



FEDERAL ELECTION COMMISSION
Washington, DC 20463

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February 1, 2020

RE: MUR 7690

Dear Mr. Canfield:

On February 5, 2020, the Federal Election Commission ("Commission") notified your clients, Society of Young Women Scientists and Engineers LLC ("SYWSE") and Jennifer Lam, of a complaint alleging violations of certain sections of the Federal Election Campaign Act of 1971, as amended (the "Act"). A copy of the complaint was forwarded to your clients at that time. Upon review of the allegations contained in the complaint and information supplied by your clients, the Commission, on January 14, 2021, found reason to believe that SYWSE violated 52 U.S.C. § 30122, a provision of the Act. The Factual and Legal Analysis, which formed a basis for the Commission's finding, is enclosed for your information.

You may submit any factual or legal materials that you believe are relevant to the Commission's further consideration of this matter. Please submit such materials to the Office of the General Counsel ("OGC") within 30 days of receiving of this notification. Where appropriate, statements should be submitted under oath. In the absence of additional information, the Commission may find probable cause to believe that a violation has occurred and proceed with conciliation. *See* 52 U.S.C. § 30109(a)(4).

Please note that your clients have a legal obligation to preserve all documents, records and materials relating to this matter until such time as you are notified that the Commission has closed its file in this matter. *See* 18 U.S.C. § 1519.

If your clients are interested in pursuing pre-probable cause conciliation, you should make such a request in writing to OGC. *See* 11 C.F.R. § 111.18(d). Upon receipt of the request, OGC will make recommendations to the Commission either proposing an agreement in settlement of the matter or recommending declining that pre-probable cause conciliation be pursued. OGC may recommend that pre-probable cause conciliation not be entered into in order to complete its investigation of the matter. Further, the Commission will not entertain requests for pre-probable cause conciliation after briefs on probable cause have been delivered to the respondents.

Requests for extensions of time are not routinely granted and may be conditioned on your client entering into a tolling agreement with the Commission. Requests must be made in writing at least five days prior to the due date of the response and good cause must be demonstrated. In

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addition, OGC ordinarily will not grant extensions beyond 20 days. Pre-probable cause conciliation, extensions of time, and other enforcement procedures and options are discussed more comprehensively in the Commission's "Guidebook for Complainants and Respondents on the FEC Enforcement Process," which is available on the Commission's website at http://www.fec.gov/em/respondent_guide.pdf.

Please be advised that, although the Commission cannot disclose information regarding an investigation to the public, it may share information on a confidential basis with other law enforcement agencies.¹

This matter will remain confidential in accordance with 52 U.S.C. §§ 30109(a)(4)(B) and 30109(a)(12)(A) unless you notify the Commission in writing that you wish the matter to be made public. For your information, we have enclosed a brief description of the Commission's procedures for handling possible violations of the Act. If you have any questions, please contact Saurav Ghosh, the attorney assigned to this matter, at (202) 251-3381 or sghosh@fec.gov.

On behalf of the Commission,



Shana M. Broussard
Chair

Enclosures
Factual and Legal Analysis
Questions
[REDACTED]

¹ The Commission has the statutory authority to refer knowing and willful violations of the Act to the Department of Justice for potential criminal prosecution, 52 U.S.C. § 30109(a)(5)(C), and to report information regarding violations of law not within its jurisdiction to appropriate law enforcement authorities. *Id.* § 30107(a)(9).

FEDERAL ELECTION COMMISSION**FACTUAL AND LEGAL ANALYSIS**

RESPONDENTS: Society of Young Women Scientists
and Engineers LLC
Unknown Respondents

MUR 7690

I. INTRODUCTION

This matter was generated by a complaint filed with the Federal Election Commission (the “Commission”) by the Campaign Legal Center.¹ The Complaint alleges that the Society of Young Women Scientists and Engineers LLC (“SYWSE”) was not the true source of a \$150,000 contribution it purportedly made to 1820 PAC, an independent expenditure-only political committee (“IEOPC”), but instead that Jennifer Lam, SYWSE’s registered agent and manager, and other unknown persons made the contribution in the name of another using SYWSE as a conduit, in violation of 52 U.S.C. § 30122 of the Federal Election Campaign Act of 1971, as amended (the “Act”). The Complaint further alleges that SYWSE violated 52 U.S.C. § 30122 by knowingly permitting its name to be used to effect the contribution. In addition, the Complaint alleges that SYWSE met the legal requirements of a “political committee,” but failed to register, organize, and report as such, in violation of 52 U.S.C. §§ 30102, 30103, and 30104.

