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**UNITED STATES DISTRICT COURT - 7 P 4:43
FOR THE DISTRICT OF COLUMBIA**

RECEIVED

Peter J. Vroom,

Plaintiff,

v.

Federal Election Commission,

Defendant,

**Civ. No. 12-00143 (RMC)
January 7, 2013**

AMENDED COMPLAINT FOR DECLARATORY AND INJUNCTIVE RELIEF

**Peter Vroom
Appearing *Pro Se***

**611 Oakley Place
Alexandria, VA 22302
703-548-4502**

I. Introduction and Summary

This Amended Complaint is a petition for review under 2 U.S.C. § 437g (a)(8) of a November 29, 2011 order of the Federal Election Commission (the FEC or the Commission) dismissing an administrative complaint (MUR-6455) filed by plaintiff Peter Vroom with the Commission. Mr. Vroom's administrative complaint sought action by the Commission to reconsider and rescind its July 28, 2009 approval of an FEC Advisory Opinion (AO 2009-18) permitting the disaffiliation of the Political Action Committees of the General Electric Company and Penske Truck Leasing.

In his complaint, Vroom provided the FEC with overwhelming documentation showing that GE Capital Corporation (GECC) remained the control party of Penske Truck Leasing by virtue of billions of dollars of outstanding loans and other control mechanisms. After reading the FEC's dismissal letter and legal opinion, Vroom immediately noticed irregularities and made inquiries with the FEC. He then learned from FEC Counsel that the FEC had "misplaced" all of the 100 pages of supporting documentation he had provided with his complaint and that only his two-page cover letter was considered by the Commission.

Vroom and his attorney then acquired records of the FEC's AO consideration process, including the transcript of the Commission hearing during which the GE/Penske PAC disaffiliation request was approved (AO 2009-18). These documents showed very troubling irregularities in the handling of GE/Penske's disaffiliation request by the FEC. Most alarming, it was learned that after six weeks of apparently careful consideration and analysis of the GE/Penske Disaffiliation request, the FEC's Office of General Counsel issued its opinion on July 22, 2009 strongly recommending that the Commission DENY

disaffiliation of the GE and Penske PACs based upon GECC's ongoing control of Penske Truck Leasing. However, as the result of apparently extraordinary measures taken by parties within and outside the FEC in the 24 hours prior to the Commission's vote, the FEC Office of General Counsel was instructed to produce a "Draft B" of its opinion that instead recommended approval of the GE/Penske PAC disaffiliation. At the Commission hearing the following day, the transcript itself reflects the unusual circumstances involved in the eleventh hour change, with one Commissioner at the hearing who spoke for the adoption of Draft B stating "*I appreciate the work that went on behind the scenes for folks to get to the place where I think we will have votes to approve it.*" The FEC Commissioners then passed Draft B allowing disaffiliation of the Penske and GE PACs.

II. Jurisdiction

The Commission voted to dismiss Peter Vroom's complaint on November 29 2011. This action was filed within 60 days of the Commission's vote, as required by 2 U.S.C. § 437g(a)(8) (B). See *Jordan v. FEC*, 68 F.3d 518 (D.C. Cir. 1995). This Court has jurisdiction over this action seeking review of the FEC's dismissal of Peter Vroom's complaint under 2 U.S.C. § 437g(a)(8)(A) and 28 U.S.C. § 1331. On December 6, 2012, Judge Rosemary Collyer issued an Order Granting the FEC's Motion to Dismiss on the basis of Vroom's failure to show standing relating to a specific injury-in-fact. However, Judge Collyer dismissed Without Prejudice, noting that Vroom had shown evidence of standing in his Opposition Brief and provided Vroom until January 7, 2013 to file an amended Complaint.

