



FEDERAL ELECTION COMMISSION
WASHINGTON, D.C.

July 29, 2024

VIA ELECTRONIC MAIL

Dan Backer, Esq.
Alex B. Kaufman, Esq.
Chalmers, Adams, Backer & Kaufman, LLC
441 N Lee Street, Suite 300
Alexandria, VA 22314
dbacker@ChalmersAdams.com
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RE: MUR 7894R

Dear Mr. Backer and Mr. Kaufman:

On June 25, 2024, the Federal Election Commission accepted the signed conciliation agreement submitted on behalf of your client, the Georgia Republican Party, Inc., and Laurie L. McClain in her official capacity as treasurer, in settlement of violations of 52 U.S.C. § 30104(b) and 11 C.F.R. § 104.3(a) and (b) by failing to report receipts and disbursements to the Commission, provisions of the Federal Election Campaign Act of 1971, as amended and Commission regulations. Accordingly, the file has been closed in this matter, effective today.

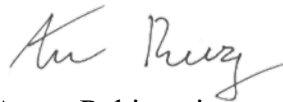
Documents related to the case will be placed on the public record today. *See* Disclosure of Certain Documents in Enforcement and Other Matters, 81 Fed. Reg. 50,702 (Aug. 2, 2016). Information derived in connection with any conciliation attempt will not become public without the written consent of the respondent and the Commission. *See* 52 U.S.C. § 30109(a)(4)(B).

Enclosed you will find a copy of the fully executed conciliation agreement for your files, which includes a \$14,500 civil penalty. Payment can be made online by debit, credit card or automated clearing house (ACH) withdrawal, using this link: <https://www.pay.gov/public/form/start/316805379>. Payment can also be made by check or money order payable to the Federal Election Commission and sent via regular mail to 1050 First Street NE, Washington DC 20463, or by courier or overnight mail to the same address but with a different zip code (20002). Please write "MUR 7894R civil penalty" on the memo line of the check.

If you have any questions, please contact me at (202) 694-1476 or arabinowitz@fec.gov.

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Letter to Mr. Backer and Mr. Kaufman
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Sincerely,

A handwritten signature in cursive script, appearing to read "Aaron Rabinowitz".

Aaron Rabinowitz
Assistant General Counsel

Enclosure
Conciliation Agreement

BEFORE THE FEDERAL ELECTION COMMISSION

In the matter of)	
)	
Georgia Republican Party, Inc.,)	MUR 7894R
and Laurie L. McClain in her)	
official capacity as treasurer)	

CONCILIATION AGREEMENT

This matter was generated by a complaint filed with the Federal Election Commission. The Commission found reason to believe that the Georgia Republican Party, Inc. and Laurie L. McClain in her official capacity as treasurer (the “Georgia GOP” or “Respondent”) violated 52 U.S.C. § 30104(b) of the Federal Election Campaign Act of 1971, as amended (the “Act”) and 11 C.F.R. § 104.3(a), (b) of the Commission’s regulations by failing to report in-kind contributions it received from True the Vote in the form of the various expenditures that True the Vote made in coordination with the Georgia GOP regarding the 20 Senate runoff election in Georgia.

NOW, THEREFORE, the Commission and Respondent, having participated in informal methods of conciliation, prior to a finding of probable cause to believe, do hereby agree as follows:

- I. The Commission has jurisdiction over Respondent and the subject matter of this proceeding, and this Agreement has the effect of an agreement entered pursuant to 52 U.S.C. § 30109(a)(4)(A)(i).
- II. Respondent has had a reasonable opportunity to respond to the Complaint and the Commission’s finding of Reason to Believe in this matter to demonstrate to the Commission that no action should be taken in this matter.
- III. Respondent enters voluntarily into this Agreement with the Commission.

IV. The pertinent facts in this matter are as follows:

. Respondent is a state committee of the Republican Party.

