

Complaint Against:

*Gretchen Whitmer for Governor
Committee Identification No. 518014
107 E. Washtenaw Ste. 2
Lansing, MI 48933
Telephone No. 517.763.2955*

RECEIVED/FILED
MICHIGAN DEPT OF STATE

2018 JUL 23 PM 3: 39

ELECTIONS/GREAT SEAL

*Gretchen Whitmer
1456 Meadowbrook
East Lansing, MI 48823*

*Build A Better Michigan
Attention: Mark Burton
700 13th Street NW Ste. 600
Washington, DC 20005*

Complainant:

*Anthony Daunt
P.O. Box 14162
Lansing, MI 48901
Telephone No. 517.618.1589*

Dated: July 23, 2018

***Filed Pursuant to MCL 169.215
and the Administrative Rules of the
Michigan Department of State
Bureau of Elections
Richard H. Austin Building, 1st Floor
430 W. Allegan
Lansing, Michigan 48918***

COMPLAINT

Complainant, Anthony Daunt, whose address is P.O. Box 14162, Lansing, MI 48901, Telephone: 517.618.1589, declares to the Michigan Secretary of State the following:

STATEMENT OF FACTS

1. Respondent Gretchen Whitmer is a candidate for the office of Governor.
2. Respondent Gretchen Whitmer for Governor is the candidate committee for Gretchen Whitmer. See Attachment 1.
3. Respondent Build A Better Michigan is not a committee registered under the Michigan Campaign Finance Act, MCL 169.201 *et seq.* (hereinafter referred to as the "MCFA"). Instead, Respondent Build A Better Michigan is a Michigan nonprofit corporation (see Attachment 2) and is an unregulated political organization registered with the Internal Revenue Service. See Attachment 3.
4. Upon information and belief, Respondent Build A Better Michigan receives primarily donations from corporations, labor organizations, and other special interest groups.
5. According to a June 12, 2018, article entitled "Whitmer featured in \$1.8M television ad campaign" published in The Detroit News:

"A group aligned with Michigan Democratic Gubernatorial hopeful Gretchen Whitmer on Tuesday launched a five-week, \$1.8 million advertising campaign that will put the East Lansing Democrat in television ads for the first time this cycle." See Attachment 4.

This June 12, 2018, article further illustrates that the Respondents' intent is to coordinate this ad campaign:

"The Whitmer-focused ad and an additional one to be aired in coming weeks are being paid for by Build a Better Michigan, a nonprofit organized by Whitmer allies under section 527 of the U.S. tax code. Unlike an independent "super" political action committee, the organization cannot advocate explicitly for her election or the defeat of her opponents but can coordinate more closely with her campaign."

6. This advertisement, entitled "Work Hard," can be found at: https://www.youtube.com/watch?time_continue=7&v=9kicNDIgqvg (hereinafter referred to as the "Advertisement").

7. Significantly, the Advertisement contains the following caption:

GRETCHEN WHITMER
CANDIDATE FOR GOVERNOR

See a screenshot of this caption as Attachment 5.

8. Upon information and belief, Respondent Build A Better Michigan has expended a minimum of \$2,009,640 to broadcast the Advertisement. See Attachment 6, a compilation of these advertising costs taken from public records.

9. The next campaign finance report to be filed by Respondent Gretchen Whitmer for Governor is due July 27, 2018. Upon information and belief, Respondent Gretchen Whitmer for Governor will fail to report in-kind contributions from Respondent Build A Better Michigan. This Complaint puts Respondent Gretchen Whitmer and Respondent Gretchen Whitmer for Governor on notice as to their reporting obligations. Consequently, any failure to report in-kind contributions as a result of the Advertisement will constitute knowing and intentional violations of the MCFA.

APPLICABLE STATUTORY AND ADMINISTRATIVE RULE PROVISIONS

10. The registration and disclosure requirements of the MCFA apply to any "committee", which is defined as "a person that receives contributions or makes expenditures for the purpose of influencing or attempting to influence the action of the voters for or against the nomination or election of a candidate ... if contributions received total \$500.00 or more in a calendar year or expenditures made total \$500.00 or more in a calendar year." MCL 169.203(4).

11. Under the MCFA, a committee is required to file its statement of organization within 10 days of its formation. MCL 169.224(1).

12. Campaign statements listing a committee's contributions and expenditures are required to be filed according to the schedules set forth in the MCFA. MCL 169.233.

13. The failure to timely file any of these statements may result in the assessment of late filing fees, or if the statement or organization or two or more campaign statements remain unfiled for more than 30 days, prosecution for a misdemeanor offense. MCL 169.224(1); MCL 169.233(7)-(8).

14. A committee reaches the registration threshold when it receives contributions or makes expenditures of at least \$500 in a single calendar year. MCL 169.203(4).

15. The words "contribution" and "expenditure" are terms of art under the MCFA that are generally defined, in pertinent part, to include anything of ascertainable monetary value that is used to influence or assist the nomination or election of a candidate. MCL 169.204(1); MCL 169.206(1).

16. A communication is not treated as an expenditure unless it "support[s] or oppose[s] a ballot question or candidate by name or clear inference [,]" or unless it contains "express words of advocacy of election or defeat, such as 'vote for,' 'elect,' 'support,' 'cast your ballot for,' 'Smith for governor,' 'vote against,' 'defeat,' or 'reject.'" MCL 169.206(2)(b) and (j). Communications that omit words of express advocacy generally are exempt from MCFA regulation and may be produced or disseminated without triggering the MCFA's disclosure provisions.

17. Section 54(1) of the MCFA prohibits a corporation from making a contribution to a candidate. MCL 169.254(1). Under Section 54(5) of the MCFA, violation of this prohibition by an organization is a felony punishable by a fine of not more than \$10,000. MCL 169.254(5).

18. Administrative Rule 35 prevents a committee from receiving a corporate contribution. Administrative Rule 169.35.

19. Section 9(2) of the MCFA provides that an expenditure is an independent expenditure if the expenditure is not made in cooperation, consultation, or concert with, or at the request or suggestion of, a ballot question committee or a candidate, a candidate committee or its agents, or a political party committee or its agents, and if the expenditure is not a contribution to a committee. MCL 169.209(2).

20. Section 24c of the MCFA provides that if the independent nature of an independent expenditure is defeated, the resulting contribution by a corporation, or a person acting for a corporation, is punishable as an illegal corporate contribution. MCL 169.224c(1).

21. Section 52(1) of the MCFA provides that a person (other than an independent committee or a political party committee) shall not make a contribution to a candidate committee for the office of Governor in excess of \$6800 in an election cycle. MCL 169.252(1). A candidate committee shall not accept a contribution which exceeds this \$6800 limitation. MCL 169.252(7).

22. A person who knowingly violates these contribution limitations is guilty of a misdemeanor punishable, if the person is an individual, by a fine of not more than \$1,000 or imprisonment for not more than 90 days, or both, or if the person is not an individual, by a fine of not more than \$10,000. MCL 169.252(9).

23. Section 47 of the MCFA requires that a television ad supporting a candidate must comply with Federal Communications Commission requirements and if the ad is not an independent expenditure, the ad must state that it is "authorized by" the candidate. MCL 169.247(2)(b). An organization that knowingly violates Section 47 of the MCFA is guilty of a misdemeanor and is subject to a fine of not more than \$1000. MCL 169.247(6).

**RESPONDENT BUILD A BETTER MICHIGAN MADE A COORDINATED IN-KIND
CONTRIBUTION TO RESPONDENT GRETCHEN WHITMER FOR GOVERNOR BY THE
CREATION AND DISSEMINATION OF THE ADVERTISEMENT**

24. There can be no dispute that the Advertisement is coordinated between Respondent Gretchen Whitmer and Respondent Build A Better Michigan. In this regard, Respondent Gretchen Whitmer herself is talking directly into the camera. Consequently, there is no question that the Advertisement has been made in "cooperation, consultation, or concert with" Respondent Gretchen Whitmer. The Michigan Department of State has always taken the position that such communications are not "independent expenditures" under the MCFA. See Interpretative Statement issued to Robert LaBrant dated May 30, 2003 ("Examples of control would be a candidate's conscious decision to appear at a specific place at a specific time for filming, with the knowledge or understanding that the footage would be used in a communication").

25. Accordingly, if the Advertisement constitutes an "expenditure" under the MCFA, the Advertisement cannot possibly be classified as an "independent expenditure."

26. The term "expenditure" is broadly defined in Section 6(1) of the MCFA as "anything of ascertainable monetary value for goods, materials, services, or facilities in assistance of, or in opposition to, the nomination or election of a candidate" MCL 169.206(1).

27. The United States Supreme Court decision in *Buckley v. Valeo*, 424 U.S. 1, 44 (1976) contains the famous footnote 52, which provides examples of express advocacy by the use of such magic words as “vote for,” “elect,” “support,” “cast your vote for,” “Smith for Congress,” etc.

28. In an Interpretative Statement issued to Robert LaBrant dated April 20, 2004, the Michigan Department of State indicated that in determining which communications are subject to the MCFA, the Department will continue to apply the express advocacy standard.

29. Section 6(2)(j) of the MCFA delineates the “express advocacy” standard to be utilized by the Michigan Department of State:

“(j) Except only for the purposes of section 47, an expenditure for a communication if the communication does not in express terms advocate the election or defeat of a clearly identified candidate so as to restrict the application of this act to communications containing express words of advocacy of election or defeat, such as “vote for”, “elect”, “support”, “cast your ballot for”, “Smith for governor”, “vote against”, “defeat”, or “reject”.” MCL 169.206(2)(j).

30. The Advertisement contains an “express advocacy” message:

GRETCHEN WHITMER
CANDIDATE FOR GOVERNOR

See Attachment 5.

31. Section 6(2)(j) of the MCFA indicates that a phrase such as “Smith for Governor” is a communication containing express words of advocacy. MCL 169.206(2)(j). Referencing “Gretchen Whitmer Candidate for Governor” carries the same meaning as “Gretchen Whitmer for Governor.” To arrive at any other conclusion would require one to conclude that “Gretchen Whitmer for Governor” is express advocacy but that somehow “Gretchen Whitmer Candidate for Governor” is not.

32. The Michigan Department of State has already addressed the issues raised in this Complaint in 2014 with respect to In the Matter of: Michigan Jobs and Labor Foundation. In this 2014 matter, the facts were as follows:

a. Michigan Jobs and Labor Foundation (“MJLF”) was a Michigan nonprofit corporation. See Attachment 7, a Conciliation Agreement dated March 2, 2016.

b. According to the Michigan Department of State:

“MJLF acknowledges that it made two television advertisements that carried on-screen graphics expressly advocating the election of two candidates for Michigan Senate, which constitute expenditures within the meaning of the Act. The ads include footage of the two candidates and conclude with the following text: ‘Ken Horn for Senate . . . Paid for by Michigan Jobs and Labor’ and ‘Dale Zorn for State Senate . . . Paid for by Michigan Jobs & Labor Foundation.’ Complainants Opsommer and Arwa allege that the ads were coordinated with

the candidates and constitute direct expenditures; MJLF denies that it coordinated with Senators Horn or Zorn and asserts that the ads were independent expenditures. In either case, MJLF was obligated to register as a committee ten days after it received contributions or expenditures for these television ads." See Attachment 8, Determination Letter dated March 2, 2015.

- c. A screenshot of the 2014 advertisement featuring Ken Horn, entitled "Hard Work" is set forth as Attachment 9.
- d. Unlike the "Work Hard" Advertisement where gubernatorial candidate Respondent Gretchen Whitmer is talking directly to the camera, the 2014 "Hard Work" advertisement featuring Ken Horn had no such coordination as Ken Horn never spoke directly in this 2014 advertisement.
- e. MJLF spent \$17,696.60 with respect to the 2014 advertisements featuring Ken Horn and Dale Zorn. See Attachment 10, MJLF's Amended 2014 October Quarterly Campaign Statement.
- f. Under the Conciliation Agreement executed between MJLF and the Michigan Department of State, MJLF was required to pay a civil fine in the amount of \$17,696.60 to the State of Michigan, which is the same \$17,696.60 in expenses associated with the 2014 advertisements featuring Ken Horn and Dale Zorn. See Attachment 7 and Attachment 10.

33. Accordingly, the facts of the present situation demonstrate a much clearer case of coordinated in-kind expenditures than the 2014 situation in In the Matter of: Michigan Jobs and Labor Foundation.

34. If the text of Section 6(2)(j) of the MCFA and the prior rulings of the Michigan Department of State have any meaning whatsoever, the inescapable conclusion is that the Respondent Build A Better Michigan made a coordinated in-kind contribution to Respondent Gretchen Whitmer for Governor by the creation and dissemination of the Advertisement.

CONCLUSION

Based on the foregoing, Respondent Gretchen Whitmer for Governor and Respondent Gretchen Whitmer, by knowingly receiving excessive in-kind contributions from a prohibited source as a result of the coordinated express advocacy messages set forth in the Advertisement, at a minimum, have violated the following Sections of the MCFA:

- a. Section 33 - by failing to report the in-kind contributions associated with the Advertisement (if not disclosed in the July 27, 2018 campaign finance report);
- b. Administrative Rule 35 - by knowingly accepting an in-kind corporate contribution; and
- c. Section 52 - by knowingly receiving an in-kind contribution in excess of the MCFA's contribution limits.

Based on the foregoing, because the Respondent Build A Better Michigan has engaged in coordinated express advocacy messages, financed from funds in violation of Section 54 of the MCFA, at a minimum, the following Sections of the MCFA have been violated:

- a. Section 54 - by illegally using corporate and/or labor union contributions in connection with Michigan elections;
- b. Section 24 - by failing to file a Statement of Organization;
- c. Section 33 - by failing to report contributions and expenditures;
- d. Section 52 - by knowingly making an in-kind contribution in excess of the MCFA's contribution limits; and
- e. Section 47 - by failing to include the phrases "with regulated funds" and "Authorized by Gretchen Whitmer for Governor" on the Advertisement.

The penalties for the Respondents' MCFA violations are as follows:

1. For violating Section 33:

- a. A committee, candidate, treasurer, or other individual designated as responsible for the committee's record keeping, report preparation, or report filing who fails to file a statement as required by Section 33 shall pay a late filing fee. If the committee has raised \$10,000 or less during the previous 2 years, the late filing fee is \$25 for each business day the statement remains unfiled, but not to exceed \$500. If the committee has raised more than \$10,000 during the previous 2 years, the late filing fee must not exceed \$1,000, determined as follows:
 - (a) Twenty-five dollars for each business day the report remains unfiled.
 - (b) An additional \$25 for each business day after the first 3 business days the report remains unfiled.
 - (c) An additional \$50 for each business day after the first 10 business days the report remains unfiled.
- b. If a candidate, treasurer, or other individual designated as responsible for the committee's record keeping, report preparation, or report filing fails to file 2 statements required by Section 33 or Section 35 and both of the statements remain unfiled for more than 30 days, that candidate, treasurer, or other designated individual is guilty of a misdemeanor punishable by a fine of not more than \$1,000 or imprisonment for not more than 90 days, or both.
- c. If a candidate is found guilty of a violation of Section 33, the circuit court for that county, on application by the attorney general or the prosecuting attorney of that county, may prohibit that candidate from assuming the duties of a public office or from receiving compensation from public funds, or both.

- d. If a candidate, treasurer, or other individual designated as responsible for a committee's record keeping, report preparation, or report filing knowingly files an incomplete or inaccurate statement or report required by Section 33, that individual is subject to a civil fine of not more than \$1,000.
 - e. If a candidate, treasurer, or other individual designated as responsible for a committee's record keeping, report preparation, or report filing knowingly omits or underreports individual contributions or individual expenditures required to be disclosed by the MCFA, that individual is subject to a civil fine of not more than \$1,000 or the amount of the contributions and expenditures omitted or underreported, whichever is greater. MCL 169.233(7)-(11).
- 2. For violating Administrative Rule 35, a civil fine of not more than \$1,000. MCL 169.215(15).
 - 3. For violating Section 52:

A person who knowingly violates Section 52 is guilty of a misdemeanor punishable, if the person is an individual, by a fine of not more than \$1,000 or imprisonment for not more than 90 days, or both, or, if the person is not an individual, by a fine of not more than \$10,000. MCL 169.252(9).

- 4. For violating Section 54:

A person who knowingly violates Section 54 is guilty of a felony punishable, if the person is an individual, by a fine of not more than \$5,000 or imprisonment for not more than 3 years, or both, or, if the person is not an individual, by a fine of not more than \$10,000. MCL 169.254(5).

- 5. For violating Section 24:

A person who fails to file a Statement of Organization required by Section 24 shall pay a late filing fee of \$10 for each business day the Statement remains not filed in violation of Section 24. The late filing fee must not exceed \$300. A person who violates Section 24 by failing to file for more than 30 days after a Statement of Organization is required to be filed is guilty of a misdemeanor punishable by a fine of not more than \$1000. MCL 169.224(1).

- 6. For violating Section 47:

A person who knowingly violates Section 47 is guilty of a misdemeanor punishable by a fine of not more than \$1,000, or imprisonment for not more than 93 days, or both. MCL 169.247(6).

REQUEST FOR ACTION BY THE SECRETARY OF STATE

This Complaint represents perhaps the largest in-kind corporate and labor contribution ever witnessed in the State of Michigan! Because of the serious nature of the documented allegations set forth in this Complaint, the Complainant respectfully requests that the maximum penalties in the MCFA be assessed by the Secretary of State. Based on the precedent established by the Michigan Department of

State in In the Matter of: Michigan Jobs and Labor Foundation, the minimum civil fine assessed against Respondent Build A Better Michigan in this matter must be \$2,009,640, the minimum amount of the illegal in-kind expenditures. Moreover, because Respondent Gretchen Whitmer participated in this coordinated in-kind expenditure scheme (assuming that Respondent Gretchen Whitmer for Governor fails to report the \$2,009,640 in in-kind contributions from Respondent Build A Better Michigan on its upcoming pre-election Campaign Statement due July 27, 2018), then:


- a. Respondent Gretchen Whitmer may be prohibited from assuming the duties of a public office or from receiving compensation from public funds, or both (MCL 169.233(9)); and
- b. Respondent Gretchen Whitmer is subject to a minimum civil fine of \$2,009,640, the minimum amount of the coordinated in-kind contributions omitted or underreported (MCL 169.233(11)).

Accordingly, the Complainant respectfully requests that the Secretary of State immediately investigate the numerous violations set forth in this Complaint, and determine that the Respondents have violated numerous sections of the Michigan Campaign Finance Act and to assess all appropriate penalties.

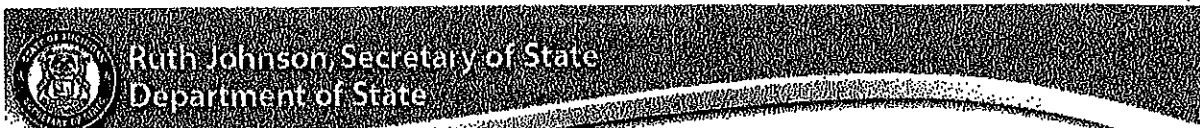
I certify that to the best of my knowledge, information, and belief, formed after a reasonable inquiry under the circumstances, each factual contention of this complaint is supported by evidence.

Respectfully submitted,

Dated: July 23, 2018


Anthony Daunt

Attachment 1

SOS Home (<http://www.michigan.gov/sos>)

(<http://www.michigan.gov/sos/0,1807,1-127-47331---F,00.html>) (<http://www.michigan.gov/sos/0,4670,7-127-47331---F,00.html>) (<http://www.michigan.gov/sos/0,4670,7-127-47331---F,00.html>)

Michigan Committee Statement of Organization

The documents sent and received listing for this committee is at the bottom of the screen.

Jump to the documents on file

Committee ID#:	518014
Type of Filing:	Original
Full name of committee:	GRETCHEN WHITMER FOR GOVERNOR
Committee Type:	Gubernatorial
Candidate Last Name:	WHITMER
First Name:	GRETCHEN
MI:	
County of Residence:	INGHAM
Political Party	Democratic Party
Office Sought	Governor
Date Committee Was Formed:	01/03/2017
Committee Phone Number:	(517) 763-2955
Committee Mail Address:	PO BOX 15282 LANSING, MI 48901
Committee Street Address:	107 E WASHTENAW STE 2 LANSING, MI 48933
Treasurer:	TRICIA FOSTER 107 E WASHTENAW STE 2 LANSING, MI 48933 (517) 763-2955
Designated Record Keeper:	JOSEPH POPEK 504 NORTH CT MASON, MI 48854 (734) 751-5788
Reporting Waiver	No
Names and addresses of depositories or intended depositories of committee funds	
Official Depository:	COMERICA BANK 2815 LAKE LANSING RD LANSING, MI 48912

Secondary Depository:

WOODSBORO BANK
5 N MAIN ST
WOODSBORO, MD 21798

Committee intends to seek qualifying contributions for public funding Yes

Documents on File

Click on a document to access data and images for this committee.

N/A = Not applicable to this document type.

* Fee has an outstanding balance.

