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By OGC/CELA at 7:31 pm, Mar 22, 2024

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March 22, 2024

SENT VIA EMAIL

Wanda D. Brown
 Acting Assistant General Counsel
 Complaints Examination & Legal Administration
 Federal Election Commission
 1050 First Street NE
 Washington, DC 20463
 cela@fec.gov

Re: Empower Parents PAC (f/k/a Friends of Ron DeSantis) Response to MUR 8146

Dear Ms. Brown:

This law firm represents Empower Parents PAC, a former Florida political committee formerly named Friends of Ron DeSantis and Nancy Watkins in her official capacity as Treasurer of the organization ("Respondent") in response to a complaint filed by the Campaign Legal Center ("CLC") alleging, *inter alia*, that unlawful foreign national contributions were made to Respondent in violation of the Federal Election Campaign Act of 1974, as amended ("FECA"). The Complaint fails to provide the required evidence to warrant the Commission finding reason-to-believe ("RTB") a violation of the Act has occurred. We provide to you this timely response.¹

To merit RTB finding, a complaint must proffer an articulable "reason to believe that a respondent has violated a statute or regulation over which the Commission has jurisdiction."² "The Commission may find 'reason to believe' only if a complaint sets forth sufficient specific facts, which, if proven true, would constitute a violation of the FECA."³ In other words, conclusory and

¹ The Commission's letter notifying Respondent of the Complaint is dated June 30, 2023. However, Respondent and undersigned counsel first received notice of the Complaint via email from the Commission on March 7, 2024. This Response is being filed within 15 days after Respondent received notice of the Complaint.

² 11 CFR 111.9; *see also* 52 U.S.C. 30109(a)(2).

³ Statement of Reasons of Commissioners David M. Mason, Karl J. Sandstrom, Bradley A. Smith, and Scott E. Thomas at 1, MUR 4960 (Hillary Rodham Clinton For U.S. Senate Exploratory Committee, Inc.).

Wanda D. Brown
 March 22, 2024
 Page 2

speculative statements will not be accepted as true, and the Commission will dismiss a complaint when the allegations are refuted with sufficiently compelling evidence.⁴

Here, CLC alleges that ECN Capital Corporation (“ECN Capital”) and its U.S. subsidiaries unlawfully contributed to Respondent. The Commission should promptly dismiss this complaint, as applied to Respondent, because it fails to provide the facts necessary to meet the threshold standard needed to warrant an investigation.

I. Respondent’s Acceptance of ECN Capital’s Contributions was Permissible under Federal and State Law

CLC contends that ECN Capital – described by CLC as a foreign corporation – illegally made in-kind and monetary contributions to Respondent.⁵ The Complaint provides no evidence demonstrating that Respondent (1) accepted foreign contributions, (2) knew or should have known that ECN Capital was a foreign national, and (3) was required to conduct an investigation. Therefore, CLC’s Complaint must be dismissed.

FECA prohibits the knowing acceptance of contributions from foreign nationals.⁶ “‘Knowingly’ means that a person must: (i) have actual knowledge that the source of the funds solicited, accepted or received is a foreign national; (ii) be aware of facts that would lead a reasonable person to conclude that there is a substantial probability that the source of the funds solicited, accepted or received is a foreign national; or (iii) be aware of facts that would lead a reasonable person to inquire whether the source of the funds solicited, accepted or received is a foreign national, but the person failed to conduct a reasonable inquiry.”⁷ In order to assess whether a person knew that the contributor was a foreign national, the Commission considers, among other things, the contributor’s address.⁸

Here, the Complaint articulates no facts that would satisfy any of the factors to establish the “knowingly” element. Respondent had no actual knowledge (nor does CLC allege that it possessed any actual knowledge) of foreign contributions, and was not aware of any facts that would suggest that such contributions were from foreign nationals. All of the contributions from ECN Capital to Respondent listed a Florida address.⁹ The only “evidence” CLC relies on to support its claim is the following conclusory (and contradictory) allegation: “Although these contributions are associated with an address in the U.S., there is no basis to conclude that they were actually made by one of ECN Capital’s domestic subsidiaries – *i.e.*, that the relevant

⁴ *Id.*

⁵ See Compl. ¶ 22.