. True the Vote is a non-profit corporation organized under section 501(c)(3) of the tax code that has described itself as the “country’s largest voters’ rights organization” and as being “well-known for our ability to lead unified national plans to protect election integrity.”

. True the Vote’s founder and president, Catherine Engelbrecht, wrote in an email announcement that the organization had received “a request from the [Georgia GOP] to provide publicly available nonpartisan signature verification training, a 24x7 voter hotline, ballot-curing support, and more.”

. In a press release on December 14, 2020, True the Vote announced what it termed its “partnership” with Respondent to assist with the Senate runoff election process. The announcement included a statement from Respondent’s then-Chairman David Shafer, noting that: “[w]e are grateful for the help of the True the Vote team in the fight for election integrity. . . . The resources of True the Vote will help us to organize and implement the most comprehensive ballot security initiative in Georgia history.”

. Three days after announcing its partnership with the Respondent, True the Vote challenged the eligibility of 364,541 registered Georgia voters, which required that it locate a Georgia resident in each of Georgia’s 159 counties to challenge the ballots identified by True the Vote for their county.

6. In court filings, True the Vote, along with its vendor OpSec, described its efforts in Georgia as involving the ability to “design a methodology that will provide challengers with the data necessary to challenge elections by identifying specific unqualified voters on a

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county[-]by[-]county basis.” True the Vote also claimed in its filing that it “also successfully helped submit the largest pre-election set of challenges in American history in Georgia.”

7. When the Commission initially considered this matter, the Commission did not find reason to believe a violation occurred. Complainant sought review by the U.S. District Court for the District of Columbia, in a proceeding Respondent was not a party to, which found the Commission's failure to find reason to believe arbitrary and capricious.

8. Respondent did not consider the activity of True the Vote to be a contribution and therefore did not report any contributions from True the Vote on either its 2020 Year-End Report or in its 2021 February Monthly Report. To date, Respondent has not reported any contributions from True the Vote, nor has it reported any payments to True the Vote for services rendered.

9. Under the Act, the terms “contribution” and “expenditure” include “anything of value” given or made by any person for the purpose of influencing an election. 52 U.S.C. § 30101(8)(A)(i), (9)(A)(i). Additionally, “expenditures made by any person (other than a candidate or candidate’s authorized committee) in cooperation, consultation, or concert with, or at the request or suggestion of a national, State, or local committee of a political party, shall be considered to be contributions made to such party committee.” *Id.* § 30116(a)(7)(B)(ii); 11 C.F.R. § 109.20(b). “Coordinated” means “made in cooperation, consultation or concert with, or at the request of suggestion of, a candidate, a candidate’s authorized committee, or a political party committee.” 11 C.F.R. § 109.20(a).

0. The Act and Commission regulations require political committees to file periodic reports accurately disclosing all of their receipts, disbursements, and debts and obligations, including coordinated expenditures. 52 U.S.C. § 30104; 11 C.F.R. § 104.3. Political

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committees must report the total amount of all receipts and disbursements for the reporting period; itemize the name and address of each person from whom the committee received contributions aggregating in excess of \$200 in a calendar year along with the dates and amounts of the contributions; and itemize the name and address of each person to whom the committee made expenditures exceeding, in aggregate amount or value, \$200 per calendar year as well as the date, amount, and purpose of the expenditures. *See id.* A coordinated expenditure must be reported as both a contribution received by, and an expenditure made by, the political committee with whom the expenditure was coordinated. 11 C.F.R. § 104.13(a)(2); *ee also* Coordinated and Independent Expenditures, 68 Fed. Reg. at 422 (explaining that committees must report coordinated expenditures in this manner in order to not overstate cash-on-hand balances).

. True the Vote engaged in various activities that accrued to the benefit of GA GOP, and were subsequently determined by a Court as having been coordinated and an in-kind contribution to the GA GOP. Accordingly, True the Vote made, and Respondent accepted in-kind contributions in the form of coordinated expenditures. The coordinated expenditures included, at a minimum, the provision of various services to implement a state-wide ballot challenge, a voter hotline, ballot-curing support, signature verification training, absentee ballot drop box monitoring, and other election integrity initiatives.