III. Background

Plaintiff Peter Vroom is the former President and CEO of the Truck Renting and

Leasing Association (TRALA). While employed at TRALA and while also serving as a TRALA officer and Board member with Brian Hard, Penske Truck Leasing CEO, Vroom first became aware of billions in loans made by GE Capital (GECC) to Penske Truck Leasing Co. a joint venture between GECC and the Penske Truck Leasing Corporation, privately held by Roger Penske, a GE Board member. It was apparent to Vroom that the magnitude of the financing between GECC and Penske (approximately \$7 billion) was excessive and far exceeded that of Penske's closest industry competitor, Ryder System, by a factor of approximately 3 to 1. Furthermore, Vroom learned that GECC was Penske Truck Leasing's only source of financing and that Penske Truck Leasing was unable to receive an investment grade debt rating because of its extremely high leverage and debt to equity ratio of more than 6 to 1. Vroom also learned of a series of purchases made by Roger Penske, a GE Board member, of GECC ownership shares in the joint venture between 2006 and 2009, primarily using hundreds of millions of dollars loaned to Penske Truck Leasing by GECC itself. The end of quarter timing of these purchases conveniently served to provide last minute cash infusions to GECC, thereby allowing GE to report to its shareholders that it had succeeded in meeting its Quarterly Earnings Per Share (EPS) forecasts.

On March 28, 2009, Penske made a final 1% purchase from GECC of its ownership in the Penske Truck Leasing Joint Venture that technically gave Penske a 50.1% ownership interest to GECC's 49.9% ownership interest. GE then immediately deconsolidated Penske Truck Leasing and ceased including Penske Truck Leasing and the approximately \$7 billion in debt held by GECC with Penske Truck Leasing from its SEC Reports. In June 2009, just months after GE deconsolidated Penske Truck Leasing

from its financial statements, Penske applied to the FEC for an Advisory Opinion allowing the disaffiliation of the Penske PAC from the GE PAC, based upon Penske's newly deconsolidated status from GECC. However, as Vroom's FEC complaint described in detail, GECC was using Penske Truck Leasing largely as an off-balance sheet entity to hide \$7 billion in GECC debt from the eyes of GE shareholders. The real ownership interest held by GECC in the Penske Truck Leasing Joint Venture was actually closer to 80 percent after accounting for the billions in loans, advances, guarantees and other funding mechanisms extended by GECC to Penske Truck Leasing.

IV. Standing

1. Vroom's Petition Meets the Standard for Prudential Standing

The Supreme Court, in *FEC v. Akins*, clearly established that Vroom has “prudential standing” to file his complaint against the FEC.

“a party aggrieved by an order of the Commission dismissing a complaint filed by such party . . . may file a petition” in district court seeking review of that dismissal. §437g(8)(A). Moreover, prudential standing is satisfied when the injury asserted by a plaintiff “ ‘arguably [falls] within the zone of interests to be protected or regulated by the statute . . . in question.’ ” The injury of which respondents complain—their failure to obtain relevant information—is injury of a kind that FECA seeks to address. *Buckley, supra*, at 66—67 (“political committees” must disclose contributors and disbursements to help voters understand who provides which candidates with financial support).

Similar to *Akins*, where the FEC dismissal allowed AIPAC to continue its non-disclosure of political contributions made to federal candidates, here, the FEC's decision approving the GE and Penske PAC disaffiliation, despite GE's ongoing control of Penske Truck Leasing, denies Vroom the ability to fully and accurately determine the source, magnitude and ultimate recipients of political contributions made by the General Electric

PAC. Furthermore, the “zone of interest” factor referenced by the Supreme Court in *Akins* is also clearly satisfied because the Federal Election Campaign Act (FECA) gives the FEC the responsibility for the oversight and enforcement of federal PAC affiliation requirements and for the review of Advisory Opinion requests for disaffiliation.

FECA. 2 U.S.C. §§ 431(4)(B), 441a(a)(5), 441b(b); 11 C.F.R. §§ 100.5(g)(2), 110.3(a)(1)(ii).
(5) For purposes of the limitations provided by paragraph (1) and paragraph (2), all contributions made by political committees established or financed or maintained or controlled by any corporation, labor organization, or any other person, including any parent, subsidiary, branch, division, department, or local unit of such corporation, ... shall be considered to have been made by a single political committee...