SYWSE and Lam deny the allegations, asserting that SYWSE made a legally permitted contribution to 1820 PAC, although it was formed for the purpose of promoting the education of women in the fields of science and engineering.

As explained below, the overall record in this matter supports a reasonable inference that SYWSE was not the true source of the 1820 PAC contribution, and that other unknown persons may have been the true source of the funds used to make the contribution. As such, the

¹ See 52 U.S.C. § 30109(a)(1).

Commission finds reason to believe that unknown respondents made, and SYWSE knowingly permitted its name to be used to effect, a contribution in the name of another, in violation of 52 U.S.C. § 30122.

II. FACTUAL AND LEGAL ANALYSIS

A. Background

1820 PAC is an independent expenditure-only political committee (“IEOPC”) that registered with the Commission on March 1, 2019; its treasurer is Thomas C. Datwyler.² During the 2020 election cycle, 1820 PAC received \$10,117,550 in contributions and made \$8,027,507 in independent expenditures, all supporting federal candidate Susan Collins’s reelection campaign for the U.S. Senate in Maine or opposing her general-election opponent, Sara Gideon.³ 1820 PAC has not made independent expenditures supporting or opposing any other candidates.⁴

The Society of Young Women Scientists and Engineers LLC is a limited liability company (“LLC”) that was organized in Hawaii on November 26, 2019, and its registered agent and manager is Jennifer Lam.⁵ Exactly five weeks after its formation, SYWSE reportedly made

² 1820 PAC, Statement of Org. at 1 (Mar. 1, 2019).

³ 1820 PAC, Receipts, https://www.fec.gov/data/receipts/?committee_id=C00698126&two_year_transaction_period=2020&data_type=processed; 1820 PAC, Independent Expenditures, https://www.fec.gov/data/independent-expenditures/?committee_id=C00698126&two_year_transaction_period=2020&cycle=2020&data_type=processed&is_notice=true.

⁴ 1820 PAC, Spending, 2019–2020, <https://www.fec.gov/data/committee/C00698126/?tab=spending>.

⁵ SYWSE, Articles of Org. for Limited Liability Company, HI Dep’t of Commerce and Consumer Affairs (Nov. 26, 2019), <https://hbe.ehawaii.gov/documents/business.html?fileNumber=228680C5&view=documents> (attached to Complaint); *see* Resp. of SYWSE and Lam at 1 (July 16, 2020) (“SYWSE Resp.”).

a \$150,000 contribution to 1820 PAC.⁶ This appears to be the only contribution to a federal candidate or committee that SYWSE has made.⁷

At the time the Complaint was filed, there was no publicly available information documenting any activity engaged in by SYWSE — commercial or nonprofit — besides making the contribution at issue. SYWSE is registered with Hawaii’s Business Registration Division, Department of Commerce & Consumer Affairs,⁸ but not registered with the Internal Revenue Service as a tax-exempt nonprofit organization.⁹

The Complaint alleges that one or more unknown persons who created and operated SYWSE, including its registered agent and manager, Lam, made the \$150,000 contribution to 1820 PAC in the name of SYWSE, and that SYWSE knowingly permitted the contribution to be made in its name.¹⁰ Based on the information then available, the Complaint contended that there is no publicly available information about SYWSE, and that it “does not appear to have a

⁶ 1820 PAC, 2019 Year-End Report at 9 (Jan. 31, 2020). The disclosure report incorrectly provides the name of the purported contributor as “Society of Young Woman Scientist and Engineers LLC” — using the singular “Woman” instead of the plural “Women.” The report’s use of the singular “Scientist” was correct at the time of the contribution; SYWSE later changed it to “Scientists.” 1820 PAC has received no other contributions from Hawaii. 1820 PAC, All Receipts, https://www.fec.gov/data/receipts/?data_type=processed&committee_id=C00698126&two_year_transaction_period=2020&min_date=01%2F01%2F2019&max_date=12%2F31%2F2020&contributor_state=HI.