Statement Year	Document Type	Document Covers	Statement Due	Sent/Received	Doc Seq#
2018	P.F. APPLICATION #1(e) (https://cfrsearch.nictusa.com/documents/459807)	Not Available	Not Available	08/05/2018	459807
2018	AMENDED ANNUAL CS(e) (https://cfrsearch.nictusa.com/documents/458968)	10/21/2017 -- 12/31/2017	N/A	04/20/2018	458968
2017	AMENDED POST-CONVENTION CS(e) (https://cfrsearch.nictusa.com/documents/454046)	07/21/2017 -- 10/20/2017	N/A	02/13/2018	454046
	CORRESPONDENCE-IN (https://cfrsearch.nictusa.com/documents/454664)	N/A	N/A	02/01/2018	454664
2018	ANNUAL CS(e) (https://cfrsearch.nictusa.com/documents/453384)	10/21/2017 -- 12/31/2017	01/31/2018	01/31/2018	453384
	CORRESPONDENCE-IN (https://cfrsearch.nictusa.com/documents/450406)	N/A	N/A	12/07/2017	450406
2017	AMENDED POST-CONVENTION CS(e) (https://cfrsearch.nictusa.com/documents/450403)	07/21/2017 -- 10/20/2017	N/A	12/07/2017	450403
2017	AMENDED PRE-PRIMARY CS(e) (https://cfrsearch.nictusa.com/documents/450400)	01/03/2017 -- 07/20/2017	N/A	12/07/2017	450400
2017	AMENDED PRE-PRIMARY CS(e) (https://cfrsearch.nictusa.com/documents/450128)	01/03/2017 -- 07/20/2017	N/A	11/28/2017	450128
	ERROR/OMISSION NOTICES - 2017 POST-CONVENTION CS - SATISFIED-450403 (https://cfrsearch.nictusa.com/documents/450099)	N/A	N/A	11/28/2017	450099
	ASSETS CHART LETTER (https://cfrsearch.nictusa.com/documents/450097)	N/A	N/A	11/28/2017	450097
	AMENDED S of O - INFO(e)	N/A	N/A	11/14/2017	449796
	CORRESPONDENCE-IN (https://cfrsearch.nictusa.com/documents/449451)	N/A	N/A	10/26/2017	449451
2017	POST-CONVENTION CS(e) (https://cfrsearch.nictusa.com/documents/449004)	07/21/2017 -- 10/20/2017	Not Available	10/25/2017	449004

Statement Year	Document Type	Document Covers	Statement Due	Sent/Received	Doc Seq#
	CORRESPONDENCE-IN (https://cfrsearch.nictusa.com/documents/447136)	N/A	N/A	10/08/2017	447136
2017	AMENDED PRE-PRIMARY CS(e) (https://cfrsearch.nictusa.com/documents/447101)	01/03/2017 – 07/20/2017	N/A	10/08/2017	447101
	P.F. PRIMARY WAIVER OF EXP LIMIT LETTER (https://cfrsearch.nictusa.com/documents/445321)	N/A	N/A	07/27/2017	445321
2017	PRE-PRIMARY CS(e) (https://cfrsearch.nictusa.com/documents/445002)	01/03/2017 – 07/20/2017	Not Available	07/25/2017	445002
	P.F. ORIENTATION LETTER (https://cfrsearch.nictusa.com/documents/442792)	N/A	N/A	06/02/2017	442792
2017	AMENDED SOFO CORRESPONDENCE (https://cfrsearch.nictusa.com/documents/437028)	Not Available	Not Available	01/24/2017	437028
	ERROR/OMISSION NOTICES S of O - INFORMATION - SATISFIED-436132 (https://cfrsearch.nictusa.com/documents/436132)	N/A	N/A	01/13/2017	436132
	NO REPORTING WAIVER LETTER (https://cfrsearch.nictusa.com/documents/436131)	N/A	N/A	01/13/2017	436131
	S of O - INFORMATION(e)	N/A	N/A	01/03/2017	435775

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FOIA (<http://www.michigan.gov/sos/0,4670,7-127--357908--,00.html>)
 Transparency (<http://www.michigan.gov/openmichigan/0,4648,7-286-58520--,00.html>)
 Office of Regulatory Reinvention (<http://www.michigan.gov/lara/0,4601,7-154-35738--,00.html>)
 Forms (http://www.michigan.gov/sos/0,1607,7-127-1640_11777--,00.html)
 FAQ (<http://www.michigan.gov/sos/0,1607,7-127-12539---F,00.html>)
 Online Services (<https://onlineservices.michigan.gov/ExpressSOS>) SOS Home (<http://www.michigan.gov/sos>)
 Contact the Secretary of State (<http://www.michigan.gov/sos/0,4670,7-127--25634--,00.html>)
 State Web Sites (<http://www.michigan.gov/sos/0,1607,7-127----A,00.html>)
 Michigan.gov Home (<http://www.michigan.gov/>) Michigan News (<http://www.michigan.gov/mnewsire>)
 Policies (<http://www.michigan.gov/sos/0,4670,7-127--281460--,00.html>)

Attachment 2

03 E.4
413

**MICHIGAN DEPARTMENT OF LICENSING AND REGULATORY AFFAIRS
CORPORATIONS, SECURITIES & COMMERCIAL LICENSING BUREAU**

Date Received
MAR 22 2018

This document is effective on the date filed, unless a subsequent effective date within 90 days after received date is stated in the document.

FILED

MAR 23 2018

**ADMINISTRATOR
CORPORATIONS DIVISION**

Name
Graham M. Wilson
Address
700 13th Street NW Suite 600
City State ZIP Code
Washington DC 20005

EFFECTIVE DATE:

Document will be returned to the name and address you enter above.
If left blank, document will be returned to the registered office.

ARTICLES OF INCORPORATION
For use by Domestic Nonprofit Corporations
(Please read information and instructions on the last page)

Pursuant to the provisions of Act 162, Public Acts of 1982, the undersigned corporation executes the following Articles:

ARTICLE I

The name of the corporation is:

Build A Better Michigan

ARTICLE II

The purpose or purposes for which the corporation is formed are:

To engage in political activities, to influence the selection, nomination, election, appointment or defeat of candidates to federal, state or local public office, and to conduct all lawful activities necessary or desired to operate the corporation in connection therewith.

ARTICLE III

1. The corporation is formed upon a Nonstock basis.
(Stock or Nonstock)

2. If formed on a stock basis, the total number of shares the corporation has authority to issue is

_____. If the shares are or are to be divided into classes, the designation of each class, the number of shares in each class, and the relative rights, preferences and limitations of the shares of each class to the extent that the designations, numbers, relative rights, preferences, and limitations have been determined are as follows:

\$70.00 CC/dmg 1827003

ARTICLE III (cont.)

3. a. If formed on a nonstock basis, the description and value of its real property assets are: (If none, insert "none")

None

b. The description and value of its personal property assets are: (If none, insert "none")

None

c. The corporation is to be financed under the following general plan:

Contributions from individuals

d. The corporation is formed on a Directorship basis.
(Membership or Directorship)

ARTICLE IV

1. The name of the resident agent at the registered office is:

The Corporation Company

2. The address of its registered office in Michigan is:

40600 Ann Arbor Road East Suite 201 Plymouth, Michigan 48170
(Street Address) (City) (ZIP Code)

3. The mailing address of the registered office in Michigan if different than above:

_____, Michigan _____
(Street Address or PO Box) (City) (ZIP Code)

ARTICLE V

The name(s) and address(es) of the incorporator(s) is (are) as follows:

Name

Residence or Business Address

Graham M. Wilson

700 13th Street NW, Suite 600, Washington DC 20005

[illegible]

Attachment 3

**Political Organization
Notice of Section 527 Status**

OMB No. 1545-1093

Part I General Information

1 Name of organization **Employer identification number**
Build A Better Michigan 82 - 4913862

2 Mailing address (P.O. box or number, street, and room or suite number)
700 13th Street NW Suite 600

City or town, state, and ZIP code
Washington, DC 20005

3 Check applicable box: ☒ Initial notice ☐ Amended notice ☐ Final notice

4a Date established **4b Date of material change**
03/23/2018 04/10/2018

5 E-mail address of organization
no@email

6a Name of custodian of records **6b Custodian's address**
Mark Burton 700 13th Street NW Suite 600
Washington, DC 20005

7a Name of contact person **7b Contact person's address**
Mark Burton 700 13th Street NW Suite 600
Washington, DC 20005

8 Business address of organization (if different from mailing address shown above). Number, street, and room or suite number
700 13th Street NW Suite 600

City or town, state, and ZIP code
Washington, DC 20005

9a Election authority **9b Election authority identification number**
NONE

Part II Notification of Claim of Exemption From Filing Certain Forms (see instructions)

10a Is this organization claiming exemption from filing Form 8872, Political Organization Report of Contributions and Expenditures, as a qualified state or local political organization? Yes ☐ No ☒

10b If 'Yes,' list the state where the organization files reports:

11 Is this organization claiming exemption from filing Form 990 (or 990-EZ), Return of Organization Exempt from Income Tax, as a caucus or associations of state or local officials? Yes ☐ No ☒

Part III Purpose

12 Describe the purpose of the organization

To engage in political activities, to influence the selection, nomination, election, appointment or defeat of candidates to federal, state or local public office, and to conduct all lawful activities necessary or desired to operate the corporation in connection therewith.

Part IV List of All Related Entities (see instructions)

13 Check if the organization has no related entities

..... ☒

14a Name of related entity	14b Relationship	14c Address
----------------------------	------------------	-------------

Part V List of All Officers, Directors, and Highly Compensated Employees (see instructions)

15a Name	15b Title	15c Address
----------	-----------	-------------

Suzanna Shkrell	Director & Treasurer	700 13th Street NW Suite 600 Washington, DC 20005
-----------------	----------------------	--

Mark Burton	Director & President	700 13th Street NW Suite 600 Washington, DC 20005
-------------	----------------------	--

Tupac Hunter	Director & Secretary	700 13th Street NW Suite 600 Washington, DC 20005
--------------	----------------------	--

Under penalties of perjury, I declare that the organization named in Part I is to be treated as a tax-exempt organization described in section 527 of the Internal Revenue Code, and that I have examined this notice, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. I further declare that I am the official authorized to sign this report, and I am signing by entering my name below.

Katherine LaBeau

04/10/2018

**Sign
Here**

Name of authorized official

Date

Attachment 4

⌕ x

Whitmer featured in \$1.8M television ad campaign

Jonathan Ostling, The Detroit News Published 8:48 a.m. ET June 12, 2018 | Updated 7:04 p.m. ET June 12, 2018



(Photo: Max Ortiz, The Detroit News)

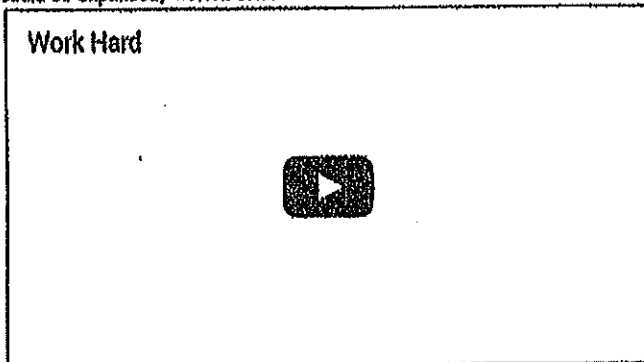
Lansing — A group aligned with Michigan Democratic gubernatorial hopeful Gretchen Whitmer on Tuesday launched a five-week, \$1.8 million advertising campaign that will put the East Lansing Democrat in television ads for the first time this cycle.

Build a Better Michigan is airing "issue ads" that feature Whitmer but do not directly advocate for her election. In the first of at least two planned commercials, the former Senate minority leader touts her role in raising Michigan's minimum wage and expanding Medicaid health care eligibility.

"But there's still more work to do, like invest in skills training and repeal the retirement tax," Whitmer says, referencing a 2011 tax code overhaul that eliminated an exemption on pension income, "so that people can earn more and keep more of what they earn."

Mark Burton, a longtime Whitmer ally now heading Build a Better Michigan, said the group plans to front-load the ad campaign by spending roughly \$600,000 in each of the next two weeks. They'll spend at least \$1.8 million on broadcast and cable TV ads over five weeks, "but obviously if fundraising continues to go well, that

potentially could be expanded," Burton said.



Whitmer was one of the first candidates to enter the 2018 governor's race, but with the Aug. 7 primary less than 60 days away, she is one of the last major party candidates to be promoted in television ads. Her campaign is also expected to run commercials.

Whitmer has looked up most traditional union support in the Democratic race but has seen her early polling lead evaporate amid a spending blitz by Shri Thanedar. The Ann Arbor businessman had spent an estimated \$1.91 million on broadcast TV ads through June 5, according to the Michigan Campaign Finance Network.

Former Detroit health director Abdul El-Sayed, also competing for the Democratic nomination, had spent roughly \$35,000 in broadcast ads through last week.

Building a Better Michigan is a political group organized under Section 527 of the Internal Revenue Code that can raise unlimited money from unions or corporations but must report donors.

The ad campaign follows a playbook used in 2014 by the Democratic Governors Association, which ran issue ads that featured Michigan gubernatorial nominee Mark Schauer but did not expressly tell viewers to vote for him. Schauer lost to Republican Gov. Rick Snyder by 4 percentage points.

"Whitmer is in the ad talking about things that Build a Better Michigan thinks are important, she thinks are important and obviously a lot of Michiganans think are important as well," Burton said.

Whitmer featured in \$1.8M TV ad campaign

Page 2 of 2

On the Republican side, Lt. Gov. Brian Calley's campaign has aired an estimated \$421,000 in broadcast TV ads, while two political action committees that support him had spent more than \$400,000, according to Michigan Campaign Finance Network data.

Attorney General Bill Schuette's campaign had aired \$76,000 in broadcast ads through June 4. A nonprofit that supports him had aired \$406,000 in ads and a super political action committee had spent \$136,000 on broadcast commercials.

Schuette strategist John Sellek called the new Whitmer ad "deceptive." He suggested she would have to raise taxes to pay for several of her proposed policy initiatives, including a new \$100 million plan for two-year college scholarships and skills training programs.

"Whitmer's economic collapse plan would return Michigan to the Lost Decade of Jennifer Granholm with fewer people here to pay higher taxes while struggling to support families on shrinking paychecks," Sellek said in a statement.

El-Sayed also criticized Whitmer from the political left, calling Build a Better Michigan a "corporate dark money PAC" even though the group will be required to disclose donors on future reports, including an inaugural filing due next month.

Internal Revenue Service records show Build a Better Michigan is headed by Burton, former state Sen, Tupac Hunter of Detroit and attorney Suzanna Shkrell, who ran for Congress in 2016 but lost to incumbent U.S. Rep. Mike Bishop, R-Rochester.

joosting@detroitnews.com

(313) 371-3862

Twitter: @JonathanJoosting

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\$15/month On Demand
Tech Support
1 yr. Min. Expires 6/16/18

Shop Now

Attachment 5

GRETCHEN WHITMER
CANDIDATE FOR GOVERNOR



123

123

Attachment 6

GUBERNATORIAL (MI) MARKET COMPETITIVE

Current Total includes Month(s): All
Competitive as of 7/11/2018 11:21:21 AM

Advertiser	Market	Media (group)	AdSec	GRP	6/12-6/18	6/19-6/25	6/26-7/2	7/3-7/9	7/10-7/16	Grand Total
BUILD A BETTER MICHIGAN	DETROIT	Broadcast TV	30	732	\$307,625	\$308,400	\$132,775	\$133,400	\$133,325	\$1,015,525
		Cable TV	30		\$29,798	\$29,600	\$13,269	\$13,269	\$13,489	\$89,516
	GRAND RAPIDS	Broadcast TV	30	766	\$122,605	\$116,125	\$52,225	\$38,555	\$35,555	\$356,065
	KALAMAZOO/ST. LOUIS CREEK	Cable TV	30		\$13,833	\$18,314	\$3,264	\$2,953	\$2,047	\$43,411
	FLINT/SAGINAW/BAY CITY	Broadcast TV	30	584	\$55,520	\$47,240	\$25,685	\$24,455	\$25,845	\$180,745
		Cable TV	30		\$12,720	\$12,720	\$8,415	\$4,350	\$4,350	\$45,555
	LANSING	Broadcast TV	30	517	\$64,580	\$64,580	\$62,465	\$38,860	\$37,710	\$203,715
		Cable TV	30		\$10,719	\$10,719	\$13,245	\$7,160	\$7,160	\$38,284
	XOB.DA/MOC.SQ	Cable TV	30		\$5,380	\$9,415	\$4,029			\$18,824
	Total				\$547,452	\$520,235	\$319,372	\$251,002	\$251,491	\$2,005,640

GUBERNATORIAL (MD) MARKET COMPETITIVE

Current Total includes Month(s): All

competitive as of 7/1/2018 11:21:21 AM

Sponsor Name	Affiliation	Market	Media (Group)	Adcode	Station	6/12-6/18		6/19-6/25		6/26-7/2		7/3-7/9		7/10-7/16		Grand Total		
	Democt	DETROIT	Broadcast TV	30	WDIV	GRP	SS	GRP	SS	GRP	SS	GRP	SS	GRP	SS	SS		
BUILD A BETTER MICHIGAN					WDIV	263	\$110,400	263	\$110,400	116	\$48,550	114	\$47,975	114	\$47,975	870	\$265,300	
					WJLBK	208	\$95,150	208	\$97,200	80	\$33,650	90	\$37,850	80	\$37,850	671	\$261,700	
					WABC	14	\$5,725	14	\$5,725	4	\$1,350	4	\$1,350	4	\$1,350	40	\$17,000	
					WABC	7	\$3,100	7	\$2,825	3	\$1,075	2	\$975	2	\$900	21	\$8,975	
					WABC	65	\$27,700	65	\$27,700	29	\$12,050	23	\$9,550	23	\$9,550	205	\$65,550	
					WABC	150	\$75,550	177	\$74,450	55	\$25,000	54	\$25,200	54	\$25,200	670	\$255,000	
					1617		\$1,543		\$1,543		\$677		\$577		\$552		\$4,082	
					5557		\$24,340		\$24,221		\$11,871		\$12,181		\$12,186		\$44,351	
					9879		\$3,916		\$3,916		\$881		\$881		\$769		\$16,263	
					EWAT	8	\$1,275	8	\$1,275	4	\$650	4	\$600	4	\$600	28	\$4,400	
GRAND RAPIDS KALAMAZOO-BATTLE CREEK					WOOD	232	\$87,160	203	\$82,400	116	\$15,625	57	\$9,100	57	\$9,100	665	\$106,285	
					WVMT	289	\$46,225	289	\$46,225	97	\$15,475	93	\$13,325	93	\$13,325	844	\$134,575	
					WOMI	117	\$18,685	119	\$18,680	64	\$10,190	39	\$9,250	39	\$9,250	377	\$40,355	
					WVSP	8	\$1,200	8	\$1,200	3	\$500	1	\$200	1	\$200	21	\$3,200	
					WZZM	113	\$18,050	113	\$18,045	42	\$6,785	44	\$7,080	44	\$7,080	357	\$57,950	
					2128		\$1,171		\$2,745		\$1,394		\$516		\$504		\$5,230	
					6525		\$12,682		\$16,589		\$3,370		\$2,437		\$1,543		\$37,491	
					EWEM	2	\$770	2	\$200	1	\$80	1	\$140	1	\$150	8	\$720	
					WERT	58	\$5,500	58	\$5,500	51	\$4,850	38	\$3,575	42	\$3,975	247	\$23,500	
					WERT	187	\$17,800	112	\$10,650	82	\$7,800	131	\$12,400	131	\$12,400	643	\$91,850	
FLINT-SAGINAW-EAST LANSING					WVEM	337	\$22,050	325	\$20,650	147	\$13,955	73	\$5,950	73	\$5,950	956	\$59,455	
					WVEM													
					WVEM													
					WVEM													
					WVEM													
					WVEM													
					WVEM													
					WVEM													
					WVEM													
					WVEM													
LANSING					Cable TV	30	\$12,720		\$12,720	2	\$3,415	2	\$2,500	2	\$2,500	9	\$11,719	
					30	ELX												
					WOLX	196	\$24,510	196	\$24,720	119	\$14,535	119	\$14,535	623	\$73,100			
					WOLX	33	\$4,740	48	\$4,870	37	\$4,670	32	\$4,020	165	\$19,400			
					WOLX	241	\$30,120	212	\$28,475	121	\$15,150	117	\$14,650	691	\$36,345			
					WOLX	40	\$5,000	40	\$5,000	31	\$3,625	31	\$3,855	141	\$17,550			
					WOLX	7887	\$10,710		\$10,710		\$7,150		\$7,150		\$7,150		\$28,394	
					WOLX	30	\$3,380		\$3,415		\$4,029						\$18,324	
					Cable TV	30	\$501		\$501		\$4,029							\$18,324
					30	5501												\$18,324
</																		

Attachment 7



STATE OF MICHIGAN
RUTH JOHNSON, SECRETARY OF STATE
DEPARTMENT OF STATE
LANSING

In the Matter of:

**Michigan Jobs and Labor Foundation
Stephen J. Linder, Treasurer
106 West Allegan Street, Suite 200
Lansing, Michigan 48901**

Committee Id. No. 517239

CONCILIATION AGREEMENT

Pursuant MCL §169.215(10) of the Michigan Campaign Finance Act (the Act), MCL §169.201 *et seq.*, the Secretary of State and Michigan Jobs and Labor Foundation (Respondent) hereby enter into a conciliation agreement with respect to certain acts, omissions, methods, or practices prohibited by the Act.

The Secretary of State alleges that there may be reason to believe that the Respondent violated the Act by failing to timely file its statement of organization in violation of MCL 169.224(1).

