

March 2, 2025

Emil Michael

Nominee for Under Secretary of Defense for Research and Engineering, U.S. Department of Defense
The White House
1600 Pennsylvania Avenue NW
Washington, DC 20500

Dear Mr. Emil Michael:

Congratulations on your nomination to serve as Under Secretary of Defense for Research and Engineering (USD(R&E)). If you are confirmed, the American people will depend on you to drive innovation and oversee the development of advanced technologies to ensure the U.S. military maintains its competitive edge and enhances national security. However, given your relationships with tech companies that may seek contracts with the Department of Defense (DoD), your acquisition of a prospective DoD contractor, and your history of misconduct, I am concerned that you will enter this role with serious conflicts of interest and inadequate accountability to the public. I write to request that you mitigate those conflicts by agreeing to recuse from matters involving your former clients, divest from holdings impacted by DoD's contracts and investment priorities, and, for at least 4 years after you leave office, not work as a lobbyist or join the companies that you regulated or interacted with at DoD.

For years, you have worked in senior executive roles at major technology companies, including the social media analytics company Klout, speech recognition tech company TellmeNetworks, and coffee delivery app Bandit. You are perhaps best known for your role at the rideshare app Uber; that role ended after investigators recommended your departure due to your connection to high-profile scandals.¹ An Uber employee filed a Human Resources complaint about an incident in which you and other Uber executives visited an escort-karaoke bar in Seoul in 2014 "where patrons select women to sing karaoke with, before typically taking them home."² When a news outlet was about to launch the story, you allegedly called an eyewitness, the ex-girlfriend of Uber's co-founder, and "asked her not to speak to the press and to pretend the visit was simply to a regular karaoke bar."³ You also recommended silencing journalists who were critical of Uber by publicizing details about their

¹ New York Times, "A Top Uber Executive Departs, Fraying the Company's 'A-Team,'" Mike Isaac, June 12, 2017, <https://www.nytimes.com/2017/06/12/technology/uber-travis-kalanick-emil-michael.html>.

² The Guardian, "Uber execs including Travis Kalanick 'went to escort/karaoke bar,'" Alex Hern, March 27, 2017, <https://www.theguardian.com/technology/2017/mar/27/uber-execs-including-travis-kalanick-went-to-escortkaraoke-bar>.

³ Forbes, "Uber's Korean Escort Visit Shows Sexism Cover-Up Goes To The Top," Brian Solomon, March 27, 2017, <https://www.forbes.com/sites/briansolomon/2017/03/27/ubers-korean-escort-visit-shows-sexism-cover-up-goes-to-the-top/>.

personal lives.⁴ Those scandals cast doubt on your judgment and willingness to be accountable to the public as a government official.

You now lead DPCM Capital, Inc., a special purpose acquisition company (SPAC) that acquired the quantum computing company D-Wave Systems.⁵ In October 2024, D-Wave obtained “Awardable” status on a marketplace that fast-tracks companies to become DoD contractors.⁶

If confirmed as Under Secretary of Defense for Research and Engineering, you will become DoD’s Chief Technology Officer (CTO), advising DoD leadership on “all matters related to . . . technology development [and] innovation.”⁷ In other words, you will help DoD select which defense technologies to advance. Some of your former affiliates will stand to profit from those decisions. For example, you may be positioned to assist your SPAC’s company D-Wave in securing a DoD contract, your former employer Uber in entering agreements to provide ride services from military bases, or TellmeNetworks to become a military contractor for speech recognition services.⁸ Thus, the public will have reason to question whether your decision-making is biased toward benefiting your former employers, acquisitions, or investments rather than the public interest.

Your predecessor, Heidi Shyu, mitigated concerns about her own potential conflicts of interest by going beyond what was required under ethics law, the presidential ethics pledge, and even agreements with the Office of Government Ethics and the designated agency ethics officials.⁹ Other former DoD officials — including Defense Secretary Lloyd Austin and Secretary of the Air Force Frank Kendall — did so as well.¹⁰ I urge you to do the same.

First, I ask that you commit to recuse from all particular matters involving your former clients and employers for four years. Your relationships with tech companies and current or potential defense

⁴ BuzzFeed, “Uber Executive Suggests Digging Up Dirt On Journalists,” Ben Smith, November 17, 2014, <https://www.buzzfeednews.com/article/bensmith/uber-executive-suggests-digging-up-dirt-on-journalists#.epRbzxV3E>.

⁵ D Wave, “DPCM Capital, Inc. and D-Wave Systems Inc. Announce Completion of Business Combination,” press release, August 5, 2022, <https://www.dwavesys.com/company/newsroom/press-release/dpcm-capital-inc-and-d-wave-systems-inc-announce-completion-of-business-combination/>.

⁶ D-Wave Quantum Inc., “D-Wave Deemed ‘Awardable’ Vendor for US Department of Defense Chief Digital and Artificial Intelligence Office’s Tradewinds Solutions Marketplace,” press release, October 31, 2024, <https://www.dwavesys.com/company/newsroom/press-release/d-wave-deemed-awardable-vendor-for-us-department-of-defense-chief-digital-and-artificial-intelligence-office-s-tradewinds-solutions-marketplace/>.