⁷ See All Receipts, Contributor Name Search, https://www.fec.gov/data/receipts/?data_type=processed&contributor_name=Society+of+Young+Woman+Scientist+and+Engineers+&contributor_name=Society+of+Young+Women+Scientist+and+Engineers+&two_year_transaction_period=2020&min_date=01%2F01%2F2019&max_date=12%2F31%2F2020.

⁸ See *supra* note 5.

⁹ A search of the IRS Tax Exempt Organization Database produced no results for “Society of Young Woman Scientist and Engineers,” or any variations thereof. See IRS Tax Exempt Organization Search, <https://www.irs.gov/charities-non-profits/tax-exempt-organization-search>.

¹⁰ Compl. ¶ 2 (Feb. 3, 2020).

website or otherwise discernable public footprint.”¹¹ As such, the Complaint alleges that SYWSE did not have sufficient means to make a \$150,000 contribution to 1820 PAC “without an infusion of funds provided to [it] for that purpose.”¹²

The Complaint also alleges that SYWSE met the legal standard for political committee status under the Act and thus violated the law by failing to register, organize, and report as a political committee.¹³ The Complaint asserts that SYWSE met the two-prong test for political committee status because it received aggregate contributions of \$1,000 or more in a calendar year and had the “major purpose” of “influencing the ‘nomination or election of a candidate.’”¹⁴

SYWSE and Lam filed a Response asserting that SYWSE was formed “to promote the ability of young women in the United States to pursue undergraduate studies in the so-called STEM (Science, Technology, Engineering and Mathematics) curricula by providing scholarships to such young women,” and that SYWSE “has partnered with a large number of colleges and universities across the United States to create and administer [its] STEM scholarship program.”¹⁵ While the Response acknowledges that SYWSE “made a one-time voluntary contribution to the 1820 PAC,”¹⁶ it states that the LLC “was not created for the purpose of making this

¹¹ *Id.* ¶ 7. The Complainant represents that it was unable find any result for SYWSE on Google, any pages for SYWSE on Facebook, Instagram, and Twitter, or any record of SYWSE on the databases for the Better Business Bureau, Bloomberg’s company profile search, EDGAR, the U.S. Patent and Trademark Office’s Trademark Electronic Search System, Hawaii’s Professional and Vocational Licensing Database, and Hawaii’s Chamber of Commerce. *Id.* ¶ 7(a)–(c).

¹² *Id.* ¶ 12.

¹³ *Id.* ¶ 3.

¹⁴ *Id.* ¶¶ 19, 22.

¹⁵ SYWSE Resp. at 1.

¹⁶ *Id.*

1 contribution.”¹⁷ On that basis, the Response denies the Complaint’s allegation that the
 2 contribution was made in the name of another, and further argues that based on the 2010
 3 decisions in *Citizens United v. FEC* and *SpeechNow.org v. FEC*, SYWSE was legally entitled to
 4 make, and 1820 PAC to accept, the contribution.¹⁸

5 The Response cites SYWSE’s website as a source for additional information regarding
 6 the LLC.¹⁹ The website’s domain name — www.sywse.org — was registered on April 22, 2020,
 7 and the website appears to have last been updated on June 5, 2020.²⁰ The SYWSE website’s
 8 homepage includes a “News Release” dated May 18, 2020, which states: “We are proud to
 9 announce that SYWSE has awarded another university grant to help promote greater female
 10 representation for women studying in STEM fields.”²¹ That item links to a “Latest News” page
 11 where the top item is dated June 5, 2020, and states “SYWSE announces today that it has
 12 awarded a grant of \$110,000 in 2020 to nine U.S. universities to boost female representation in
 13 fields of science and engineering.”²² The same page also states that “[a]n additional \$65,000 in

¹⁷ *Id.* The Response also cites to SYWSE’s website for more information. *See* “About: Society of Young Women Scientists and Engineers,” www.sywse.org/about (viewed Aug. 27, 2020) (“In March 2019, the U.S. House Science Committee held a hearing to stress the critical importance of enrolling more talent in the science and technology fields to ensure America’s future STEM workforce. The Committee also highlighted the importance of drawing more women and minorities into STEM fields. The Society of Young Women Scientists and Engineers (SYWSE), a privately funded organization based in Hawaii, was founded to respond to that challenge.”).