The Secretary of State further alleges that there may be reason to believe that the Respondent violated the Act by failing to timely file its October 2014 quarterly campaign statement in violation of MCL 169.233(3).

The Secretary of State further alleges that there may be reason to believe that the Respondent violated the Act by making in-kind expenditures that benefitted the Ken Horn for Senate committee.

The Secretary of State further alleges that there may be reason to believe that the Respondent violated the Act by making in-kind expenditures that benefitted the Dale Zorn for Senate committee.

The Secretary of State further alleges that there may be reason to believe that the Respondent violated the Act by accepting a contribution from the Michigan Jobs and Labor Foundation, a domestic nonprofit corporation, in violation of MCL 169.254(1) and R 169.35.

Therefore, the Respondent, without admitting any issue of law or fact, except as stated herein, hereby voluntarily enters into this conciliation agreement and assures the Secretary of State that it will comply with the Act and the Rules promulgated to implement the Act.

By executing this conciliation agreement, the Respondent certifies that it has paid a civil fine in the amount of \$17,696.60 to the State of Michigan.

The Secretary of State and the Respondent further agree that this agreement is in effect and enforceable for four years from the date it is signed by the Secretary of State or her duly authorized representative.

The Secretary of State and the Respondent further agree that this agreement, unless violated, shall constitute a complete bar to any further action by the Secretary of State with respect to the alleged violation that resulted in the execution of this agreement.

The Secretary of State and the Respondent further agree that the complaint and investigation that resulted in this agreement are disposed of and will not be the basis for further proceedings, except pursuant to this agreement.

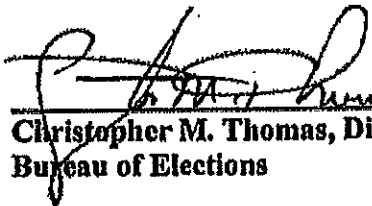
The Secretary of State and the Respondent further agree that this agreement will not prevent the Secretary of State from taking action for violations of this agreement.

The Secretary of State and the Respondent further agree that the Respondent's performance under this agreement shall be given due consideration in any subsequent proceedings.

The Secretary of State and the Respondent further agree that this agreement, when signed, shall become a part of the permanent public records of the Department of State.

The Secretary of State and the Respondent finally agree that the signatories below are authorized to enter into and bind the parties to this agreement, and have done so by signing this agreement on the date below.

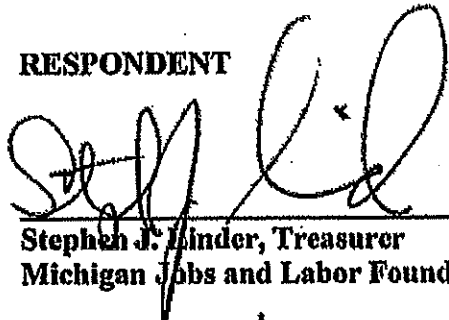
**RUTH JOHNSON
SECRETARY OF STATE**



**Christopher M. Thomas, Director
Bureau of Elections**

Date: 3/2/2016

RESPONDENT



**Stephen J. Binder, Treasurer
Michigan Jobs and Labor Foundation**

Date: 3/2/16

Attachment 8



STATE OF MICHIGAN
RUTH JOHNSON, SECRETARY OF STATE
DEPARTMENT OF STATE
LANSING

March 2, 2015

Andrew Richner
Charles R. Spies
Clark Hill PLC
500 Woodward Avenue, Suite 3500
Detroit, Michigan 48226

Dear Messrs. Richner and Spies:

The Department of State (Department) has concluded its investigation of the enforcement matters concerning your client, Michigan Jobs and Labor Foundation (MJLF), which is alleged to have violated sections 24 and 33 of the Michigan Campaign Finance Act (MCFA or Act), 1976 PA 388, MCL 169.224 and 169.233. MJLF self-reported a potential violation by letter dated October 1, 2014, and Daniel Opsommer and Garrett Arwa filed separate complaints on September 30 and October 3, 2014, respectively. This letter concerns the Department's attempt to informally resolve all three of these matters in lieu of further enforcement action.

MJLF is registered as a domestic nonprofit corporation with the Michigan Department of Licensing and Regulatory Affairs and lists among its purposes, "researching and promoting issues that relate to job creation in the State of Michigan, gathering data regarding the health of the labor market in Michigan through polling and using this information in furtherance of the corporation's exempt purpose." MJLF 2013 Annual Report (filed April 28, 2014). It is not organized as a "committee" as that term is defined in the MCFA.

The registration and disclosure requirements of the MCFA apply to any "committee", which is defined as "a person^[1] who receives contributions or makes expenditures for the purpose of influencing or attempting to influence the action of the voters for or against the nomination or election of a candidate ... if contributions received total \$500.00 or more in a calendar year or expenditures made total \$500.00 or more in a calendar year." MCL 169.203(4). Under the MCFA, a committee is required to file its statement of organization within 10 days of its formation. MCL 169.224(1). Campaign statements listing a committee's contributions and expenditures are required to be filed according to the schedules set forth in the Act. MCL 169.233. The failure to timely file any of these statements may result in the assessment of late filing fees, or if the statement or organization or two or more campaign statements remain unfiled for more than 30 days, prosecution for a misdemeanor offense. MCL 169.224(1), 169.233(7)-(8).

¹ "Person" includes "a business ... corporation ... or any other organization or group of persons acting jointly." MCL 169.211(2).

Mr. Andrew Richner
Mr. Charles Spies
March 2, 2015
Page 2

A committee reaches the registration threshold when it receives contributions or makes expenditures of at least \$500.00 in a single calendar year. The words "contribution" and "expenditure" are terms of art that are generally defined, in pertinent part, to include anything of ascertainable monetary value that is used to influence or assist the nomination or election of a candidate. MCL 169.204(1), 169.206(1). A communication is not treated as an expenditure unless it "support[s] or oppose[s] a ballot question or candidate by name or clear inference [,]" or unless it contains "express words of advocacy of election or defeat, such as 'vote for,' 'elect,' 'support,' 'cast your ballot for,' 'Smith for governor,' 'vote against,' 'defeat,' or 'reject.'" MCL 169.206(2)(b), (j). Communications that omit words of express advocacy generally are exempt from MCFA regulation² and may be produced or disseminated without triggering the Act's disclosure provisions.

MJLF acknowledges that it made two television advertisements that carried on-screen graphics expressly advocating the election of two candidates for Michigan Senate, which constitute expenditures within the meaning of the Act. The ads include footage of the two candidates and conclude with the following text: "Ken Horn for Senate ... Paid for by Michigan Jobs and Labor" and "Dale Zorn for State Senate ... Paid for by Michigan Jobs & Labor Foundation." Complainants Opsommer and Arwa allege that the ads were coordinated with the candidates and constitute direct expenditures; MJLF denies that it coordinated with Senators Horn or Zorn and asserts that the ads were independent expenditures. In either case, MJLF was obligated to register as a committee ten days after it received contributions or made expenditures for these television ads.

Based on the foregoing, the Department finds that there may be reason to believe that MJLF failed to file a statement of organization and at least one³ campaign statement in relation to the November 4, 2014 general election, contrary to MCL 169.224(1) and 169.233(3).

In order to facilitate a potential resolution, the Department requires additional information regarding MJLF's activities. Accordingly, MJLF must file the outstanding statement of organization and campaign statement or statements it owes, on or before March 16, 2015. Upon review of these records, the Department will propose an informal resolution to all three pending matters.

Sincerely,

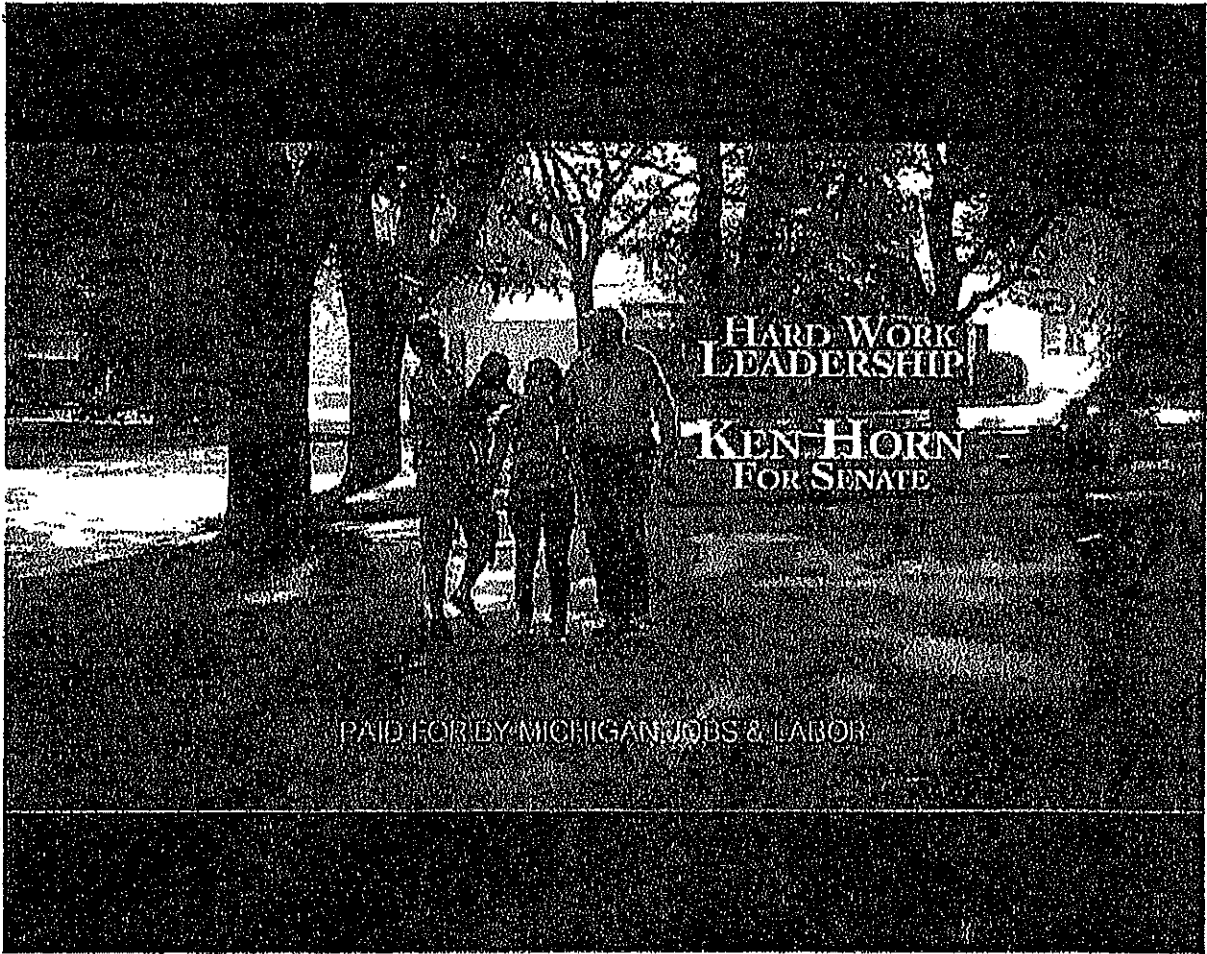


Melissa Malerman, Election Law Specialist
Michigan Bureau of Elections

² Communications that omit words of express advocacy must nonetheless comply with the identification requirements of the MCFA. See MCL 169.206(2)(j), 169.247.

³ MJLF appears to owe an October 2014 quarterly campaign statement (with a closing date of October 20, 2014), and depending on the dates it received contributions or made expenditures, MJLF may or may not owe the February 2015 quarterly campaign statement (with a coverage period of October 21, 2014 to February 10, 2015). MCL 169.233(3).

Attachment 9



HARD WORK
LEADERSHIP

KEN HORN
FOR SENATE

PAID FOR BY MICHIGAN JOBS & LABOR

Attachment 10

SOS Home (<http://www.michigan.gov/sos>)

Ruth Johnson, Secretary of State
Department of State

(<http://www.michigan.gov/sos/0,1807,7-127-47331---F,00.html>)

(<http://www.michigan.gov/sos/0,1807,7-127-47331---F,00.html>)

Michigan Campaign Statement Summary Page

- ☒ **Committee Name:** MICHIGAN JOBS AND LABOR FOUNDATION (SUPERPAC)
☒ **Statement Type:** AMENDED OCTOBER QUARTERLY CS
☒ **Statement Year:** 2014

		This Period	Cumulative for Calendar Year
RECEIPTS			
3. Contributions			
a. Itemized Contributions	(3a.)	\$17,698.60	
b. Unitemized	(3b.)	\$0.00	(18.) \$17,698.60
c. Subtotal of Contributions	(3c.)	\$17,698.60	(19.) \$0.00
4. Other Receipts	(4.)	\$0.00	
5. Total Contributions and Other Receipts	(5.)	\$17,698.60	(20.) \$17,698.60
IN-KIND CONTRIBUTIONS			
6. In-Kind Contributions			
a. Itemized	(6a.)	\$0.00	
b. Unitemized	(6b.)	\$0.00	
7. Total In-Kind Contributions	(7.)	\$0.00	(21.) \$0.00

EXPENDITURES**8. Expenditures**

a. Itemized Direct	(8a.)	\$0.00		
b. Itemized GOTV	(8b.)	\$0.00		
c. In-Kind Expenditures	(8c.)	\$0.00		
d. Unitemized	(8d.)	\$0.00	(22.)	\$0.00
e. Subtotal of Expenditures	(8e.)	\$0.00		
			(23.)	\$17,696.60
9. Independent Expenditures	(9.)	\$17,696.60		
			(24.)	\$17,696.60
10. Total Expenditures	(10.)	\$17,696.60		

IN-KIND EXPENDITURES

11. In-Kind Expenditures- Endorsements, Donations or Loans of Goods or Services	(11.)	\$0.00	(25.)	\$0.00
---	-------	--------	-------	--------

DEBTS AND OBLIGATIONS**12. Debt and Obligations**

a. Owed by the Committee	(12a.)	\$0.00		
b. Owed to the Committee	(12b.)	\$0.00		

BALANCE STATEMENT

13. Ending Balance of last report filed	(13.)	\$0.00		
14. Amount received during reporting Period	(14.)	\$17,696.60		
15. Subtotal	(15.)	\$17,696.60		
16. Amount Expended during reporting Period	(16.)	\$17,696.60		
17. ENDING BALANCE	(17.)	\$0.00		

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v1.0.6+0be567d

FOIA (<http://www.michigan.gov/sos/0,4670,7-127-357908--,00.html>)Transparency (<http://www.michigan.gov/openmichigan/0,4648,7-266-58520---,00.html>)Office of Regulatory Reinvention (<http://www.michigan.gov/lara/0,4601,7-154-35738---,00.html>)Forms (http://www.michigan.gov/sos/0,1607,7-127-1640_11777---,00.html)FAQ (<http://www.michigan.gov/sos/0,1607,7-127-12539---F,00.html>)Online Services (<https://onlineservices.michigan.gov/ExpressSOS>) SOS Home (<http://www.michigan.gov/sos>)Contact the Secretary of State (<http://www.michigan.gov/sos/0,4670,7-127-25634---,00.html>)State Web Sites (<http://www.michigan.gov/sos/0,1607,7-127---A,00.html>)Michigan.gov Home (<http://www.michigan.gov/>)Michigan News (<http://www.michigan.gov/mlnewswire>)Policies (<http://www.michigan.gov/sos/0,4670,7-127-281460--,00.html>)

SOS Home (<http://www.michigan.gov/sos>) Contact the Secretary of State (<http://www.michigan.gov/sos/0,3269,7-127-25634--,00.html>)



Ruth Johnson, Secretary of State
Department of State

michigan.gov

(<http://www.michigan.gov/sos/0,1607,7-127---,00.html>)

Michigan Campaign Statement Expenditures

Committee Name: MICHIGAN JOBS AND LABOR FOUNDATION (SUPERPAC)
Statement Type: AMENDED OCTOBER QUARTERLY CS
Statement Year: 2014
Scheduler: ALL

Matches 1 - 4 of 4

Committee Making Expenditure	Committee ID-Type	Schedule Type	Payee	Expense Date	Exp Code	Purpose	Amount or Value	Support/Oppose
MJLF (SUPERPAC) (https://cfresearch.nictusa.com/committees/617239)	617239 -POL	INDEPENDEN	LAMBERT EDWARDS & ASSOC. 47 COMMERCE RD GRAND RAPIDS, MI 49503	09/26/2014	BA	TV PLACEMENT EXPENSE	\$14,000.00	Support KEN HORN
(https://cfresearch.nictusa.com/committees/0)		SUPP	WJRT 2302 LAPEER FLINT, MI 48503	09/26/2014			\$2,260.00	
(https://cfresearch.nictusa.com/committees/0)		SUPP	COMCAST 0271 FENTON ONE COMCAST CENTER PHILADELPHIA, PA 19103	09/26/2014			\$1,087.00	
(https://cfresearch.nictusa.com/committees/0)		SUPP	COMCAST 0925 FLINT ONE COMCAST CENTER PHILADELPHIA, PA 19103	09/26/2014			\$1,008.00	
(https://cfresearch.nictusa.com/committees/0)		SUPP	WEYI 2226 W. WILLARD CLIO, MI 48420	09/26/2014			\$200.00	
(https://cfresearch.nictusa.com/committees/0)		SUPP	WNEM 107 N. FRANKLIN SAGINAW, MI 48607	09/26/2014			\$9,600.00	
(https://cfresearch.nictusa.com/committees/0)		SUPP	CHARTER 1085 SAGINAW 400 ATLANTIC 10TH FL STAMFORD, CT 06901	09/26/2014			\$5,851.00	
MJLF (SUPERPAC) (https://cfresearch.nictusa.com/committees/617239)	617239 -POL	INDEPENDEN	LAMBERT EDWARDS & ASSOC. 47 COMMERCE RD GRAND RAPIDS, MI 49503	10/14/2014	ON	TV PRODUCTION EXPENSES	\$1,039.70	Support KEN HORN

Committee Making Expenditure	Committee ID-Type	Schedule Type	Payee	Expense Date	Exp Code	Purpose	Amount or Value	Support/Oppose	Or
(https://cfsearch.nictusa.com/committees/0)		SUPP	LOYEL STUDIOS PO BOX 3350 PINEHURST, NC 28374	10/14/2014	C	T	\$61.18		
(https://cfsearch.nictusa.com/committees/0)		SUPP	SUCH VIDEO 111 EAST GRAND RIVER LANSING, MI 48901	10/14/2014	C	T	\$469.28		
(https://cfsearch.nictusa.com/committees/0)		SUPP	AUDIOGRAPH 2917 COLLEGE RD, HOLT, MI 48842	10/14/2014	C	T	\$489.24		
MJLF (SUPERPAO) (https://cfsearch.nictusa.com/committees/517239)	517239 -POL	INDEPENDEN	LAMBERT EDWARDS & ASSOC. 47 COMMERCE RD GRAND RAPIDS, MI 49503	09/23/2014	CN	TV PRODUCTION EXPENSES	\$998.00	Support ZORN	DALE 8' 81 17
(https://cfsearch.nictusa.com/committees/0)		SUPP	AUDIOGRAPH 2917 COLLEGE RD, HOLT, MI 48842	10/14/2014	C	T	\$489.28		
(https://cfsearch.nictusa.com/committees/0)		SUPP	LOYEL STUDIOS PO BOX 3350 PINEHURST, NC 28374	10/14/2014	C	T	\$62.68		
(https://cfsearch.nictusa.com/committees/0)		SUPP	SUCH VIDEO 111 EAST GRAND RIVER LANSING, MI 48901	10/14/2014	C	T	\$447.80		
MJLF (SUPERPAO) (https://cfsearch.nictusa.com/committees/517239)	517239 -POL	INDEPENDEN	LAMBERT EDWARDS & ASSOC. 47 COMMERCE RD GRAND RAPIDS, MI 49503	09/25/2014	BA	TV PLACEMENT EXPENSES	\$694.00	Support ZORN	DALE 8' 81 17
(https://cfsearch.nictusa.com/committees/0)		SUPP	COMCAST 6034 MONROE ONE COMCAST CENTER PHILADELPHIA, PA 19103	09/25/2014			\$243.00		
(https://cfsearch.nictusa.com/committees/0)		SUPP	COMCAST 2124 ADRIAN ONE COMCAST CENTER PHILADELPHIA, PA 19103	09/25/2014			\$421.00		

< Matched 1 - 4 of 4 >

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FOIA (<http://www.michigan.gov/sos/0,4670,7-127-357908--,00.html>)Transparency (<http://www.michigan.gov/openmichigan/0,4648,7-286-59520--,00.html>)Office of Regulatory Reinvention (<http://www.michigan.gov/ara/0,4601,7-154-35738--,00.html>)Forms (http://www.michigan.gov/sos/0,1607,7-127-1640_11777--,00.html) FAQ (<http://www.michigan.gov/sos/0,1607,7-127-12539--,F,00.html>)Online Services (<https://onlineservices.michigan.gov/ExpressSOS>) SOS Home (<http://www.michigan.gov/sos>)

Contact the Secretary of State (<http://www.michigan.gov/sos/0,4670,7-127--25634--,00.html>)

State Web Sites (<http://www.michigan.gov/sos/0,1607,7-127---A,00.html>)

Michigan.gov Home (<http://www.michigan.gov/>)

Michigan News (<http://www.michigan.gov/minewswire>)

Policies (<http://www.michigan.gov/sos/0,4670,7-127--281460--,00.html>)



STATE OF MICHIGAN
RUTH JOHNSON, SECRETARY OF STATE
DEPARTMENT OF STATE
LANSING

July 25, 2018

Build A Better Michigan
700 13th Street NW Suite 600
Washington, DC 20005

Gretchen Whitmer for Governor
107 E. Washtenaw Ste. 2
Lansing, Michigan 48933

Gretchen Whitmer
1456 Meadowbrook
East Lansing, Michigan 48823

Re: Daunt v. Build A Better Michigan, et al
Campaign Finance Complaint
No. 2018-07-047-24

Dear Build A Better Michigan, Gretchen Whitmer for Governor, & Ms. Whitmer:

The Department of State (Department) received a formal complaint filed by Anthony Daunt against you, alleging that you violated the Michigan Campaign Finance Act (MCFA or Act), 1976 PA 388, MCL 169.201 *et seq.* The investigation and resolution of this complaint is governed by section 15 of the Act and the corresponding administrative rules, R 169.51 *et seq.* A copy of the complaint and supporting documentation is enclosed with this letter.

