPOUSE EMPLOYED? IF YES AND THE NATURE OF THIS EMPLOYMENT IS RELATED IN ANY WAY TO THE POSITION FOR WHICH YOU ARE SEEKING CONFIRMATION, PLEASE INDICATE YOUR SPOUSE'S EMPLOYER, THE POSITION, AND THE LENGTH OF TIME THE POSITION HAS BEEN HELD. IF YOUR SPOUSE'S EMPLOYMENT IS NOT RELATED TO THE POSITION TO WHICH YOU HAVE BEEN NOMINATED, PLEASE SO STATE.

No.

26. LIST BELOW ALL CORPORATIONS, PARTNERSHIPS, FOUNDATIONS, TRUSTS, OR OTHER ENTITIES TOWARD WHICH YOU OR YOUR SPOUSE HAVE FIDUCIARY OBLIGATIONS OR IN WHICH YOU OR YOUR SPOUSE HAVE HELD DIRECTORSHIPS OR OTHER POSITIONS OF TRUST DURING THE PAST FIVE YEARS.

<u>NAME OF ENTITY</u>	<u>POSITION</u>	<u>DATES HELD</u>	<u>SELF OR SPOUSE</u>
Wilmer Cutler Pickering Hale and Dorr LLP	Partner	2001 to present	Self
EWB Irrevocable Life Insurance Trust	Trustee	2004 to present	Self
HCBIII Irrevocable Life Insurance Trust	Trustee	2004 to present	Self
All Souls Memorial Episcopal Church	Finance Committee	c. 2002 to present	Self
Center for Strategic and Budgetary Assessments	Board of Directors; Executive Committee	2005 to present	Self
Trust u/w/o BWP f/b/o JCP	Trustee	2003 to present	Self
Trust u/w/o BWP f/b/o CSWP	Trustee	2003 to present	Self

27. LIST ALL GIFTS EXCEEDING \$100 IN VALUE RECEIVED DURING THE PAST FIVE YEARS BY YOU, YOUR SPOUSE, OR YOUR DEPENDENTS. (NOTE: GIFTS RECEIVED FROM RELATIVES AND GIFTS GIVEN TO YOUR SPOUSE OR DEPENDENT NEED NOT BE INCLUDED UNLESS THE GIFT WAS GIVEN WITH YOUR KNOWLEDGE AND ACQUIESCENCE AND YOU HAD REASON TO BELIEVE THE GIFT WAS GIVEN BECAUSE OF YOUR OFFICIAL POSITION.)

None.

28. LIST ALL SECURITIES, REAL PROPERTY, PARTNERSHIP INTERESTS, OR OTHER INVESTMENTS OR RECEIVABLES WITH A CURRENT MARKET VALUE (OR, IF MARKET VALUE IS NOT ASCERTAINABLE, ESTIMATED CURRENT FAIR VALUE) IN EXCESS OF \$1,000. (NOTE: THE INFORMATION PROVIDED IN RESPONSE TO SCHEDULE A OF THE DISCLOSURE FORMS OF THE OFFICE OF GOVERNMENT ETHICS MAY BE INCORPORATED BY REFERENCE, PROVIDED THAT CURRENT VALUATIONS ARE USED.)

<u>DESCRIPTION OF PROPERTY</u>	<u>VALUE</u>	<u>METHOD OF VALUATION</u>
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See Schedule A of SF278 and exhibits thereto (copy attached as Exhibit 28). - [Exhibit DELETED]

29. LIST ALL LOANS OR OTHER INDEBTEDNESS (INCLUDING ANY CONTINGENT LIABILITIES) IN EXCESS OF \$10,000. EXCLUDE A MORTGAGE ON YOUR PERSONAL RESIDENCE UNLESS IT IS RENTED OUT, AND LOANS SECURED BY AUTOMOBILES, HOUSEHOLD FURNITURE, OR APPLIANCES. (NOTE: THE INFORMATION PROVIDED IN RESPONSE TO SCHEDULE C OF THE DISCLOSURE FORM OF THE OFFICE OF GOVERNMENT ETHICS MAY BE INCORPORATED BY REFERENCE, PROVIDED THAT CONTINGENT LIABILITIES ARE ALSO INCLUDED.)