¹⁸ SYWSE Resp. at 2 (citing *Citizens United v. FEC*, 558 U.S. 310 (2010); *SpeechNow.org v. FEC*, 599 F.3d 686 (D.C. Cir. 2010) (en banc)).

¹⁹ *Id.* at 1.

²⁰ “Domain Name Registration Data Lookup: sywse.org,” Internet Corporation for Assigned Names and Numbers (ICANN), <https://lookup.icann.org/lookup> (viewed Nov. 20, 2020); “Latest News,” Society of Young Women Scientists and Engineers, sywse.org (viewed Nov. 20, 2020).

²¹ “Home,” sywse.org (viewed Aug. 27, 2020).

²² “Latest News,” sywse.org/news (viewed Aug. 27, 2020). The “Latest News” page also includes six other stories from other websites, dated between November 8, 2019, and May 1, 2020, none of which appear to have any connection to SYWSE or its purported activities.

scholarship awards will be announced shortly to six other universities raising a total of \$175,000 for 2020 in grant awards.”²³ To date, the website has not announced any additional scholarships. The website provides scant information regarding the source of SYWSE’s funding, however, offering on its “About” page only that it is “a privately funded organization based in Hawaii.”²⁴

B. Legal Analysis

1. Contributions in the Name of Another

The Act provides that a contribution includes “any gift, subscription, loan, advance, or deposit of money or anything of value made by any person for the purpose of influencing any election for Federal office.”²⁵ The term “person” for purposes of the Act and Commission regulations includes partnerships, corporations, and “any other organization or group of persons.”²⁶ The Act prohibits a person from making a contribution in the name of another person, knowingly permitting his or her name to be used to effect such a contribution, or knowingly accepting such a contribution.²⁷ The Commission has included in its regulations illustrations of activities that constitute making a contribution in the name of another:

- (i) Giving money or anything of value, all or part of which was provided to the contributor by another person (the true contributor) without disclosing the source of money or the thing of value to the recipient candidate or committee at the time the contribution is made; or

²³ *Id.* One of the schools listed on the “Latest News” page, the University of Michigan, published a document from a meeting of its Board of Regents that lists SYWSE as the source of a gift “[r]anging from \$5,000 and \$9,999,” although the exact amount of the gift is not specified. “Report on Voluntary Support” at 30, University of Michigan Regents’ Communication (May 31, 2020), <https://regents.umich.edu/files/meetings/06-20/2020-06-III-1.pdf>.

²⁴ “About,” www.sywse.org/about (viewed Aug. 28, 2020).

²⁵ 52 U.S.C. § 30101(8)(A).

²⁶ *Id.* § 30101(11); 11 C.F.R. § 100.10.

²⁷ 52 U.S.C. § 30122.

- (ii) Making a contribution of money or anything of value and attributing as the source of the money or thing of value another person when in fact the contributor is the source.²⁸

The requirement that a contribution be made in the name of its true source promotes Congress’s objective of ensuring the complete and accurate disclosure by candidates and committees of the political contributions they receive.²⁹ Courts therefore have uniformly rejected the assertion that “only the person who actually transmits funds . . . makes the contribution,”³⁰ recognizing that “it is implausible that Congress, in seeking to promote transparency, would have understood the relevant contributor to be [an] intermediary who merely transmitted the campaign gift.”³¹ Consequently, both the Act and the Commission’s implementing regulations provide that a person who furnishes another with funds for the purpose of contributing to a candidate or committee “makes” the resulting contribution.³² This is true whether funds are advanced to another person to make a contribution in that person’s name or promised as reimbursement of a solicited contribution.³³

²⁸ 11 C.F.R. § 110.4(b)(2)(i)–(ii).

²⁹ *United States v. O’Donnell*, 608 F.3d 546, 553 (9th Cir. 2010) (“[T]he congressional purpose behind [Section 30122] — to ensure the *complete and accurate disclosure* of the contributors who finance federal elections — is plain.”) (emphasis added); *Mariani v. United States*, 212 F.3d 761, 775 (3d Cir. 2000) (rejecting constitutional challenge to Section 30122 in light of compelling governmental interest in disclosure).

³⁰ *United States v. Boender*, 649 F.3d 650, 660 (7th Cir. 2011).