⁷ Office of the Under Secretary of Defense for Research and Engineering, “About USD (R&E),” [https://www.cto.mil/about/#:~:text=The%20Under%20Secretary%20of%20Defense%20for%20Research%20and%20Engineering%20\(USD,%2C%20developmental%20prototyping%2C%20experimentation%2C%20and](https://www.cto.mil/about/#:~:text=The%20Under%20Secretary%20of%20Defense%20for%20Research%20and%20Engineering%20(USD,%2C%20developmental%20prototyping%2C%20experimentation%2C%20and).

⁸ Maxwell Air Force Base, “Your ride arriving now: Maxwell AFB strikes agreement with Uber,” 42nd Air Base Wing, December 10, 2024, <https://www.maxwell.af.mil/News/Display/Article/3992505/your-ride-arriving-now-maxwell-afb-strikes-agreement-with-uber/>.

⁹ Military.com, “Warren Extracts Agreement for Nominees to Refuse Defense Industry Work for 4 Years,” Oriana Pawlyk, July 13, 2021, <https://www.military.com/daily-news/2021/07/13/warren-extracts-agreement-nominees-refuse-defense-industry-work-4-years.html>.

¹⁰ Office of U.S. Senator Elizabeth Warren, “In Response to Senator Warren’s Questions, Secretary of Defense Nominee General Lloyd Austin Commits to Recusing Himself from Raytheon Decisions for Four Years,” press release, January 19, 2021, <https://www.warren.senate.gov/newsroom/press-releases/in-response-to-senator-warrens-questions-secretary-of-defense-nominee-general-lloyd-austin-commits-to-recusing-himself-from-raytheon-decisions-for-four-years>; Military.com, “Warren Extracts Agreement for Nominees to Refuse Defense Industry Work for 4 Years,” Oriana Pawlyk, July 31, 2021, <https://www.military.com/daily-news/2021/07/13/warren-extracts-agreement-nominees-refuse-defense-industry-work-4-years.html>.

contractors will raise serious doubts about your impartiality when you participate in DoD’s technological investment and procurement decisions. Former USD(R&E) Heidi Shyu voluntarily agreed to recuse from her former employers’ specific-party matters for four years — going beyond the two-year recusal requirement in former President Biden’s ethics pledge.¹¹ Over a dozen other Biden appointees agreed to the same.¹² I ask that you make this commitment to assure the American people that, for the next four years, you will not work on particular matters in which your former employers or clients are parties.

Second, I ask that you commit to not seek compensation from a company that you oversaw or otherwise interacted with while in government, for at least four years after leaving office. If, for example, you were to join a major defense contractor soon after leaving DoD, the public would reasonably question whether you were cashing in on your executive branch connections and government expertise to benefit a company looking to curry favor in the course of DoD’s procurement and investment decisions. Numerous Biden appointees have voluntarily agreed to this 4-year cooling-off period, including: U.S. Mission to the Organization for Economic Cooperation and Development (OECD) Ambassador Sean Patrick Maloney, who agreed to not work for the crypto industry, and members of the Federal Reserve Board of Governors who agreed to not work for a financial services company.¹³

Relatedly, you should commit to not lobby DoD for four years after leaving office. The rampant revolving door of former government leaders lobbying the agencies they once led, while their government relationships remain fresh, erodes Americans’ faith in the federal government. To mitigate that concern, multiple Biden appointees agreed to a post-employment lobbying ban, including Chairman of the Joint Chiefs of Staff Charles Q. Brown and Defense Secretary Lloyd Austin.¹⁴ You should commit to not lobby DoD for at least 4 years after leaving office, either as a

¹¹ Military.com, “Warren Extracts Agreement for Nominees to Refuse Defense Industry Work for 4 Years,” Oriana Pawlyk, July 13, 2021, <https://www.military.com/daily-news/2021/07/13/warren-extracts-agreement-nominees-refuse-defense-industry-work-4-years.html>.

¹² See, e.g., Office of U.S. Senator Elizabeth Warren, “In Response to Senator Warren, FDA Commissioner Nominee Dr. Robert Califf Makes Strongest Ethics Commitments of Any Senior Biden Administration Official,” January 31, 2022, press release, <https://www.warren.senate.gov/newsroom/press-releases/-in-response-to-senator-warren-fda-commissioner-nominee-dr-robert-califf-makes-strongest-ethics-commitments-of-any-senior-biden-administration-official>; Office of Senator Elizabeth Warren, “At Hearing, Senator Warren Announces Strong Ethics Commitments from Federal Reserve Vice Chair for Supervision Nominee Michael Barr,” May 19, 2022, <https://www.warren.senate.gov/newsroom/press-releases/at-hearing-senator-warren-announces-strong-ethics-commitments-from-federal-reserve-vice-chair-for-supervision-nominee-michael-barr>; Letter from Director NIH Nominee Monica Bertagnolli to Senator Elizabeth Warren, August 11, 2023, <https://www.warren.senate.gov/imo/media/doc/Bertagnolli%20Letter%20to%20Senator%20Warren%2008.2023.pdf>.