V. Respondent disputes and denies the allegations, and the findings of the U.S. District Court. It is entering into this agreement solely for the purpose of settling this matter expeditiously and avoiding the expense of litigation, without admission with respect to this or any other proceeding, and contends it would have disputed the allegation in court but Respondent neither received notice of the court proceeding nor had the opportunity to participate as a party in the proceeding. Respondent represents that True the Vote has declined to provide

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information regarding the costs of the services at issue and intends to report the amount of the in-kind contribution as \$500,000 based upon consultation with Commission staff and an agreed upon good-faith estimate derived from available information.

VI. Respondent violated 52 U.S.C. § 30104(b) and 11 C.F.R. § 104.3(a) and (b) by failing to disclose contribution or expenditure information in connection with True the Vote, including the dates, amounts, and purposes of the in-kind contributions.

VII. Respondent will take the following actions:

. Respondent will pay a civil penalty to the Commission in the amount of Fourteen Thousand Five Hundred Dollars (\$14,500), pursuant to 5 U.S.C. § 30109(a)(5)(A).

. Respondent will amend its disclosure reports to report the amount of the in-kind contribution from True the Vote as \$500,000 in consultation with Commission staff and based on a good-faith estimate derived from available information.

. Respondent will cease and desist from violating U.S.C. § 301 04(b) and C.F.R. § 104.3(a) and (b).

VIII. The Commission, on request of anyone filing a complaint under 52 U.S.C. § 30109(a)(1) concerning the matters at issue herein or on its own motion, may review compliance with this Agreement. If the Commission believes that this Agreement or any requirement thereof has been violated, it may institute a civil action for relief in the United States District Court for the District of Columbia.

IX. This Agreement shall become effective as of the date that all parties hereto have executed the same and the Commission has approved the entire agreement.

X. Respondent shall have no more than 120 days from the date this Agreement

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becomes effective to comply with and implement the requirements contained in this Agreement and to so notify the Commission.

XI. This Conciliation Agreement constitutes the entire agreement between the parties on the matters raised herein, and no other statement, promise, or agreement, either written or oral, made by either party or by agents of either party, that is not contained within this written Agreement shall be enforceable.

FOR THE COMMISSION:

Lisa J. Stevenson
Acting General Counsel

BY: **Charles Kitcher**
Charles Kitcher
Associate General Counsel
for Enforcement

Digitally signed by
Charles Kitcher
Date: 2024.07.22
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7/22/24
Date

FOR THE RESPONDENT:


(Name)
(Position)

Alex B. Kaufman
General Counsel, Georgia
Republican Party, Inc.

6/3/2024
Date



FEDERAL ELECTION COMMISSION
WASHINGTON, D.C. 20463

BEFORE THE FEDERAL ELECTION COMMISSION

In the Matter of)
)
Georgia Republican Party, *et al.*) MUR 7894R
)

**STATEMENT OF REASONS OF VICE CHAIR ELLEN L. WEINTRAUB AND
COMMISSIONER SHANA M. BROUSSARD**

In 2020 and 2021, True the Vote, a 501(c)(3) non-profit corporation, undertook various “election-integrity” measures leading up to the highly contested U.S. Senate runoff election in Georgia. These measures included a voter hotline, ballot-curing support, signature-verification training, absentee ballot drop box monitoring, and ultimately challenging the eligibility of 364,541 registered Georgia voters.¹ Common Cause Georgia filed a complaint with the Commission, alleging that these measures were coordinated with the Georgia Republican Party in violation of the Federal Election Campaign Act of 1971, as amended (the “Act”).