³¹ *O’Donnell*, 608 F.3d at 554; *see also Citizens United v. FEC*, 558 U.S. 310, 371 (2010) (“The First Amendment protects political speech; and disclosure permits citizens and shareholders to react to the speech of corporate entities in a proper way. This transparency enables the electorate to make informed decisions and give proper weight to different speakers and messages.”).

³² *See Boender*, 649 F.3d at 660 (holding that to determine who made a contribution “we consider the giver to be the *source* of the gift, not any intermediary who simply conveys the gift from the donor to the donee”) (emphasis added); *O’Donnell*, 608 F.3d at 550; *Goland v. United States*, 903 F.2d 1247, 1251 (9th Cir. 1990) (“The Act prohibits the use of ‘conduits’ to circumvent [the Act’s reporting] restrictions[.]”).

³³ *O’Donnell*, 608 F.3d at 555. Moreover, the “key issue . . . is the *source* of the funds” and, therefore, the legal status of the funds when conveyed from a conduit to the ultimate recipient is “irrelevant to a determination of who ‘made’ the contribution for the purposes of [Section 30122].” *United States v. Whittemore*, 776 F.3d 1074,

1 Because the concern of the law is the true source from which a contribution to a
 2 candidate or committee originates, regardless of the mechanism by which the funds are
 3 transmitted, the Commission will examine the structure of the transaction itself and the
 4 arrangement between the parties to determine who in fact “made” a given contribution.
 5 Accordingly, in previous LLC conduit contribution cases, although the Commission split evenly
 6 regarding alleged violations of 52 U.S.C. § 30122,³⁴ Commissioners separately expressed
 7 agreement that Section 30122’s prohibition of contributions in the name of another applies to
 8 LLCs — a conclusion approved of by a panel of the U.S. Court of Appeals for the D.C. Circuit³⁵
 9 — such that an LLC cannot be used as a “straw donor” to transmit the funds of another, but must
 10 instead be the true source of any contribution it purports to make.³⁶

1080 (9th Cir. 2015) (holding that defendant’s “unconditional gifts” to relatives and employees, along with suggestion they contribute the funds to a specific political committee, violated Section 30122 because the source of the funds remained the individual who provided them to the putative contributors).

³⁴ Certification, MURs 7031 and 7034 (Children of Israel, LLC, *et al.*) (June 7, 2018); Certification, MURs 7014, 7017, 7019, and 7090 (DE First Holdings, *et al.*) (May 10, 2018); Certification, MURs 7013 and 7015 (IGX, LLC, *et al.*) (Apr. 10, 2018); Certification, MUR 6995 (Right to Rise, *et al.*) (May 8, 2018); Certification, MUR 6969 (MMWP12, LLC, *et al.*) (June 7, 2018); Certification, MUR 6968 (Tread Standard, LLC, *et al.*) (May 8, 2018); Certification, MUR 6930 (Prakazrel “Pras” Michel, *et al.*) (Feb. 23, 2016).

³⁵ *Campaign Legal Ctr. v. FEC*, 952 F.3d 352, 357 (D.C. Cir. 2020) (“The controlling commissioners did not dispute that [52 U.S.C.] § 30122 applies to closely held corporations and corporate LLCs. We agree that it does.”). The Court held that the Commission’s dismissal of several matters involving alleged LLC conduits — based on the rationale that the matters presented an issue of first impression, which raised fair notice and due process concerns — was reasonable. *Id.* at 357–58.

³⁶ *See* Statement of Reasons of Chairman Matthew S. Petersen and Comm’rs Caroline C. Hunter and Lee E. Goodman at 8, 12, MUR 6485 (W Spann LLC, *et al.*), MURs 6487/6488 (F8, LLC, *et al.*), MUR 6711 (Specialty Investment Group, Inc., *et al.*), MUR 6930 (SPM Holdings LLC, *et al.*) (Apr. 1, 2016) (“Upon thorough consideration of these matters, we conclude that closely held corporations and corporate LLCs may be considered straw donors in violation of section 30122 under certain circumstances. . . . [W]hen enforcing section 30122 in similar future matters, the proper focus will be on whether funds were intentionally funneled through a closely held corporation or corporate LLC for the purpose of making a contribution that evades the Act’s reporting requirements. If they were, then the true source of the funds is the person who funneled them through the corporate entity for this purpose. Where direct evidence of this purpose is lacking, the Commission will look at whether, for instance, there is evidence indicating that the corporate entity did not have income from assets, investment earnings, business revenues, or bona fide capital investments, or was created and operated for the sole purpose of making political contributions. These facts would suggest the corporate entity is a straw donor and not the true source of the contribution.”); Statement of Reasons of Vice Chairman Steven T. Walther and Comm’rs Ann M. Ravel and Ellen