I. The Allegations in the Complaint

Mr. Daunt makes several allegations of sections of the MCFA have been violated. All of the allegations surround a television advertisement entitled "Work Hard" which was alleged to be purchased by Build a Better Michigan (BBM). The advertisement contains the caption "GRETCHEN WHITMER CANDIDATE FOR GOVERNOR." This advertisement is the subject of the alleged violations as to BBM and Ms. Whitmer.

As to BBM, Mr. Daunt alleges the following sections have been violation: (1) section 24 by failing to file a statement of organization within 10 days of the formation of its committee; (2) section 33 by failing to file campaign statements listing contributions and expenditures; (3) section 54 by making a corporate contribution to a candidate; (4) section 52 by making a corporate contribution to a gubernatorial candidate in excess of \$6,800; and (5) section 47 by failing to have a proper identification statement on a television ad.

As to Ms. Whitmer and her gubernatorial committee, Mr. Daunt alleges that Ms. Whitmer violated section 33 by failing to report in-kind contributions related to the television advertisements, Administrative Rule 35 by accepting an in-kind contribution, and section 52 by accepting an in-kind contribution in excess of the statutory limitations.

II. Applicable Law

The MCFA prohibits a corporation from making a contribution or expenditure that are excluded from the definition of “contribution.” Under the MCFA, a contribution is defined as “a payment, gift, subscription, assessment, expenditure, contract, payment for services, dues, advance, forbearance, loan, or donation of money or anything of ascertainable monetary value, or a transfer of anything of ascertainable monetary value to a person, made for the purpose of influencing the nomination or election of a candidate, for the qualification, passage, or defeat of a ballot question, or for the qualification of a new political party.” MCL 169.204(1). A contribution is not an independent expenditure. MCL 169.204(3)(e). A knowing violation of this section is a felony, punishable by a fine of not more than \$10,000 or imprisonment. MCL 169.254(5).

Section 24 requires committees to file a statement of organization with the proper filing official within 10 days after the committee is formed. MCL 169.224(1). Section 24 details specific requirements for all statement of organizations that must be filed. See MCL 169.224(2)-(3). A person who fails to file a statement of organization shall pay a late filing fee of \$10.00 per business day the report isn’t filed not to exceed \$300. MCL 169.224(1). A person failing to file a statement of organization after 30 days, is guilty of a misdemeanor punishable by a fine up to \$1,000.

Section 33 requires committees to file contributions and expenditures with the appropriate filing official by specific dates. MCL 169.233(1) – (3). The MCFA requires a committee that receives or expends more than \$1,000 during any election to file campaign finance reports in compliance with the Act. MCL 169.233(6). The failure to file a single campaign statement may trigger the assessment of late filing fees, while the failure to file two or more campaign statements is a misdemeanor offense. MCL 169.233(7)-(8).

A person other than an independent committee or political party committee is barred from making contributions to candidate committees that exceeds \$6,800 per election cycle for the office of governor. MCL 169.252(1)(a). A knowing violation is a misdemeanor punishable by civil fines up to \$1,000 and/or 90 days in jail. MCL 169.252(9). If the person is not an individual, the civil fine increases to \$10,000.

Finally, the MCFA and corresponding administrative rules require a person who produces printed material that relates to an election to include the phrase “Paid for by [name and address of the person who paid for the item].” MCL 169.247(1), Mich. Admin. R 169.36(2). A paid television or radio ad that relates to a candidate must include a disclaimer which states whether it was authorized by a candidate. MCL 169.247(2). A knowing violation constitutes a misdemeanor offense punishable by a fine of up to \$1,000.00, imprisonment for up to 93 days, or both. MCL 169.247(6).

III. Conclusion

The purpose of this letter is to inform you of the Department's examination of these matters and your right to respond to the allegations before the Department proceeds further. It is important to understand that the Department is neither making this complaint nor accepting the allegations as true.

If you wish to file a written response to this complaint, you are required to do so within 15 business days of the date of this letter. Your response may include any written statement or additional documentary evidence you wish to submit. Should you elect to file a response, please address the allegations in the complaint.

All materials must be sent to the Department of State, Bureau of Elections, Richard H. Austin Building, 1st Floor, 430 West Allegan Street, Lansing, Michigan 48918. If you fail to submit a response, the Department will render a decision based on the evidence furnished by the complainant.

A copy of your answer will be provided to Mr. Daunt, who will have an opportunity to submit a rebuttal statement to the Department. After reviewing all of the statements and materials provided by the parties, the Department will determine whether "there may be reason to believe that a violation of [the MCFA] has occurred [.]” MCL 169.215(10). Note that the Department's enforcement powers include the possibility of entering a conciliation agreement, conducting an administrative hearing, or referring this matter to the Attorney General for enforcement of the criminal penalties provided in section 54 of the Act.

Sincerely,

A handwritten signature in black ink, appearing to read "Adam Fracassi", with a stylized flourish at the end.

Adam Fracassi
Bureau of Elections
Michigan Department of State

c: Eric Doster, Attorney for Anthony Daunt, via email

RECEIVED/FILED
MICHIGAN DEPT OF STATE

August 15, 2018

2018 AUG 16 PM 4:55

VIA EMAIL AND MAIL

REGISTRATION/GREAT SEAL

Adam Fracassi
Bureau of Elections
Michigan Department of State
Richard H. Austin Building, 1st Floor
430 West Allegan Street
Lansing, MI 48919

**Re: July 23, 2018 Anthony Daunt Campaign Finance
Complaint**

Dear Mr. Fracassi:

We write on behalf of Build a Better Michigan, Gretchen Whitmer for Governor, and Gretchen Whitmer ("Respondents") in response to a complaint filed by Anthony Daunt alleging several violations of the Michigan Campaign Finance Act (the "Act"). The complaint is without merit and should be dismissed.

Every single allegation in the complaint turns on the incorrect claim that an ad run by Build a Better Michigan contained "express advocacy." However, the ad, entitled "Work Hard," "does not in express terms advocate the election or defeat of a clearly identified candidate," and therefore falls outside the scope of the Act. Mich. Comp. Laws § 169.206(1)(j). In response to a previously filed complaint, Build a Better Michigan discussed the "express advocacy" standard in detail, and how its advertisement clearly did not meet this threshold. That response is enclosed for your reference.

Mr. Daunt is apparently attempting to recycle the same baseless attack from the previous complaint for partisan political purposes, but for the same reasons we set forth before, his complaint should also be promptly dismissed.

Sincerely,
Joseph T. Popek
Mark Burton
Graham M. Wilson
Counsel for Respondents

Enclosure

August 6, 2018

Adam L.S. Fracassi
Bureau of Elections
Michigan Dept. of State
Richard H. Austin Building, 1st Floor
430 West Allegan Street
Lansing, MI 48919

Re: June 20, 2018 Colleen Pero Campaign Finance Complaint

Dear Mr. Fracassi:

We write to respond to the complaint filed by Colleen Pero, alleging that two communications sponsored by Build a Better Michigan, titled “Work Hard” and “Get It Done,” violated the Michigan Campaign Finance Act (“MCFA” or “Act”). This complaint is without merit. Specifically, Ms. Pero wrongly claims that the advertisements implicate the requirements of the Act because they contain “express advocacy.” The advertisements are both about important legislative policy issues facing Michiganders. While the advertisements feature Gretchen Whitmer addressing these policy issues, and also identify her both as a “Former MI Senator” and as a “Candidate for Governor” so that the viewers of the advertisements are aware of who is speaking to them, at no point do the advertisements urge the viewer to vote for or against any candidate for elective office. Referencing the fact that an individual is a candidate is plainly not the same as telling someone that they should vote for that candidate. That is the essence of “express advocacy” and without such content, the advertisements are not campaign expenditures subject to the regulatory authority of the Michigan Department of State. The Department should immediately dismiss Ms. Pero’s complaint.

1. The MCFA Does Not Apply to Ads Lacking Express Advocacy

The MCFA exempts from state campaign finance regulation any communication that “does not in express terms advocate the election or defeat of a clearly identified candidate.” Mich. Comp. Laws § 169.206(1)(j). It applies only to “communications containing express words of advocacy of election or defeat, such as ‘vote for,’ ‘elect,’ ‘support,’ ‘cast your ballot for,’ ‘Smith for governor,’ ‘vote against,’ ‘defeat,’ or ‘reject.’” *Id.*¹ The statute conforms Michigan law to the “express advocacy” test established *Buckley v. Valeo*, 424 U.S. 1 (1976), which limits the application of campaign finance law to “communications containing express words of advocacy of election or defeat, such as ‘vote for,’ ‘elect,’ ‘support,’ ‘cast your ballot for,’ ‘Smith for Congress,’ ‘vote against,’ ‘defeat,’ ‘reject.’” *Buckley*, 424 U.S. at 44 n. 52. It is the actual words of an ad that matter, and not a possible inference that viewers may supply on their own.

Michigan has followed *Buckley*’s express advocacy test since 1998, when two federal courts struck down the State’s attempt to regulate issue ads that included the name or likeness of a

¹ As an exception, the MCFA does require sponsorship identification on communications that reference a clearly identified candidate or ballot question via radio, television, mass mailing, or prerecorded telephone message targeted to the relevant electorate within 60 days before a general election and 30 days before a primary election. Mich. Comp. Laws § 169.247(5). There is no allegation that there was any violation of this disclosure requirement.

specific candidate 45 days before an election. See *Planned Parenthood Affiliates of Michigan, Inc. v. Miller*, 21 F. Supp. 2d 740 (E.D. Mich. 1998); *Right to Life of Michigan, Inc. v. Miller*, 23 F. Supp. 2d 766 (W.D. Mich. 1998). The regulation was overbroad partly because it would ban constitutionally protected speech such as “articles that mention the sponsors, authors and supporters of specific pending bills, identification of those who testified at hearings, and **interviews with candidates.**” *Right to Life of Michigan, Inc.*, 23 F. Supp. 2d at 769 (emphasis added).

As a result of those court decisions, in 2002, the Department held that its authority did not extend to issue ads lacking express advocacy, even when the ads were produced after the sponsor held “meetings with the candidate” and “ask[ed] the candidate for photographs and other information.” Mich. Dep’t of State, Interpretive Statement 03-02-CI (Aug. 26, 2002) (Witte). The Department said flatly: “[W]e do not have the authority to regulate ads that do not contain words of express advocacy.” *Id.* at 6. The Department affirmed again in 2004 that it “will continue to apply the express advocacy standard” to the MCFA unless and until the statutory language was amended to reflect any other standard. Mich. Dep’t of State, Interpretive Statement 01-04-CI at 5 (April 20, 2004) (LaBrant).² In 2013, the Legislature amended the MCFA to codify the Department’s long-standing interpretation that the *Buckley* express advocacy test controls. 2013 Mich. Pub. Acts 252. Thus, Michigan law does not reach communications that lack “words of express advocacy—‘vote for,’ ‘vote against,’ ‘elect,’ ‘defeat,’ etc.” *Id.*

2. A Communication Does Not Expressly Advocate for a Candidate Simply Because It Identifies that Person as a Candidate

Neither the Department nor Michigan courts have endorsed the proposition that simply referencing that an individual is a candidate for office amounts to express advocacy. In evaluating the express advocacy standard, the Department has relied on *Clifton v. FEC*, 927 F. Supp. 493 (D. Me. 1996). This case involved voter guides that named candidates and contrasted their positions on issues. See Interpretive Statement 03-02-CI at 5; see also 927 F. Supp. at 495. Importantly, the Department has also relied on the federal court’s opinion in *Federal Election Comm’n v. Christian Coalition*, 52 F. Supp. 2d 45 (D.D.C. 1999), to determine whether a communication was a contribution to a candidate. Mich. Dep’t of State, Interpretive Statement 03-02-CI at 3–4 (Aug. 26, 2002) (Witte). The *Christian Coalition* court explained that applying the *Buckley* “express advocacy” test requires focusing on the verbs used:

First, the communication must in effect contain an explicit directive.
... That effect is determined first and foremost by the words used.
More specifically, the “express advocacy” standard requires focus
on the verbs. ... For a communication to contain, in effect, an explicit

² The Department stated that, even after the Supreme Court’s decision in *McConnell v. Fed. Election Comm’n*, 540 U.S. 93, 206 (2003), overruled on other grounds by *Citizens United v. Fed. Election Comm’n*, 558 U.S. 310 (2010), Michigan’s broad campaign finance law definition of “expenditure” required it to “apply the express advocacy standard in order to avoid constitutional problems.” Interpretive Statement 01-04-CI at 5. It also made clear that, even if someone could argue that “many if not most of these issue ads are campaign ads without words of express advocacy,” they still “are not considered expenditures.” *Id.*

directive it must use an active verb (or its functional equivalent, e.g., “Smith for Congress” or, perhaps, an unequivocal symbol).

Second, that verb or its immediate equivalent—considered in the context of the entire communication, including its temporal proximity to the election—must unmistakably exhort the reader/viewer/listener to take electoral action to support the election or defeat of a clearly identified candidate.

Id. at 61–62 (citations omitted). Thus, under the *Christian Coalition* analysis, it is the verb that renders a communication express advocacy; it is not sufficient that an advertisement identifies a person as a candidate if the communication otherwise lacks that “explicit directive.” *Id.* “Smith for Congress” is the same as using the active verbs “vote” or “support” Smith, but with “Smith, Candidate for Congress,” there is no active verb. The phrase simply means that Smith is a candidate for congress without the presence of any exhortation.

Tellingly, when faced with these same facts, other courts have held that simply identifying a candidate by name and picture, along with the office for which the candidate is running, does not constitute “express advocacy” under the *Buckley* standard. *See, e.g., Colorado Ethics Watch v. Senate Majority Fund, LLC*, 269 P.3d 1248, 1258–59 (Colo. 2012).

3. Build a Better Michigan’s Ads Lack Express Advocacy and Are Not Subject to the MCFA

The ads at issue in this complaint contain no words of express advocacy and fall outside the longstanding, clear scope of state campaign finance regulation. The ads ask the audience to contact their legislators and urge them to take a series of actions to promote the public good: invest in skills training, repeal the retirement tax, expand access to affordable health care, and fix the state’s roads. (The scripts for the ads challenged by the Complaint are attached as Exhibit A.) While the ads identified Ms. Whitmer as a former state senator and a current candidate for governor, they do so for identification purposes and without urging any vote for her or against any opposing candidate.

Indeed, the ads contain no “explicit directive” like “vote for,” “elect,” “support,” “cast your ballot for,” “Whitmer for governor,” “vote against,” “defeat,” or “reject,” as the statute requires to fall under the Department’s jurisdiction. Mich. Comp. Law § 169.206(1)(j). Under *Christian Coalition*, the express advocacy test “requires focus on the verbs used.” 52 F. Supp. 2d at 61. Unlike “Smith for governor,” which contains an implied verb, “elect,” the identification used here, “Candidate for Governor,” contains no such implied directive. The advertisements tell the viewers that Gretchen Whitmer is a candidate for Governor, but do not include any words telling viewers who they should vote for in any election. While the complaint would prefer otherwise, there is in fact a real difference between “Gretchen Whitmer/Candidate for Governor” and “Gretchen Whitmer for Governor.” Only the latter tells viewers who to vote for in an election. The only exhortation that appears in these communications is “Tell Your Legislators.” Even under more flexible tests that the Legislature and Department have never adopted, the ads would still be “susceptible of [a] reasonable interpretation other than as an appeal to vote for or against

a specific candidate.” *Fed. Election Comm’n v. Wisconsin Right to Life, Inc.*, 551 U.S. 449, 469-70 (2007).

Because the communications at issue here do not “in express terms advocate the election or defeat of a clearly identified candidate,” Mich. Comp. Laws § 169.206(1)(j), they fall outside the jurisdiction of the MFCA, and Ms. Pero’s complaint should be dismissed.

Sincerely,

A handwritten signature in black ink, appearing to read 'M. Burton' with a stylized flourish at the end.

Mark Burton
Graham Wilson
Counsel, Build a Better Michigan

Enclosures

Exhibit A

Build a Better Michigan “Work Hard” Script

VISUAL	AUDIO
People working at a lumber yard.	GW VO: Working hard and making things—it’s what we do in Michigan.
Gretchen to camera at lumber yard	GW SYNC: My first job was in a lumber yard.
CG: Gretchen Whitmer Former MI Senator Candidate for Governor	I’m Gretchen Whitmer. In the state Senate, I fought for working families:
Shot of Gretchen, headline	GW VO: To increase the minimum wage...
Shot of Gretchen, headline	And to expand Medicaid, to over six hundred thousand more Michiganders.
Gretchen to camera CG: Gretchen Whitmer	GW SYNC: But there’s still more work to do.
B-roll of skills training CG: Gretchen Whitmer Invest in Skills Training	GW VO: Like invest in skills training.... ...and repeal the retirement tax...

B-roll of seniors

CG: Gretchen Whitmer

Repeal Retirement Tax

B-roll of Gretchen with people

Gretchen to camera

CG: Gretchen Whitmer:

Tell Your Legislators -

Let's Get It Done.

...so that hardworking people earn more and keep more of what they earn.

GW SYNC:

Let's get it done.

(80)

Build a Better Michigan “Get It Done” Script

VISUAL	AUDIO
B-roll of family	GW VO: Michigan invented the middle class. Now, we need to protect it.
Gretchen to camera outside CG: Gretchen Whitmer Former MI Senator Candidate for Governor	GW SYNC: I’m Gretchen Whitmer. We need to get some things done right now that’ll make your life better right now.
B-roll of Gretchen with a family CG: Gretchen Whitmer Affordable Healthcare	GW VO: Like making healthcare more affordable and protecting people with pre-existing conditions... ...repealing the retirement tax, so hardworking people can keep more of what they earned.
B-roll of Gretchen with seniors CG: Gretchen Whitmer Repeal Retirement Tax	<i>(sfx car hits pothole)</i> GW SYNC: And since we know how to build things right, right here, it’s about time to fix the damn roads, too.
B-roll of car hitting pothole	

Gretchen to camera

CG: Gretchen Whitmer

Fix the Roads

Portrait of Gretchen

CG: Gretchen Whitmer:

Tell Your Legislators -

Let's Get It Done.

GW VO:

Let's get it done.

(77/78)



STATE OF MICHIGAN
RUTH JOHNSON, SECRETARY OF STATE
DEPARTMENT OF STATE
LANSING

August 17, 2018

Eric Doster
Attorney for Anthony Daunt
2145 Commons Pkwy
Okemos, Michigan 48864

Re: *Daunt v. Build A Better Michigan, et al*
Campaign Finance Complaint
No. 2018-07-47-24

Via email: eric@ericdoster.com

Dear Mr. Doster:

The Department of State received a response to the complaint you filed against Build A Better Michigan, Gretchen Whitmer for Governor, and Gretchen Whitmer, which concerns alleged violations of the Michigan Campaign Finance Act (MCFA), 1976 P.A. 388, MCL 169.201 *et seq.* A copy of the response is provided as an enclosure with this letter.

If you elect to file a rebuttal statement, you are required to send it within 10 business days of the date of this letter to the Bureau of Elections, Richard H. Austin Building, 1st Floor, 430 West Allegan Street, Lansing, Michigan 48918.

Sincerely,

A handwritten signature in black ink, appearing to read "Adam Fracassi".

Adam Fracassi
Bureau of Elections
Michigan Department of State

c: Build A Better Michigan, Gretchen Whitmer for Governor and Gretchen Whitmer via email

Fracassi, Adam (MDOS)

From: Eric Doster <eric@ericdoster.com>
Sent: Wednesday, August 29, 2018 10:11 PM
To: Bourbonais, Lori (MDOS)
Cc: Fracassi, Adam (MDOS)
Subject: RE: Daunt v. Build A Better Michigan, et al; No. 2018-07-47-24; Request For Extension To Submit Rebuttal Statement

Thank you!

