



FEDERAL ELECTION COMMISSION
Washington, DC 20463

July 22, 1993

CERTIFIED MAIL
RETURN RECEIPT REQUESTED

ADVISORY OPINION 1993-7

Robert D. Van Brocklin
Stoel, Rives, Boley, Jones & Grey
Suite 2300
Standard Insurance Center
900 S.W. Fifth Avenue
Portland, Oregon 97204-1268

Dear Mr. Brocklin:

This responds to your letters of May 12 and June 2, 1993, requesting an advisory opinion on behalf of Pacific Power & Light Company Employee PAC (the "Committee") regarding application of the Federal Election Campaign Act of 1971, as amended ("the Act"), to a proposed change in the Committee's name.

You state that you represent Pacific Power & Light Company ("PP&L") which you describe in your June 2 letter as "an operating division" and "assumed business name" of PacifiCorp. You state that the Committee is the separate segregated fund of PP&L. PP&L and PacifiCorp, you explain, would like to change the name of the Committee's connected organization from PP&L to PacifiCorp. In connection with this change, the name of the Committee would change from "Pacific Power & Light Company Employee PAC" to "PacifiCorp Federal Political Action Committee." You further explain that the Committee's affiliated committees, the Committee's custodian of records, the Committee's treasurer, the Committee's assistant treasurer, the membership of the Committee's Board of Directors, and the Committee's bylaws would also change.

The above changes, you state, "are not intended to achieve compliance with any legal requirements. Rather, they are being proposed because PacifiCorp is interested in seeking contributions to the Committee from operating divisions of PacifiCorp in addition to PP&L." According to your request, it is PacifiCorp's belief that the name change will facilitate a wider

employee identification with the work and goals of the Committee. You wish to know whether these changes can be made by amending the Committee's Statement of Organization or whether PacifiCorp must establish a new separate segregated fund to form PacifiCorp Federal Political Action Committee.

Relevant to your request is the information you present on the historic relationship between PP&L and PacifiCorp. You state that PP&L was formed as a public electric utility company incorporated in Maine in 1910. In 1984, PP&L changed its name to PacifiCorp but continued to do business under the name PP&L. You explain that in 1989, PacifiCorp, still a Maine corporation, went through a series of mergers with several corporations; the surviving corporation was PC/UP&L Merging Corp., an Oregon company which changed its name to PacifiCorp when the mergers were complete. As noted above, PP&L now exists as an operational division of PacifiCorp although you affirm that "for the purposes of FEC reporting and disclosure, PacifiCorp and PP&L are, in essence, the same."

Under the Act and Commission regulations, the name of any separate segregated fund must include the full name of its connected organization. 2 U.S.C. 432(e)(5); 11 CFR 102.14(c). The regulations permit the use of a clearly recognized abbreviation or acronym provided that the separate segregated fund uses both the abbreviation (or acronym) and the full official name in its Statement of Organization, in all reports filed by the fund, and in all disclaimer notices. 11 CFR 102.14(c); see also Advisory Opinions 1989-8, 1988-42, 1987-26 and 1980-86.

Information provided by the Maine Bureau of Corporations, Elections and Commissions confirms that in 1984 PP&L changed its name to PacifiCorp. While PP&L exists as a division of PacifiCorp and the name "Pacific Power & Light" is used for business purposes, PP&L was no longer the official name of the Maine corporation which served as the connected organization for the Committee.^{1/} "Pacific Power & Light" is not the name of any successor corporation or PacifiCorp subsidiary.^{2/} Therefore, under the Act and Commission regulations, the Committee cannot continue to use the name "Pacific Power & Light Company Employee Pac" as its official name but must use a name, like that proposed in your request, which incorporates the name "PacifiCorp" in its title.

Regarding the proposed change of the custodian of records, treasurer and assistant treasurer, Board of Directors and bylaws, these alterations relate to the administration of the Committee and are permissible as the corporate sponsor sees fit. See 2 U.S.C. 441b(b)(2)(C) and 11 CFR 114.1(a)(2)(iii). However, you also briefly mention that the committee's affiliated committees would change. This opinion is expressly limited to the facts presented in your request. No information has been provided in your correspondence regarding specific changes in the affiliation between the Committee and other committees controlled by PacifiCorp or its subsidiaries. Therefore, the Commission expresses no opinion as to any affiliation situation affecting the Committee.

This response constitutes an advisory opinion concerning the application of the Act, or regulations prescribed by the Commission, to the specific transaction or activity set forth in your request. See 2 U.S.C. 437f.

Sincerely,

(signed)

Scott E. Thomas
Chairman

Enclosures (AOs 1989-8, 1988-42, 1987-26, 1980-98 and 1980-86)

ENDNOTES

1/ According to reports filed with the Commission, the Committee first filed its Statement of Organization in 1977.

2/ Under 11 CFR 102.14(c), a fund established by a corporation which has a number of subsidiaries is not required to include the names of the subsidiaries in its official title. The fund of a subsidiary is not required to include in its name the name of the parent or other subsidiaries of the parent. See Advisory Opinions 1989-8 and 1980-98. However, in the situation you have presented and which is confirmed by publicly available information, PP&L has no separate corporate existence apart from PacifiCorp. PP&L is not a subsidiary of PacifiCorp. Rather, according to information provided by PacifiCorp's original state of incorporation, PP&L was the original name of PacifiCorp until it was changed in 1984.