2. Vroom Fully Satisfies the Three Requirements for Constitutional Standing

FEC v. Akins also reviewed the three factors as discussed in *Lujan*, 504 U.S. at 560-61, necessary to establish standing for purposes of pursuing a petition in district court: “1) that they “suffe[r] injury in fact, 2) that their injury is “fairly traceable” to the FEC’s decision, and 3) that a judicial decision in their favor would “redres[s]” the injury.”

a. Vroom Suffers Informational Injury from the Failure of the FEC to Act on his Complaint

Informational injury is well recognized in this Circuit. Voters plainly have standing when they have been denied information about who is funding campaigns. The FEC contends erroneously in its Reply to Vroom’s Opposition Brief that Vroom lacks standing because he is unharmed by its decision to disaffiliate the GE and Penske PACs. The FEC argues that despite its approval of disaffiliation for the GE and Penske PACs,

Vroom is still able to determine the amount each PAC “reports” for its contributions to federal candidates, and therefore he suffers no informational injury. Incredibly, the FEC appears to be saying that as long as Vroom can get information, regardless of its validity or accuracy, he suffers no harm. This is analogous to arguing that even if a patient is given the wrong medicine, he has still gotten medicine so he has no standing to complain.

Certainly, the FEC has an obligation to collect and present to the public reliable and accurate information on federal political contributions. Therefore, it’s approval of the GE/Penske PAC disaffiliation and dismissal of Vroom’s complaint in the face of overwhelming evidence of the ongoing control of Penske by GE, imposes a very real and substantial injury upon Vroom and others who seek this information both in their occupations and for purposes of voting. The very credibility of the entire FEC database is in jeopardy if the FEC is allowed to so unevenly enforce its laws and regulations.

b. Vroom’s Status as a Voter in National Elections, his Operation of the *Alliance for Corporate Integrity* and Career in Politics and as a Lobbyist Provide him Standing

Under Atkins, denial to plaintiffs of information to which they are statutorily entitled and which would be useful for evaluating candidates for election constitutes a sufficient injury in fact to meet their burden of establishing their standing to sue. In this case, Vroom not only maintains status as a voter in national elections and needs this information in his evaluation of candidates but also in his current and past career as a lobbyist, congressional campaign manager, congressional chief of staff and trade association CEO. In these capacities, Vroom very actively participates in the political process involving the analysis of candidates for election to federal political office and he regularly utilizes the FEC website and its database for this purpose. Accordingly, he

relies upon the FEC to ensure the accuracy and validity of these reports.

Vroom also operates the *Alliance for Corporate Integrity*, which provides information to the public on corporations, including the financial support they provide to federal political candidates. The failure of the FEC to properly investigate the GE and Penske PAC disaffiliation and to take appropriate enforcement action to end the excess campaign contributions denies Vroom the ability to determine the actual extent of the financial support that GE provides to political candidates. Furthermore, because an FEC Advisory Opinion can be relied upon by other "similarly situated" entities, the FEC's decision involving the GE/Penske PAC disaffiliation and failure to investigate Vroom's complaint has broad ranging implications for other affiliated PACs wishing to disaffiliate.

In *Common Cause v. FEC*, this Circuit emphasized that the nature of the information withheld is "critical to the standing analysis." 108 F.3d 413, 417 (D.C.Cir.1997). "Informational injury," that injury caused when voters are deprived of useful political information at the time of voting, is a "particularized injury sufficient to create standing" if the denied information is "useful in voting and required by Congress to be disclosed." Such an injury occurs when a voter is deprived of information showing how much money a candidate spent during an election, or the identity of donors to a candidate's campaign, because both types of information are useful in voting and are required by Congress to be disclosed.

c. Vroom's Injury is directly Traceable to the FEC's Decision to Allow the GE PAC and Penske PAC to Disaffiliate

