



FEDERAL ELECTION COMMISSION

Washington, DC 20463

**MEMORANDUM**

**TO:** The Commission

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

**DATE:** July 31, 2024

**SUBJECT:** AOR 2024-07 (Team Graham) Comment from  
Holtzman Vogel

Attached is AOR 2024-07 (Team Graham) Comment  
from Holtzman Vogel.

Attachment

# Holtzman Vogel

HOLTZMAN VOGEL BARAN TORCHINSKY & JOSEFIAK PLLC

July 30, 2024

**RECEIVED**

*By Office of General Counsel at 9:43 am, Jul 31, 2024*

**VIA E-MAIL**

Federal Election Commission  
Office of General Counsel  
1050 First Street, NE  
Washington, DC 20463

**RECEIVED**

*By Office of the Commission Secretary at 9:56 am, Jul 31, 2024*

**Re: Advisory Opinion Request 2024-7**

Dear Commissioners:

We write in response to comments submitted by the Elias Law Group on behalf of DSCC and DCCC.

**I. Team Graham Submitted A Complete Advisory Opinion Request, As Certified By OGC.**

The DSCC/DCCC comment mischaracterizes Team Graham’s advisory opinion request and misapplies the Commission’s standards on submitting a complete request. Without belaboring the point, Team Graham submitted a complete advisory request. The Office of General Counsel agreed. The advisory opinion request “set forth a specific transaction or activity that the requesting person plans to undertake or is presently undertaking and intends to undertake in the future.”<sup>1</sup> The “requesting person” is Team Graham and the advisory opinion “set[s] forth a specific transaction or activity” that Team Graham seeks to undertake.

Contrary to the commenters’ assertions, nothing requires Team Graham to “identify which Super PAC will be joining” the JFC. The commenters’ supposed interest in “which Super PAC,” including “whether the Super PAC already exists,” its “communication plans outside of the joint fundraising committee’s communications,” and whether it “accepts corporate or labor funds,” has no bearing on whether 11 C.F.R. § 112.1(b) is satisfied. Nevertheless, in the spirit of Team Graham’s request—which is straightforward and not intended to conceal any facts about what it intends—the Super PAC that Team Graham intends to add to its JFC if this advisory opinion request is approved is “Security is Strength PAC.”

**II. Team Graham Has Already Represented It Will Not Engage In Prohibited Coordination Under The Request; Additional Representations Are Not Required.**

The commenters acknowledge that Team Graham’s request represents that “Senator Graham, his campaign, and any agents will not engage in conduct that will satisfy the request or suggestion, substantial discussion, or material involvement conduct standards under the

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<sup>1</sup> 11 C.F.R. § 112.1(b).

Commission's coordinated communications regulations with respect to the Super PAC's other public communications."<sup>2</sup> Nevertheless, the comments complain that "there is no mention of the Super PAC adopting and implementing any protocol that could protect against any unlawful coordination." In light of Team Graham's representations on the subject, the commenters' supposed concerns are fully addressed.

To be clear, **the request represents that Senator Graham, his campaign, and agents of both, will not engage in prohibited coordination with the Super PAC** that would be added to the JFC. This representation speaks for itself and does not depend on, and cannot be changed by, anything that the Super PAC itself would, or could, represent. If Senator Graham, his campaign, and agents of both will not engage in prohibited coordination with the Super PAC, as is represented in the request, the Super PAC will not be capable of making and distributing coordinated communications.

### **III. Elias Law Group Misstates The Request's Representations Regarding Joint Fundraising Ads And Expenses.**

Finally, the commenter raises an issue with respect to the payment of fundraising expenses that simply does not exist. The request states repeatedly that the requestors intend to comply fully with the Commission's joint fundraising regulation, 11 C.F.R. § 102.17, and nothing in the request suggests any intention for a Super PAC to advance any funds to pay joint fundraising costs. The requestor, and its counsel, are well aware that the Commission's joint fundraising regulations require that "[a] participant may only pay expenses on behalf of another participant subject to the contribution limits" under the Act.<sup>3</sup>

As the comments acknowledge, the request explains that joint fundraising communications will be allocated to and proportionally paid by the JFC participants "as required by the Commission's joint fundraising regulation."<sup>4</sup> Furthermore, the request makes specific reference to the Commission's joint fundraising regulation, which requires that "[a]fter gross contributions are allocated among the participants" of the JFC, "the fundraising representative shall calculate each participant's share of expenses" and "shall subtract the participant's share of expenses from the amount that participant has been allocated from gross proceeds."<sup>5</sup> In other words, the request plainly represents that all expenses will be paid from each participant's allocation of gross proceeds, which, as other representations make clear, will consist solely of funds that comply with the Act's contribution limits and source prohibitions.

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<sup>2</sup> DSCC/DCCC Comment at 2 (July 15, 2024); *see also* Advisory Opinion Request 2024-07 (Team Graham) at 3, 8.

<sup>3</sup> *See* 11 C.F.R. § 102.17(c)(7)(i)(B).

<sup>4</sup> *Compare* DSCC/DCCC Comment at 3 ("The Request states that any joint fundraising communications 'will be allocated to and paid for proportionally by the participants in the joint fundraising committee.'"); *with* Advisory Opinion Request 2024-07 (Team Graham) at 4-5 ("As set forth in this request, any joint fundraising communications will be allocated to and paid for proportionally by the participants in the joint fundraising committee *as required by the Commission's joint fundraising regulation.*" (emphasis added)).

<sup>5</sup> 11 C.F.R. § 102.17(c)(7).

The commenters statement that “the costs of all joint fundraising ads and other expenses must be paid for by the joint fundraising committee, with funds raised directly into the joint fundraising committee itself that are comprised of funds that comply with the source restrictions and contribution limits of the Act” and/or “from legal advances from only the Requestor, NRSC, and Senator Graham’s leadership PAC” simply restates what was already represented in the request.<sup>6</sup> That is precisely how the requestor understood its request, and we do not believe anything in the request could reasonably be interpreted to suggest otherwise. Nonetheless, to the extent the commenters seek to complicate matters by introducing new facts and misstating the request, we are happy to reiterate our original point using different language.

Sincerely,

A handwritten signature in black ink, appearing to read "J. Johnson". The signature is fluid and cursive, with the first letter being a large, stylized 'J'.

Jessica Furst Johnson  
Andrew D. Watkins  
*Counsel to Team Graham, Inc.*

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<sup>6</sup> See DSCC/DCCC Comment at 5.