



FEDERAL ELECTION COMMISSION  
Washington, DC 20463

**MEMORANDUM**

**TO:** The Commission  
Acting Staff Director  
Acting General Counsel  
FEC Press Office  
FEC Public Disclosure

**FROM:** Office of the Commission Secretary *SW*

**DATE:** June 14, 2011

**SUBJECT:** Comment on Draft AO 2011-10  
(POET, LLC, POET PAC, and Sioux River  
Ethanol, LLC)

Transmitted herewith is a timely submitted comment from POET, LLC, POET PAC, and Sioux River Ethanol, LLC by Michael E. Toner, Esq. regarding the above-captioned matter.

Draft Advisory Opinion 2011-10 is on the agenda for Wednesday, June 15, 2011.

**Attachment**



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June 14, 2011

**VIA HAND DELIVERY**

Ms. Shawn Werth  
Commission Secretary  
Federal Election Commission  
999 E Street, NW  
Washington, DC 20463

Re: Draft Advisory Opinion 2011-10

Dear Ms. Werth:

On behalf of POET, LLC, Sioux River Ethanol, LLC, d/b/a POET Biorefining-Hudson and POET PAC (collectively "POET Entities"), this comment responds to the draft of Advisory Opinion 2011-10 which was made publicly available on June 8, 2011 (the "Draft").

The POET Entities agree with all of the conclusions in the Draft, but wish to clarify two factual representations contained in the Draft.

First, the Draft indicates that "POET PAC proposes to compensate the POET plants for the services that they provide...by paying the usual and normal charge for these services to the POET plants in advance every two weeks." Draft Advisory Opinion 2011-10 at 4. Footnote three indicates that "POET PAC would also similarly compensate POET, LLC to cover the cost of any POET, LLC staff time..." Id.

However, the request filed on behalf of the POET Entities states that "POET PAC would make payments to the POET plants and POET LLC on a monthly basis." Advisory Opinion Request 2011-10 at 4. Accordingly, the POET Entities respectfully request that, in its final opinion, the Commission replace the words "every two weeks" with "every month" on Page 4.

Second, the Draft indicates that "the POET plants are limited liability companies that are organized as partnerships in the States in which they are located." Draft Advisory Opinion 2011-10 at 6. Elsewhere in the Draft the Commission states that the POET plants are partnerships. See Draft Advisory Opinion 2011-10 at 1-2 ("The POET plants are organized as partnerships under the laws of the several States where they are based.").

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The POET Entities wish to confirm factually that 24 of the 27 POET plants are limited liability companies that have elected treatment as partnerships for taxation purposes; accordingly, these POET plants are treated as partnerships under the Act and Commission regulations and, as such, may contribute up to \$5,000 per calendar year to nonconnected multicandidate political committees such as POET PAC. See 11 C.F.R. § 110.1(g)(2) and 2 U.S.C. § 441a(a)(1)(C). The POET Entities wish to further confirm that one POET Plant – Bingham Lake – is a limited liability partnership. Finally, the POET Entities wish to confirm that POET Research Center, Inc. is a corporate entity and that Agra Resources Coop (POET's Glenville Plant) is a cooperative that has elected treatment as a corporation for taxation purposes. Neither POET Research Center, Inc. nor Agra Resources Coop would be involved in the POET PAC Cultivator Club if it is approved by the Commission.

In light of the foregoing, the POET Entities respectfully request that, in its final opinion, the Commission indicate where appropriate that the POET plants which will be involved in the POET PAC Cultivator Club will be limited liability companies that have elected treatment as partnerships for taxation purposes and a limited liability partnership.

Thank you so much for the Commission's consideration of these comments.

Sincerely,



Michael E. Toner

cc: Mr. Christopher Hughey, Acting General Counsel