<u>NATURE OF OBLIGATION</u>	<u>NAME OF OBLIGEE</u>	<u>AMOUNT</u>
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See Schedule C of SF278 (copy attached as Exhibit 29). - [Exhibit DELETED]

30. ARE YOU OR YOUR SPOUSE NOW IN DEFAULT ON ANY LOAN, DEBT, OR OTHER FINANCIAL OBLIGATION? HAVE YOU OR YOUR SPOUSE BEEN IN DEFAULT ON ANY LOAN, DEBT, OR OTHER FINANCIAL OBLIGATION IN THE PAST TEN YEARS? HAVE YOU OR YOUR SPOUSE EVER BEEN REFUSED CREDIT OR HAD A LOAN APPLICATION DENIED? IF THE ANSWER TO ANY OF THESE QUESTIONS IS YES, PLEASE PROVIDE DETAILS.

No.

31. LIST THE SPECIFIC SOURCES AND AMOUNTS OF ALL INCOME RECEIVED DURING THE LAST FIVE YEARS, INCLUDING ALL SALARIES, FEES, DIVIDENDS, INTEREST, GIFTS, RENTS, ROYALTIES, PATENTS, HONORARIA, AND OTHER ITEMS EXCEEDING \$200. (COPIES OF U.S. INCOME TAX RETURNS FOR THESE YEARS MAY BE SUBSTITUTED HERE, BUT THEIR SUBMISSION IS NOT REQUIRED.)

[DELETED]

32. IF ASKED, WILL YOU PROVIDE THE COMMITTEE WITH COPIES OF YOUR AND YOUR SPOUSE'S FEDERAL INCOME TAX RETURNS FOR THE PAST THREE YEARS?

Yes.

33. LIST ALL JURISDICTIONS IN WHICH YOU AND YOUR SPOUSE FILE ANNUAL INCOME TAX RETURNS.

We file Federal and in the District of Columbia every year. I have filed in Georgia, North Carolina and Arkansas in recent years in connection with discrete sales of real property. I have participated in composite returns filed by the law firm in multiple jurisdictions.

34. HAVE YOUR FEDERAL OR STATE TAX RETURNS BEEN THE SUBJECT OF AN AUDIT, INVESTIGATION, OR INQUIRY AT ANY TIME? IF SO, PLEASE PROVIDE DETAILS, INCLUDING THE RESULT OF ANY SUCH PROCEEDING.

No.

35. IF YOU ARE AN ATTORNEY, ACCOUNTANT, OR OTHER PROFESSIONAL, PLEASE LIST ALL CLIENTS AND CUSTOMERS WHOM YOU BILLED MORE THAN \$200 WORTH OF SERVICES DURING THE PAST FIVE YEARS. ALSO, LIST ALL JURISDICTIONS IN WHICH YOU ARE LICENSED TO PRACTICE.

See Exhibit 35.

I am a member of the District of Columbia Bar and, as such, licensed to practice law. In addition, I have been admitted to practice before several federal courts.

36. DO YOU INTEND TO PLACE YOUR FINANCIAL HOLDINGS AND THOSE OF YOUR SPOUSE AND DEPENDENT MEMBERS OF YOUR IMMEDIATE HOUSEHOLD IN A BLIND TRUST? IF YES, PLEASE FURNISH DETAILS. IF NO, DESCRIBE OTHER ARRANGEMENTS FOR AVOIDING ANY POTENTIAL CONFLICTS OF INTEREST.

No. Most of our investments are in Exempted Investment Funds or in managed accounts. Per my Ethics Agreement, if confirmed, I intend to divest the managed accounts and holdings therein – with the exception of the managed account with holdings in government bonds (which are not regarded as potentially problematic in terms of conflicts of interest) – and roll over the proceeds into one or more EIFs.

36. IF APPLICABLE, ATTACH THE LAST THREE YEARS OF ANNUAL FINANCIAL DISCLOSURE FORMS YOU HAVE BEEN REQUIRED TO FILE WITH YOUR AGENCY, DEPARTMENT, OR BRANCH OF GOVERNMENT.

Not applicable.

