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Jon Waclawski
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June 28, 2019

Jeff S. Jordan
Assistant General Counsel
Federal Election Commission
Office of Complaints Examination
And Legal Administration
Attn: Christal Dennis, Paralegal
1050 First Street, NE
Washington, DC 20463

Re: MUR 7606 (National Association of REALTORS® PAC)

Dear Mr. Jordan,

On behalf of the National Association of REALTORS® Political Action Committee (“NAR RPAC”), John Flor, as Treasurer, this letter responds to the Complaint filed by attorney Daniel Rufty on behalf of himself. The Federal Election Commission (“FEC” or “Commission”) received the Complaint on May 13.¹ The Complaint alleges that NAR RPAC and the Committee to Elect Leigh Brown engaged in prohibited coordinated activity because of Leigh Brown’s role within NAR RPAC prior to her candidacy. This allegation is meritless, factually inaccurate and is wrong as a matter of law.

NAR RPAC did not coordinate its independent expenditures with the Committee to Elect Leigh Brown in violation of the Federal Election Campaign Act of 1971, as amended (the “Act” or “FECA”). Because Leigh Brown served in a volunteer position with NAR RPAC, the Commission’s regulations defining the former employee conduct standard do not apply. Therefore, the Commission should find no reason to believe, dismiss the matter, and close the file.

FACTS

NAR RPAC is the separate segregated fund for the National Association of REALTORS® (“NAR”) and is registered with the Internal Revenue Service as a Section 527 political organization. First established as the NAR Real Estate Political Education Committee in 1969, NAR RPAC filed its statement of organization with the FEC in 1979 to raise contributions from

¹ By letter dated June 6, 2019, the Commission granted NAR RPAC’s request for an extension of time to respond to the Complaint until July 1, 2019.



and make federal disbursements on behalf of NAR Members in compliance with federal campaign finance laws.

NAR RPAC prides itself on over fifty years of existence, having grown to be one of the most active and successful trade association political action committees. To that end, NAR RPAC has developed comprehensive procedures and policies governing its fundraising and disbursement activity.² In fact, NAR RPAC is governed by two separate NAR Member-run and staff supported committees: (1) The NAR RPAC Trustees Fundraising Committee; and (2) The NAR RPAC Federal Disbursements Trustees.³ In accordance with NAR RPAC policy, members may not serve as Trustees of both committees at the same time.⁴

The NAR RPAC Trustees Fundraising Committee is composed of 41 volunteer NAR Members who are missioned to set NAR RPAC fundraising policy and fundraising goals.⁵ The Trustees are appointed by the NAR President and confirmed by the NAR Board of Directors.⁶ The Fundraising Trustees oversee subcommittees that manage NAR RPAC's various fundraising programs.

Like the Fundraising Trustees, the NAR RPAC Federal Disbursements Trustees are appointed by the NAR President and confirmed by the NAR Board of Directors.⁷ 18 volunteer NAR Members make up the Federal Disbursements Trustees.⁸ The Disbursements Trustees work to enhance NAR RPAC's political effectiveness by authorizing federal disbursements to support federal candidates and issues.

NAR RPAC policy dictates that in open seat primary elections, like the election at issue here, state REALTOR® associations are required to initiate the process for federal candidate support.⁹ State REALTOR® associations evaluate federal candidates by following objective criteria including candidate responses to questionnaires, candidate record of supporting REALTOR® issues, candidate electability, and other such criteria formalized by the state REALTOR® association.¹⁰ If, after this process, a state REALTOR® association determines a candidate to be worthy of NAR RPAC support, the association will make a request of support to the NAR RPAC Federal Disbursements Trustees.¹¹ In the matter at hand, the North Carolina Association of REALTORS® followed this process.¹²

² See Friday Scott Aff. ¶¶ 7-10.

³ Friday Scott Aff. ¶¶ 4-5.

⁴ Friday Scott Aff. ¶ 6.

⁵ Friday Scott Aff. ¶ 5.

⁶ Friday Scott Aff. ¶ 5.