In support of the allegations, the complaint provided compelling evidence. An email by True the Vote’s founder and President, Catherine Engelbrecht, announced that True the Vote received a “request from the Georgia Republican Party to provide publicly available nonpartisan signature verification training, a 24x7 vote hotline, ballot-curing support, and more.”² Six days later, True the Vote issued a press release announcing “its partnership with the Georgia Republican Party to assist with the Senate runoff election process, including publicly available signature verification training, a statewide voter hotline, monitoring absentee ballot drop boxes, and other election integrity initiatives.”³ The email and press release indicate that True the Vote undertook these measures at the request of and in partnership with the Georgia Republican Party. The record demonstrates that True the Vote implemented this partnership carrying out the activities as planned in conjunction with the Georgia Republican Party.⁴

The Commission’s non-partisan Office of General Counsel analyzed the complaint and recommended that the Commission find reason to believe that True the Vote and the Georgia Republican Party violated the Act by making and receiving prohibited corporate contributions and by failing to

¹ First. Gen. Counsel’s Rpt. at 4, MUR 7894 (True the Vote, *et al.*).

² *Id.*

³ *Id.* at 5.

⁴ *Id.* at 5-8.

MUR 7894R (Georgia Republican Party, *et al.*)
Statement of Vice Chair Ellen L. Weintraub and Commissioner Shana M. Broussard

report those contributions on the Georgia Republican Party’s disclosure reports with the Commission.⁵ We agreed that the public statements made by True the Vote and the other available information in the record established a strong case for finding reason to believe that True the Vote and the Georgia Republican Party violated 52 U.S.C. § 30118(a) (the corporate contribution ban) and that the Georgia Republican Party violated 52 U.S.C. § 30104(b) (reporting requirements), and voted accordingly.⁶ Unfortunately, the Commission could not then garner sufficient votes to find reason to believe and investigate.⁷

Subsequently, Common Cause Georgia challenged the Commission’s failure to find reason to believe in federal court.⁸ The Court determined that Common Cause had standing to challenge the Commission’s failure to investigate Common Cause’s disclosure claim — that the Georgia Republican Party failed to disclose the in-kind contributions from True the Vote.⁹ And on the merits of that claim, the Court determined that True the Vote’s public statements gave the Commission a “concrete and plausible factual basis” and “compelling reasons” to believe that True the Vote’s measures were in partnership with or at the request of the Georgia Republican Party and that those measures were for the purpose of influencing a federal election.¹⁰ Concluding that our fellow commissioners’ rationale was arbitrary and capricious, the Court ordered the Commission to conform with the Court’s order, vindicating our August 2022 votes to find reason to believe that the Georgia Republican Party and True the Vote violated the law.¹¹

In response to the remand, two commissioners switched their original votes and joined us to find reason to believe that the Georgia Republican Party failed to properly *disclose* the in-kind contributions from True the Vote.¹² Despite this, and to our frustration, the Commission still could not garner the necessary four votes to proceed on the allegations that the Georgia Republican Party *received* the corporate contributions, even on remand.¹³ Although the Court held that Common Cause did not have

⁵ *Id.* at 11-20.

⁶ Cert., MUR 7894 (True the Vote, *et al.*) (Aug. 11, 2022). The “reason to believe” finding is the threshold determination that the Commission must make to initiate an enforcement action. 52 U.S.C. § 30109(a)(2). The Commission will find “reason to believe” where the available evidence in the Matter is at least sufficient to warrant conducting an investigation, and where the seriousness of the alleged violation warrants either further investigation or immediate conciliation. Statement of Policy Regarding Commission Action in Matters at the Initial State in the Enforcement Process, 89 Fed. Reg. 19729, 19730 (Mar. 20, 2024). As one court observed: “[T]he reason-to-believe” standard sets a “low bar.” *Common Cause Georgia v. F.E.C.* (No. 22-cv-3067) (D.D.C.) (Sept. 29, 2023) *quoting* Campaign Legal Ctr., 2022 WL 17496220 at 8.

⁷ Cert., MUR 7894 (True the Vote, *et al.*) (Aug. 11, 2022).