⁶ See 52 U.S.C. § 30121; *see also* 11 CFR § 110.20.

⁷ See 11 CFR § 110.20(a)(4).

⁸ See 11 CFR § 110.20(a)(5)(ii).

⁹ See Compl. ¶ 22.

Wanda D. Brown
 March 22, 2024
 Page 3

disclosure reports mistakenly listed the foreign parent company as the contributor.”¹⁰ Contrary to CLC’s argument, the contributor listed a domestic (Florida) address and domestic (Illinois) bank, and the contribution forms provided to donors specifically warned that “Contributions from foreign nationals are prohibited.”¹¹ Moreover, there was nothing suspicious on the face of the contributions and of course the contributions were deposited and reported in full compliance with the Act. Respondent logically – and in good faith – assumed that such donations were in compliance. Respondent had no further obligations with respect to these contributions. Thus, the Complaint fails to establish RTB and should be dismissed.

II. Respondent’s Acceptance of ECN Capital’s U.S. Subsidiaries’ Contributions was Permissible under Federal and State Law

CLC believes that ECN Capital’s officers or directors may have participated in the decision making process regarding its U.S. subsidiary, ECN (US) Inc.’s contribution to Respondent.¹² CLC argues that “ECN Capital’s officers’ nationality is relevant to the question of whether a foreign national participated in the domestic subsidiaries’ decision-making process with regard to making political contributions.”¹³ For the reasons below, CLC’s argument fails.

This Commission has acknowledged that “U.S. companies with foreign parents still have the ability to make [political] contributions so long as they are made pursuant to certain safeguards against direct foreign funding and control.”¹⁴ In conducting such an analysis, the Commission has considered whether any evidence was presented that indicated that the contributor intended to inject foreign funds into American elections and that foreign national investors played a role in the decision to make contributions.¹⁵

The accusations of foreign parent company participation is purely speculative, and there is no evidence that the U.S. subsidiary intended to inject foreign funds into American elections. The bank listed on the check is BMO Harris Bank N.A. in Chicago, Illinois.¹⁶ And, ECN (US) Inc. is a domestic corporation registered in the state of Delaware.¹⁷ Respondent had no apparent indication or reason to believe that foreign money was being injected into American elections.

CLC has cherry-picked information that it is asking the Commission to consider in support of its speculative arguments. To be clear, Respondent had no evidence presented to it that any

¹⁰ Compl. ¶ 32.

¹¹ See Contribution Forms, attached as Exhibit “A”.

¹² See Compl. ¶¶ 2, 19, 22.

¹³ Compl. ¶ 12.

¹⁴ See Statement of Reasons of Chairman Allen Dickerson and Commissioners Sean J. Cooksey and James E. Trainor, III at 5-6, MUR 7491 (American Ethane Co., LLC, et al.).

¹⁵ See *id.* at 6, quoting Second Gen’l Counsel’s Report at 9, 18, MUR 7491 (American Ethane), Feb. 11, 2021.

¹⁶ See Check from ECN (US) Inc., attached as Exhibit “B”.

¹⁷ See Compl. ¶ 7, citing Exhibit “F”.

Wanda D. Brown
March 22, 2024
Page 4

political donation decision-making of the U.S. subsidiaries in any way involved (much less were controlled by) foreign nationals. CLC makes conclusory allegations and attempts to conflate facts in order to create the illusion of an illegal scheme that there is no evidence occurred. Such conduct is an abuse of the administrative process and not even remotely close to establishing RTB.

Conclusion

Simply put, the Complaint fails to demonstrate that Respondent has violated FECA and/or Commission regulations. Rather than identify any substantive evidence, CLC merely advances speculative and conclusory allegations, which cannot be the basis for an investigation.¹⁸ As a result of the fatal lack of evidence along with sufficiently compelling evidence refuting the allegations, the Complaint fails to meet the standard needed for the Commission to find reason-to-believe. Therefore, we request the Commission to dismiss this Complaint.