Vroom explains in his Opposition Brief that by virtue of the FEC's improper approval of the disaffiliation of the GE and Penske PAC's, GE now has not one but two

PACs under its control and it is therefore no longer possible for him or his organization, the *Alliance for Corporate Integrity*, to determine the extent of political contributions made to federal candidates that should be attributable to GE. By contrast, prior to the GE/Penske PAC disaffiliation, all of the Penske PAC contributions were attributable to GE as the result of their “affiliated” status and both PAC’s were required to share a single contribution limit. Now, as a result of the FEC’s decision to allow disaffiliation, the two entities each have their own PAC contribution limits, resulting in a potential doubling of the allowable contributions that GE was able to make prior to the disaffiliation.

d. A Decision by the Court Requiring the FEC to Review Vroom’s Documentation and Reconsider the Disaffiliation Clearly has the potential to “redress the injury”

The FEC makes the curious argument in its Reply Brief that “*Vroom does not even allege that GE PAC or Penske PAC has failed or will fail to meet their reporting obligations under the Act; to the contrary, Vroom cites relevant information from these entities’ FEC reports in his administrative and judicial complaints (See Pl. ’s Exh. 6 (Doc. No. 1-1 at 38-39); Pl.’s Opp at 11 (quoting Compl. - 40).)*” Contrary to the FEC’s depiction, Vroom has already shown in his complaint to the FEC and original judicial complaint filing that during the 2008-10 election cycle, and shortly after receiving its disaffiliation approval from the FEC, GE and Penske together exceeded the legal campaign contribution limits to Representative Gerlach (R-PA), the congressman representing the district containing Penske’s corporate headquarters. Vroom’s contention is obvious and repeated throughout his complaint: that by virtue of GE’s ongoing control of Penske Truck Leasing, any contributions made by the GE and Penske PAC’s that in the aggregate exceed the limitations placed upon a single affiliated PAC, are illegal.

By virtue of the FEC's improper approval of the disaffiliation of the GE and Penske PACs, a decision made by the FEC in the face of overwhelming evidence before it of the ongoing control that GE wields upon Penske Truck Leasing, the campaign data produced by the GE and Penske PACs must be considered tainted and essentially worthless for purposes of accurately determining the extent of GE's political contributions to candidates. Therefore, as the direct result of the FEC's failure to enforce and apply FECA responsibly in the handling of his FEC complaint, Vroom is unable to use the FEC data, knowing it is not accurate.

V. The FEC's Internal Handling of the GE/Penske PAC Disaffiliation Request and Vroom's FEC Complaint

The scarcity of almost any response by the FEC to Vroom's allegations involving the internal irregularities and mishandling of both the GE/Penske disaffiliation request and Vroom's FEC complaint is telling in itself. Only in a lengthy footnote (footnote 3, page 6) found in the FEC's Reply to Vroom's Opposition to Dismiss does the FEC belatedly and inaccurately attempt to provide an explanation of what took place internally at the FEC regarding Vroom's complaint handling. The FEC attempts to recast it's already admitted mishandling of Vroom's complaint instead as the result of Vroom's "complete misinterpretation" of its procedures. This is simply untrue and the FEC knows this statement to be untrue. There was no misunderstanding whatsoever on Vroom's part as to what he was told by the FEC's counsel. The FEC's Reply Brief states "*Vroom's convenient new allegation- that FEC counsel admitted to Vroom on January 6, 2012 that the FEC had 'misplaced' ' his documents (Pl. 's Opp. at 4)- is not in his complaint and should be disregarded.*" (footnote 3, pag 6). However, to prove the veracity and timing

of Vroom's claim, all the Court need do is review Vroom's original Complaint in which he provides extensive documentation of the FEC's admitted mishandling of his including Exhibit #3 providing his January 6, 2012 email with the FEC Counsel after she admitted it had been misplaced and not considered as part of the FEC legal analysis.