⁸ Complaint, *Common Cause Georgia v. FEC*, https://www.fec.gov/resources/cms-content/documents/clca_compl_for_declaratory_and_injunctive_relief_10-10-2022.pdf.

⁹ Memorandum Opinion at 11 (Sept. 9, 2023), *Common Cause Georgia v. FEC*, <https://www.fec.gov/resources/cms-content/documents/usdcdc-mem-opinion-09-29-2023.pdf>.

¹⁰ *Id.* at 13, 17.

¹¹ *Id.* at 12, 16; *see also* Order of the Court at 1 (Sept. 9, 2023); *Common Cause Georgia v. FEC*, <https://www.fec.gov/resources/cms-content/documents/usdcdc-order-09-29-2023.pdf>; Cert., MUR 7894 (True the Vote, *et al.*) (August 11, 2022).

¹² Cert., MUR 7894 (True the Vote, *et al.*) (Aug. 11, 2022).

¹³ Cert., MUR 7894R (Georgia Republican Party) (Oct. 17, 2023).

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standing to challenge the Commission’s decision regarding the corporate contribution allegations, the Commission retains jurisdiction over all violations of the Act. It is clear from the Court’s holding on the merits that the Commission should have also found reason to believe that True the Vote made, and the Georgia Republican Party received, illegal corporate contributions. The Court stated in no uncertain terms, that “the[] facts left [the controlling commissioners] no room to conclude that the Commission lacked reason to believe that True the Vote and the Georgia Republican Party coordinated.”¹⁴ At the risk of stating the obvious: the Georgia Republican Party would only be required to *disclose* in-kind contributions if True the Vote *made* in-kind contributions. Since True the Vote is indisputably a 501(c)(3) corporation, those contributions were illegal corporate contributions. This is the only logical way to apply the Court’s opinion.

Although this vote was logically inconsistent, half a loaf is better than none. We attempted to pursue the disclosure violation in a meaningful way in furtherance of the agency’s disclosure mission by voting to commence an investigation to determine how much True the Vote spent on in-kind contributions to the Georgia Republican Party. However, our colleagues did not join us in authorizing that investigation, which prevented the Commission from accurately determining the amount of in-kind contributions that the Georgia Republican Party should have disclosed on their amended disclosure reports.¹⁵ A single subpoena to True the Vote could have uncovered this information. In failing to use the Commission’s authority to get to the bottom of the key disclosure issue — how much money was spent in coordination with the party committee — we believe the Commission failed to fully conform with the letter and the spirit of the Court’s decision.¹⁶

We ultimately voted to approve the conciliation agreement with the Georgia Republican Party.¹⁷ This resolution will supplement the public record to reflect that True the Vote’s “election-integrity” measures were significant in-kind contributions to the Georgia Republican Party and are disclosed as such on their disclosure reports. Unfortunately, there is no way of knowing whether the \$500,000 that the Georgia Republican Party has agreed to disclose captures all of True the Vote’s coordinated spending. Because our colleagues refused to issue a subpoena to True the Vote, we are left with an imprecise estimate. The Commission’s action did not go far enough. While we approved the conciliation

¹⁴ Memorandum Opinion at 14.

¹⁵ Cert., MUR 7894R (Georgia Republican Party) (Jan. 23, 2024).

¹⁶ Order of the Court at 1 (Sept. 9, 2023); *Common Cause Georgia v. FEC*, <https://www.fec.gov/resources/cms-content/documents/usdcdc-order-09-29-2023.pdf>.

¹⁷ Cert., MUR 7894R (Georgia Republican Party) (June 25, 2024).

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agreement as the best result we could achieve under the circumstances, we regret that we did not have support to fully address the Court's opinion and remand order, to hold True the Vote and the Georgia Republican Party accountable for all of their actions, and to vindicate the public's interest in full and accurate disclosure.

July 23, 2024

Date



Ellen L. Weintraub
Ellen L. Weintraub
Vice Chair

July 23, 2024

Date



Shana M. Broussard
Shana M. Broussard
Commissioner