Eric E. Doster
Attorney
Doster Law Offices, PLLC
2145 Commons Parkway
Okemos, MI 48864
Phone: 517.977.0147 (Direct)
eric@ericdoster.com
www.ericdoster.com

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From: Bourbonais, Lori (MDOS) <bourbonaisl@michigan.gov>
Sent: Wednesday, August 29, 2018 9:43 AM
To: Eric Doster <eric@ericdoster.com>
Cc: Fracassi, Adam (MDOS) <FracassiA@michigan.gov>
Subject: RE: Daunt v. Build A Better Michigan, et al; No. 2018-07-47-24; Request For Extension To Submit Rebuttal Statement

Mr. Doster,

The Department acknowledges your request for an extension of time to file a rebuttal statement in response to the answer to the campaign finance complaint filed by Anthony Daunt against Build a Better Michigan. The Department understands that you have a last-minute scheduling conflict that cannot be changed or avoided, and it finds that there is good cause to grant a 10-business day extension pursuant to MCL 169.215(5). The rebuttal statement is now due September 14, 2018.

Sincerely,

Lori A. Bourbonais
Bureau of Elections
Michigan Department of State

From: Eric Doster <eric@ericdoster.com>

Sent: Tuesday, August 28, 2018 6:07 PM

To: Bourbonais, Lori (MDOS) <bourbonaisl@michigan.gov>

Subject: RE: Daunt v. Build A Better Michigan, et al; No. 2018-07-47-24; Request For Extension To Submit Rebuttal Statement

Thank you!

Eric E. Doster

Attorney

Doster Law Offices, PLLC

2145 Commons Parkway

Okemos, MI 48864

Phone: 517.977.0147 (Direct)

eric@ericdoster.com

www.ericdoster.com

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From: Bourbonais, Lori (MDOS) <bourbonaisl@michigan.gov>

Sent: Tuesday, August 28, 2018 5:54 PM

To: Eric Doster <eric@ericdoster.com>

Subject: RE: Daunt v. Build A Better Michigan, et al; No. 2018-07-47-24; Request For Extension To Submit Rebuttal Statement

I will circle back with Adam and get something back to you tomorrow.

From: Eric Doster <eric@ericdoster.com>

Sent: Tuesday, August 28, 2018 5:52 PM

To: Bourbonais, Lori (MDOS) <bourbonaisl@michigan.gov>

Subject: FW: Daunt v. Build A Better Michigan, et al; No. 2018-07-47-24; Request For Extension To Submit Rebuttal Statement

Lori:

I submitted an extension request to Adam below. I immediately received the attached "Automatic Reply" message which indicates that Adam is out until September 5, 2018.

I have until Friday before our Rebuttal Statement is due, but is there anything I should I do now if I do not hear back from Adam by say Thursday?

Thanks! EED

Eric E. Doster
Attorney
Doster Law Offices, PLLC
2145 Commons Parkway
Okemos, MI 48864
Phone: 517.977.0147 (Direct)
eric@ericdoster.com
www.ericdoster.com

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DISCLAIMER/CONFIDENTIALITY: This communication, along with any documents, files or attachments, is intended only for the use of the addressee and may contain legally privileged and confidential information. Any document attached is a legal document and should not be changed or altered without the knowledge and approval of legal counsel. The sender takes no responsibility for any alterations, additions, revisions or deletions to any such document. Due to software and printer variations, documents printed at the recipient's location may vary from the original printed document.

From: Eric Doster
Sent: Tuesday, August 28, 2018 5:15 PM
To: 'Fracassi, Adam (MDOS)' <FracassiA@michigan.gov>
Cc: Anthony Daunt (tony@michiganfreedomfund.com) <tony@michiganfreedomfund.com>
Subject: Daunt v. Build A Better Michigan, et al; No. 2018-07-47-24; Request For Extension To Submit Rebuttal Statement

Mr. Fracassi:

Our Rebuttal Statement in the above-referenced matter is due this Friday, August 31, 2018; however, we respectfully request an extension until Friday, September 7, 2018. At approximately 9 PM last night, the Lenawee County Clerk advised my client by email that a recount will commence tomorrow morning for the Probate Court Primary Election. I am advised that this recount could last through this Friday; therefore, this last-minute schedule may prevent me from being in my office the remainder of the week thereby requiring this extension.

Your positive consideration of this request would be appreciated. EED

Eric E. Doster
Attorney
Doster Law Offices, PLLC
2145 Commons Parkway
Okemos, MI 48864
Phone: 517.977.0147 (Direct)
eric@ericdoster.com
www.ericdoster.com

Circular 230 Disclosure: Pursuant to U.S. Department of Treasury Circular 230 which sets forth best practices for tax advisors, if this writing contains advice on a federal tax issue, the advice was not intended or written to be used, and cannot be used, for the purpose of (1) avoiding penalties under the Internal Revenue Code or (2) promoting, marketing or recommending to another party any transaction or matter addressed herein. If you would like a written tax opinion upon which you can rely for the purpose of avoiding penalties or for the use in support of the promotion, marketing, or recommending of the transaction described herein, please contact us.

DISCLAIMER/CONFIDENTIALITY: This communication, along with any documents, files or attachments, is intended only for the use of the addressee and may contain legally privileged and confidential information. Any document attached is a legal document and should not be changed or altered without the knowledge and approval of legal counsel. The sender takes no responsibility for any alterations, additions, revisions or deletions to any such document. Due to software and printer variations, documents printed at the recipient's location may vary from the original printed document.

DOSTER LAW OFFICES, PLLC

2145 Commons Parkway
Okemos, MI 48864

Eric E. Doster
Email: eric@ericdoster.com

(517) 483-2296 (main)
(517) 977-0147 (direct)
www.ericdoster.com

September 11, 2018

Adam Fracassi
Bureau of Elections
Richard H. Austin Building, 1st Floor
430 W. Allegan
Lansing, MI 48918

By email transmission
FracassiA@michigan.gov

Re: Daunt v. Build A Better Michigan, et al
Campaign Finance Complaint
No. 2018-07-47-24
Rebuttal Statement

Dear Mr. Fracassi:

INTRODUCTION

Thank you for your letter dated August 17, 2018 which contained the response (the "Response") submitted by the Respondents in the above-referenced matter. Please consider this letter to be the Rebuttal Statement submitted on behalf of the Complainant. All capitalized terms not otherwise defined herein shall have those meanings as set forth in the Complaint filed in the above-referenced matter.

WHAT THE RESPONSE DOES NOT SAY AND NECESSARILY CONCEDES

In life, as in these proceedings, sometimes what is not said is more important than what is actually said. Significantly, the Respondents have not challenged any factual allegation set forth in the Complaint. Without limiting the generality of the foregoing concession, the Respondents do not even attempt to challenge the following:

1. Respondent Build A Better Michigan receives primarily donations from corporations, labor organizations, and other special interest groups.
2. The text and the content of the Advertisement is set forth in the Complaint.

3. Respondent Build A Better Michigan has expended a minimum of \$2,009,640 to broadcast the Advertisement.
4. The Advertisement is coordinated between Respondent Gretchen Whitmer and Respondent Build A Better Michigan.

Instead, the Respondents' only challenge here is that the Advertisement "'does not in express terms advocate the election or defeat of a clearly identified candidate,' and therefore falls outside the scope of the Act." Consequently, it is apparent that the Respondents correctly acknowledge that if the Advertisement constitutes an "expenditure" as defined in the MCFA, then the multitude of violations and corresponding penalties referenced in the Complaint -- all become applicable. Accordingly, this Rebuttal Statement shall only address the single issue challenged in the Response, that is, whether the Advertisement contains words of express advocacy.

THE ADVERTISEMENT CONTAINS WORDS OF EXPRESS ADVOCACY

A. The Complaint's Straight-Forward Review of the Relevant Statute

Section 6(2)(j) of the MCFA indicates that a phrase such as "Smith for Governor" is a communication containing express words of advocacy. MCL 169.206(2)(j). Referencing "Gretchen Whitmer Candidate for Governor" carries the same meaning as "Gretchen Whitmer for Governor". To arrive at any other conclusion would require one to conclude that "Gretchen Whitmer for Governor" is express advocacy but that somehow "Gretchen Whitmer Candidate for Governor" is not.

B. The Respondents' Reliance on Nonbinding and Irrelevant Cases

The Respondents' position is that a communication does not expressly advocate for a candidate simply because it identifies that person as a candidate. Attachment to Response dated August 6, 2018, pages 2-3. As support for this position, the Respondents cite three cases, none of which are binding on a Federal or State Court in Michigan. *Clifton v FEC*, 927 F. Supp. 493 (D.Me. 1996); *Federal Election Commission v Christian Coalition*, 52 F. Supp. 2d 45 (D.D.C. 1999); and *Colorado Ethics Watch v Senate Majority Fund, LLC*, 269 P.3d 1248 (Colo. 2012). Moreover, even if binding here in Michigan, the facts of these three cases have no relevance to the Advertisement:

1. In *Clifton*, this case included a challenge to a campaign finance regulation, and contained no discussion on what constitutes express advocacy.
2. In *Christian Coalition*, the reference to a person as a candidate was not a factor on the express advocacy discussion in that case.

3. In *Colorado Ethics Watch*, there was at least a reference to advertisements which "identify the offices for which the candidates are running" (see 269 P.3d at 1258); however, the actual text of the advertisements at issue in that case are not reported. Moreover, as the Court in that case noted:

"Similarly, none of the ads included the phrase '[candidate] for [office].'" 269 P.3d at 1252.

Consequently, the facts of the cases relied upon by the Respondents have no relevance to the serious issues raised in this matter.

In the *Christian Coalition* case relied upon by the Respondents, the Court stated:

"For a communication to contain, in effect, an explicit directive it must use an active verb (or its functional equivalent, e.g., 'Smith for Congress' or, perhaps, an unequivocal symbol)." (emphasis supplied) 52 F. Supp. 2d at 61.

This "explicit directive" is contained within the Advertisement which is the subject of the Complaint. Significantly, the phrase "Gretchen Whitmer for Governor" is the functional equivalent of "Gretchen Whitmer Candidate for Governor". Again, to arrive at any other conclusion would require one to conclude that "Gretchen Whitmer for Governor" is express advocacy but that somehow "Gretchen Whitmer Candidate for Governor" is not.

C. Regulations Promulgated Under the Federal Election Campaign Act Demonstrate that the Advertisement Contains Words of Express Advocacy

As referenced in the Complaint, the phrase "Gretchen Whitmer Candidate for Governor" carries the same meaning as "Gretchen Whitmer for Governor" under MCL 169.206(2)(j). Nonetheless, to the extent that this direct answer contained in the MCFA is not dispositive of the present situation, the Michigan Department of State has "looked for guidance to the Advisory Opinions and regulations of the Federal Election Commission to respond to requests that have no direct answer in the Act or its rules." See Declaratory Ruling issued to Robert LaBrant dated April 25, 1994. In this regard, 11 CFR 100.22 defines "expressly advocating" as follows:

"Expressly advocating means any communication that -

- (a) Uses phrases such as 'vote for the President,' 're-elect your Congressman,' 'support the Democratic nominee,' 'cast your ballot for the Republican challenger for U.S. Senate in Georgia,' 'Smith for Congress,' 'Bill McKay in '94,' 'vote Pro-Life' or 'vote Pro-Choice' accompanied by a listing of clearly identified candidates described as Pro-Life or Pro-Choice, 'vote against Old Hickory,' 'defeat' accompanied by a picture of one or more candidate(s), 'reject the incumbent,' or communications of campaign slogan(s) or individual word(s), which in context can have no other reasonable meaning than to urge the election or defeat of one or more

clearly identified candidate(s), such as posters, bumper stickers, advertisements, etc. which say 'Nixon's the One,' 'Carter '76,' 'Reagan/Bush' or 'Mondale!'; or

(b) When taken as a whole and with limited reference to external events, such as the proximity to the election, could only be interpreted by a reasonable person as containing advocacy of the election or defeat of one or more clearly identified candidate(s) because -

(1) The electoral portion of the communication is unmistakable, unambiguous, and suggestive of only one meaning; and

(2) Reasonable minds could not differ as to whether it encourages actions to elect or defeat one or more clearly identified candidate(s) or encourages some other kind of action." (emphasis supplied)

Based on the foregoing Federal Election Commission regulation, the phrase "Gretchen Whitmer Candidate for Governor" can have no other reasonable meaning than to urge the election of this clearly-identified candidate. If references such as "Nixon's the One," "Carter '76," "Reagan/Bush" or "Mondale!" constitute express advocacy communications, the far more suggestive "Gretchen Whitmer Candidate for Governor" is certainly express advocacy.

D. Adding the Word "Candidate" to Words of Express Advocacy is Still Express Advocacy

According to the Respondents:

"'Smith for Congress' is the same as using the active verbs 'vote' or 'support' Smith, but with 'Smith, Candidate for Congress', there is no active verb. The phrase simply means that Smith is a candidate for congress without the presence of any exhortation." Attachment to Response dated August 6, 2018, page 3.

Based on the Respondents' reasoning above, because there is no active verb in "Gretchen Whitmer Candidate for Governor", there can be no express advocacy. Such a contention is a flawed interpretation of the *Christian Coalition* case (upon which the Respondents rely) as the Court in *Christian Coalition* stated:

"While the 'express advocacy' standard is susceptible of circumvention by all manner of linguistic artifice, merely changing the verb 'vote' into the noun, 'trip to the voting booth' is insufficient to escape the limited reach of 'express advocacy.'" 52 F. Supp. 2d at 65.

Consequently, the lack of an "active verb" is meaningless with respect to "Gretchen Whitmer Candidate for Governor" since this phrase is the functional equivalent of "Gretchen Whitmer for Governor."

E. There is no "For Identification Purposes Only" Exception to Express Advocacy

According to the Respondents:

"A Communication Does Not Expressly Advocate for a Candidate Simply Because It Identifies that Person as a Candidate." Attachment to Response dated August 6, 2018, page 2.

The foregoing statement is contrary to United States Supreme Court precedent which indicates that the reference to "candidacy" is an "indicia of express advocacy." *Federal Election Commission v Wisconsin Right to Life, Inc.*, 127 S.Ct 2652, 2667 (2007).

Moreover, if the Respondents' "for identification purposes only" argument had any merit, the following identification statements would similarly not constitute words of express advocacy:

"Gretchen Whitmer The Candidate for Governor"

"Gretchen Whitmer Our Candidate for Governor"

According to the Respondents' theory, the foregoing statements would not qualify as express advocacy because they merely identify a person as a candidate and there is no active verb. The Complainant respectfully requests the Department to not accept the Respondents' invitation to start down this slippery slope of engaging in linguistic gymnastics to avoid the obvious conclusion: "Gretchen Whitmer Candidate for Governor" is the functional equivalent of "Gretchen Whitmer for Governor."

* * *

Accordingly, the Advertisement contains words of express advocacy. Therefore, if the text of Section 6(2)(j) of the MCFA and the prior rulings of the Michigan Department of State have any meaning whatsoever, the inescapable conclusion is that the Respondent Build A Better Michigan made a coordinated in-kind contribution to Respondent Gretchen Whitmer for Governor by the creation and the dissemination of the Advertisement.

If you have any questions or need additional information, please contact me.

Sincerely,

DOSTER LAW OFFICES, PLLC



Eric Doster

ED/kas

Fracassi, Adam (MDOS)

From: Fracassi, Adam (MDOS)
Sent: Friday, September 14, 2018 3:09 PM
To: 'Eric Doster'
Subject: Anthony Daunt v. Build a Better Michigan - Rebuttal
Attachments: Rebuttal Letter.pdf; daunt rebuttal.pdf

Good afternoon,

Please find attached a copy of correspondence in the complaint filed by Anthony Daunt against Build a Better Michigan and Gretchen Whitmer.

If you have any questions, please do not hesitate to contact me.

Thanks,

Adam Fracassi
Election Law Specialist
Bureau of Elections
Michigan Department of State
430 West Allegan Street
Lansing, Michigan 48918
(517) 373-2540

Fracassi, Adam (MDOS)

From: Fracassi, Adam (MDOS)
Sent: Friday, September 14, 2018 3:09 PM
To: 'Hogin, Emily A. (Perkins Coie)'
Cc: Wilson, Graham M. (Perkins Coie); Mark Burton; Joe Popek
Subject: Anthony Daunt Campaign Finance Complaint
Attachments: Rebuttal Letter.pdf; daunt rebuttal.pdf

Good afternoon,

Please find attached correspondence in the complaint filed by Anthony Daunt against Build a Better Michigan and Gretchen Whitmer.

If you have any questions, please do not hesitate to contact me.

Thanks,

Adam Fracassi
Election Law Specialist
Bureau of Elections
Michigan Department of State
430 West Allegan Street
Lansing, Michigan 48918
(517) 373-2540



STATE OF MICHIGAN
RUTH JOHNSON, SECRETARY OF STATE
DEPARTMENT OF STATE
LANSING

September 14, 2018

Build A Better Michigan
700 13th Street NW Suite 600
Washington, DC 20005

Re: *Daunt v. Build A Better Michigan*
Campaign Finance Complaint
No. 2018-06-47-24

Dear Build A Better Michigan:

This letter concerns the complaint that was recently filed against you, which relates to a purported violation of the Michigan Campaign Finance Act (MCFA or Act), 1976 PA 388, MCL 169.201 *et seq.* The Department of State has received a rebuttal statement from the complainant, a copy of which is enclosed with this letter.

Section 15(10) of the MCFA, MCL 169.215(10), requires the Department to determine within 45 business days from the receipt of the rebuttal statement whether there is a reason to believe that a violation of the Act has occurred. Mr. Daunt's complaint remains under investigation at this time. At the conclusion of the review, all parties will receive written notice of the outcome of the complaint.

Sincerely,

A handwritten signature in black ink, appearing to read "Adam Fracassi".

Adam Fracassi
Bureau of Elections
Michigan Department of State

c: Eric Doster, via email



STATE OF MICHIGAN
RUTH JOHNSON, SECRETARY OF STATE
DEPARTMENT OF STATE
LANSING

October 22, 2018

Colleen Pero
520 Seymour Ave
Lansing, Michigan 48933

Via email only: cpero@migop.org

Re: *Pero v. Build A Better Michigan*
Campaign Finance Complaint
No. 2018-06-020-54

Dear Ms. Pero:

The Department of State has received an additional complaint filed against Build a Better Michigan, Gretchen Whitmer, and Gretchen Whitmer for Governor which included the same alleged violations of the Michigan Campaign Finance Act, 1976 P.A. 388, MCL 169.201 *et seq* together with the same evidence. Because of the additional complaint and the commonality of the allegations, your complaint will be taken under advisement pending the results of the investigation into the new complaint. A global resolution will be sought for the outcomes of all complaints.

Should you have any questions, please do not hesitate to contact this office.

Sincerely,

A handwritten signature in black ink, appearing to read "Adam Fracassi".

Adam Fracassi
Bureau of Elections
Michigan Secretary of State

c: Build A Better Michigan (via email)
Eric Doster (via email)
Joe Popek (via email)

Fracassi, Adam (MDOS)

From: Fracassi, Adam (MDOS)
Sent: Monday, October 22, 2018 4:45 PM
To: Fracassi, Adam (MDOS)
Cc: Malerman, Melissa (MDOS)
Subject: Pero v. Build a Better Michigan
Attachments: Letter merging cases.pdf

Good afternoon,

Please see the attached correspondence from the Department regarding the abovementioned complaint. If you have any questions, please do not hesitate to contact me.

Thank you,

Adam Fracassi
Election Law Specialist
Bureau of Elections
Michigan Department of State
430 West Allegan Street
Lansing, Michigan 48918
(517) 373-2540

Fracassi, Adam (MDOS)

From: Fracassi, Adam (MDOS)
Sent: Thursday, November 29, 2018 3:15 PM
To: 'Hogin, Emily A. (Perkins Coie)'; Wilson, Graham M. (Perkins Coie); Mark Burton
Subject: Pero, et al v. Build a Better Michigan, et al.
Attachments: Johnson Correspondence.pdf

Good afternoon,

Please find attached correspondence from Secretary of State Ruth Johnson related to the campaign finance complaints filed by Colleen Pero and Anthony Daunt against Build A Better Michigan, Gretchen Whitmer for Governor, and Gretchen Whitmer.

If you have any questions, please let me know.

Thank you,

Adam Fracassi
Election Law Specialist
Bureau of Elections
Michigan Department of State
430 West Allegan Street
Lansing, Michigan 48918
(517) 373-2540



STATE OF MICHIGAN
RUTH JOHNSON, SECRETARY OF STATE
DEPARTMENT OF STATE
LANSING

November 27, 2018

Mark Burton
Graham Wilson
Counsel, Build a Better Michigan
700 13th Street NW
Suite 600
Washington, D.C. 20005

Dear Messrs. Burton and Wilson:


This letter is in partial response to complaints filed with our office by Colleen Pero and Anthony Daunt against your client Build a Better Michigan (BBM) which allege violations of the Michigan Campaign Finance Act (MCFA).

BBM paid for and disseminated two television advertisements titled "Work Hard" and "Get it Done" which included on-screen text which reads "Gretchen Whitmer Candidate for Governor" superimposed over video and audio of gubernatorial candidate Gretchen Whitmer speaking directly to the camera. The ads were broadcast on network and cable television stations within 60 days of the August 7, 2018 primary election.

It is the determination of the Secretary of State that the text "Gretchen Whitmer Candidate for Governor" as used in the advertisements paid for by BBM constitutes "express words of advocacy of election or defeat" as defined in MCL 169.206(j). We find that the phrase "Gretchen Whitmer Candidate for Governor" is in its effect indistinguishable from an example phrase of express words of advocacy "Smith for Governor" contained in this statute. Furthermore, the inclusion of the language "such as" within the statute defining express words of advocacy makes clear the legislative intent to prohibit the use of substantially similar expressions to circumvent the MCFA. In the context of each ad, taken in its entirety, we find that the phrase "Gretchen Whitmer Candidate for Governor" constitutes express advocacy for election of the candidate.