Neither the Commission

1. FEC Counsel Admitted to Vroom that the Commissioners had not received his Complete Complaint

The FEC Reply Brief footnote also claims "*the Commission's staff reviewed every document that Vroom submitted in connection with his administrative complaint and made those documents available to the FEC's Commissioners for their review prior to voting on the disposition of Vroom's administrative complaint.*" The FEC's carefully worded phraseology here "made those documents available to the FEC's Commissioners" is intended to convey the misimpression that the Commissioners received Vroom's complete complaint documentation prior to their deliberation on Vroom's complaint – they did not. Vroom was informed of this during a phone call from FEC counsel engaged in responding to this very complaint. He explained to Vroom that he believed only his two-page cover letter was considered by the Commissioners for purpose of the November 29, 2011 vote on Vroom's complaint but that he believed that it was possible for the Commissioners to access the complaint documentation through Vroom's MUR file.

a. The FEC Failed to Consider Vroom's Complaint Documentation in its Legal Analysis

Perhaps most concerning among the FEC's expansive footnoting on the issue is its completely new explanation of why Vroom's documentation, which was an integral

part of his complaint, was not included was *“The particular documents about which Vroom is concerned were not mentioned in the Commission's report or placed on its website simply because they were not determinative.”* The FEC then goes on to create from whole cloth a self-serving new theory, one in direct contrast to what Vroom has already been told by the FEC Counsel who described the documents as “misplaced and not considered.” The FEC states: *“Vroom believes that the Commission must have lost his documents because they were not specifically cited in the agency's analysis of his administrative complaint or placed on the Commission's website after the administrative matter concluded.”*

However, the “Agency’s Analysis” is precisely the document that made it patently clear to Vroom that that the FEC could only considered his two-page cover letter and what led Vroom to inquire with FEC Counsel about the irregularities in the consideration of his complaint. For example, the FEC analysis document accompanying the FEC dismissal letter pointed repeatedly to Vroom’s failure to provide information to substantiate and support his claims. The following excerpt from Vroom’s Original Complaint demonstrates that the FEC could not have considered Vroom’s complaint documentation because it included page after page of exhaustive evidence showing the billions of dollars in outstanding loans made by GECC to Penske. This pattern of citing Vroom’s lack of supporting documentation is then repeated time after time in the FEC analysis.

D. The FEC's Analysis of Mr. Vroom's Complaint Demonstrates that it Failed to Consider any of his Supporting Documentation

29. The Commission's December 2, 2011 letter dismissing Vroom's complaint referenced its reliance upon the Legal and

Factual Analysis provided by the FEC General Counsel's Office. However, the FEC General Counsel did not consider substantial evidence that Vroom provided with his complaint when it determined to dismiss his claim. The FEC has confirmed that it omitted to review or consider extensive amounts of documentation that Mr. Vroom and the SEC provided. Instead it relied solely on the two-page cover letter that transmitted Vroom's complaint. To demonstrate the resulting prejudice, when the FEC addressed the most critical issue in Vroom's complaint -- the ongoing financial relationship between GE and Penske -- it stated: "the complaint provides no information to support this claim."

The complaint further alleges that "GE Penske failed to inform the Commission that GE loaned the majority of the funds to Penske in order for Penske to make the additional ownership purchases from GE," Complaint p 3. However the complaint provides no information to support this claim, and the Penske PAC Respondents assert, in contrast, that "GE did not loan the funds necessary for Penske Corp and related entities to make the additional ownership purchase in March 2009 that reduced GE's ownership below 50%." Response of Penske PAC Respondents, p 7: Duff A .lf. 4.

Nor does the FEC even address their failure to provide the documentation portion of Vroom's complaint to the Respondents themselves. As a result, GE and Penske were never even required by the FEC to respond to the vast majority of the allegations and evidence provided by Vroom in his FEC complaint.

