



FEDERAL ELECTION COMMISSION  
Washington, DC 20463

October 22, 2021

**BY ELECTRONIC MAIL ONLY**

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Joseph M. Birkenstock, Esq.  
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1025 Vermont Avenue, NW  
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RE: MUR 7846  
Amedisys, Inc.

Dear Mr. Birkenstock:

On November 4, 2020, the Federal Election Commission notified your client, Amedisys, Inc., of a complaint alleging violations of the Federal Election Campaign Act of 1971, as amended.

Upon further review of the allegations contained in the complaint, and information provided by your client, the Commission, on October 14, 2021, voted to dismiss the complaint as to Amedisys, Inc. Accordingly, the Commission closed its file in this matter.

Documents related to the case will be placed on the public record within 30 days. *See Disclosure of Certain Documents in Enforcement and Other Matters*, 81 Fed. Reg. 50,702 (Aug. 2, 2016). The Factual and Legal Analysis, which explains the Commission's finding, is enclosed for your information.

If you have any questions, please contact Roy Q. Luckett, the attorney assigned to this matter, at (202) 694-1650.

Sincerely,

*Mark Allen*

Mark Allen  
Assistant General Counsel

Enclosure

**FEDERAL ELECTION COMMISSION**  
**FACTUAL AND LEGAL ANALYSIS**

Respondents: Amedisys, Inc. MUR 7846  
Senate Leadership Fund and Caleb Crosby in  
his official capacity as treasurer

## 10 I. INTRODUCTION

11 This matter arose from a Complaint alleging that Amedisys, Inc., violated the Federal  
12 Election Campaign Act of 1971, as amended (the “Act”), by making a contribution as a federal  
13 contractor to a political committee, Senate Leadership Fund and Caleb Crosby in his official  
14 capacity as treasurer (“SLF”). Amedisys, Inc., denies that it violated the prohibition on federal  
15 contractor contributions. As set forth below, given the small size of Amedisys, Inc.’s federal  
16 contract, the Commission exercises its prosecutorial discretion and dismisses the Complaint.<sup>1</sup>

## 17 II. FACTUAL SUMMARY

18 The Complaint states that Amedisys, Inc., a public home healthcare company with  
19 locations across the country, held three federal contracts covering the period April 20, 2020,  
20 through September 30, 2020, at a total value of \$3,897.<sup>2</sup> It alleges that during the timeframe of  
21 these federal contracts, Amedisys made a prohibited contribution to SLF on September 18, 2020,  
22 in the amount of \$25,000.<sup>3</sup> SLF is an independent expenditure-only political committee  
23 registered with the Commission.<sup>4</sup>

<sup>1</sup> *Heckler v. Chaney*, 470 U.S. 821, 831-32 (1985).

<sup>2</sup> Compl. at 2 (Oct. 28, 2020).

3 *Id.*

<sup>4</sup> SLF Statement of Organization at 2 (Jan. 20, 2015).

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1        In response to the Complaint, Amedisys, Inc., asserts that the specific corporate entity  
 2    that made the contribution to SLF was not Amedisys, Inc., but rather one of its subsidiaries,  
 3    Amedisys Holding LLC.<sup>5</sup> Amedisys further states that Amedisys Holding LLC “does not  
 4    contract with any Amedisys customers, either in the federal government or elsewhere, and is not  
 5    seeking any such contracts.”<sup>6</sup> Amedisys, Inc., asserts that its business structure is similar to the  
 6    business structure outlined in MUR 6726 (Chevron Corp.), noting that Amedisys, Inc., and  
 7    Amedisys Holding LLC are separate business entities, Amedisys Holding LLC does not sell any  
 8    goods or services, and the overall Amedisys business enterprise vastly exceeds the \$3,897 in  
 9    federal contracts involving Amedisys, Inc. as disclosed on the USAspending.gov database.<sup>7</sup>

10       In its response to the Complaint, SLF states that it was informed by counsel for Amedisys  
 11    Holding that the contributing entity is “Amedisys Holding LLC” and that Amedisys Holding  
 12    LLC does not hold any federal contracts.<sup>8</sup> SLF initially disclosed the contribution from  
 13    Amedisys, Inc., on its 2020 October Quarterly Report filed on October 20, 2020.<sup>9</sup> SLF  
 14    subsequently amended its 2020 October Monthly Report on November 16, 2020, replacing  
 15    “Amedisys” with “Amedisys Holding LLC” as the contributor.<sup>10</sup>

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<sup>5</sup>       Response of Amedisys, Inc. (“Amedisys Resp.”) at 1 (Nov. 30, 2020). *See also* Dun & Bradstreet, Inc. (2021), Amedisys Holding LLC (Corporate Linkage).