This letter is not intended and should not be considered a final resolution of the complaints which have been filed with our office against your client. It is an adverse decision on a particular aspect of these complaints. You and your client should continue to work with staff in the Secretary of State Bureau of Elections to resolve all aspects of the complaints against them.

The Secretary of State has chosen to issue a separate and distinct finding on this specific subject matter of the complaints against your client not only to facilitate this particular case, but also to caution other organizations who may consider utilizing a similar strategy to advocate for or against a particular candidate under the auspices of an issue advertisement. Use of similar language in a similar context will likely be found to constitute express words of advocacy and subject such advertisements to the reporting requirements of the MCFA.


Ruth Johnson
Secretary of State

RICHARD H. AUSTIN BUILDING • 4TH FLOOR • 430 W. ALLEGAN • LANSING, MICHIGAN 48918

www.Michigan.gov/sos • (517) 373-2510

Fracassi, Adam (MDOS)

From: Fracassi, Adam (MDOS)
Sent: Friday, December 7, 2018 4:19 PM
To: 'Hogin, Emily A. (Perkins Coie)'; 'Wilson, Graham M. (Perkins Coie)'; 'Mark Burton'; 'Joe Popek'
Subject: RE: Pero, et al v. Build a Better Michigan, et al.
Attachments: Daunt v BBM, GW, GW4G - req for addtl info.pdf

Good afternoon,

Please find attached correspondence from the Department related to the campaign finance complaints filed by Colleen Pero and Anthony Daunt against Build A Better Michigan, Gretchen Whitmer for Governor, and Gretchen Whitmer.

If you have any questions, please let me know.

Thank you,

Adam Fracassi
Election Law Specialist
Bureau of Elections
Michigan Department of State
430 West Allegan Street
Lansing, Michigan 48918
(517) 373-2540



STATE OF MICHIGAN
RUTH JOHNSON, SECRETARY OF STATE
DEPARTMENT OF STATE
LANSING

December 7, 2018

Joe Popek
Mark Burton
Graham M. Wilson
Via email

Dear Messrs. Popek, Burton and Wilson:

This letter is in reference to the Department of State's (Department's) investigation of the complaints filed by Colleen Pero and Anthony Daunt concerning your clients, Build a Better Michigan (BBM), Governor-elect Gretchen Whitmer, and Gretchen Whitmer for Governor (GWFG), and Secretary of State Ruth Johnson's letter dated November 27, 2018. The complainants allege that BBM, Governor-elect Whitmer and/or GWFG committed multiple violations of the Michigan Campaign Finance Act (MCFA or Act), 1976 PA 388, MCL 169.201 *et seq.*, in relation to two, 30-second television advertisements entitled "Work Hard" and "Get it Done." **The purpose of this letter is to request additional information from your clients to facilitate the informal resolution of these complaints.** MCL 169.215.

BBM is registered as a domestic nonprofit corporation with the Michigan Department of Licensing and Regulatory Affairs, organized for the purpose of "engag[ing] in political activities, to influence the selection, nomination, election, appointment or defeat of candidates to federal, state or local public office[.]" BBM Articles of Incorporation, Article II (filed March 23, 2018). BBM is also registered as a political organization with the Internal Revenue Service. BBM Form 8871 (filed April 10, 2018). It is not organized as a "committee" as that term is defined in the MCFA. Ms. Whitmer is the Governor-elect and was the Democratic nominee for the office of Governor at the November 6, 2018 election; her candidate committee is GWFG.

BBM paid for and disseminated two television ads called "Work Hard" and "Get it Done," which included on-screen text that read, "Gretchen Whitmer | Candidate for Governor," as well as video and audio of Governor-elect Whitmer speaking directly to the camera. The ads were broadcast on network and cable television stations prior to the August 7, 2018 primary election.

As Secretary Johnson explained in her letter, she has made the determination "that the text 'Gretchen Whitmer Candidate for Governor' as used in the advertisements paid for by BBM constitutes 'express words of advocacy of election or defeat' as defined in MCL 169.206(j)." The Secretary's determination that the television ads included words of express advocacy does not, by itself, resolve this matter, as it is not yet known whether the ads are independent expenditures within the meaning of MCL 169.209, or represent in-kind expenditures by BBM for the benefit of Governor-elect Whitmer and GWFG.

Joe Popek
Mark Burton
Graham M. Wilson
December 7, 2018
Page 2

Mr. Daunt alleges that the ads must be treated as in-kind expenditures by BBM, which if true, *may* result in a determination that BBM failed to register as a committee in violation of MCL 169.224, failed to file one or more campaign statements in violation of MCL 169.233, gave GWFG an excess contribution in violation of the MCFA, made a prohibited contribution from corporate treasury funds to GWFG in violation of MCL 169.254, and/or accepted contributions from prohibited sources in order to pay for the ads contrary to MCL 169.254.

Additionally, a determination that the ads represent in-kind contributions to GWFG *may* result in a finding that Governor-elect Whitmer and/or GWFG filed an incomplete or inaccurate campaign statement in violation of MCL 169.233, accepted at least one contribution in excess of the limits established by the MCFA, and/or accepted a contribution from a nonprofit corporation (BBM) in violation of MCL 169.254 and Mich Admin Code R 169.35.

To resolve these matters, the Department requires additional information including **a written response to the following questions, along with any supporting documentation you may wish to provide to substantiate your answers, on or before December 21, 2018:**

- 1) How much money in total did BBM spend to create and disseminate the "Work Hard" and "Get it Done" ads? Please include in this amount any payments for ad placement made to vendors or sub-contractors. *(Note: the total amount spent may be reduced if the initial ad buys were canceled or adjusted and BBM received a refund or credit.)*
- 2) Did BBM solicit contributions from other sources to pay for the creation or dissemination of these two ads? *If the answer to this question is "yes,"* please indicate whether any of those contributions to BBM were made from corporate or labor union treasury funds, or other sources prohibited by MCL 169.254 from making contributions or expenditures.
- 3) Please indicate the range of dates that BBM was active, beginning with the first date on which it received a contribution or made an expenditure for the "Work Hard" and "Get it Done" ads, and ending with the last date on which it received a contribution or made an expenditure for the ads.
- 4) Please explain how Governor-elect Whitmer's speaking roles in the "Work Hard" and "Get it Done" ads are consistent with the statutory definition of an independent expenditure, as it appears that the video and audio used in the ads required "cooperation, consultation, or [acting in] concert with" BBM and GWFG or the Governor-elect herself. MCL 169.209(2).

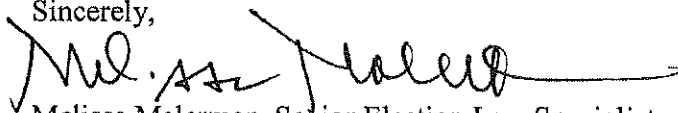
You may file a single written response on behalf of BBM, Governor-elect Whitmer and GWFG, or your clients may write separately in response to this inquiry. Please send the requested information to the undersigned at malermanm@michigan.gov with a hard copy to the Michigan Department of State, Bureau of Elections, Richard H. Austin Building, 1st Floor, 430 West Allegan Street, Lansing, Michigan 48918 by December 21, 2018.

Upon receipt of your response, the Department will determine whether or not there is reason to believe any of your clients violated that Act. If the Department concludes that a violation has occurred, it will propose an informal resolution in lieu of further enforcement action as required by MCL 169.215. Such a resolution could include a conciliation agreement requiring the filing

Joe Popek
Mark Burton
Graham M. Wilson
December 7, 2018
Page 3

or amendment of campaign statements, payment of fines, and/or the inspection of records associated with these ads.

Sincerely,

A handwritten signature in black ink, appearing to read "Mel. Malerman", with a long horizontal flourish extending to the right.

Melissa Malerman, Senior Election Law Specialist
Michigan Bureau of Elections

Enclosure

Fracassi, Adam (MDOS)

From: Fracassi, Adam (MDOS)
Sent: Thursday, December 20, 2018 11:17 AM
To: Hogin, Emily A. (Perkins Coie)
Subject: FOIA Request
Attachments: foia.pdf

Good morning, Emily:

Per our conversation, you have requested the attached FOIA request and the documents that were sent. As I mentioned, you should provide a FOIA request for the documents and we will process the request as detailed under Michigan's FOIA, P.A. 1976, No. 442, MCL 15.231, *et seq.*

You have also requested an extension so you may review the FOIA documents prior to responding to the Department's recent request for information in the complaint filed against your clients. The Department grants this extension. Your response should be provided to the Department within 14 days of receiving the FOIA documents. Your FOIA request should be submitted ASAP, and you may submit the FOIA to MDOS-FOIA@michigan.gov, copying me.

If you have any further questions, or if I have not recapped our conversation accurately, please let me know.

Adam Fracassi
Bureau of Elections



STATE OF MICHIGAN
JOCELYN BENSON, SECRETARY OF STATE
DEPARTMENT OF STATE
LANSING

February 5, 2019

Graham Wilson, Counsel
Perkins Coie LLP
Build a Better Michigan and Gretchen Whitmer for Governor
700 13th Street N.W.
Suite 600
Washington, D.C. 20005

Via email

Dear Mr. Wilson:

I have concluded my review of the investigation into the complaints filed against your clients, Build a Better Michigan (BBM), Gretchen Whitmer for Governor (GFWG) and then-candidate Gretchen Whitmer by Colleen Pero and Anthony Daunt, concerning alleged violations of the Michigan Campaign Finance Act (MCFA), 1976 PA 388, MCL 169.201 *et seq.* I have carefully considered all of the available evidence and for the reasons set forth below, I conclude that a violation of the MCFA has occurred.

BBM, a domestic nonprofit corporation, sponsored and disseminated two television ads entitled "Work Hard" and "Get it Done" in the weeks preceding the August 7, 2018 gubernatorial primary. Both ads included footage of then-candidate Gretchen Whitmer speaking directly to the camera as the words, "Gretchen Whitmer | Candidate for Governor," were displayed onscreen.

The sponsor of a campaign ad is required to comply with the registration and disclosure requirements of the MCFA if the ad "support[s] or oppose[s] a ... candidate by name or clear inference[.]" or if it contains "express words of advocacy of election or defeat, such as 'vote for,' 'elect,' 'support,' 'cast your ballot for,' 'Smith for governor,' 'vote against,' 'defeat,' or 'reject.'" MCL 169.206(2)(b), (j). The express advocacy standard originated with *Buckley v Valeo*, 424 US 1, 44 (1976), where the U.S. Supreme Court held that federal campaign finance laws, "must be construed to apply only to expenditures for communications that in express terms advocate the election or defeat of a clearly identified candidate for federal office." As the *Buckley* Court explained, "[t]his construction would restrict the application of §608(e)(1) to communications containing express words of advocacy of election or defeat, such as 'vote for,' 'elect,' 'support,' 'cast your ballot for,' 'Smith for Congress,' 'vote against,' 'defeat,' 'reject.'" *Id.* at n. 52. Through multiple administrations, this office has applied the express advocacy standard articulated in *Buckley*. See, e.g., *Declaratory Ruling to Thomas Ritter* (May 23, 1991), *Interpretive Statement to Kathleen Corkin Boyle* (June 15, 2001), *Interpretive Statement to Norman Witte* (August 26, 2002), *Interpretive Statement to Robert LaBrant* (April 20, 2004), and *Interpretive Statement to Bruce Courtade* (December 9, 2013).

I conclude that the phrase, “Gretchen Whitmer | Candidate for Governor,” constitutes express advocacy. My determination is grounded in the fact that the MCFA includes a nonexclusive list of words and phrases, “such as ... ‘Smith for Governor’[.]” MCL 169.206(2)(j) (emphasis added). Inserting the word “candidate” between “Gretchen Whitmer” and “for Governor” is indistinguishable from “Smith for Governor,” and as such both phrases constitute express advocacy.

I view this interpretation of the MCFA, as applied to this specific set of facts, as critical to promoting greater transparency. In reaching this conclusion, I also weighed various arguments as to why the advertisements at issue in the complaint might not be considered express advocacy. I discuss the two strongest of those arguments below.

I first considered the argument that the phrase used in the advertisements paid for by BBM, “Gretchen Whitmer | Candidate for Governor,” is slightly different than one of the example phrases enumerated in MCL 169.206(2)(j), “Smith for Governor,” because of the inclusion of the word “candidate” prior to the word “for.” However, in prefacing the list of example phrases with the words “such as,” it is clear that the drafters of the MCFA did not intend the example list of phrases to be exhaustive. Further, the inclusion of the word “candidate” does not substantively change the effect of the offending phrase from that of “Smith for Governor.” Both phrases can reasonably be interpreted as advocating for a “clearly identified candidate” for a specific office.

I also weighed the possibility that the phrase “Gretchen Whitmer | Candidate for Governor” could be used in a context that would be merely descriptive in purpose. An advertisement for a candidate forum, for example, might seek to describe participating candidates using the phrase “Candidate for X” without intending to advocate for or against that particular candidate. Accordingly, the MCFA regulates expenditures spent to “in express terms advocate the election or defeat of a clearly identified candidate.” This merely suggests that the context of the communication in question is a relevant factor to consider in concluding whether it advocates for or against a candidate. And in the context of the immediate case, the phrase at issue was not delivered in a neutral forum or context but in an advertisement accompanied by a definitively positive message that describes then-candidate Gretchen Whitmer’s past accomplishments and policy goals if elected to the office she is identified in the advertisement as seeking.

Finally, the definition of “issue advocacy,” is an advertisement that attempts to persuade the audience to support or oppose a particular public policy position or social issue, rather than the election or defeat of a candidate. Genuine issue ads are those which,

“focus on a legislative issue, take a position on the issue, exhort the public to adopt that position, and urge the public to contact public officials with respect to the matter. Second, their content lacks indicia of express advocacy: The ads do not mention an election, candidacy, political party, or challenger; and they do not take a position on a candidate’s character, qualifications, or fitness for office.”
FEC v Wis Right to Life, Inc, 551 US 449, 470 (2007).

The closing line of both ads, “[t]ell your legislators, let’s get it done,” does not satisfy the above definition of “issue advocacy.” At no point does the content of the ad take a position on a specific issue. Instead the ads clearly identified then-candidate Gretchen Whitmer by name as a candidate for the office of Governor, rendering them express advocacy that is subject to MCFA regulation.

For all of these reasons, I believe a reasonable person viewing the advertisement in question in its entirety would likely conclude that it expressly advocates for the election of the identified candidate. As such it is my determination that the advertisements at question in this complaint advocated for the election of a clearly identified candidate using express words of advocacy as defined in MCL 169.206(2)(j).


I further find that the ads are incompatible with the statutory definition of an independent expenditure, which exists only in the absence of coordination or cooperation between the candidate and the ad sponsor. MCL 169.209(2). The fact that BBM obtained video and audio of the candidate speaking directly to the camera from a predetermined script is sufficient to indicate that coordination occurred.

Finally, I recognize that this finding represents an interpretation of the MCFA as applied to a particular set of facts that this office has not previously considered — an interpretation necessary to set an important and clear precedent that furthers and promotes transparency in our elections. I have therefore directed staff to consider this context when proposing an informal resolution to these complaints in accordance with MCL 169.215(10):

If the secretary of state determines that there may be reason to believe that a violation of this act occurred, the secretary of state shall endeavor to correct the violation or prevent a further violation by using informal methods such as a conference, conciliation, or persuasion, and may enter into a conciliation agreement with the person involved.

To that end, this letter should also serve as notice to other candidates and sponsors of future campaign ads who may be contemplating whether or not to include “[Name], candidate for [Office]” accompanied by audio and video of a candidate speaking directly to a camera from a script provided by the ad sponsor. Such ads and communications are expected to comply with the above interpretation of the “express advocacy” provisions of the MCFA, including its registration and disclosure provisions and restrictions on the sources and amounts of contributions to candidates.

Sincerely,


Jocelyn Benson
Secretary of State

Fracassi, Adam (MDOS)

From: Malerman, Melissa (MDOS)
Sent: Thursday, February 7, 2019 5:51 PM
To: Hogin, Emily A. (Perkins Coie); Wilson, Graham M. (Perkins Coie)
Cc: Fracassi, Adam (MDOS)
Subject: RE: conciliation agreement
Attachments: Daunt v BBM Signed Conciliation Agreement 020719.pdf

Importance: High

Signed conciliation agreement attached. Please forward Exhibit A as soon as you are able. Additionally, we would appreciate it if you could please send us the signed original; we will have Sally sign the original and return a copy to you.

Please note, I will be out of the office through President's Day; Adam Fracassi – copied here – is our point of contact going forward.

Thank you,

Melissa Malerman

From: Hogin, Emily A. (Perkins Coie) <EHogin@perkinscoie.com>
Sent: Thursday, February 7, 2019 5:37 PM
To: Malerman, Melissa (MDOS) <malermanm@michigan.gov>; Wilson, Graham M. (Perkins Coie) <GWilson@perkinscoie.com>
Subject: RE: conciliation agreement

Hi Melissa,

This language is good for us. Attached is the executed CA.

Thank you,
Emily

Emily Hogin | Perkins Coie LLP
ASSOCIATE
D. +1.202.654.6225
F. +1.202.654.6211
E. EHogin@perkinscoie.com

From: Malerman, Melissa (MDOS) <malermanm@michigan.gov>
Sent: Thursday, February 07, 2019 5:22 PM
To: Wilson, Graham M. (WDC) <GWilson@perkinscoie.com>; Hogin, Emily A. (WDC) <EHogin@perkinscoie.com>
Subject: conciliation agreement
Importance: High

NOTICE: This communication may contain privileged or other confidential information. If you have received it in error, please advise the sender by reply email and immediately delete the message and any attachments without copying or disclosing the contents. Thank you.



STATE OF MICHIGAN
JOCELYN BENSON, SECRETARY OF STATE
DEPARTMENT OF STATE
LANSING

In the Matter of:

**Build a Better Michigan
Gretchen Whitmer for Governor**

CONCILIATION AGREEMENT

Pursuant to MCL §169.215(10) of the Michigan Campaign Finance Act (the Act), MCL §169.201 *et seq.*, the Secretary of State and Build a Better Michigan, a domestic nonprofit corporation, Gretchen Whitmer, and Gretchen Whitmer for Governor, the candidate committee for the Democratic Party nominee for Governor at the November 6, 2018 general election (collectively, Respondents), hereby enter into a conciliation agreement with respect to certain acts, omissions, methods, or practices prohibited by the Act.

The Secretary of State alleges that Respondents cooperated, consulted or acted in concert with one another in the creation and dissemination of two television ads containing words of express advocacy: "Gretchen Whitmer | Candidate for Governor."

Based on the conclusion that the advertisements contained express advocacy, the Secretary of State further alleges that there may be reason to believe that Respondents violated the Act by failing to fully comply with the registration and disclosure requirements of the Act.

While Respondents disagree with the Secretary of State's allegations and legal conclusions, and without admitting any issue of law or fact, Respondents hereby voluntarily

enter into this conciliation agreement and assure the Secretary of State that they will comply with the Act and the Rules promulgated to implement the Act.

By executing this conciliation agreement, Respondents certify that Build a Better Michigan will pay a civil fine in the amount of \$37,500.00 to the State of Michigan within 60 days of execution of this conciliation agreement.

The Secretary of State and Respondents agree that the failure to remit payment in accordance with the terms of this agreement shall constitute a violation of this agreement.

While the contributions and disbursements at issue were already in the public record and available through Build a Better Michigan's filings with the Internal Revenue Service, Build a Better Michigan is including its reports showing the transactions at issue as Exhibit A.

Respondent Build a Better Michigan further certifies that it will not produce or disseminate ads containing words of express advocacy in the future, including any future ads that include the phrase, "[Name], candidate for [Office]," and will dissolve itself within 60 days of execution of this conciliation agreement.

The Secretary of State and Respondents agree that this agreement is in effect and enforceable for four years from the date it is signed by the Secretary of State or her duly authorized representative.

The Secretary of State and Respondents further agree that this agreement, unless violated, shall constitute a complete bar to any further action by the Secretary of State with respect to the underlying facts and alleged violations that resulted in the execution of this agreement, including any action against any individual or entity, based on the allegation that Build a Better Michigan's communications contained express advocacy, and as stated in the complaints and investigation that resulted in this agreement.

The Secretary of State and Respondents further agree that the complaints and investigation that resulted in this agreement are disposed of and will not be the basis for further proceedings, except pursuant to this agreement.

The Secretary of State and Respondents further agree that this agreement will not prevent the Secretary of State from taking action for violations of this agreement.

The Secretary of State and Respondents further agree that their performance under this agreement shall be given due consideration in any subsequent proceedings.

The Secretary of State and Respondents further agree that this agreement, when signed, shall become a part of the permanent public records of the Department of State.

The Secretary of State and Respondents agree that the signatories below are authorized to enter into and bind the parties to this agreement, and have done so by signing this agreement on the date below.

JOCELYN BENSON
SECRETARY OF STATE



Sally Williams, Director of Elections

RESPONDENTS



Graham M. Wilson, Counsel
Joseph T. Popek, Counsel

Date: Feb 7, 2019

Date: February 7, 2019

**Political Organization
Report of Contributions and Expenditures**

OMB No. 1545-1696

► See separate instructions.