2. GE's Status as one of the Largest Corporations, Lobbyists and Campaign Contributors Requires that the FEC Ensure the Integrity and Reliability of its Campaign Finance Information

The General Electric Political Action Committee is among the country's largest contributors of federal campaign donations. If anything, the FEC has a heightened obligation when coming to GE to insure that the campaign finance information it reports

to the public is accurate. However, the FEC did just the opposite by failing to apply its standards for PAC disaffiliation just as evenly and equally to GE as it is required to do with other entities applying for PAC disaffiliation. The numerous irregularities documented in Vroom's judicial complaint that took place within the FEC involving both the GE/Penske PAC disaffiliation approval process and the FEC's subsequent mishandling of Vroom's FEC complaint should be cause for alarm. Inevitably, it raises questions as to whether GE's extensive political influence extends into the FEC itself, the very agency charged with the enforcement of our nation's campaign laws.

Over the past ten years, GEPAC and its employees have given more than \$13 million in federal contributions, with \$1.6 million of it going to members of the House Ways and Means and Senate Finance Committees. GE also has one of Capitol Hill's busiest lobbying operations, spending more than \$205 million over the past ten years to influence lawmakers and regulators. The New York Times reported that the corporate giant paid no taxes in 2011 while receiving a \$3.2 billion tax benefit. The Times article noted that GE achieved these results not only through creative accounting, but also by lobbying Congress for less stringent tax laws. Since 2006, the company has earned \$26 billion in profits but has not paid any income tax in the U.S. and received a refund of \$4.1 billion for that time period. The chart below shows that over the last ten years, GE was the third largest campaign contributor in the nation while paying negligible tax to the government.

	2010 Global Profits	2009 Federal Income Taxes Paid	2009 Federal Tax Benefits	2009-2010 Campaign Contributions	Campaign Contributions (2001-2010)
Exxon-Mobil	\$36.46 billion	\$0	\$156 million	\$1.27 million	\$5.7 million
Bank of America	\$10.2 billion	\$0	\$2.3 billion	\$1.34 million	\$11 million
General Electric	\$14.2 billion	\$0	\$1.1 billion	\$2.03 million	\$12 million
Chevron	\$19 billion	\$0	\$19 million	\$787,083	\$4.4 million
Boeing	\$3.3 billion	\$0	\$132 million	\$2.43 million	\$10 million
Total	\$77.16 billion	\$0	\$3.7 billion	\$7.86 million	\$43.1 million

3. The Irregularities in both the FEC's Approval of the GE/Penske PAC

Disaffiliation and its Handling of Vroom's Complaint are Compelling

When reviewing the facts listed below, even the most skeptical observer would have to consider the possibility that GE's enormous political influence and position as one of the World's largest corporations, may have played a factor in both the approval of the GE/Penske PAC disaffiliation request and the subsequent "mishandling" of Vroom's FEC Complaint.

- The FEC "misplaced" the 100 pages of documentation contained in Vroom's initial FEC complaint and Respondents GE and Penske were therefore never asked to respond to the documentation
- The FEC also "misplaced" Vroom's Supplemental March, 2010 Brief and Respondents GE and Penske were therefore never asked to respond to the documentation.
- The FEC also "misplaced" documentation independently provided to them by the Securities and Exchange Commission (SEC) that provided Vroom's complaint to the SEC involving GE's illegal financial deconsolidation of Penske Truck Leasing.
- After the FEC's Office of General Counsel performed a six-week review of the affiliation factors, it strongly recommended that the Commission DENY the GE/Penske AO Request. Among the numerous reasons provided was the following *"The line of credit from GE Capital Corporation (an affiliate of the GE limited partners) constitutes the Joint Venture's primary source of funding and is provided at rates no less favorable than GE Capital Corporation would provide to a wholly owned subsidiary. Thus, this factor strongly indicates that the Joint Venture and the GE companies remain affiliated. (AO 2009-18, Draft Page 15)"*