¹³ Office of U.S. Senator Elizabeth Warren, “Warren Secures Unprecedented Ethics Commitments from OECD Ambassador Nominee; former Congressman Sean Patrick Maloney Pledges Not to Work for Crypto Firms for Four Years After Government Service,” press release, February 14, 2024, <https://www.warren.senate.gov/newsroom/press-releases/warren-secures-unprecedented-ethics-commitments-from-oecd-ambassador-nominee-former-congressman-sean-patrick-maloney-pledges-not-to-work-for-crypto-firms-for-four-years-after-government-service>; Office of U.S. Senator Elizabeth Warren, “In Response to Senator Warren, Federal Reserve Nominees Make Historic Ethics Commitments,” February 10, 2022, <https://www.warren.senate.gov/newsroom/press-releases/in-response-to-senator-warren-federal-reserve-nominees-make-historic-ethics-commitments>.

¹⁴ Office of U.S. Senator Elizabeth Warren, “At Hearing, Warren Secures Ethics Commitment Joint Chiefs of Staff Nominee General Brown; Reiterates Concern over Senior Military Holds,” press release, July 11, 2023, <https://www.warren.senate.gov/newsroom/press-releases/at-hearing-warren-secures-ethics-commitment-joint-chiefs-of-staff-nominee-general-brown-reiterates-concern-over-senior-military-holds>; Office of U.S. Senator Elizabeth Warren, “In

formal registered lobbyist or informal “shadow lobbyist” — given that former high-level officials can leverage their influence not only by directly lobbying but through facilitating others to do so.¹⁵

By making these commitments, you would increase Americans’ trust in your ability to serve the public interest during your time at DoD — rather than your former technology companies seeking defense contracts. I urge you to demonstrate a commitment to public integrity and request that you reply to the following questions in writing by March 10, 2025:

1. What do you consider the role of the press in a democracy?
2. Do you think it would be an appropriate use of taxpayer resources to “dig up dirt”¹⁶ on journalists that investigate or criticize you, your office, DoD, or the Trump administration?
3. Will you commit to not retaliate, including by denying access to DoD officials or facilities, against news outlets or individual journalists who publish articles that are critical of you, your office, DoD, or the Trump administration?
4. How many times have you been accused of sexually harassing, assaulting, or creating a hostile work environment for another individual in a personal or professional capacity? Provide a list of all instances in which you have been accused of sexually harassing, assaulting, or creating a hostile work environment for an individual and the behavior of which you were accused.
5. Have you requested, or has anyone requested on your behalf, anyone to sign a nondisclosure, confidentiality, non-disparagement, or similar agreement regarding your conduct in a personal or professional capacity?
 - a. Will you voluntarily release any individual from any such agreements before your nomination hearing?
6. Have you ever paid or promised to pay, or has anyone paid or promised to pay on your behalf, an individual as part of any non-disclosure, confidentiality, non-disparagement, or similar agreement?
 - a. How much was promised, paid, and what were the circumstances?
7. Will you commit to recuse from all particular matters involving your former clients and employers for at least four years?

Response to Senator Warren’s Questions, Secretary of Defense Nominee General Lloyd Austin Commits to Recusing Himself from Raytheon Decisions for Four Years,” press release, January 19, 2021, <https://www.warren.senate.gov/newsroom/press-releases/in-response-to-senator-warrens-questions-secretary-of-defense-nominee-general-lloyd-austin-commits-to-recusing-himself-from-raytheon-decisions-for-four-years>.

¹⁵ ProPublica, “Trump’s Appointees Pledged Not to Lobby After They Leave. Now They’re Lobbying,” Derek Kravitz and Alex Mierjeski, May 3, 2018, <https://www.propublica.org/article/trump-appointees-pledged-not-to-lobby-after-they-leave-now-lobbying>; Mother Jones, “Former Trump Officials Signed a Pledge to Avoid Lobbying. At Least 33 of Them Have Found a Way Around It,” Derek Kravitz, February 17, 2019, <https://www.motherjones.com/politics/2019/02/former-trump-officials-signed-a-pledge-to-avoid-lobbying-at-least-33-of-them-have-found-a-way-around-it/>.

¹⁶ BuzzFeed News, “Uber Executive Suggests Digging Up Dirt On Journalists,” Ben Smith, November 17, 2014, <https://www.buzzfeednews.com/article/bensmith/uber-executive-suggests-digging-up-dirt-on-journalists#.epRbzxV3E>.

8. Will you commit to not seek employment, board membership with, or another form of compensation from a company that you regulated or otherwise interacted with while in government, for at least four years after leaving office?
9. Will you commit to not lobby — including through work as an informal “shadow lobbyist” — any part of DoD for at least four years after leaving office?

Sincerely,

A handwritten signature in black ink, appearing to read "Elizabeth Warren", with a long horizontal flourish extending to the right.

Elizabeth Warren
United States Senator