A For the period beginning 04/01/2018 **and ending** 06/30/2018

B Check applicable box: ☐ Initial report ☐ Change of address ☒ Amended report ☐ Final report

1 Name of organization Build A Better Michigan **Employer identification number** 82 - 4913862

2 Mailing address (P.O. box or number, street, and room or suite number)
PO Box 12056

City or town, state, and ZIP code
Lansing, MI 48901

3 E-mail address of organization: no@email **4 Date organization was formed:** 03/23/2018

5a Name of custodian of records Joseph Popek **5b Custodian's address**
PO Box 12056
Lansing, MI 48901

6a Name of contact person Mark Fisk **6b Contact person's address**
PO Box 12056
Lansing, MI 48901

7 Business address of organization (if different from mailing address shown above). Number, street, and room or suite number
PO Box 12056

City or town, state, and ZIP code
Lansing, MI 48901

8 Type of report (check only one box)

- | | |
|---|---|
| <input type="checkbox"/> First quarterly report
(due by April 15) | <input type="checkbox"/> Monthly report for the month of:
(due by the 20th day following the month shown above, except the
December report, which is due by January 31) |
| <input checked="" type="checkbox"/> Second quarterly report
(due by July 15) | <input type="checkbox"/> Pre-election report (due by the 12th or 15th day before the election) |
| <input type="checkbox"/> Third quarterly report
(due by October 15) | (1) Type of election: |
| <input type="checkbox"/> Year-end report
(due by January 31) | (2) Date of election: |
| <input type="checkbox"/> Mid-year report (Non-election
year only-due by July 31) | (3) For the state of: |
| | <input type="checkbox"/> Post-general election report (due by the 30th day after general election) |
| | (1) Date of election: |
| | (2) For the state of: |

9 Total amount of reported contributions (total from all attached Schedules A) **9. \$** 2233350

10 Total amount of reported expenditures (total from all attached Schedules B) **10. \$** 1858922

Under penalties of perjury, I declare that I have examined this report, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete.

Joseph T. Popek

02/08/2019

**Sign
Here**



Signature of authorized official



Date

Schedule A Itemized Contributions

Schedule A

Contributor's name, mailing address and ZIP code

International Association of Fire Fighters
1750 New York Ave NW
Washington, DC 20006 -

Name of contributor's employer

N/A

Contributor's occupation

N/A

Aggregate contributions year-to-date

\$ 50000

Amount of contribution

\$ 50000

Date of contribution

06/14/2018

Contributor's name, mailing address and ZIP code

UAW V Cap
8000 E Jefferson Ave
Detroit, MI 48214 -

Name of contributor's employer

N/A

Contributor's occupation

N/A

Aggregate contributions year-to-date

\$ 250000

Amount of contribution

\$ 250000

Date of contribution

05/15/2018

Contributor's name, mailing address and ZIP code

AFPD
5779 W Maple Rd
West Bloomfield, MI 48322 -

Name of contributor's employer

N/A

Contributor's occupation

N/A

Aggregate contributions year-to-date

\$ 5000

Amount of contribution

\$ 2500

Date of contribution

06/18/2018

Contributor's name, mailing address and ZIP code

Sakthi Automotive Group
6401 W Fort St
Detroit, MI 48209 -

Name of contributor's employer

N/A

Contributor's occupation

N/A

Aggregate contributions year-to-date

\$ 5000

Amount of contribution

\$ 5000

Date of contribution

05/11/2018

Contributor's name, mailing address and ZIP code

Richard Corriveau
324 E Main St
Northville, MI 48167 -

Name of contributor's employer

Self Employed

Contributor's occupation

Attorney

Aggregate contributions year-to-date

\$ 5000

Amount of contribution

\$ 5000

Date of contribution

06/04/2018

Contributor's name, mailing address and ZIP code

Continental Management
32600 Telegraph Rd Ste 202
Bingham Farms, MI 48025 -

Name of contributor's employer

N/A

Contributor's occupation

N/A

Aggregate contributions year-to-date

\$ 4000

Amount of contribution

\$ 4000

Date of contribution

06/25/2018

Contributor's name, mailing address and ZIP code

Tim Light
1017 Essex Cir
Kalamazoo, MI 49008 -

Name of contributor's employer

Retired

Contributor's occupation

Retired

Aggregate contributions year-to-date

\$ 25000

Amount of contribution

\$ 25000

Date of contribution

04/02/2018

Contributor's name, mailing address and ZIP code

Michigan Association for Justice
6639 Centurion Dr Ste 120
Lansing, MI 48917 -

Name of contributor's employer

N/A

Contributor's occupation

N/A

Aggregate contributions year-to-date

\$ 80000

Amount of contribution

\$ 80000

Date of contribution

06/06/2018

Contributor's name, mailing address and ZIP code

Doctors' Medical Pharmacy LLC
3169 Woodward Ave
Detroit, MI 48201 -

Name of contributor's employer

N/A

Contributor's occupation

N/A

Aggregate contributions year-to-date

\$ 1000

Amount of contribution

\$ 1000

Date of contribution

06/27/2018

Contributor's name, mailing address and ZIP code

Ironworker Management PAC Trust
1750 New York Avenue, N.W.
Washington, DC 20006 -

Name of contributor's employer

N/A

Contributor's occupation

N/A

Aggregate contributions year-to-date

\$ 25000

Amount of contribution

\$ 25000

Date of contribution

05/10/2018

Contributor's name, mailing address and ZIP code

Ajax Paving Industries Inc
1957 Crooks Rd Ste A
Troy, MI 48084 -

Name of contributor's employer

N/A

Contributor's occupation

N/A

Aggregate contributions year-to-date

\$ 25000

Amount of contribution

\$ 25000

Date of contribution

06/11/2018

Contributor's name, mailing address and ZIP code Progressive Advocacy Trust PO Box 322 East Lansing, MI 48826 -	Name of contributor's employer N/A Contributor's occupation N/A Aggregate contributions year-to-date \$ 300000	Amount of contribution \$ 300000 Date of contribution 06/14/2018
Contributor's name, mailing address and ZIP code Marlee Brown 286 Grand Ave Mackinac Island, MI 49757 -	Name of contributor's employer Self Employed Contributor's occupation Artist Aggregate contributions year-to-date \$ 5000	Amount of contribution \$ 5000 Date of contribution 06/18/2018
Contributor's name, mailing address and ZIP code Richard Barton 1020 37th Ave E Seattle, WA 98112 -	Name of contributor's employer Retired Contributor's occupation Retired Aggregate contributions year-to-date \$ 47850	Amount of contribution \$ 47850 Date of contribution 06/06/2018
Contributor's name, mailing address and ZIP code Associated Adjusters Inc 7011 Orchard Lake Rd Ste 106 West Bloomfield, MI 48322 -	Name of contributor's employer N/A Contributor's occupation N/A Aggregate contributions year-to-date \$ 4000	Amount of contribution \$ 4000 Date of contribution 06/11/2018
Contributor's name, mailing address and ZIP code Grassroots Midwest LLC Po Box 12157 Lansing, MI 48901 -	Name of contributor's employer N/A Contributor's occupation N/A Aggregate contributions year-to-date \$ 1000	Amount of contribution \$ 1000 Date of contribution 06/14/2018
Contributor's name, mailing address and ZIP code Lafayette Pharmacy LLC 1565 E Lafayette St Detroit, MI 48207 -	Name of contributor's employer N/A Contributor's occupation N/A Aggregate contributions year-to-date \$ 1000	Amount of contribution \$ 1000 Date of contribution 06/27/2018
Contributor's name, mailing address and ZIP code Michigan Laborers' District Council 1118 Centennial Way Ste 100 Lansing, MI 48917 -	Name of contributor's employer N/A Contributor's occupation N/A Aggregate contributions year-to-date \$ 151000	Amount of contribution \$ 151000 Date of contribution 06/06/2018
Contributor's name, mailing address and ZIP code Grand Lahser Pharmacy LLC 23815 Northwestern Highway Southfield, MI 48075 -	Name of contributor's employer N/A Contributor's occupation N/A Aggregate contributions year-to-date \$ 1000	Amount of contribution \$ 1000 Date of contribution 06/27/2018
Contributor's name, mailing address and ZIP code LC Consultants LLC 35 Research Dr Ste 300 Ann Arbor, MI 48103 -	Name of contributor's employer N/A Contributor's occupation N/A Aggregate contributions year-to-date \$ 2500	Amount of contribution \$ 2500 Date of contribution 06/25/2018
Contributor's name, mailing address and ZIP code Hass and Goldstein PC 31275 Northwestern Hwy Ste 225 Farmington Hills, MI 48225 -	Name of contributor's employer N/A Contributor's occupation N/A Aggregate contributions year-to-date \$ 10000	Amount of contribution \$ 10000 Date of contribution 05/11/2018
Contributor's name, mailing address and ZIP code DRIVE Committee 25 Louisiana Ave NW Washington, DC 20001 -	Name of contributor's employer N/A Contributor's occupation N/A Aggregate contributions year-to-date \$ 250000	Amount of contribution \$ 250000 Date of contribution 06/27/2018

Contributor's name, mailing address and ZIP code Michigan Regional Council of Carpenters 400 Tower Renaissance Center Ste 1010 Detroit, MI 48243 -	Name of contributor's employer N/A Contributor's occupation N/A Aggregate contributions year-to-date \$ 150000	Amount of contribution \$ 150000 Date of contribution 05/11/2018
Contributor's name, mailing address and ZIP code Cochran, Kroll and Associates PC 15510 Farming Road Ste 100 Lansing, MI 48917 -	Name of contributor's employer N/A Contributor's occupation N/A Aggregate contributions year-to-date \$ 20000	Amount of contribution \$ 20000 Date of contribution 06/06/2018
Contributor's name, mailing address and ZIP code Richard Whitmer 1438 Meadowbrook Ln East Lansing, MI 48823 -	Name of contributor's employer Retired Contributor's occupation Retired Aggregate contributions year-to-date \$ 10000	Amount of contribution \$ 10000 Date of contribution 05/29/2018
Contributor's name, mailing address and ZIP code Highland Park Glory Pharmacy LLC 23815 Northwestern Highway, Suite 1 Southfield, MI 48075 -	Name of contributor's employer N/A Contributor's occupation N/A Aggregate contributions year-to-date \$ 1000	Amount of contribution \$ 1000 Date of contribution 06/27/2018
Contributor's name, mailing address and ZIP code Detroit Medical Pharmacy Inc 3169 Woodward Ave Detroit, MI 48201 -	Name of contributor's employer N/A Contributor's occupation N/A Aggregate contributions year-to-date \$ 1000	Amount of contribution \$ 1000 Date of contribution 06/27/2018
Contributor's name, mailing address and ZIP code Comfort-Temp Inc 60786 Hayes Rd Ray, MI 48096 -	Name of contributor's employer N/A Contributor's occupation N/A Aggregate contributions year-to-date \$ 1000	Amount of contribution \$ 1000 Date of contribution 06/14/2018
Contributor's name, mailing address and ZIP code Philip A Hart Democratic Club 176 Main Ste 4 Mt Clemens , MI 48043 -	Name of contributor's employer N/A Contributor's occupation N/A Aggregate contributions year-to-date \$ 250000	Amount of contribution \$ 250000 Date of contribution 06/13/2018
Contributor's name, mailing address and ZIP code AFPD 5779 W Maple Rd West Bloomfield, MI 48322 -	Name of contributor's employer N/A Contributor's occupation N/A Aggregate contributions year-to-date \$ 2500	Amount of contribution \$ 2500 Date of contribution 06/18/2018
Contributor's name, mailing address and ZIP code Assoc of Journeymen of the Pipe Fitting Industry 3 Park Place Anapolis, MD 21401 -	Name of contributor's employer N/A Contributor's occupation N/A Aggregate contributions year-to-date \$ 100000	Amount of contribution \$ 100000 Date of contribution 06/27/2018
Contributor's name, mailing address and ZIP code EMILY's List- NF Fund 1800 M St NW Ste 375N Washington, DC 20036 -	Name of contributor's employer N/A Contributor's occupation N/A Aggregate contributions year-to-date \$ 250000	Amount of contribution \$ 250000 Date of contribution 06/14/2018
Contributor's name, mailing address and ZIP code James Offield 7439 Hoyt Rd Harbor Springs, MI 49740 -	Name of contributor's employer Retired Contributor's occupation Retired Aggregate contributions year-to-date \$ 25000	Amount of contribution \$ 25000 Date of contribution 06/01/2018

Contributor's name, mailing address and ZIP code UFCW Local 951 3270 Evergreen Dr NE Grand Rapids, MI 49525 -	Name of contributor's employer N/A Contributor's occupation N/A Aggregate contributions year-to-date \$ 125000	Amount of contribution \$ 125000 Date of contribution 06/21/2018
Contributor's name, mailing address and ZIP code Larry Bell 1556 Long Rd Kalamazoo, MI 49008 -	Name of contributor's employer Bells Brewery Contributor's occupation Owner Aggregate contributions year-to-date \$ 10000	Amount of contribution \$ 10000 Date of contribution 06/18/2018
Contributor's name, mailing address and ZIP code Mark Bernstein 2002 Scottwood Ave Ann Arbor, MI 48104 -	Name of contributor's employer Self Employed Contributor's occupation Attorney Aggregate contributions year-to-date \$ 32000	Amount of contribution \$ 32000 Date of contribution 06/11/2018
Contributor's name, mailing address and ZIP code Goodman Acker PC 17000 W Ten Mile Rd 2nd Floor Southfield, MI 48075 -	Name of contributor's employer N/A Contributor's occupation N/A Aggregate contributions year-to-date \$ 10000	Amount of contribution \$ 10000 Date of contribution 06/06/2018

Schedule B Itemized Expenditures

Schedule B

Recipient's name, mailing address and ZIP code Great American Media 3050 K St NW Ste 100 Washington, DC 20007 -	Name of recipient's employer N/A Recipients's occupation N/A	Amount of Expenditure \$ 304580 Date of expenditure 06/20/2018
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Purpose of expenditure

Television and Digital Advertisements

Recipient's name, mailing address and ZIP code Alaina Pemberton 25718 Au Lac North Chesterfield, MI 48051 -	Name of recipient's employer Build a Better Michigan Recipients's occupation Finance	Amount of Expenditure \$ 1656 Date of expenditure 05/22/2018
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Purpose of expenditure

Salary

Recipient's name, mailing address and ZIP code Eickbaum Skinner Strategies LLC 2425 L St NW #839 Washington, DC 20037 -	Name of recipient's employer N/A Recipients's occupation N/A	Amount of Expenditure \$ 868 Date of expenditure 06/04/2018
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Purpose of expenditure

Travel Reimbursement

Recipient's name, mailing address and ZIP code Burton Strategies 230 N Washington Sq Ste 100 Lansing, MI 48933 -	Name of recipient's employer N/A Recipients's occupation N/A	Amount of Expenditure \$ 2500 Date of expenditure 06/19/2018
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Purpose of expenditure

Salary

Recipient's name, mailing address and ZIP code Jessica Isler 1111 Elmwood Rd Apt 3031 Lansing, MI 48917 -	Name of recipient's employer Build a Better Michigan Recipients's occupation Finance	Amount of Expenditure \$ 750 Date of expenditure 05/15/2018
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Purpose of expenditure

Salary

Recipient's name, mailing address and ZIP code Burton Strategies 230 N Washington Sq Ste 100 Lansing, MI 48933 -	Name of recipient's employer N/A Recipients's occupation N/A	Amount of Expenditure \$ 2500 Date of expenditure 05/14/2018
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Purpose of expenditure

Salary

Recipient's name, mailing address and ZIP code Great American Media 3050 K St NW Ste 100 Washington, DC 20007 -	Name of recipient's employer N/A Recipients's occupation N/A	Amount of Expenditure \$ 253655 Date of expenditure 06/27/2018
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Purpose of expenditure

Television and Digital Advertisements

Recipient's name, mailing address and ZIP code Great American Media 3050 K St NW Ste 100 Washington, DC 20007 -	Name of recipient's employer N/A Recipients's occupation N/A	Amount of Expenditure \$ 470400 Date of expenditure 06/06/2018
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Purpose of expenditure

Television and Digital Advertisements

Recipient's name, mailing address and ZIP code Brieann Sauer 3433 E Michigan Ave Apt 412 Lansing, MI 48912 -	Name of recipient's employer Build a Better Michigan Recipients's occupation Finance	Amount of Expenditure \$ 1090 Date of expenditure 06/18/2018
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Purpose of expenditure

Salary

Recipient's name, mailing address and ZIP code Great American Media 3050 K St NW Ste 100 Washington, DC 20007 -	Name of recipient's employer N/A Recipients's occupation N/A	Amount of Expenditure \$ 98195 Date of expenditure 06/12/2018
Purpose of expenditure Television and Digital Advertisements		
Recipient's name, mailing address and ZIP code Bergman Inc 544 University Dr East Lansing, MI 48823 -	Name of recipient's employer N/A Recipients's occupation N/A	Amount of Expenditure \$ 1500 Date of expenditure 05/22/2018
Purpose of expenditure Salary		
Recipient's name, mailing address and ZIP code Joe Popek 504 North Ct Mason, MI 48854 -	Name of recipient's employer Build a Better Michigan Recipients's occupation Finance	Amount of Expenditure \$ 1125 Date of expenditure 05/15/2018
Purpose of expenditure Salary		
Recipient's name, mailing address and ZIP code Great American Media 3050 K St NW Ste 100 Washington, DC 20007 -	Name of recipient's employer N/A Recipients's occupation N/A	Amount of Expenditure \$ 131760 Date of expenditure 06/18/2018
Purpose of expenditure Television and Digital Advertisements		
Recipient's name, mailing address and ZIP code Josh Neyhart 5550 West Mall Drive #1138 Lansing, MI 48917 -	Name of recipient's employer Build a Better Michigan Recipients's occupation Finance	Amount of Expenditure \$ 1090 Date of expenditure 06/15/2018
Purpose of expenditure Salary		
Recipient's name, mailing address and ZIP code USPS 315 W Allegan St Lansing, MI 48933 -	Name of recipient's employer N/A Recipients's occupation N/A	Amount of Expenditure \$ 120 Date of expenditure 04/23/2018
Purpose of expenditure Post Office Box		
Recipient's name, mailing address and ZIP code Bergman Inc 544 University Dr East Lansing, MI 48823 -	Name of recipient's employer N/A Recipients's occupation N/A	Amount of Expenditure \$ 1500 Date of expenditure 06/21/2018
Purpose of expenditure Salary		
Recipient's name, mailing address and ZIP code Anne Ellison 5810 Jane Way Alexandria, VA 22310 -	Name of recipient's employer Build a Better Michigan Recipients's occupation Communications	Amount of Expenditure \$ 7500 Date of expenditure 05/22/2018
Purpose of expenditure Salary		
Recipient's name, mailing address and ZIP code Carli Fettig 348 Oakhill Ave Apt 10 East Lansing, MI 48823 -	Name of recipient's employer Build a Better Michigan Recipients's occupation Finance	Amount of Expenditure \$ 281 Date of expenditure 05/15/2018
Purpose of expenditure Salary		
Recipient's name, mailing address and ZIP code Great American Media 3050 K St NW Ste 100 Washington, DC 20007 -	Name of recipient's employer N/A Recipients's occupation N/A	Amount of Expenditure \$ 341295 Date of expenditure 06/15/2018
Purpose of expenditure Television and Digital Advertisements		

Recipient's name, mailing address and ZIP code Comerica Bank 101 N Washington Square Lansing, MI 48933 -	Name of recipient's employer N/A Recipients's occupation N/A	Amount of Expenditure \$ 25 Date of expenditure 04/12/2018
Purpose of expenditure Service Fee		
Recipient's name, mailing address and ZIP code Anne Ellison 5810 Jane Way Alexandria, VA 22310 -	Name of recipient's employer Build a Better Michigan Recipients's occupation Communications	Amount of Expenditure \$ 3750 Date of expenditure 05/11/2018
Purpose of expenditure Salary		
Recipient's name, mailing address and ZIP code Joe Popek 504 North Ct Mason, MI 48854 -	Name of recipient's employer Build a Better Michigan Recipients's occupation Finance	Amount of Expenditure \$ 1226 Date of expenditure 06/18/2018
Purpose of expenditure Salary		
Recipient's name, mailing address and ZIP code Caroline Pratt 707 Prudden St Apt 139 Lansing, MI 48906 -	Name of recipient's employer Build a Better Michigan Recipients's occupation Finance	Amount of Expenditure \$ 2725 Date of expenditure 06/21/2018
Purpose of expenditure Salary		
Recipient's name, mailing address and ZIP code Great American Media 3050 K St NW Ste 100 Washington, DC 20007 -	Name of recipient's employer N/A Recipients's occupation N/A	Amount of Expenditure \$ 220000 Date of expenditure 06/13/2018
Purpose of expenditure Television and Digital Advertisements		
Recipient's name, mailing address and ZIP code Jessica Isler 1111 Elmwood Rd Apt 3031 Lansing, MI 48917 -	Name of recipient's employer Build a Better Michigan Recipients's occupation Finance	Amount of Expenditure \$ 817 Date of expenditure 06/15/2018
Purpose of expenditure Salary		
Recipient's name, mailing address and ZIP code Caroline Pratt 707 Prudden St Apt 139 Lansing, MI 48906 -	Name of recipient's employer Build a Better Michigan Recipients's occupation Finance	Amount of Expenditure \$ 2500 Date of expenditure 05/15/2018
Purpose of expenditure Salary		
Recipient's name, mailing address and ZIP code Perkins Coie 700 13th St NW Washington, DC 20005 -	Name of recipient's employer N/A Recipients's occupation N/A	Amount of Expenditure \$ 1019 Date of expenditure 05/21/2018
Purpose of expenditure Legal Fees		
Recipient's name, mailing address and ZIP code Josh Neyhart 5550 West Mall Drive #1138 Lansing, MI 48917 -	Name of recipient's employer Build a Better Michigan Recipients's occupation Finance	Amount of Expenditure \$ 1000 Date of expenditure 06/08/2018
Purpose of expenditure Salary		
Recipient's name, mailing address and ZIP code Alaina Pemberton 25718 Au Lac North Chesterfield, MI 48051 -	Name of recipient's employer Build a Better Michigan Recipients's occupation Finance	Amount of Expenditure \$ 1814 Date of expenditure 06/15/2018
Purpose of expenditure Salary		

Recipient's name, mailing address and ZIP code

Brieann Sauer
3433 E Michigan Ave Apt 412
Lansing, MI 48912 -

Name of recipient's employer

Build a Better Michigan
Recipients's occupation
Finance

Amount of Expenditure

\$ 1000
Date of expenditure
05/15/2018

Purpose of expenditure

Salary

Recipient's name, mailing address and ZIP code

Carli Fettig
348 Oakhill Ave Apt 10
East Lansing, MI 48823 -

Name of recipient's employer

Build a Better Michigan
Recipients's occupation
Finance

Amount of Expenditure

\$ 681
Date of expenditure
06/15/2018

Purpose of expenditure

Salary

**Political Organization
Report of Contributions and Expenditures**

OMB No. 1545-1696

▶ See separate instructions.