Respectfully,

SHUTTS & BOWEN LLP



Benjamin J. Gibson

Enc: Exhibits A & B

¹⁸ Statement of Reasons by Vice Chairman Allen Dickerson and Commissioner James “Trey” Trainor III at 3, MURs 7427, 7497, 7524, 7553, 7560, 7621, 7654, 7660 and 7558 (NRA, et. al).

EXHIBIT A

Received: 2/18/22
 TY: Michael + Kristi
 Lepore
 EC: Ford
 EC: ECN Capital Corp.



EVENT CODE: FLWPBDH022222

EVENT INFORMATION: FEBRUARY 22, 2022 - WEST PALM BEACH EVENT

SELECT PARTICIPATION LEVEL:

- ☒ \$12,500 individual or \$25,000 per couple - Roundtable, VIP Photo Opportunity & Reception
☐ \$5,000 individual or \$10,000 per couple - VIP Photo Opportunity & Reception
☐ \$3,000 individual or \$6,000 per couple - General Reception

COMPLETE ATTENDEE DETAILS:

Number of Attendee(s): 2 Contribution Total: \$ 25,000List All Attendee Names: Michael Lepore, Kristi Lepore☐ NO, I cannot attend but would like to contribute \$ _____

CONTRIBUTOR INFORMATION (ALL FIELDS REQUIRED)

This contribution is from: ☐ Individual or ☒ Business

If Business - Name of Business:

First Name: ECN Capital Corp.

Last Name:

Employer Name:

Occupation or

Type of Business: capital investment firmBilling Address: 777 South Flagler Drive, Suite 800 EastCity: West Palm BeachState: FLZip: 33401Phone: 561-631-8727Phone Type: ☐ Mobile ☐ Home ☒ WorkEmail: MLepore@ECNcapitalcorp.comEmail Type: ☐ Personal ☒ Work

PAYMENT INFORMATION (ALL FIELDS REQUIRED)

☐ Donate To 'Ron DeSantis for Governor': Amount \$ _____

The maximum contribution to Ron DeSantis for Governor is \$3,000 per individual or business, per election.



ECN CAPITAL

ECN (US) Inc.
 200 Bay Street, Suite 1625
 Toronto, ON M5J 2J1

BMO HARRIS BANK N.A.
 CHICAGO, ILLINOIS

1680

1680

DATE 02/11/2022

MM/DD/YYYY

2-28/710

PAY

USD25,000.00

\$ 25,000.00

TO
 THE
 ORDER
 OF

Friends of Ron DeSantis
 610 S. Boulevard
 Tampa FL 33606



U.S. FUNDS

PER

PER

Contributions or gifts to Ron DeSantis for Governor or Friends of Ron DeSantis are not deductible as charitable contributions for federal income tax purposes.
 Contributions from foreign nationals are prohibited.

IN-KIND FORM

FRIENDS OF RON DESANTIS

FRIENDS OF RON DESANTIS

EVENT CODE:

IN-KIND DEFINITION

In-kind contributions are the donation of goods or anything having an attributable monetary value in any form offered for free or at less than the usual charge to the campaign. Similarly, when a person pays for services on the campaign's behalf, the payment is considered an in-kind contribution.

IN-KIND CONTRIBUTOR INFORMATION (ALL FIELDS REQUIRED)

This contribution is from: ☐ Individual or ☒ Business

If Business, Name of Business: ECN Capital

First Name:

Last Name:

Employer Name: ECN Capital

Occupation or
Type of Business: Finance

Street Address: 777 South Flagler Drive

City: West Palm Beach

State: FL

Zip: 33401

Phone: 561-6318712

Phone Type: ☐ Mobile ☐ Home ☐ Work

Email: mmccormack@ecncapitalcorp.com Email Type: ☐ Personal ☐ Work

Value of the in-kind contribution (fair market value): \$920

Date of In-kind Contribution: 3.31.2022

In-Kind Description:

Signature (Required):

DocuSigned by:

Mary Beth Koenig

PLEASE SEND COMPLETED IN-KIND FORMS TO:

Friends of Ron DeSantis C/O Robert Meyer
420 E. Jefferson St. Tallahassee, FL 32301
OR

Scan/email to: RMeyer@RonDeSantis.com

Contributions or gifts to Friends of Ron DeSantis are not deductible as charitable contributions for Federal income tax purposes.
Contributions from foreign nationals are prohibited.