<sup>6</sup>       SLF Amended 2020 October Quarterly Report at 36 (Nov. 16, 2020).

<sup>7</sup>       Amedisys Resp. at 2. In MUR 6726, where Chevron Corporation made a contribution and Chevron U.S.A., its subsidiary, was a federal contractor, the Commission found no reason to believe where the parent and subsidiary were separately incorporated, most of the companies’ directors and officers do not overlap, and the contributor had sufficient funds not derived from the revenue of subsidiaries with federal contracts. *See* Certification MUR 6726 (Chevron Corp.) (Feb. 25, 2014); Factual and Legal Analysis at 6-7, MUR 6726.

<sup>8</sup>       Response of SLF (“SLF Resp.”) at 1 (Nov. 30, 2020).

<sup>9</sup>       SLF 2020 October Quarterly Report at 36 (Oct. 20, 2020).

<sup>10</sup>       SLF Amended 2020 October Quarterly Report at 36 (Nov. 16, 2020).

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### 1     **III.    LEGAL ANALYSIS**

2           A “contribution” is defined as “any gift . . . of money or anything of value made by any  
3    person for the purpose of influencing any election for Federal office.”<sup>11</sup> Under the Act, a federal  
4    contractor may not make contributions to political committees.<sup>12</sup> Specifically, the Act prohibits  
5    “any person . . . [w]ho enters into any contract with the United States . . . for the rendition of  
6    personal services or furnishing any material, supplies, or equipment to the United States or any  
7    department or agency thereof” from making a contribution “if payment for the performance of  
8    such contract . . . is to be made in whole or in part from funds appropriated by the Congress.”<sup>13</sup>  
9    These prohibitions begin to run at the beginning of negotiations or when proposal requests are  
10    sent out, whichever occurs first, and end upon the completion of performance of the contract or  
11    the termination of negotiations, whichever occurs last.<sup>14</sup> And these prohibitions apply to a  
12    federal contractor who makes contributions to any political party, political committee, federal  
13    candidate, or “any person for any political purpose or use.”<sup>15</sup>

14           The Commission exercises its prosecutorial discretion and dismisses the Complaint. The  
15    available information shows that Amedisys, Inc., held less than \$4,000 in federal government  
16    contracts, amounts comparable to contractor respondents in MUR 6403 (Alaskans Standing  
17    Together). In that matter, the Commission cited the unique circumstances, including that the  
18    government contracts were relatively small (two of the three companies had lease agreements at

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<sup>11</sup>       52 U.S.C. § 30101(8)(A)(i).

<sup>12</sup>       52 U.S.C. § 30119(a); 11C.F.R. § 115.2.

<sup>13</sup>       52 U.S.C. § 30119(a)(1); *see also* 11 C.F.R. part 115.

<sup>14</sup>       52 U.S.C. § 30119(a)(1); 11 C.F.R. § 115.1(b).

<sup>15</sup>       52 U.S.C. § 30119(a)(1); 11 C.F.R. § 115.2.

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1 a rate of \$9,000 and \$400 a year, respectively) and this warranted the exercise of prosecutorial  
2 discretion to dismiss the allegations as to them.<sup>16</sup> Given Amedisys, Inc.'s small-sized  
3 government contract, the Commission exercises its prosecutorial discretion under *Heckler*  
4 *v. Chaney*, 470 U.S. 821 (1985) and dismisses the Complaint as to Amedisys, Inc.

5 The Act also prohibits any person from knowingly soliciting federal contractor  
6 contributions.<sup>17</sup> The recipient committee SLF denies that it knowingly solicited contributions  
7 from Amedisys.<sup>18</sup> Given that the Commission dismisses the Complaint with respect to the  
8 contributor, the Commission dismisses the Complaint as to Senate Leadership Fund and Caleb  
9 Crosby in his official capacity as treasurer.

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<sup>16</sup> Factual and Legal Analysis at 9-11, MUR 6403 (Alaskans Standing Together, *et al.*).

<sup>17</sup> See 52 U.S.C. § 30119(a)(2); see also 11 C.F.R. § 115.2(c).

<sup>18</sup> SLF Resp. at 1.