A For the period beginning 07/01/2018 and ending 09/30/2018

B Check applicable box: ☒ Initial report ☐ Change of address ☐ Amended report ☐ Final report

1 Name of organization Build A Better Michigan **Employer identification number** 82 - 4913862

2 Mailing address (P.O. box or number, street, and room or suite number)
PO Box 12056

City or town, state, and ZIP code
Lansing, MI 48901

3 E-mail address of organization: no@email **4** Date organization was formed: 03/23/2018

5a Name of custodian of records Mark Burton **5b** Custodian's address
PO Box 12056
Lansing, MI 48901

6a Name of contact person Mark Burton **6b** Contact person's address
PO Box 12056
Lansing, MI 48901

7 Business address of organization (if different from mailing address shown above). Number, street, and room or suite number
PO Box 12056

City or town, state, and ZIP code
Lansing, MI 48901

8 Type of report (check only one box)

- | | |
|---|---|
| <input type="checkbox"/> First quarterly report
(due by April 15) | <input type="checkbox"/> Monthly report for the month of:
(due by the 20th day following the month shown above, except the
December report, which is due by January 31) |
| <input type="checkbox"/> Second quarterly report
(due by July 15) | <input type="checkbox"/> Pre-election report (due by the 12th or 15th day before the election) |
| <input checked="" type="checkbox"/> Third quarterly report
(due by October 15) | (1) Type of election: |
| <input type="checkbox"/> Year-end report
(due by January 31) | (2) Date of election: |
| <input type="checkbox"/> Mid-year report (Non-election
year only-due by July 31) | (3) For the state of: |
| | <input type="checkbox"/> Post-general election report (due by the 30th day after general election) |
| | (1) Date of election: |
| | (2) For the state of: |

9 Total amount of reported contributions (total from all attached Schedules A) **9.** \$ 793200

10 Total amount of reported expenditures (total from all attached Schedules B) **10.** \$ 1132900

Under penalties of perjury, I declare that I have examined this report, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete.

Mark A Burton

10/15/2018

**Sign
Here**



Signature of authorized official



Date

Schedule A Itemized Contributions

Schedule A

Contributor's name, mailing address and ZIP code Sujo Offield 7439 Hoyt Rd Harbor Springs, MI 49740 -	Name of contributor's employer Self Contributor's occupation Wellness Specialist Aggregate contributions year-to-date \$ 20000	Amount of contribution \$ 10000 Date of contribution 07/30/2018
Contributor's name, mailing address and ZIP code Catherine McClure 10340 Scio Church Rd Chelsea, MI 48118 -	Name of contributor's employer N/A Contributor's occupation N/A Aggregate contributions year-to-date \$ 15000	Amount of contribution \$ 10000 Date of contribution 09/21/2018
Contributor's name, mailing address and ZIP code American Federation of Teachers, AFL-CIO / AFT Sol 555 New Jersey Avenue, NW Washington, DC 20001 -	Name of contributor's employer N/A Contributor's occupation N/A Aggregate contributions year-to-date \$ 250000	Amount of contribution \$ 250000 Date of contribution 07/10/2018
Contributor's name, mailing address and ZIP code Ironworkers Political Action League Multi Candidat 1750 New York Avenue, N.W. Washington, DC 20006 -	Name of contributor's employer N/A Contributor's occupation N/A Aggregate contributions year-to-date \$ 25000	Amount of contribution \$ 25000 Date of contribution 08/03/2018
Contributor's name, mailing address and ZIP code Senior Care Equities #3 10503 Citation Dr, Ste. 100 Brighton, MI 48116 -	Name of contributor's employer N/A Contributor's occupation N/A Aggregate contributions year-to-date \$ 10000	Amount of contribution \$ 5000 Date of contribution 09/27/2018
Contributor's name, mailing address and ZIP code Senior Care Equities #3 10503 Citation Dr, Ste. 100 Brighton, MI 48116 -	Name of contributor's employer N/A Contributor's occupation N/A Aggregate contributions year-to-date \$ 5000	Amount of contribution \$ 5000 Date of contribution 09/13/2018
Contributor's name, mailing address and ZIP code Ignition Media Group LLC 155 W Congress, Ste. 410 Detroit, MI 48226 -	Name of contributor's employer N/A Contributor's occupation N/A Aggregate contributions year-to-date \$ 1700	Amount of contribution \$ 1700 Date of contribution 07/24/2018
Contributor's name, mailing address and ZIP code James Offield 7439 Hoyt Rd Harbor Springs, MI 49740 -	Name of contributor's employer Retired Contributor's occupation Retired Aggregate contributions year-to-date \$ 75000	Amount of contribution \$ 50000 Date of contribution 07/30/2018
Contributor's name, mailing address and ZIP code Michigan State Council SEIU 3031 West Grand Boulevard, Suite 55 Detroit, MI 48202 -	Name of contributor's employer N/A Contributor's occupation N/A Aggregate contributions year-to-date \$ 200000	Amount of contribution \$ 200000 Date of contribution 08/28/2018
Contributor's name, mailing address and ZIP code Sujo Offield 7439 Hoyt Rd Harbor Springs, MI 49740 -	Name of contributor's employer Self Contributor's occupation Wellness Specialist Aggregate contributions year-to-date \$ 10000	Amount of contribution \$ 10000 Date of contribution 07/02/2018
Contributor's name, mailing address and ZIP code AT-T 221 N Washington Sq, 1st Floor Lansing, MI 48933 -	Name of contributor's employer N/A Contributor's occupation N/A Aggregate contributions year-to-date \$ 10000	Amount of contribution \$ 10000 Date of contribution 07/10/2018

Contributor's name, mailing address and ZIP code Barbara Lee 131 Mt. Auburn Street Cambridge, MA 02138 -	Name of contributor's employer Retired Contributor's occupation Retired Aggregate contributions year-to-date \$ 10000	Amount of contribution \$ 10000 Date of contribution 07/02/2018
Contributor's name, mailing address and ZIP code Athir Ammouri 265 Lowell Ct Bloomfield Hills, MI 48304 -	Name of contributor's employer Not Employed Contributor's occupation Not Employed Aggregate contributions year-to-date \$ 2500	Amount of contribution \$ 2500 Date of contribution 07/02/2018
Contributor's name, mailing address and ZIP code AAPA GPO Inc. 290 Town Center Dr., Ste. 420 Dearborn, MI 48126 -	Name of contributor's employer N/A Contributor's occupation N/A Aggregate contributions year-to-date \$ 20000	Amount of contribution \$ 20000 Date of contribution 07/23/2018
Contributor's name, mailing address and ZIP code Health Care Association of Michigan P.A.C. Admin 7413 Westshire Dr Lansing, MI 48912 -	Name of contributor's employer N/A Contributor's occupation N/A Aggregate contributions year-to-date \$ 25000	Amount of contribution \$ 10000 Date of contribution 09/07/2018
Contributor's name, mailing address and ZIP code Biomed Health Solutions LLC 23815 Northwestern Highway, Suite 1 Southfield, MI 48075 -	Name of contributor's employer N/A Contributor's occupation N/A Aggregate contributions year-to-date \$ 500	Amount of contribution \$ 500 Date of contribution 09/17/2018
Contributor's name, mailing address and ZIP code Aetna Inc. 151 Farmington Avenue Hartford, CT 06156 -	Name of contributor's employer N/A Contributor's occupation N/A Aggregate contributions year-to-date \$ 1000	Amount of contribution \$ 1000 Date of contribution 08/06/2018
Contributor's name, mailing address and ZIP code Health Care Association of Michigan P.A.C. Admin 7413 Westshire Drive Lansing, MI 48917 -	Name of contributor's employer N/A Contributor's occupation N/A Aggregate contributions year-to-date \$ 15000	Amount of contribution \$ 15000 Date of contribution 08/03/2018
Contributor's name, mailing address and ZIP code Michigan State Council SEIU 3031 West Grand Boulevard, Suite 55 Detroit, MI 48202 -	Name of contributor's employer N/A Contributor's occupation N/A Aggregate contributions year-to-date \$ 300000	Amount of contribution \$ 100000 Date of contribution 09/05/2018
Contributor's name, mailing address and ZIP code Association of Journeymen of Pipe Fitting Trades Three Place Annapolis, MD 21401 -	Name of contributor's employer N/A Contributor's occupation N/A Aggregate contributions year-to-date \$ 150000	Amount of contribution \$ 50000 Date of contribution 09/10/2018
Contributor's name, mailing address and ZIP code Sabah Ammouri 265 Lowell Ct Bloomfield Hills, MI 48304 -	Name of contributor's employer ATMs of America Contributor's occupation President Aggregate contributions year-to-date \$ 2500	Amount of contribution \$ 2500 Date of contribution 07/02/2018
Contributor's name, mailing address and ZIP code Catherine McClure 10340 Scio Church Rd Chelsea, MI 48118 -	Name of contributor's employer N/A Contributor's occupation N/A Aggregate contributions year-to-date \$ 5000	Amount of contribution \$ 5000 Date of contribution 07/16/2018

Schedule B Itemized Expenditures

Schedule B

Recipient's name, mailing address and ZIP code A Stronger Michigan 1225 I St NW Ste 1100 Washing, DC 20005 -	Name of recipient's employer N/A Recipients's occupation N/A	Amount of Expenditure \$ 175000 Date of expenditure 08/08/2018
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Purpose of expenditure
Contribution

Recipient's name, mailing address and ZIP code Jessica Isler 1111 Elmwood Dr #3031 Lansing, MI 48917 -	Name of recipient's employer Build a Better Michigan Recipients's occupation Finance	Amount of Expenditure \$ 817 Date of expenditure 07/13/2018
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Purpose of expenditure
Salary

Recipient's name, mailing address and ZIP code Joe Popek 330 Poplar Ln MASON, MI 48854 -	Name of recipient's employer Build a Better Michigan Recipients's occupation Recordkeeper	Amount of Expenditure \$ 1226 Date of expenditure 07/18/2018
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Purpose of expenditure
Salary

Recipient's name, mailing address and ZIP code A Stronger Michigan 1225 I St NW Ste 1100 Washing, DC 20005 -	Name of recipient's employer N/A Recipients's occupation N/A	Amount of Expenditure \$ 150000 Date of expenditure 09/17/2018
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Purpose of expenditure
Contribution

Recipient's name, mailing address and ZIP code A Stronger Michigan 1225 I St NW Ste 1100 Washing, DC 20005 -	Name of recipient's employer N/A Recipients's occupation N/A	Amount of Expenditure \$ 200000 Date of expenditure 08/30/2018
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Purpose of expenditure
Contribution

Recipient's name, mailing address and ZIP code Eichenbaum Skinner 2425 L St NW #839 Washington, DC 20037 -	Name of recipient's employer N/A Recipients's occupation N/A	Amount of Expenditure \$ 20963 Date of expenditure 08/10/2018
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Purpose of expenditure
Communications Consulting

Recipient's name, mailing address and ZIP code Burton Strategies 230 N Washington Ste 100 Lansing, MI 48933 -	Name of recipient's employer Build a Better Michigan Recipients's occupation Director	Amount of Expenditure \$ 2500 Date of expenditure 07/18/2018
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Purpose of expenditure
Salary

Recipient's name, mailing address and ZIP code Eichenbaum Skinner 2425 L St NW #839 Washington, DC 20037 -	Name of recipient's employer N/A Recipients's occupation N/A	Amount of Expenditure \$ 581 Date of expenditure 09/17/2018
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Purpose of expenditure
Communications Consulting

Recipient's name, mailing address and ZIP code Bri Sauer 3433 E Michigan #412 Lansing, MI 48912 -	Name of recipient's employer Build a Better Michigan Recipients's occupation Finance	Amount of Expenditure \$ 1090 Date of expenditure 07/13/2018
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Purpose of expenditure
Salary

Recipient's name, mailing address and ZIP code CT Corporation 208 South LaSalle Street Suite 814 Chicago, IL 60604 -	Name of recipient's employer N/A Recipients's occupation N/A	Amount of Expenditure \$ 86 Date of expenditure 07/19/2018
Purpose of expenditure Incorporation/Agent Fees		
Recipient's name, mailing address and ZIP code Alaina Pemberton 3180 Birch Row Dr East Lansing, MI 48823 -	Name of recipient's employer Build a Better Michigan Recipients's occupation Finance	Amount of Expenditure \$ 1813 Date of expenditure 07/16/2018
Purpose of expenditure Salary		
Recipient's name, mailing address and ZIP code Comerica Bank 101 N Washington Sq Lansing, MI 48933 -	Name of recipient's employer N/A Recipients's occupation N/A	Amount of Expenditure \$ 74 Date of expenditure 09/14/2018
Purpose of expenditure Bank Fees		
Recipient's name, mailing address and ZIP code Comerica Bank 101 N Washington Sq Lansing, MI 48933 -	Name of recipient's employer N/A Recipients's occupation N/A	Amount of Expenditure \$ 96 Date of expenditure 08/13/2018
Purpose of expenditure Bank Fees		
Recipient's name, mailing address and ZIP code Dana Sherry 514 Pauline Blvd #2 Ann Arbor, MI 48103 -	Name of recipient's employer Self Recipients's occupation Political Consultant	Amount of Expenditure \$ 548 Date of expenditure 07/09/2018
Purpose of expenditure Reimbursement for office supplies.		
Recipient's name, mailing address and ZIP code Bergman Inc 544 University Dr East Lansing, MI 48823 -	Name of recipient's employer Build a Better Michigan Recipients's occupation Finance Consultant	Amount of Expenditure \$ 1500 Date of expenditure 07/17/2018
Purpose of expenditure Salary		
Recipient's name, mailing address and ZIP code Carli Fetting 348 Oakhill Ave #10 East Lansing, MI 48823 -	Name of recipient's employer Build a Better Michigan Recipients's occupation Assistant Recordkeeper	Amount of Expenditure \$ 681 Date of expenditure 07/13/2018
Purpose of expenditure Salary		
Recipient's name, mailing address and ZIP code Perkins Coie 700 13th St NW Washington, DC 20005 -	Name of recipient's employer N/A Recipients's occupation N/A	Amount of Expenditure \$ 3547 Date of expenditure 07/16/2018
Purpose of expenditure Legal Fees		
Recipient's name, mailing address and ZIP code Caroline Pratt 707 Prudden Street # 139 Lansing, MI 48906 -	Name of recipient's employer Build a Better Michigan Recipients's occupation Finance Director	Amount of Expenditure \$ 2725 Date of expenditure 07/18/2018
Purpose of expenditure Salary		
Recipient's name, mailing address and ZIP code Scottie Barton 1935 Hollowbrook Dr Holt, MI 48842 -	Name of recipient's employer Self Recipients's occupation Consultant	Amount of Expenditure \$ 77 Date of expenditure 08/13/2018
Purpose of expenditure Reimbursement for office supplies		

Recipient's name, mailing address and ZIP code Josh Neyhart 5550 Mall Dr W Lansing, MI 48917 -	Name of recipient's employer Build a Better Michigan Recipients's occupation Finance	Amount of Expenditure \$ 1090 Date of expenditure 07/13/2018
Purpose of expenditure Salary		
Recipient's name, mailing address and ZIP code MI 14th District Dem Party 138 N Saginaw St Pontiac, MI 48342 -	Name of recipient's employer N/A Recipients's occupation N/A	Amount of Expenditure \$ 200 Date of expenditure 07/19/2018
Purpose of expenditure Table at event		
Recipient's name, mailing address and ZIP code Perkins Coie 700 13th St NW Washington, DC 20005 -	Name of recipient's employer N/A Recipients's occupation N/A	Amount of Expenditure \$ 4261 Date of expenditure 08/27/2018
Purpose of expenditure Legal Fees		
Recipient's name, mailing address and ZIP code Perkins Coie 700 13th St NW Washington, DC 20005 -	Name of recipient's employer N/A Recipients's occupation N/A	Amount of Expenditure \$ 8937 Date of expenditure 08/27/2018
Purpose of expenditure Legal Fees		
Recipient's name, mailing address and ZIP code Comerica Bank 101 N Washington Sq Lansing, MI 48933 -	Name of recipient's employer N/A Recipients's occupation N/A	Amount of Expenditure \$ 303 Date of expenditure 07/13/2018
Purpose of expenditure Bank Fees		
Recipient's name, mailing address and ZIP code The Strategy Group 730 N Franklin #404 Chicago, IL 60654 -	Name of recipient's employer N/A Recipients's occupation N/A	Amount of Expenditure \$ 248750 Date of expenditure 08/16/2018
Purpose of expenditure Direct Mail Vendor		
Recipient's name, mailing address and ZIP code Great American Media 3050 K STREET, NW WASHINGTON, DC 20007 -	Name of recipient's employer N/A Recipients's occupation N/A	Amount of Expenditure \$ 253655 Date of expenditure 07/05/2018
Purpose of expenditure Media Buy		
Recipient's name, mailing address and ZIP code Great American Media 3050 K STREET, NW WASHINGTON, DC 20007 -	Name of recipient's employer N/A Recipients's occupation N/A	Amount of Expenditure \$ 52380 Date of expenditure 07/16/2018
Purpose of expenditure Media Buy		

Fracassi, Adam (MDOS)

From: Hogin, Emily A. (Perkins Coie) <EHogin@perkinscoie.com>
Sent: Friday, February 8, 2019 3:57 PM
To: Malerman, Melissa (MDOS); Fracassi, Adam (MDOS)
Cc: Wilson, Graham M. (Perkins Coie)
Subject: Exhibit A
Attachments: Build a Better Michigan 8872 Q3 2018.pdf; Build a Better Michigan 8872 Amended Q2 2018.pdf

Hi Melissa and Adam,

Per our conciliation agreement, attached please find copies of Build a Better Michigan's Internal Revenue Service reports showing the transactions at issue.

Thank you,

Emily

Emily Hogin | Perkins Coie LLP
ASSOCIATE
D. +1.202.654.6225
F. +1.202.654.6211
E. EHogin@perkinscoie.com

NOTICE: This communication may contain privileged or other confidential information. If you have received it in error, please advise the sender by reply email and immediately delete the message and any attachments without copying or disclosing the contents. Thank you.

Fracassi, Adam (MDOS)

From: Fracassi, Adam (MDOS)
Sent: Friday, February 8, 2019 2:14 PM
To: 'Eric Doster'
Subject: Daunt v. Build A Better Michigan, et al
Attachments: Final Determination Letter.pdf; Daunt v BBM Signed Conciliation Agreement 020719.pdf

Eric,

Please find attached correspondence regarding the campaign finance complaint you filed against Build a Better Michigan, Gretchen Whitmer, and Gretchen Whitmer for Governor. The Department now considers this matter closed and resolved. If you have any questions, please do not hesitate to contact me.

Adam Fracassi
Bureau of Elections



STATE OF MICHIGAN
RUTH JOHNSON, SECRETARY OF STATE
DEPARTMENT OF STATE
LANSING

February 8, 2019

Eric Doster
Attorney for Anthony Daunt
Doster Law Offices
2145 Commons Parkway
Okemos, Michigan 48864

Via email

Dear Mr. Doster:

The Department of State has concluded its investigation of the complaint that you filed against Build a Better Michigan, Gretchen Whitmer, and Gretchen Whitmer for Governor which concerned an alleged violation of the Michigan Campaign Finance Act (MCFA), 1976 P.A. 388, MCL 169.201 *et seq.* A copy of the final resolution is provided as an enclosure with this letter.

Sincerely,

A handwritten signature in black ink, appearing to read "Adam Fracassi".

Adam Fracassi
Bureau of Elections
Michigan Department of State