FLORIDA LAW ALLOWS UNLIMITED CORPORATE AND PERSONAL CONTRIBUTIONS TO FRIENDS OF RON DESANTIS. Friends of Ron DeSantis (FORD) is a Florida state level political committee. Florida state level political committees may accept contributions or make expenditures to expressly advocate the election or defeat of a candidate or issue; political committees may also accept contributions for the purpose of making contributions to any candidate, political committee, affiliated party committee, or political party. (Section 106.011(16), Florida Statutes). Friends of Ron DeSantis focuses on promoting Governor Ron DeSantis and his conservative policies for Florida.

Paid political advertisement paid for by Friends of Ron DeSantis, 610 S. Boulevard, Tampa, FL 33606.

FRIENDS OF RON DESANTIS

IN-KIND CONTRIBUTION FORM

In-kind contributions are the donation of goods or anything having an attributable monetary value in any form offered for free or at less than the usual charge to the committee. Similarly, when a person pays for services on the committee's behalf, the payment is considered an in-kind contribution.

Please provide the following information for each in-kind contribution

This in-kind is from: ☐ Individual or ☒ Business

If Business, Name of Business: ECN Capital

Contributor Name:

Address: 777 South Flagler Drive Suite 800 East West Palm Beach FL 33401

Employer:

Occupation: Financing Company

Home Phone:

Business Phone: (561) 268-9153

E-mail: mmccormack@ecncapitalcorp.com

Value of in-kind Contribution (fair market value): \$1,320

Date of in-kind contribution & event code: 3.4.2022

Description of in-kind contribution: Transportation

Signature: 

Please mail to:

Friends of Ron DeSantis
Attn: Melissa Peters
420 E. Jefferson St. Tallahassee, FL 32301

Scan form to:

Melissa@RonDeSantis.com

Questions call:

Contributions or gifts to Friends of Ron DeSantis are not deductible as charitable contributions for Federal income tax purposes.
Paid political advertisement paid for by Friends of Ron DeSantis, 610 S. Boulevard, Tampa, FL 33606

IN-KIND FORM

FRIENDS OF RON DESANTIS

FRIENDS OF RON DESANTIS

EVENT CODE:

IN-KIND DEFINITION

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IN-KIND CONTRIBUTOR INFORMATION (ALL FIELDS REQUIRED)

This contribution is from: ☐ Individual or ☒ Business

If Business, Name of Business: ECN Capital Corp

First Name:

Last Name:

Employer Name: ECN Capital Corp

Occupation or
Type of Business: Finance

Street Address: 777 South Flagler Dr

City: West Palm

State: FL

Zip: 33401

Phone: 561-631-8712

Phone Type: ☐ Mobile ☐ Home ☒ Work

Email: mmccormack@ecncapitalcorp.com Email Type: ☐ Personal ☒ Work

Value of the In-kind contribution (fair market value): \$4,744.28

Date of In-kind Contribution: 5.5.2022

In-Kind Description: Transportation

Signature (Required):

DocuSigned by:

Mary Beth Koenig

342C872A85804ED

PLEASE SEND COMPLETED IN-KIND FORMS TO:

Friends of Ron DeSantis C/O Robert Meyer
420 E. Jefferson St. Tallahassee, FL 32301
OR

Scan/email to: RMeyer@RonDeSantis.com

Contributions or gifts to Friends of Ron DeSantis are not deductible as charitable contributions for Federal income tax purposes. Contributions from foreign nationals are prohibited.

FLORIDA LAW ALLOWS UNLIMITED CORPORATE AND PERSONAL CONTRIBUTIONS TO FRIENDS OF RON DESANTIS. Friends of Ron DeSantis (FORD) is a Florida state level political committee. Florida state level political committees may accept contributions or make expenditures to expressly advocate the election or defeat of a candidate or issue; political committees may also accept contributions for the purpose of making contributions to any candidate, political committee, affiliated party committee, or political party. (Section 106.011(16), Florida Statutes). Friends of Ron DeSantis focuses on promoting Governor Ron DeSantis and his conservative policies for Florida.

