



**Federal Election Commission  
Washington, DC 20463**

March 13, 2014

Charles Ricciardelli, Esq.  
SKADDEN ARPS  
1440 New York Ave, NW  
Washington, DC 20005

Re: ADR 663  
CF Industries Good Governance Fund and Renee Cardella, Treasurer

Dear Mr. Ricciardelli:

Enclosed is the signed copy of the Negotiated Settlement resolving the referral initiated on September 27, 2013 by the Federal Election Commission ("FEC/Commission") involving the above-shown Respondents. The Negotiated Settlement was approved by the Commission on March 6, 2014— the effective date of the agreement.

**Note the specific time frames for compliance in Paragraph 6 of the agreement. Please forward to this office, a statement confirming Respondent's compliance with the terms listed in the aforementioned agreement. The letter should note the dates on which Respondents satisfied each of the terms listed in Paragraph 6, and contain the ADR caption and case number. The civil penalty payment should be sent to the attention of the Accounting/Finance Office of the FEC. The civil penalty under the agreement is due on or before April 7, 2014. Please put the ADR case number on the civil penalty check as well, to ensure crediting to the correct case.**

As you are aware, the Negotiated Settlement will be made part of the record that is released to the public. The Commission will also place on the record copies of the complaint/referral, correspondence exchanged between your office and this office prior to our negotiations, and reports prepared for the Commission by this office to assist in its consideration of this matter. The Commission is obliged by Federal statute to place on the public record documents in closed enforcement and alternative dispute resolution cases; accordingly, copies of documents relative to this matter will be forwarded shortly to the FEC's Public Information Office.

This agreement resolves the matter that was initiated by the Commission pursuant to information ascertained in the normal course of carrying out its supervisory responsibilities regarding violations of federal election campaign laws. I appreciate your

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assistance in effectively resolving this matter and bringing the case to a mutually acceptable conclusion.

Sincerely,



Krista J. Roche  
Assistant Director  
Alternative Dispute Resolution Office

Enc: Negotiated Settlement

cc: Gwendolyn Holmes, Finance and Accounting Office

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**Federal Election Commission  
Washington, DC 20463**

Case Number: ADR 663  
Source: RAD 13L-44  
Case Name: CF Industries, Inc.  
Employees' Good Government Fund

### **NEGOTIATED SETTLEMENT**

This matter was initiated by the Federal Election Commission (Commission) pursuant to information ascertained in the normal course of carrying out its supervisory responsibilities. Following review of the matter, and in an effort to promote compliance with the Federal Election Campaign Act of 1971, as amended, (FECA) and resolve this matter, the Commission entered into negotiations with Charles Ricciardelli, Esq., representing the CF Industries, Inc. Employees' Good Government Fund and Renee Cardella, in her official capacity as Treasurer (the Committee or Respondents). It is understood that this agreement will have no precedential value relative to any other matters coming before the Commission.

Negotiations between the Commission and Respondents addressed the issues raised in this referral. The parties agree to resolve the matter according to the following terms:

1. The Commission entered into this agreement as part of its responsibility for administering the FECA, and in an effort to promote compliance on the part of Respondents. The Commission's use of alternative dispute resolution procedures (ADR) is guided by "The Administrative Dispute Resolution Act of 1996," 5 U.S.C. § 572 and is an extension of 2 U.S.C. § 437g.
2. Respondents voluntarily enter into this agreement with the Commission.
3. On September 27, 2013, the Reports Analysis Division referred Respondents for failing to disclose all financial activity on the 2012 October Monthly Report. On November 20, 2012 the Committee filed an Amended 2012 October Monthly Report disclosing additional disbursements of \$60,000.
4. Treasurers of political committees are required to report all financial activity, including all disbursements, pursuant to the FECA. 2 U.S.C. § 434(b) (4), 11 C.F.R. § 104.3 (b).
5. In two Miscellaneous Electronic Submissions (Form 99) dated May 6, 2013, and June 12, 2013, the Committee explained that it experienced software problems wherein the application did not validate disbursements despite repeated attempts to properly enter

all required information. Additionally, the Committee contends the difficulty with the FECfile software was compounded by the fact that the individual responsible for submitting the 2012 October Monthly Report left for vacation immediately following her unsuccessful attempt to file the report, and those supervising her were key members of a team involved in a complex information technology overhaul at the time. The Committee further contends that the source of the error was discovered and the relevant report was amended shortly after the responsible employee returned from vacation. This corrective amendment was submitted upon the Committee's own initiative without prompting by any inquiry from the Commission. Furthermore, remedial measures have been taken to ensure errors of this nature do not occur in the future.

6. Respondents, in an effort to avoid similar errors in the future, agree to: (a) send a representative to an FEC seminar within twelve (12) months of the effective date of this agreement and (b) pay a civil penalty of \$2,100 within thirty (30) days of the effective date of this agreement.
7. Respondents agree that all information provided to resolve this matter is true and accurate to the best of their knowledge and that they sign this agreement under penalty of perjury pursuant to 28 U.S.C. § 1746.
8. The parties agree that if Respondents fail to comply with the terms of this settlement, the Commission may submit any unpaid civil penalty to the U.S. Treasury for collection or undertake civil action in the U.S. District Court for the District of Columbia to secure compliance.
9. This agreement shall become effective on the date signed by all parties and approved by the Commission. Respondents shall comply with the terms of this agreement as set out in paragraph 6 above, and shall certify compliance with the above settlement terms in writing to the Alternative Dispute Resolution Office on or before the date each term becomes due.
10. This Negotiated Settlement constitutes the entire agreement between the parties on ADR 663 (RAD 13L-44), and resolves those issues identified in paragraph 3 above. No other statement, promise or agreement, either written or oral, made by either party, not included herein, shall be enforceable.

FOR THE COMMISSION:

Krista J. Roche, Assistant Director  
Alternative Dispute Resolution Office

  
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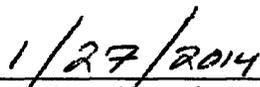
  
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Date Signed

FOR THE RESPONDENTS:

  
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Charles M. Ricciardelli, Esq.  
Representing CF Industries, Inc.  
Employees' Good Government Fund  
and Renee Cardella, Treasurer

  
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Date Signed

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