1 Based on the available information, there is a reasonable basis to infer that SYWSE was
2 not the true source of the \$150,000 contribution to 1820 PAC, and thus that the contribution was
3 made in the name of another. When an LLC makes a political contribution without evidence of
4 activity suggesting it had the means to make the contribution absent an infusion of funds
5 provided for that purpose, the circumstances may raise a reasonable inference that the LLC was
6 used as a conduit to hide the identity of the true contributor. Likewise, the temporal proximity
7 between the LLC's formation date and the contribution may raise an inference about the purpose
8 of the donation to the LLC. In determining whether such an inference is warranted, the
9 Commission considers the overall record, including specific factors such as the amount of the
10 contribution relative to other activities, the LLC's known activities prior to making the
11 contribution, and whether any other information suggests an attempt to circumvent the Act's
12 disclosure requirements.

13 The overall record in this matter indicates that SYWSE's purported contribution was
14 made in the name of another: When taken together, the absence of any evidence of activity
15 preceding the contribution or information regarding the provenance of SYWSE's funding, and
16 the size and timing of the contribution relative to SYWSE's subsequent philanthropic activity
17 indicate that SYWSE may have been used as a conduit to make a contribution without publicly
18 disclosing the identity of the donor(s).

L. Weintraub at 3–4, MUR 6485 (W Spann LLC, *et al.*), MURs 6487/6488 (F8 LLC, *et al.*), MUR 6711 (Specialty Investment Group, Inc., *et al.*), MUR 6930 (Prakazrel "Pras" Michel, *et al.*) (Apr. 1, 2016) ("Although the ability of individuals and corporations to make unlimited contributions to super PACs is a post-*Citizens United* and *SpeechNow* phenomenon, the longstanding prohibition against making contributions in the name of another remains unchanged and squarely applies to these [LLC] cases Where an individual is the source of the funds for a contribution and the LLC merely conveys the funds at the direction of that person, the Act and Commission regulations require that the true source — the name of the individual rather than the name of the LLC — be disclosed as the contributor.") (citations omitted).

1 There is no indication that SYWSE engaged in any activity, whether profit-generating or
2 philanthropic, between its formation and the \$150,000 contribution to 1820 PAC, nor does
3 SYWSE claim to have engaged in any such activity.³⁷ Until at least May or June 2020, when
4 SYWSE states that it issued \$110,000 in educational gifts, SYWSE’s only apparent activity after
5 its formation was the contribution at issue in this matter.³⁸ The available information also
6 provides virtually no insight, aside from a general statement on SYWSE’s website that it is “a
7 privately funded organization,”³⁹ into the provenance of the \$150,000 that SYWSE purported to
8 contribute to 1820 PAC, or the rationale for SYWSE — a nascent Hawaiian LLC formed for the
9 stated purpose of supporting young women’s educations through grants — to make a one-off,
10 six-figure political contribution, before issuing any educational grants, to an IEOPC exclusively
11 making independent expenditures in a specific Maine U.S. Senate race.⁴⁰

12 Although SYWSE contends that it was formed for a philanthropic purpose — to support
13 young women pursuing educations in science and engineering — and not for the purpose of
14 engaging in political activity, there is no contemporaneous information to substantiate that
15 purpose at the time of the contribution — aside from the LLC’s name. In any event, its general
16 assertion of an overarching philanthropic purpose does not contravene the specific allegation and
17 circumstances indicating that SYWSE’s contribution to 1820 PAC was made in the name of

³⁷ *See* SYWSE Resp. at 1–2.

³⁸ *See id.* at 1; *see also* First Gen. Counsel’s Report at 13, MURs 7014, 7017, 7019, and 7090 (DE First Holdings, *et al.*) (noting that “there is no public record of [the alleged LLC conduit] Décor Services engaging in any non-political activity — its only known activities are” two contributions, aggregating \$500,000, to two IEOPCs).