⁷ Friday Scott Aff. ¶ 4.

⁸ Friday Scott Aff. ¶ 4.

⁹ Friday Scott Aff. ¶ 7.

¹⁰ Friday Scott Aff. ¶ 7.

¹¹ Friday Scott Aff. ¶ 7.

¹² Friday Scott Aff. ¶¶ 11, 16.



On March 15, 2019, Leigh Brown announced her campaign for the U.S. House of Representatives in North Carolina's 9th Congressional District Special Election.¹³ Leigh Brown formally tendered her resignation as NAR RPAC Fundraising Liaison on March 13, 2019, two days before announcing her candidacy.¹⁴ On March 25, 2019 the North Carolina Association of REALTORS® provided NAR RPAC Federal Disbursements Trustees with a maximum support request for Leigh Brown's campaign which included asking NAR RPAC to make a \$5,000 contribution to Leigh Brown's campaign, and to add Leigh Brown's campaign to NAR's Opportunity Race Program – a program that provides express advocacy communications in support of a candidate made only to NAR Members.¹⁵

As required by NAR RPAC policy, the NAR RPAC Federal Disbursements Trustees considered the North Carolina Association of REALTORS® request.¹⁶ On March 27, 2019, the Disbursements Trustees voted to approve the contribution request as well as to add Leigh Brown to the Opportunity Race Program.¹⁷

At its April 4-5, 2019 meeting, the NAR RPAC Federal Disbursements Trustees considered whether to approve an independent expenditure in support of Leigh Brown.¹⁸ In accordance with NAR RPAC independent expenditure policy, the independent expenditure was first reviewed by a small subgroup of the NAR RPAC Federal Disbursements Trustees called the Federal Independent Expenditure Advisory Board ("FIEAB").¹⁹ The FIEAB engaged an outside consultant to administer a poll and provide strategic insights about the North Carolina CD-9 Special Election. Each FIEAB Member and select NAR staff involved in reviewing the independent expenditure request, signed an "Affidavit of No Contact or Coordination" confirming no interaction with Leigh Brown or employees or agents of the Committee to Elect Leigh Brown that would cause the contemplated expenditure to lose its independence.²⁰

On April 4, 2019, the FIEAB voted to recommend making an independent expenditure in support of Leigh Brown's candidacy.²¹ The FIEAB then submitted its plan and recommendation to the larger NAR RPAC Federal Disbursements Trustees for final approval on April 5, 2019.²² Prior to review, the Trustees executed an "Affidavit of No Contact or Coordination" confirming no interaction with Leigh Brown or employees or agents of the Committee to Elect Leigh Brown

¹³ On February 21, 2019, the North Carolina Board of Elections called for a new election in North Carolina's 9th Congressional District after it failed to certify the 2018 General Election results based on irregularities. The state Board of Elections set a May 14, 2019 Primary Election date, thereby creating a truncated election calendar.

¹⁴ See Exhibit 2. Leigh Brown submitted her resignation to NAR President, John Smaby, on March 13, 2019, effective on March 14, 2019.

¹⁵ Friday Scott Aff. ¶ 11.

¹⁶ Friday Scott Aff. ¶ 8.

¹⁷ Friday Scott Aff. ¶ 12.

¹⁸ Friday Scott Aff. ¶ 13.

¹⁹ Friday Scott Aff. ¶ 10.

²⁰ Friday Scott Aff. ¶ 16.

²¹ Friday Scott Aff. ¶ 14.

²² Friday Scott Aff. ¶ 15.



that would cause the contemplated expenditure to lose its independence.²³ A copy of the affidavit signed by the FIEAB and Disbursements Trustees Chairwoman is attached to this response.²⁴ After discussion of the request, the NAR RPAC Federal Disbursements Trustees approved the independent expenditure campaign plan in support of Leigh Brown’s candidacy.²⁵ At no point did Leigh Brown or any employee or agent of the Committee to Elect Leigh Brown participate in, provide information to or otherwise influence the decisions made by the FIEAB or NAR RPAC Federal Disbursements Trustees.²⁶

DISCUSSION

“The Commission may find ‘reason to believe’ a violation of the Act occurred only if a complaint sets forth sufficient specific facts, which, if proven true, would constitute a violation of the [Act].”²⁷ Unwarranted legal conclusions from asserted facts or mere speculation will not be accepted as true, and will provide no independent basis for investigation.²⁸ This response articulates three fatal flaws in the Complaint rendering the Complaint without merit.

