

KING & SPALDING

King & Spalding LLP
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Washington, DC 20006

Paul D. Clement

April 25, 2011

Robert D. Hays
Chairman
King & Spalding LLP
1180 Peachtree Street, NE
Atlanta, GA 30309

Dear Robert:

Please accept my resignation from the firm effective immediately.

My resignation is, of course, prompted by the firm's decision to withdraw as counsel for the Bipartisan Legal Advisory Group of the United States House of Representatives in defense of Section III of the Defense of Marriage Act. To be clear, I take this step not because of strongly held views about this statute. My thoughts about the merits of DOMA are as irrelevant as my views about the dozens of federal statutes that I defended as Solicitor General.

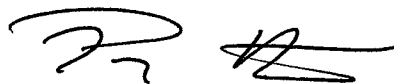
Instead, I resign out of the firmly-held belief that a representation should not be abandoned because the client's legal position is extremely unpopular in certain quarters. Defending unpopular positions is what lawyers do. The adversary system of justice depends on it, especially in cases where the passions run high. Efforts to delegitimize any representation for one side of a legal controversy are a profound threat to the rule of law. Much has been said about being on the wrong side of history. But being on the right or wrong side of history on the merits is a question for the clients. When it comes to the lawyers, the surest way to be on the wrong side of history is to abandon a client in the face of hostile criticism.

I would have never undertaken this matter unless I believed I had the full backing of the firm. I recognized from the outset that this statute implicates very sensitive issues that prompt strong views on both sides. But having undertaken the representation, I believe there is no honorable course for me but to complete it. If there were problems with the firm's vetting process, we should fix the vetting process, not drop the representation.

I reached this decision with great reluctance. I have immense fondness for my colleagues and the law firm. But in this instance, my loyalty to the client and respect for the profession must come first.

As I searched for professional guidance on how to proceed, I found wisdom in the place you and I both would have expected to find it: from our former partner, Judge Griffin Bell, in a 2002 commencement speech to his alma mater, Mercer Law School. "You are not required to take every matter that is presented to you, but having assumed a representation, it becomes your duty to finish the representation. Sometimes you will make a bad bargain, but as professionals, you are still obligated to carry out the representation." I have every good wish for the firm, but I intend to follow Judge Bell's guidance and see this representation through with my new colleagues at Bancroft PLLC.

Yours sincerely,

A handwritten signature in black ink, appearing to read "P. D. Clement". The signature is stylized with a large, looped initial "P" and a long horizontal stroke at the end.

Paul D. Clement