PART E – ETHICAL MATTERS

38. HAVE YOU EVER BEEN THE SUBJECT OF A DISCIPLINARY PROCEEDING OR CITED FOR A BREACH OF ETHICS OR UNPROFESSIONAL CONDUCT BY, OR BEEN THE SUBJECT OF A COMPLAINT TO, ANY COURT, ADMINISTRATIVE AGENCY, PROFESSIONAL ASSOCIATION, DISCIPLINARY COMMITTEE, OR OTHER PROFESSIONAL GROUP? IF SO, PROVIDE DETAILS.

No.

39. HAVE YOU EVER BEEN INVESTIGATED, HELD, ARRESTED, OR CHARGED BY ANY FEDERAL, STATE, OR OTHER LAW ENFORCEMENT AUTHORITY FOR VIOLATION OF ANY FEDERAL STATE, COUNTY, OR MUNICIPAL LAW, REGULATION, OR ORDINANCE, OTHER THAN A MINOR TRAFFIC OFFENSE, OR NAMED AS A DEFENDANT OR OTHERWISE IN ANY INDICTMENT OR INFORMATION RELATING TO SUCH VIOLATION? IF SO, PROVIDE DETAILS.

No.

40. HAVE YOU EVER BEEN CONVICTED OF OR ENTERED A PLEA OF GUILTY OR NOLO CONTENDERE TO ANY CRIMINAL VIOLATION OTHER THAN A MINOR TRAFFIC OFFENSE? IF SO, PROVIDE DETAILS.

No.

41. ARE YOU PRESENTLY OR HAVE YOU EVER BEEN A PARTY IN INTEREST IN ANY ADMINISTRATIVE AGENCY PROCEEDING OR CIVIL LITIGATION? IF SO, PLEASE PROVIDE DETAILS.

No.

42. HAVE YOU BEEN INTERVIEWED OR ASKED TO SUPPLY ANY INFORMATION AS A WITNESS OR OTHERWISE IN CONNECTION WITH ANY CONGRESSIONAL INVESTIGATION, FEDERAL, OR STATE AGENCY PROCEEDING, GRAND JURY INVESTIGATION, OR CRIMINAL OR CIVIL LITIGATION IN THE PAST TEN YEARS? IF SO, PROVIDE DETAILS.

Yes.

In or about 1999, I testified as a witness at a subcommittee hearing of the Senate Judiciary Committee in Washington, DC, concerning a Chinese espionage investigation. At the time of the hearing, I was General Counsel of the Department of the Navy. My testimony concerned matters occurring at the Department of the Navy before I became General Counsel. I testified and was excused.

In 2008, I provided testimony before an Investigating Judge in Athens in connection with a Greek criminal investigation. Specifically, I made a presentation on behalf of a client relating to an aircraft accident. The presentation was of the sort that, in this country, is commonly made by counsel to the prosecutor in the course of a criminal investigation. Because Greek criminal procedure makes no provision for such an informal meeting but rather requires the taking of testimony under oath, I delivered the presentation as a sworn fact witness, albeit one having no personal knowledge of the events and testifying entirely on the basis of hearsay. I testified and was excused.

43. HAS ANY BUSINESS OF WHICH YOU ARE OR WERE AN OFFICER, DIRECTOR, OR PARTNER BEEN A PARTY TO ANY ADMINISTRATIVE AGENCY PROCEEDING OR CRIMINAL OR CIVIL LITIGATION RELEVANT TO THE POSITION TO WHICH YOU HAVE BEEN NOMINATED? IF SO, PROVIDE DETAILS. (WITH RESPECT TO A BUSINESS OF WHICH YOU ARE OR WERE AN OFFICER, YOU NEED ONLY CONSIDER PROCEEDINGS AND LITIGATION THAT OCCURRED WHILE YOU WERE AN OFFICER OF THAT BUSINESS.)

No.

44. HAVE YOU EVER BEEN THE SUBJECT OF ANY INSPECTOR GENERAL INVESTIGATION? IF SO, PROVIDE DETAILS.

No.