First, the Complaint alleges coordination, but does not articulate NAR RPAC made an excessive or prohibited contribution to the Committee to Elect Leigh Brown. Second, the Complaint misstates and misapplies the regulation’s coordination requirements by reversing the regulation’s application of the former employee conduct standard. Finally, the Complaint’s allegation that Leigh Brown was employed by NAR or NAR RPAC is untrue and based on mere speculation.

The Complaint Fails to Allege NAR RPAC Violated the Law.

Coordinated communications are communications “made in cooperation, consultation or concert with, or at the request or suggestion of, a candidate, candidate’s authorized committee, or a political party committee.”²⁹ Coordinated communications, as a matter of law, are not prohibited, as the Complaint argues.³⁰ Instead, a communication that is coordinated with a

²³ Friday Scott Aff. ¶ 16.

²⁴ See Exhibit 3.

²⁵ Friday Scott Aff. ¶ 15.

²⁶ Friday Scott Aff. ¶ 16.

²⁷ FEC MUR 4960 (Clinton for U.S. Exploratory Committee), Statement of Reasons of Commissioners David M. Mason, Karl J. Sandstrom, Bradley A. Smith, and Scott E. Thomas at 1 (Dec. 21, 2000).

²⁸ See 11 CFR § 111.4(d)(3).

²⁹ 11 CFR § 109.20(a).

³⁰ The Complaint misrepresents the law by stating, “Federal law prohibits coordinated communication between a political action committee, and a candidate for the United States Congress.” Compl. ¶ 7. The Complaint also alleges, “...Leigh Brown and NAR violated FECA’s ban on coordinated communication between a political action committee, and a candidate for the United States Congress.” Compl. ¶¶ 2, 17. The Complaint erroneously cites 11 CFR § 109.21(a) and AO 2016-21 to support its argument. Regulation Section 109.21(a) establishes the definition of a coordinated communication and nowhere states or otherwise indicates a ban on coordinated communications between political action committees and candidate committees. Advisory Opinion 2016-21 addresses a series of questions seeking clarification on specific fact patterns relevant to a hybrid PAC. Nowhere in the Advisory Opinion



candidate or her authorized committee is considered an in-kind contribution from the entity that made the communication to the candidate's authorized committee.³¹ The regulations explicitly state, "[a] payment for a coordinated communication is made for the purpose of influencing a Federal election, and is an in-kind contribution... to the candidate, authorized committee, or political party committee with whom or which it is coordinated..."³²

Coordinated communications are impermissible only when the resulting contribution violates FECA's contribution limits as being either excessive or source prohibited.³³ The Complaint does not state that NAR RPAC made an excessive or prohibited contribution to the Committee to Elect Leigh Brown by virtue of the alleged coordinated communications.³⁴

The Complaint Erroneously Applies the Former Employee Conduct Standard and Thereby Fails to Establish NAR RPAC Coordinated with the Committee to Elect Leigh Brown.

The Commission's regulations provide that a communication is coordinated with a candidate, her authorized committee, or agent thereof, if it meets a three prong test: (1) the communication is paid for by a person other than the candidate or the candidate's authorized committee ("payment prong"); (2) the communication satisfies one or more of the five content standards ("content prong"); and (3) the communication satisfies one of the six conduct standards ("conduct prong").³⁵ All three prongs must be satisfied for a communication to be considered coordinated.³⁶

In the matter at hand, the first two prongs of the coordination test are satisfied because NAR RPAC paid for express advocacy communications in support of Leigh Brown's candidacy. However, the conduct prong is not satisfied because NAR RPAC made the communications as

does the FEC state that coordinated communications between political action committees and candidates for the United States Congress are prohibited.