³⁹ “About,” *supra* note 24.

⁴⁰ SYWSE has not made any other federal contributions, and 1820 PAC has not reported receiving any other contributions from a contributor in Hawaii. *See supra* notes 6–7.

another — *i.e.*, that this particular transaction was made with funds provided for that purpose.⁴¹ Even crediting SYWSE’s assertions that it was organized to facilitate private educational grants to support the education of women in science and engineering, and its subsequent issuance of \$110,000 in such grants, SYWSE does not clarify how — and for what purpose — it initially obtained the \$150,000 that it gave to an IEOPC. As such, it has not addressed the particular allegation that is supported by the overall record.⁴²

In addition, SYWSE’s \$150,000 political contribution both exceeded and preceded the \$110,000 in educational donations that it says it made.⁴³ The comparatively long period before it issued any educational gifts to support its stated mission after having made the contribution at issue in this matter, where those educational gifts followed the receipt of the Complaint in this matter, as well as the larger size of the political contribution supports the Complaint’s assertion that SYWSE received those funds to make a contribution to 1820 PAC.

Although an LLC is a legally distinct “person” and is entitled, under prevailing law, to make contributions in its own name, it may do so only with its own funds, *i.e.*, funds that it generates or receives for a nonpolitical purpose; it cannot “make” a contribution with funds

⁴¹ See First Gen. Counsel’s Report at 13, MURs 7014, 7017, 7019, and 7090 (DE First Holdings, *et al.*) (reasoning that LLC’s general assertion that it is a “for profit LLC” does not resolve the question of whether it, in a specific instance, may have received funds from another person for the purpose of making a political contribution); First Gen. Counsel’s Report at 10–11, MUR 6969 (MMWP12 LLC, *et al.*) (reasoning that LLC’s assertion that it was created and used to manage real estate properties does not resolve whether it was also used as a conduit to make a \$500,000 contribution without disclosing the true contributors).

⁴² See SYWSE Resp. at 1 (“[T]he Society made a one-time voluntary contribution to the 1820 PAC. . . . Contrary to the underlying supposition of the complaint, the Society was not created for the purpose of making this contribution to the 1820 PAC and thus the contribution was not ‘illegal’ as was incorrectly asserted in the complaint. The Society’s overarching purpose, as outlined in the Society’s website . . . is to provide STEM scholarships to young women scholars in the United States.”).

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1 provided by another for that specific purpose.⁴⁴ The overall record supports the inference that
2 SYWSE was not the true source of the \$150,000 that it appeared to give to 1820 PAC, but
3 instead acted as a conduit to convey the funds of another, thereby contravening the public's
4 disclosure interest.⁴⁵

5 Based on the foregoing, the Commission finds reason to believe that unknown
6 respondents made, and SYWSE knowingly permitted its name to be used to effect, a contribution
7 in the name of another, in violation of 52 U.S.C. § 30122.

⁴⁴ See 52 U.S.C. § 30122; *O'Donnell*, 608 F.3d at 550 (“In a straw donor situation, the person who actually transmits the money acts merely as a mechanism, whereas it is the original source who has made the gift by arranging for [their] money to finance the donation.”); *accord* First Gen. Counsel’s Report at 10, MURs 7031 and 7034 (*Children of Israel, LLC, et al.*).

⁴⁵ See *Campaign Legal Ctr. v. FEC*, 952 F.3d 352, 354 (D.C. Cir. 2020) (“As the Supreme Court has repeatedly declared, the electorate has an interest in knowing where political campaign money comes from and how it is spent by the candidate. To that end, the [Act] imposes disclosure requirements on those who give and spend money to influence elections. The straw donor provision, 52 U.S.C. § 30122, is designed to ensure accurate disclosure of contributor information.”) (citations and quotation marks omitted).

QUESTIONS AND DOCUMENT REQUESTS

Please answer the following questions regarding the Society of Young Women Scientists and Engineers LLC (“SYWSE”). Identify any individuals with personal recollection, knowledge, or understanding of the answers and provide us with any communications, documents, records, or other information that provide a basis for your answers. If you do not know the complete answer to any question, please answer to the extent possible and indicate your inability to answer the remainder of the question. If you believe you cannot answer any question based on a legal limitation or claim of privilege, please state the basis for your belief that you cannot answer and provide as much information as you believe you can provide.