PART F – SECURITY INFORMATION

45. HAVE YOU EVER BEEN DENIED ANY SECURITY CLEARANCE OR ACCESS TO CLASSIFIED INFORMATION FOR ANY REASON? IF YES, PLEASE EXPLAIN IN DETAIL.

No.

46. HAVE YOU BEEN REQUIRED TO TAKE A POLYGRAPH EXAMINATION FOR ANY SECURITY CLEARANCE OR ACCESS TO CLASSIFIED INFORMATION? IF YES, PLEASE EXPLAIN.

No.

47. HAVE YOU EVER REFUSED TO SUBMIT TO A POLYGRAPH EXAMINATION? IF YES, PLEASE EXPLAIN.

No.

PART G - ADDITIONAL INFORMATION

48. DESCRIBE IN YOUR OWN WORDS THE CONCEPT OF CONGRESSIONAL OVERSIGHT OF U.S. INTELLIGENCE ACTIVITIES. IN PARTICULAR, CHARACTERIZE WHAT YOU BELIEVE TO BE THE OBLIGATIONS OF THE GENERAL COUNSEL OF THE CENTRAL INTELLIGENCE AGENCY AND THE INTELLIGENCE COMMITTEES OF THE CONGRESS RESPECTIVELY IN THE OVERSIGHT PROCESS.

Congress makes the laws, and the President executes them. In aid of its legislative power, Congress exercises oversight of Executive branch agencies through its respective committees of jurisdiction. Given the highly sensitive and nonpublic nature of U.S. intelligence activities, this oversight role, exercised by the SSCI and the HPSCI with participation by the leadership, is especially important and needs to be done right.

As General Counsel, if confirmed, I will do my utmost, with the Director, to ensure that the Intelligence Committees of the Congress are kept fully and currently informed of the intelligence activities of the Agency, including any significant anticipated intelligence activity and any significant intelligence failure. This is provided for by law, and it is required for the proper functioning of our government. While the law requires reporting to the extent consistent with due regard for the protection from unauthorized disclosure of certain national security information, I understand that the use of restricted briefings in the past has been a source of serious concern. I know that the Director is sensitive to this concern and is endeavoring to improve communication with the Intelligence Committees. I will join him in this effort, to the end of achieving a better-functioning Congressional notification process.

49. EXPLAIN YOUR UNDERSTANDING OF THE RESPONSIBILITIES OF THE GENERAL COUNSEL OF THE CENTRAL INTELLIGENCE AGENCY.

By statute the General Counsel of the Central Intelligence Agency is the chief legal officer of the Agency and shall perform such functions as the Director may prescribe. As the chief legal officer, the General Counsel is the final authority for the Agency in matters of law and legal policy, and his legal opinions are controlling within the Agency. The General Counsel serves as the senior legal adviser to the Director, as well as other Agency officials. He is also a member of the Director's management team, providing not only legal advice, strictly speaking, but also the benefit of his judgment and experience generally. In addition, the General Counsel is the head of the Office of General Counsel. He is responsible for the provision of legal services throughout the Agency and professional supervision of the attorneys providing those services. Finally, the General Counsel is the Agency's senior legal representative outside the Agency – within the Executive branch, before Congress, with liaison services, and to the general public.

AFFIRMATION

I, Stephen W. Preston, DO SWEAR THAT THE ANSWERS I HAVE PROVIDED TO THIS QUESTIONNAIRE ARE ACCURATE AND COMPLETE.

5/13/09 [Original Signed]
(Date) (Name)



[Original Signed]
(Notary)

My commission expires Feb 28, 2011

TO THE CHAIRMAN, SELECT COMMITTEE ON INTELLIGENCE:

In connection with my nomination to be General Counsel of the Central Intelligence Agency, I hereby express my willingness to respond to requests to appear and testify before any duly constituted committee of the Senate.