³¹ The FEC described in its explanation and justification of the coordination regulations, "expenditures made by any person in cooperation, consultation, or concert, with, or at the request or suggestion of, a candidate or a political party committee 'shall be considered to be a contribution' to that candidate or political party committee." FEC, *Coordinated and Independent Expenditures*, 68 Fed. Reg. 421, 427 (Jan. 3, 2003).

³² 11 CFR § 109.21(b)(1).

³³ See 52 USC §§ 30116, 30118, and 11 CFR §§110, 114.

³⁴ The Complaint's legal theory is further confused by the fact that the Complaint names the Committee to Elect Leigh Brown as a respondent. The regulations do not attribute receipt of an in-kind contribution to a candidate committee when coordination is the result of the regulation's former employee conduct standard. See 11 CFR § 109.21(b)(2). The FEC explained, regulation Sections 109.21(d)(4), (5) "do not focus on the conduct of the candidate, the candidate's authorized committee or agents, but focus instead on the conduct of a common vendor or former employee with respect to the person paying for the communication. To avoid the result where a candidate, authorized committee or political party committee might be held responsible for receiving or accepting an in-kind contribution that did not result from its conduct or the conduct of its agents, the Commission explicitly provides that the candidate, the candidate's authorized committee, or the political party committee does not receive or accept in-kind contributions that result from conduct described in the conduct standards of paragraphs (d)(4) and (d)(5) of this section." *Coordinated and Independent Expenditures*, 68 Fed. Reg. 421, 427 (Jan. 3, 2003). See 11 CFR 109.21(b)(2).

³⁵ See 11 CFR § 109.21.

³⁶ 11 CFR § 109.21(a).



independent expenditures. Leigh Brown is not and never has been employed by NAR or NAR RPAC, and even if she had, the former employee conduct standard would not be triggered because the former employee conduct standard applies to former employees of a candidate campaign committee.

The Complaint relies on the former employee conduct standard to satisfy the conduct prong and substantiate its coordination allegation.³⁷ This standard is satisfied only if an employee of the entity paying for the communication (1) was employed by the candidate identified in the communication within the previous 120 days, and (2) that employee uses or conveys to the payor information used by the employee in the providing of services to the candidate, and the information is material to the creation, production, or distribution of the communication.³⁸

The Commission recognized when drafting the former employee conduct standard regulation that, “Congress required the Commission to address in its revised coordination rules ‘persons who previously served as an employee of’ a candidate or political party committee.”³⁹ The Commission explained that it was “...including this conduct standard to address what it understands to be Congress’ primary concern, which is a situation in which a former employee of a candidate goes to work for a third party that pays for a communication that promotes or supports the former employer/candidate or attacks or opposes the former employer/candidate’s opponent.”⁴⁰ What the regulation does not contemplate, is the reverse scenario where a person leaves a non-committee employer to be an employee or agent of a candidate’s campaign committee, since such a scenario would not result in the sort coordination activity the regulations seek to address.

The Complaint alleges, that Leigh Brown was employed by NAR prior to running for Federal office.⁴¹ As stated herein, Leigh Brown is not and never was employed by NAR or NAR RPAC. Further, the Complaint fails to allege, nor could it allege, that Leigh Brown somehow became a former employee of her own campaign, was then hired by or became an agent of NAR RPAC and in so doing influenced NAR RPAC’s expenditures in support of her campaign. Therefore, the Complaint misstates and misapplies the former employee conduct standard destroying the Complaint’s basis for coordination.

Leigh Brown was Never Employed by NAR or NAR RPAC and Even if She Were, Such Employment Would be Irrelevant to Establish Coordination.

To establish its former employee argument, the Complaint provides the Commission a portion of NAR’s web post announcing Leigh Brown’s resignation and subsequent campaign for federal office.⁴² As NAR RPAC Fundraising Liaison, Leigh Brown was highly visible within the

³⁷ See Compl. ¶ 10.