In each of these questions and document requests, unless otherwise specified: Any reference to “SYWSE” means the Society of Young Women Scientists and Engineers LLC, including any name variations thereof, as well as any owner(s), member(s), beneficiary/ies, director(s), officer(s), employee(s), agent(s), and other person(s) acting for or on behalf of Society of Young Women Scientists and Engineers LLC, and any parent, subsidiary, or affiliated entity/ies; “identify” means to provide the full name, occupation, professional title, mailing address, phone number, email address, and other contact information; and “entity” or “entities” means any corporation(s), partnership(s), organization(s), limited liability company/ies, trust(s), or other legally cognizable unit(s).

1. Provide the date and place of SYWSE’s organization. Identify all persons involved in forming SYWSE and describe their respective roles and activities. Describe the purpose for which SYWSE was organized.
2. Identify all direct and indirect owners, members, and beneficiaries of SYWSE, including natural persons and entities. For each, describe whether their interest in SYWSE is direct or indirect through their interest in another entity or entities that are owners, members, or beneficiaries of SYWSE.
3. Identify all current and former directors, managers, officers, agents, and employees of SYWSE, and describe their roles, responsibilities, and functions, as well as the duration of their tenure.
4. Identify all sources of SYWSE’s funds or other holdings, including any natural persons that directly or indirectly provided funds, assets, securities, real estate, or other holdings to SYWSE, whether directly or indirectly through any other entity.
5. Describe the circumstances of each instance that SYWSE received funds or other holdings from an outside source. For each such instance:
 - a. Identify the source of the funds or other holdings.
 - b. Describe the funds or other holdings provided.
 - c. Provide the date when SYWSE received the funds or other holdings.

- d. Explain the purpose for which the person provided the funds or other holdings, including any implicit or explicit encumbrances, instructions, or expectations regarding how they should be used.
 - e. Provide all communications between the provider and SYWSE regarding the purpose of the transaction, including but not limited to emails, text messages, and instant messages, and describe any pertinent communications for which there is no available documentation, such as phone calls and in-person conversations.
 - f. Provide all bank statements, records, communications, or other documents pertaining to the transaction.
6. Describe SYWSE's fundraising activities and provide any documents or communications pertaining to SYWSE's fundraising efforts.
7. List all educational or philanthropic donations SYWSE has made. Identify the recipient organizations or institutions, and the dates of any such donations. Describe when and how the decisions were made to make any such donations and identify the person(s) who made the decision to make the donations. Provide all documents, records, and communications pertinent to such donations.
8. Describe the circumstances of SYWSE's website's creation, including the dates when work on the website began and when the website went live, and identify all persons involved in the website's creation. Describe any updates that have been made to the website, including the dates when such updates were made and what was updated.
9. Describe the circumstances of SYWSE making a political contribution to 1820 PAC, including by identifying all persons involved in making that contribution and their respective roles and activities. Provide all bank statements, records, communications, or other documents pertaining to SYWSE's contribution to 1820 PAC.
 - a. Identify the person that decided that SYWSE would make a contribution to 1820 PAC, and when did he or she make this decision.
 - b. Identify the source of the funds used to make the contribution, and when that person provided those funds.
 - c. Provide all communications regarding the SYWSE contribution to 1820 PAC, including but not limited to emails, text messages, and instant messages, and describe any pertinent communications for which there is no available documentation, such as phone calls and in-person conversations.
 - d. When SYWSE made the contribution, what was the total amount of funds, assets, and other holdings available to SYWSE?

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10. Identify all persons associated or affiliated with SYWSE that contacted anyone associated or affiliated with 1820 PAC regarding SYWSE's contribution, before or after that contribution was made. Identify the persons associated or affiliated with 1820 PAC that were contacted. Describe the purpose and nature of all such communications. Provide all such communications, including but not limited to emails, text messages, and instant messages, and describe any pertinent communications for which there is no available documentation, such as phone calls and in-person conversations.
11. Describe when and how persons associated or affiliated with SYWSE first became aware of the complaint in this matter, including whether those persons were aware of any press articles reporting on the complaint filing.