Paid political advertisement paid for by Friends of Ron DeSantis, 610 S. Boulevard, Tampa, FL 33606.

IN-KIND FORM

FRIENDS OF RON DESANTIS

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EVENT CODE:

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IN-KIND CONTRIBUTOR INFORMATION (ALL FIELDS REQUIRED)

This contribution is from: ☐ Individual or ☒ Business

If Business, Name of Business: ECN Capital Corp

First Name:

Last Name:

Employer Name: ECN Capital Corp

Occupation or Type of Business: Financial Advising

Street Address: 777 South Flagler

City: West Palm Beach

State: FL

Zip: 33401

Phone: 5612689153

Phone Type: ☐ Mobile ☐ Home ☐ Work

Email: mmccormack@ecncapitalcorp.com

Email Type: ☐ Personal ☐ Work

Value of the in-kind contribution (fair market value): \$9,220

Date of In-kind Contribution: 6.5.2022

In-Kind Description: Transportation

Signature (Required): *Mary Beth Koenig*

PLEASE SEND COMPLETED IN-KIND FORMS TO:

Friends of Ron DeSantis C/O Robert Meyer
420 E. Jefferson St. Tallahassee, FL 32301
OR

Scan/email to: RMeyer@RonDeSantis.com

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Paid political advertisement paid for by Friends of Ron DeSantis, 610 S. Boulevard, Tampa, FL 33606.

IN-KIND FORM

FRIENDS OF RON DESANTIS

FRIENDS OF RON DESANTIS

EVENT CODE:

IN-KIND DEFINITION

In-kind contributions are the donation of goods or anything having an attributable monetary value in any form offered for free or at less than the usual charge to the campaign. Similarly, when a person pays for services on the campaign's behalf, the payment is considered an in-kind contribution.

IN-KIND CONTRIBUTOR INFORMATION (ALL FIELDS REQUIRED)

This contribution is from: ☐ Individual or ☒ Business

If Business, Name of Business: ECN CAPITAL CORP.

First Name:

Last Name:

Employer Name:

Occupation or
Type of Business: Financial Services

Street Address: 777 SOUTH FLAGLER DR. SUITE 800

City: WEST PALM BEACH State: FL Zip: 33401

Phone: 561-268-9153 Phone Type: ☒ Mobile ☐ Home ☐ Work

Email: MMCCORMACK@ECNCAPITAL.COM Email Type: ☐ Personal ☒ Work

Value of the in-kind contribution (fair market value): \$9,550

Date of In-kind Contribution: 8.14 & 8.15

In-Kind Description: Transportation

Signature (Required): 

PLEASE SEND COMPLETED IN-KIND FORMS TO:
Friends of Ron DeSantis C/O Robert Meyer
420 E. Jefferson St. Tallahassee, FL 32301
OR
Scan/email to: RMeyer@RonDeSantis.com

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EXHIBIT B

CONTRIBUTION COPY FORM
DATE RECEIVED: 2/24/22
EVENT CODE: 2022 Commit
EMPLOYER:
OCCUPATION: Capital Investment Firm

HQ INTERNAL INFORMATION
CONTACT NAME: Michael Lepore
BUNDLER CREDIT:
ENTITY CREDIT: ECN Capital
THANK YOU: Michael Lepore

Address: 777 South Flagler Drive Ste 800 East
West Palm Beach, FL 33401

		ECN (US) Inc. 200 Bay Street, Suite 1625 Toronto, ON M5J 2J1	BMO HARRIS BANK N.A. CHICAGO, ILLINOIS	DATE 02/24/2022 MM/DD/YYYY
		2-28/710		1683 1683
PAY		USD 100,000.00	\$ 100,000.00	
TO THE ORDER OF		Friends of Ron DeSantis 610 S. Boulevard Tampa FL 33606	\$	
			U.S. FUNDS	
		PER 		
		PER		