³⁸ 11 CFR § 109.21(d)(5).

³⁹ *Coordinated and Independent Expenditures*, 68 Fed. Reg. at 427, citing Public Law 107-155, sec. 214(c)(3) (March 27, 2002).

⁴⁰ *Coordinated and Independent Expenditures*, 68 Fed. Reg. at 438.

⁴¹ See Compl. ¶ 15.

⁴² The Complaint relies solely on NAR’s web post to substantiate its allegation that NAR employed Leigh Brown. Yet, the web post never mentions nor suggests that NAR employed Leigh Brown. In fact, the web post represents the



NAR membership. NAR, therefore, provided the web post to inform its members that Leigh Brown resigned her volunteer position as RPAC Fundraising Liaison in order to run for federal office. Curiously, the Complaint, in its Exhibit 1, only included half of NAR's web post.⁴³ Whether the Complaint purposefully omitted half of the web post is unclear, however, the missing section does the Complaint no favors in that it describes the legally compliant process NAR follows when deciding whether to support a federal candidate. The missing section from the Complaint's exhibit reads:

NAR adheres to pre-established procedures for determining candidates to support in federal elections. The process starts with the state REALTOR® association objectively evaluating candidates and making a recommendation to NAR. The REALTORS® Political Action Committee (RPAC) Disbursements Trustees review the state REALTOR® association's recommendation and make a determination whether and how to support the federal candidate.

NAR is committed to following its legally compliant process to ensure it supports the best candidates that champion property ownership.⁴⁴

Even if Leigh Brown were employed by NAR or NAR RPAC, the Complaint still fails to articulate a colorable claim that NAR RPAC violated FECA. Not only does the Complaint's allegation fall short because the employment would have occurred prior to Leigh Brown's candidacy, meaning she could not have provided information to NAR RPAC that would be material to her campaign, but the Complaint never alleges nor provides any facts supporting the argument that Leigh Brown shared with the NAR RPAC Federal Disbursements Trustees material information about her campaign plans, projects, activities or needs. The Complaint does not include this information because it does not exist, and to make such an argument would require a reverse and misapplication of the FEC's former employee conduct standard. Instead the Complaint merely speculates that, "[t]he timing of the advertisement makes the coordination obvious."⁴⁵

Leigh Brown's voluntary role as NAR RPAC Fundraising Liaison in no way compromised the independence of NAR RPAC's independent expenditures in support of Leigh Brown's candidacy. NAR RPAC is permitted to make independent expenditures in support of federal

exact opposite. In the very first sentence, the web post describes Leigh Brown as the "CEO of RE/MAX Leigh Brown & Associates, Concord, N.C." Leigh Brown's role as NAR RPAC Fundraising Liaison is common to most member-run trade associations, in that it is voluntary with no connection to NAR employment.

⁴³ See Compl. Exhibit 1.

⁴⁴ NAR Statement on Leigh Brown North Carolina Congressional Special Election Candidacy (March 19, 2019), <https://www.nar.realtor/nar-statement-on-leigh-brown-north-carolina-congressional-special-election-candidacy>

⁴⁵ Compl. ¶16.



candidates.⁴⁶ Independent expenditures are made when an individual, corporation, labor organization or political committee makes a public communication that expressly advocates the election or defeat of a clearly identified candidate and is not made in coordination with a candidate, candidate's committee, party committee or their agents.⁴⁷ Not only was NAR RPAC's decision to support Leigh Brown made following pre-established policies premised on preserving independence⁴⁸ and weeks after Leigh Brown resigned her role as NAR RPAC Fundraising Liaison, but Leigh Brown never possessed nor did she have access to information related to the independent expenditure.

CONCLUSION

The Commission's regulations are unequivocal that the former employee conduct standard applies to former employees of candidates or candidates' authorized campaign committees, not organizations that make independent expenditures like NAR RPAC. The Complaint misapplies the Commission's regulations and thereby fails to establish any basis for its allegation that NAR RPAC coordinated with the Committee to elect Leigh Brown in any way. As a result, the Commission should find no reason to believe that NAR RPAC coordinated its independent expenditures with the Committee to Elect Leigh Brown in violation of the Act and should dismiss this matter.