- The FEC's Office of General Counsel also pointed to GE Board member Roger Penske's position as the CEO of Penske Truck Leasing Corporation and the Chairman of the Penske Truck Leasing joint venture as a factor for recommending the Commission deny the disaffiliation of the GE and Penske PACs.
- In its AO request to the FEC, GE and Penske claimed only a razor thin 49.9% to 50.1% respective ownership interest ratio in the Penske Truck Leasing Joint Venture. Prior to the GE/Penske disaffiliation, the FEC had never before in its history granted disaffiliation to two organizations where one of the organizations maintained more than a 40% outside interest in the other.
- Only hours before the Commission met on July 28, 2009 to consider the AO Request, the FEC General Counsel's Office was instructed by parties unknown within the Commission to provide the Commission with a second opinion (Draft Opinion B) approving the GE/Penske AO Request.
- The FEC staff was apparently so hurried in responding to the eleventh hour request for a Draft B, recommending approval of the GE/Penske PAC disaffiliation, that the Office of General Counsel used almost the identical text of Draft A denying disaffiliation and simply changed the final recommendation to approval. Most concerning however, was their action in composing Draft B to leave the Draft A citations used to support its reasoning for denial of the GE/Penske PAC disaffiliation. Instead, they simply deleted the explanatory text accompanying the citations, leading the reader to believe incorrectly that the citations supported disaffiliation of the Penske/GE PACs.
- During the Commissions July 29, 2009 consideration of the GE/Penske AO, Rosemary Smith, the FEC Associate General Counsel whose division was responsible for the drafting of the GE/Penske disaffiliation AO, recused herself.
- During the Commissions July 29, 2009 consideration of the GE/Penske AO, Kevin Plummer, Executive Assistant to FEC Commissioner Petersen, recused himself. Both Plummer and Petersen were former colleagues of Carol Laham at the Wiley Reins law firm, who served as Penske's lead counsel in making the AO request. Laham had also previously worked as a staff attorney in the FEC's Office of General Counsel.
- During the Commissions July 29, 2009 consideration of the GE/Penske AO, Commissioner Petersen, a former law partner of Penske counsel Carol Latham, did not recuse himself and in fact, offered Plan B for a vote and voted for it. However, Petersen then subsequently recused himself from voting on Vroom's FEC Complaint;
- The transcript record shows that Commissioner Weintraub, who spoke in support of the AO, acknowledged "behind the scenes" activity prior to the vote to gain support for the GE/Penske Disaffiliation request. This strongly suggests that there was

concern among members of the Commission and/or staff about approving Draft B. Commissioner Weintraub stated: **I'm going to support Draft B and I appreciate the work that went on behind the scenes for folks to get to the place where I think we will have votes to approve it.**

- GE also hired Lawrence Noble, the FEC's former General Counsel, and currently a partner with the law firm of Skadden, Arps, to represent them in defending against Mr. Vroom's FEC complaint.

VI. CONCLUSION

Vroom's complaint satisfies all of the elements required to establish standing under Article III of the Constitution. Vroom requests that this Court instruct the FEC to consider Vroom's complete complaint and to evenly apply its own precedence from previous FEC AO rulings and the ten factors of affiliation to determine whether the GE and Penske PAC's are affiliated; or alternatively, to issue a declaratory judgment that declares that the GE and Penske PACs are in fact affiliated, and that the decision to the contrary that the FEC issued is arbitrary and capricious.

Respectfully submitted,

A handwritten signature in black ink, appearing to read "Peter Vroom". The signature is written in a cursive, flowing style.

Peter Vroom
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703-548-4502

CERTIFICATE OF SERVICE

I hereby certify that on January 7, 2013, I personally delivered for filing with the Court, Plaintiff Peter Vroom's Amended Complaint. I also certify that on that same date, I caused to be sent by email a copy of the same materials to Defendant at the following addresses:

Anthony Herman (D.C. Bar No. 424643)
FEC General Counsel
FEDERAL ELECTION COMMISSION
999 E Street, NW
Washington, DC 20463

A handwritten signature in black ink, appearing to read "Peter J. Vroom". The signature is written in a cursive, flowing style.

Peter J. Vroom
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