



FEDERAL ELECTION COMMISSION  
Washington, DC

**VIA ELECTRONIC MAIL ONLY**

reiff@sandlerreiff.com

Neil Reiff, Esq.  
1090 Vermont Ave. NW  
Suite 750  
Washington, DC 20005

January 25, 2024

RE: MUR 8178  
(formerly RR 23L-08)  
(Spencer Toder for Senate)

Dear Mr. Reiff:

On January 17, 2024, the Federal Election Commission accepted the signed conciliation agreement submitted on behalf of Spencer Toder for Senate, and Spencer Toder in his official capacity as treasurer in settlement of a violation of 52 U.S.C. § 30104(b)(4) and 11 C.F.R. § 104.3(b), provisions of the Federal Election Campaign Act of 1971, as amended, and the Commission's regulations. Accordingly, the file has been closed in this matter.

Documents related to the case will be placed on the public record within 30 days. *See* Disclosure of Certain Documents in Enforcement and Other Matters, 81 Fed. Reg. 50,702 (Aug. 2, 2016). Information derived in connection with any conciliation attempt will not become public without the written consent of the respondent and the Commission. *See* 52 U.S.C. § 30109(a)(4)(B). Enclosed you will find a copy of the fully executed conciliation agreement for your files. Please note that the civil penalty is due within 30 days of the conciliation agreement's effective date. If you have any questions, please contact me at (202) 694-1190.

Sincerely,

A handwritten signature in cursive script that reads "Rocelyn Halili".

Rocelyn Halili  
Attorney

Enclosure:  
Conciliation Agreement

**BEFORE THE FEDERAL ELECTION COMMISSION**

In the Matter of	)	
	)	MUR 8178
Spencer Toder for Senate	)	
and Spencer Toder in his official capacity	)	
as treasurer	)	
	)	

**CONCILIATION AGREEMENT**

This matter was initiated by the Federal Election Commission pursuant to information ascertained in the normal course of carrying out its supervisory responsibilities. The Commission found reason to believe that Spencer Toder for Senate and Spencer Toder in his official capacity as treasurer (“Respondent” or the “Committee”) violated 52 U.S.C. § 30104(b)(4) and 11 C.F.R. § 104.3(b) by failing to timely and accurately report disbursements.

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

- I. The Commission has jurisdiction over Respondent and the subject matter of this proceeding, and this Agreement has the effect of an agreement entered pursuant to 52 U.S.C. § 30109(a)(4)(A)(i).
- II. Respondent has had a reasonable opportunity to demonstrate that no action should be taken in this matter.
- III. Respondent enters voluntarily into this Agreement with the Commission.
- IV. The pertinent facts and law in this matter are as follows:
  1. The Committee is the principal campaign committee for Spencer Toder, a candidate for U.S. Senate in Missouri in 2022. The Committee’s treasurer is Spencer Toder.

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2. The Federal Election Campaign Act of 1971, as amended (the “Act”), requires committee treasurers to file reports of receipts and disbursements in accordance with the provisions of 52 U.S.C. § 30104. 52 U.S.C. § 30104(a)(1); 11 C.F.R. § 104.1(a).

3. These reports must include, *inter alia*, the total amount of receipts and disbursements, including the appropriate itemizations, where required. 52 U.S.C. § 30104(b)(2), (4); 11 C.F.R. § 104.3(a), (b).

4. In addition to the regular quarterly reports, in any year where there is an election for which a candidate is seeking election, or nomination for election, the treasurer of an authorized committee shall file a pre-election report, which shall be filed no later than the 12th day before an election. 52 U.S.C. § 30104(a)(2)(i); 11 C.F.R. § 104.5(a)(2).

5. The pre-election report must disclose all receipts and disbursements as of the 20th day before a primary or general election. 11 C.F.R. § 104.5(a)(2)(i)(B); *see also* 52 U.S.C. § 30104(b)(2), (4).

6. The Committee failed to include disbursements on its original 2022 12-Day Pre-Primary Report. On July 22, 2022, the Committee filed a 2022 12-Day Pre-Primary Report covering the period from July 1, 2022, to July 13, 2022. The Report disclosed no disbursements on Line 17 (Operating Expenditures) or Line 19(a) (Loan Repayments of Loans Made or Guaranteed by the Candidate) of the Detailed Summary Page.

7. On December 1, 2022, 132 days later and after the primary, the Committee filed an amendment to its original 2022 12-Day Pre-Primary Report, disclosing \$21,598.14 in operating expenditures and \$500,000 in candidate loan repayments, a total increase of \$521,598.14 in disbursements from the original report.

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8. Respondent contends that it inadvertently omitted certain transactions from the report. Respondent contends that it had established detailed procedures for the preparation of a quarterly report, but it had failed to account for procedures for a Pre-Primary Report, which had a different reporting period that did not close at the end of a month. Consequently, Respondent failed to detect the omissions until it performed the regular monthly reconciliation.

V. Respondent violated 52 U.S.C. § 30104(b)(4) and 11 C.F.R. § 104.3(b) by failing to timely and accurately report disbursements.

VI. Respondent will take the following actions:

1. Respondent will pay a civil penalty to the Commission in the amount of Four Thousand Dollars (\$4,000), pursuant to 52 U.S.C. § 30109(a)(5)(A). In ordinary circumstances, the Commission would seek a civil penalty based on the violation outlined in the Agreement. However, the Commission is taking into account that the Committee represents that it intends to terminate, is defunct, has no cash on hand, and has a limited ability to raise any additional funds.

2. Respondent will cease and desist from committing violations of 52 U.S.C. § 30104(b)(4) and 11 C.F.R. § 104.3(b).

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

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

IX. Respondent shall have no more than thirty (30) days from the date this Agreement becomes effective to comply with and implement the requirements contained in this Agreement and to so notify the Commission.

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

FOR THE COMMISSION:

Lisa J. Stevenson  
Acting General Counsel

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

Digitally signed by  
Charles Kitcher  
Date: 2024.01.24  
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1/24/24  
Date

FOR THE RESPONDENT:

  
Neil Reiff  
Counsel for Spencer Toder for Senate

12/9/23  
Date