Sincerely,

A handwritten signature in black ink, appearing to read 'Jon Waclawski'.

Jon Waclawski
NAR Political Compliance Counsel

Enclosure

Exhibit 1: Lisa Friday Scott Affidavit

Exhibit 2: Leigh Brown Resignation

Exhibit 3: Nancy Riley Affidavit

⁴⁶ See 11 CFR §§ 114.10, 102.14(c), 100.16.

⁴⁷ 11 CFR § 100.16(a).

⁴⁸ See Friday Scott Aff. ¶¶ 7-16.

Exhibit 1

BEFORE THE FEDERAL ELECTION COMMISSION

Washington)
)
 District of Columbia)

Matter Under Review 7606

AFFIDAVIT OF LISA FRIDAY SCOTT

Lisa Friday Scott, first being duly sworn deposes and says:

1. I am Lisa Friday Scott. I have been employed by the National Association of REALTORS® (“NAR”) since January 2, 1990. I am currently NAR Director of Public Advocacy and have held this position since 2014.
2. In my role as NAR Director of Public Advocacy, I serve as the staff executive to the NAR RPAC Federal Disbursements Trustees, whereby I provide logistical and administrative support to the Disbursements Trustees, one of two NAR Member-run committees governing NAR RPAC.
3. I am familiar with the NAR RPAC policies and regularly instruct NAR RPAC Federal Disbursements Trustees on NAR RPAC policy matters.
4. 18 NAR Members are appointed by the NAR President and confirmed by the NAR Board of Directors to be NAR RPAC Federal Disbursements Trustees. The Disbursements Trustees receive and analyze requests to make expenditures related to federal elections and issues. Disbursements Trustees serve in their volunteer, NAR Member capacities and are not paid or otherwise employed by NAR or NAR RPAC.
5. Separate from the NAR RPAC Federal Disbursements Trustees is the NAR RPAC Trustees Fundraising Committee. Although I am not the staff person who oversees the NAR RPAC Trustees Fundraising Committee, I have knowledge of and am familiar with the NAR RPAC Trustees Fundraising Committee. This Committee is composed of 41 NAR Members who are appointed by the NAR President and confirmed by the NAR Board of Directors. The Trustees serve in their volunteer, NAR Member capacities and oversee NAR RPAC fundraising activity. Leigh Brown served as the NAR RPAC Fundraising Liaison, a volunteer appointed member of the NAR RPAC.
6. A NAR Member may not be appointed to both the NAR RPAC Federal Disbursements Trustees and the NAR RPAC Trustees Fundraising Committee at the same time.
7. In open seat primary elections, NAR RPAC policy requires state REALTOR® associations to determine what candidates should receive REALTOR® support. Following objective criteria, state REALTOR® associations evaluate federal candidates including candidate responses to questionnaires, candidate record of supporting REALTOR® issues, electability of the candidate, and other such criteria formalized by the state REALTOR®

association. Only after such criteria is applied will a state REALTOR® association make request to the NAR RPAC Federal Disbursements Trustees.

8. NAR's RPAC Federal Disbursements Trustees consider all state REALTOR® association-submitted recommendations and make determinations as to whether and how to support federal candidates based upon the NAR RPAC Disbursements Trustees comprehensive evaluation process. Typically, NAR RPAC Disbursements Trustees are deferential to state RPAC trustee decisions in open-seat races, especially in circumstances where the state RPAC trustees demonstrate a thoughtful, objective method substantiating their recommendation. Importantly, however, NAR RPAC Disbursements Trustees do not automatically support a federal candidate just because he or she is a REALTOR®. Furthermore, NAR RPAC Disbursements Trustees will only vote to approve one candidate per race.
9. If the NAR RPAC Federal Disbursements Trustees vote to support the federal candidate recommended by the state REALTOR® association, the NAR RPAC Disbursements Trustees will then evaluate the candidate to determine the level of support. The levels of support that may be approved include:
 - Direct NAR RPAC contribution: up to \$5,000 per election
 - Opportunity Race Program: NAR resources for communications made only to REALTOR® members
 - Independent Expenditures: non-coordinated NAR/NAR RPAC communications to the general public in support of the candidate