___ [Original Signed]
Signature _____

Date: 5/13/09

Exhibit 17B

**Exhibit 17B
to SSCI Questionnaire for
Stephen Woolman Preston**

Foreign Government and Foreign Government-Related Entity Clients

Foreign Governments

City of London
Embassy of the Kingdom of Lesotho
European Commission, European Union
Executive Office of Dubai
Government of Canada
Government of El Salvador
Government of Quebec
Government of Singapore
Hellenic Republic
Land Hessen (Federal State of Hessen)
Ministry of Economy, Government of El Salvador
Ministry of Economy, Trade and Industry (METI), Government of Japan
Ministry of Finance, Government of Indonesia
Ministry of Food, Agriculture, Forestry and Fisheries, Republic of Korea
Ministry of Transport, Kingdom of Belgium
Republic of Honduras

Foreign Government-Related Entities

Austrian State Holding Company (OeIAG)
Bank of Sierra Leone
Central Bank of Kenya
Central Bank of Liberia
Corporación Andina de Fomento
Croatia Airlines
Deutsche Bahn AG
Deutsche Post AG
Deutsche Telekom AG
DHL Express
DHL International
Dubai Aerospace Enterprise Ltd.
Emirates
Etihad Airways
Federated States of Micronesia Telecommunications Corporation
Flughafen Kassel GmbH
France Télécom
Grace Semiconductor Manufacturing Company
Industrial and Commercial Bank of China Limited
Lenovo
Marshall Islands National Telecommunications Authority
National Institute of Optics, Astrophysics and Electronics
Waterwegen en Zeekanaal NV
Outokumpu Oyj
Peking University Founder Group Co., Ltd.
Petroliam Nasional Berhad (Petronas)
PKU Resource Group Co., Ltd
Qatar Investment Authority
Royal Bank of Scotland

Sri Lankan Airlines
StatoilHydro ASA
Sudan People's Liberation Movement/Army
Techsnabexport (Tenex)
Temasek
Thai Airways
T-Mobile
Uzbekistan Airways

5/8/09

[DELETED]

Exhibit 28

[DELETED]

Exhibit 29

Exhibit 35

**Exhibit 35
to SSCI Questionnaire for
Stephen Woolman Preston**

Client Name

Boeing Company, The
Alcatel-Lucent
BP plc
ChoicePoint Inc.
Murray Energy Corp.
J.P. Morgan Chase & Co.
Six Flags, Inc.
Morgan Stanley
Lockheed Martin Corporation
Cobham plc
Invision Technologies
Citigroup
Deutsche Bank AG
Johnson Controls, Inc.
Western Geco
Cisco Systems Inc.
Data Physics Corporation
UGS
Teledyne Technologies Incorporated
Cabot Corporation
Daimler AG
Thomson Reuters Corporation
Siemens PLM Software Inc.
Hewitt Associates LLC
Matter of P
Emerson Radio Corp.
Deutsche Post AG
General Dynamics Corporation
Morganti Group, Inc.
Lufthansa AG
Emergent BioSolutions, Inc.
Navy Federal Credit Union
General Dynamics Advanced Information Systems
Monsanto Company
General Electric Company
Danaher Corporation
Time Warner, Inc.
BP America
Lehman Brothers, Inc.
Global Computer Enterprises Inc.
Fannie Mae
CBS
Dynamics Research Corporation
Julien J. Studley, Inc.
Oracle Corporation
Globalstar
Google, Inc.

**Exhibit 35
to SSCI Questionnaire for
Stephen Woolman Preston**

Client Name

Lenovo
NOVA Chemicals Corporation
Wyeth
Anheuser-Busch Companies, Inc.
Intel Corporation
Ab Initio Software LLC
Conoco Phillips
AT&T, Inc.
TPG Capital, LP
Qwest Communications International, Inc
T-Mobile
Yale University
Stevens Institute of Technology
SAIC
CA, Inc.
Smiths Group plc
Educational Testing Service
ITT Industries
Hubbell Incorporated
CoreStreet Ltd.
Titan Corporation
World Bank
Infosys Technologies Limited
Silver Lake Partners
EMC Corporation
Pyrotek
Analog Devices, Inc.
Textron, Inc.
HNA Group, Co., Limited
McGraw Hill Companies, The
UBS AG
Sonus Networks
HSBC International
Farallon Capital Management, LLC
Ossur North America
Macquarie Securities (USA) Inc.
Smartmatic
Columbia University
Matter of I
Presidents and Fellows of Harvard College
Harrah's Entertainment, Inc.

Period: 1/1/04 - 2/28/09