

# SANDLER REIFF

SANDLER REIFF LAMB  
ROSENSTEIN & BIRKENSTOCK, P.C.

1090 Vermont Ave NW, Suite 750  
Washington, DC 20005  
www.sandlerreiff.com  
T: 202-479-1111  
F: 202-479-1115

September 2, 2021

Federal Election Commission  
Office of Complaints Examination  
and Legal Administration  
Attn: Kathryn Ross, Paralegal  
1050 First Street, N.E.  
Washington, D.C. 20463

VIA E-mail to CELA@fec.gov

Re: MUR 7912

Dear Ms. Ross:

The undersigned serve as counsel to Hold Them Accountable and Taryn Vogel, in her official capacity as Treasurer (collectively, “the Committee”). This letter responds on behalf of the Committee to the Commission’s notification that it received a complaint (the “Complaint”) alleging that the Committee violated the Federal Election Campaign Act (the “Act”) and Federal Election Commission (the “Commission”) regulations. Specifically, the Complaint alleges that the Committee, an independent expenditure-only committee, failed to disclose to the Commission that it was affiliated with another independent expenditure-only committee.

The requirement that political committees disclose other committees with which they are affiliated was intended to prevent the same persons or groups of persons from establishing multiple political committees to circumvent the contribution and expenditure limits imposed under the Act. Importantly, the statute and corresponding regulations pre-date the creation of independent expenditure-only committees, which are not subject to those contribution limits. In 1989, the Commission specifically discussed the consequences of affiliation: (a) that affiliated committees share a common contribution limit with regard to all contributions they make or receive, (b) the lack of a limit on transfers between two affiliated committees, and (c) the impact on the ability of affiliated separate segregated funds (“SSFs”) to solicit from their restricted classes.<sup>1</sup> These concerns are inapplicable to the operation of Super PACs, which may accept unlimited contributions from nearly any source and make unlimited contributions to other Super PACs. Put simply, there is no reason for Super PACs to list other Super PACs as affiliated committees.

Moreover, shortly after the advent of Super PACs, the Commission issued two Advisory Opinions concerning the creation of a Super PAC by a 501(c)(4) organization with an existing

---

<sup>1</sup> Explanation and Justification, 54 Fed. Reg. 34101 (August 17, 1989).

SSF.<sup>2</sup> In both Opinions, the 501(c)(4) was seeking to set up a new Super PAC that would share overlapping leadership with the 501(c)(4) and SSF. The Commission advised that the (c)(4)s could establish and administer the Super PAC, but there was no discussion whatsoever in either opinion about treating the Super PAC as affiliated with the SSF. This omission by the Commission was not an oversight, but rather an understanding of the inapplicability of the affiliation rules to Super PACs.

Here, the Committee properly reported its contributions to Liberty SC and Liberty SC properly reported receipt of those contributions on the schedule dictated by the Commission. Because the Committee is not subject to incoming or outgoing contribution limits, there is no reason for it to list another Super PAC as an affiliate and report those contributions instead as transfers. The contributions were fully disclosed, and the Committee has been fully transparent about its activities. Requiring an extra step of amending its Form 1, which would serve no regulatory purpose, would be an unnecessary and burdensome requirement for independent expenditure-only committees.

Accordingly, the Commission should find no reason to believe that there is a violation of the Act or Commission regulation and dismiss this matter.

If you have any questions regarding this Response, my daytime number is (202) 479-1111. My email address is [reiff@sandlerreiff.com](mailto:reiff@sandlerreiff.com).

Sincerely,



Neil P. Reiff  
Erin Tibe  
Counsel to Hold Them Accountable and Taryn  
Vogel, Treasurer

---

<sup>2</sup> See, Advisory Opinions 2010-09 (Club for Growth) and 2012-18 (National Right to Life Committee).