While direct NAR RPAC contributions and selection for the Opportunity Race Program require NAR RPAC Disbursements Trustee approval, independent expenditure support is additionally scrutinized through a subcommittee of the NAR RPAC Disbursements Trustees so as to maintain the necessary legal separation between the trustees and the contemplated campaigns.

10. Before the Disbursements Trustees may consider an independent expenditure, a state REALTOR® association must request a Level 1 Opportunity Race (the most intense level of Member-to-Member communications). When considering independent expenditures, potential candidates are first reviewed by a small subset of the Disbursements Trustees, called the Federal Independent Expenditures Advisory Board ("FIEAB"). The FIEAB and limited NAR staff will convene and review polling results, presented by outside consultants, and decide which candidates should be targeted for an independent expenditure campaign. Each FIEAB Member and staff are required to sign an "Affidavit of No Contact or Coordination" confirming no interaction with any of the contemplated candidates that would cause an expenditure to lose its independence. Any FIEAB Member unable to sign the affidavit will be excused from the presentation, discussion, and consideration and approval of the independent expenditure. The FIEAB then votes on each independent expenditure. Those independent expenditures which are approved by the FIEAB, are then submitted to the NAR RPAC Federal Disbursements Trustees for final approval. The Trustees are provided with the names of the candidates and are asked to

execute an "Affidavit of No Contact or Coordination" confirming no interaction with any of the contemplated candidates. Any Trustee unable to sign the affidavit will be excused from the presentation, discussion, and consideration and approval of the independent expenditure. The NAR RPAC Federal Disbursements Trustees may not amend a FIEAB recommendation. The Disbursements Trustees may approve or reject an independent expenditure by a two-thirds majority vote of all the Disbursements Trustees.

11. On March 25, 2019, I received notice from the North Carolina Association of REALTORS® indicating they had voted to approve a maximum contribution request as well as request to add Leigh Brown to the Opportunity Race Program as Level 1 candidate.
 12. On March 27, 2019, the NAR RPAC Federal Disbursements Trustees voted to approve both requests.
 13. On April 4-5, 2019, the NAR RPAC Federal Disbursements Trustees held a pre-scheduled meeting in Washington, DC. The meeting was scheduled well in advance of Leigh Brown's candidacy.
 14. On April 4, 2019, the FIEAB voted to recommend making an independent expenditure in support of Leigh Brown's candidacy to the NAR RPAC Federal Disbursements Trustees.
 15. On April 5, 2019 the NAR RPAC Federal Disbursements Trustees approved the independent expenditure in support of Leigh Brown's candidacy.
 16. All NAR RPAC policies were closely followed with regard to approving NAR RPAC disbursements related to Leigh Brown's candidacy, including the independent expenditure. Throughout the process described herein, Leigh Brown never participated in the review or approval of any NAR RPAC expenditures or disbursements.
 17. On May 21, 2019, I received notification of a Complaint filed against NAR RPAC. My understanding is the Complaint alleges NAR RPAC and the Committee to Elect Leigh Brown engaged in coordinated communications during her campaign for U.S. Congress in North Carolina's 9th Congressional District Special Election. The Complaint is wrong. NAR RPAC did not coordinate with the Committee to Elect Leigh Brown.
-

The above information is true and correct to the best of my knowledge, information and belief.

Yina Friday Scott
(June 28, 2019)

Washington, D.C.

Subscribed to and sworn before me this 28 day of June, 2019.



Patricia A. Murphy
Notary Public

My Commission Expires: August 31 2023

PATRICIA A. MURPHY
NOTARY PUBLIC DISTRICT OF COLUMBIA
My Commission Expires August 31, 2023

EXHIBIT 2

From: "Leigh Brown, RE/MAX" <leigh@leighsells.com>
Date: March 13, 2019 at 1:23:37 PM CDT
To: John Smaby <johnsmaby@edinarealty.com>
Subject: Resignation

Hi John-

It is with great sadness that I am submitting my resignation as the 2019 RPAC Fundraising Liaison. It has been an honor and a privilege to serve in this role on your behalf.

This resignation shall be effective Thursday March 14, 2019.

Best regards-
Leigh

--

Leigh Brown

RE/MAX Executive

<https://linkprotect.cudasvc.com/url?a=https%3a%2f%2fLeighBrown.com&c=E,1,tq7vLVmol9c>

[uVDq3egPC4ZOx3MpcdcfZgWqZDCbcl0CqBKI_MTH9RZdAnDPQEaKMR0HV87kYdf9jkkYJcks_YpoxsuS_fau-3h9hudAsDYv&typo=1](https://linkprotect.cudasvc.com/url?a=https%3a%2f%2fLeighBrown.com&c=E,1,tq7vLVmol9cuVDq3egPC4ZOx3MpcdcfZgWqZDCbcl0CqBKI_MTH9RZdAnDPQEaKMR0HV87kYdf9jkkYJcks_YpoxsuS_fau-3h9hudAsDYv&typo=1)
704.507.5500

Exhibit 3

Affidavit of No Contact or Coordination

I, NANCY RILEY, a member of the National Association of REALTORS® (NAR) staff, understand that Independent Expenditure communications to the general public by NAR or the REALTORS® Political Action Committee must be made without coordination with any federal candidate, including the candidate's campaign staff or party. Accordingly, I hereby certify that to the best of my knowledge and belief I have not communicated with any of the candidates in the 2018 general and primary federal elections identified in the attached Exhibit "A," or with such candidates' staff or any individuals indirectly or directly associated with such candidates' campaign committee, any party committee, or any agents thereof (hereinafter collectively the "Candidates.") In particular, except as described on a separate page attached to this affidavit (if any), I have not discussed with any Candidates (1) their campaign plans, projects, activities, or needs, or (2) any communications that might be made by the NAR or RPAC that identify any Candidates and would be created, produced or distributed:

- (i) At the request or suggestion of the Candidates, or as suggested by NAR, RPAC or their respective employees or agents where the Candidates assented to such suggestion;
- (ii) With the material involvement of the Candidates in decisions regarding the content, intended audience, means or mode, media, timing or frequency, or size or duration of the communication;
- (iii) After substantial discussion with the Candidates, including without limitation discussions that may have conveyed to NAR or RPAC material information about the Candidates' campaign plans, projects, activities, or needs; or
- (iv) Involving, to my knowledge, one or more of the Candidates' former employees or independent contractors, or any current or prior campaign vendor to the Candidates.

(In the event any such communications have occurred, please check here and provide on a separate page a detailed description of the substance of any communications, including the dates thereof.)

I further agree not to engage in any discussions or meetings with such Candidates (including their respective staffs or any individuals indirectly or directly associated with their respective campaign committee, any party committee, or any agents thereof) prior to their respective elections as indicated on Exhibit A, or unless I am advised by NAR that it is permissible to do so. If I am unable to avoid such discussions or meetings, I agree to immediately prepare and to forward to Ralph Holmen, Associate General Counsel, National Association of REALTORS®, a written memorandum describing the substance of the discussion(s).

Finally, I also acknowledge the legal, electoral and political importance of maintaining the confidentiality of NAR/RPAC's intention or plans to engage in the activities described above in support of the aforementioned Candidates, and agree not to disclose or discuss same with any person whatsoever, including but not limited to the Candidates, the media, or members and staff of any state or local association of REALTORS®, unless I am advised by the NAR that it is appropriate to do so.

Signature



Date



Exhibit A

Leigh Brown (name of candidate)

~~2019~~2018 Primary General ___ election (Special Election)

___ Senate 9th Congressional District of the State of North Carolina