

**BEFORE THE  
FEDERAL ELECTION COMMISSION**

Curtis Hertel Jr., Chair  
Michigan Democratic Party  
606 Townsend Street  
Lansing, MI 48933

Complainant,

v.

Senate Opportunity Fund  
1776 K Street, NW  
Washington, DC 20006

Mike Rogers  
PO Box 132  
Saint Joseph, MI 49085

Rogers for Senate  
PO Box 132  
Saint Joseph, MI 49085

Respondents.

**COMPLAINT**

This complaint is filed pursuant to 52 U.S.C. § 30109(a)(1) against Senate Opportunity Fund, Mike Rogers, and Rogers for Senate (the “*Campaign*”) (collectively, “*Respondents*”) for apparent violations of the Federal Election Campaign Act of 1971, as amended, (the “*Act*”) and Federal Election Commission (“*FEC*” or “*Commission*”) regulations. Senate Opportunity Fund, a dark money 501(c)(4) corporation, spent nearly a hundred thousand dollars on digital advertisements expressly advocating for Mike Rogers’ election to the U.S. Senate. If Mike Rogers or the Campaign coordinated with Senate Opportunity Fund on these advertisements, then Senate Opportunity Fund made, and the Campaign accepted, a prohibited corporate contribution. Even if Senate Opportunity Fund ran these advertisements completely independent

of the Campaign, as an independent expenditure, it violated the requirement to disclose that spending to the Commission. Thus, Senate Opportunity Fund either failed to disclose its independent expenditures or made prohibited corporate contributions to the Campaign in violation of the Act.

## FACTUAL BACKGROUND

Mike Rogers is a Republican candidate for the U.S. Senate in Michigan.<sup>1</sup> His principal campaign committee is Rogers for Senate.<sup>2</sup> Senate Opportunity Fund is a tax-exempt 501(c)(4) corporation which can raise unlimited, undisclosed funds from any source, including other corporations.<sup>3</sup>

Senate Opportunity Fund paid for two digital advertisements (the “*advertisements*”) that aired on multiple platforms, including YouTube and Meta Platforms, between March 6th and April 2nd, 2026.<sup>4</sup> The advertisements contain nearly identical themes and messaging – each provides biographical information on Mr. Rogers, highlights his policy priorities and ends by displaying the tagline “RogersForSenate.com” – advocating for Mr. Rogers’ election and pointing viewers to his official campaign website.<sup>5</sup> Based on publicly available information, Senate Opportunity Fund spent nearly a hundred thousand dollars to promote the advertisements across various digital platforms.<sup>6</sup>

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<sup>1</sup> Fed. Election Comm’n., Mike Rogers, FEC Form 2 (filed Apr. 3, 2026), <https://docquery.fec.gov/cgi-bin/forms/S4MI00595/1957602/>.

<sup>2</sup> *Id.*

<sup>3</sup> See Senate Opportunity Fund, *About* (last visited May 11, 2026), <https://senopportunity.org/about/>.

<sup>4</sup> Exhibit A. Detailed spending records for the advertisements may be found via the Google Ads Transparency Center, <https://adstransparency.google.com/> (select “Political ads,” then search for “Senate Opportunity Fund,” then filter results by typing “Rogers.”); Meta Platforms Ad Library, <https://www.facebook.com/ads/library/> (select “Issues, elections or politics,” then search for “Senate Opportunity Fund,” then filter for “Active and inactive” ads, then search for “Rogers.”).

<sup>5</sup> Senate Opportunity Fund, *Tell Mike Rogers to keep fighting for Michigan Families* (Mar. 6, 2026), <https://youtu.be/aVvmzvlqFys?si=ZZr2HIGaIEZxPe6u> (15-second copy); Senate Opportunity Fund, *Tell Mike Rogers to keep fighting for Michigan Families* (Mar. 4, 2026), <https://www.youtube.com/watch?v=-lzZU2c-txs> (30-second copy).

<sup>6</sup> See Exhibit A.

Both versions of the advertisement open with footage of Mr. Rogers in a military uniform, which appears to be the same footage prominently displayed on the landing page of Mr. Rogers' website and in the Rogers for Senate launch video.<sup>7</sup> The main difference in the advertisements is just their length – one is 15 seconds long while the other is 30 seconds long.<sup>8</sup>

The 15-second video advertisement script reads:

Army veteran, FBI agent, intelligence chairman, Mike Rogers is fighting for no taxes on tips, no taxes on overtime, and a Michigan-made truck tax break. Tell Mike Rogers to keep fighting for Michigan.

The 30-second video advertisement script reads:

Mike Rogers served in the United States Army. He protected Michigan communities as an FBI special agent. He kept America safe as chairman of the House Intelligence Committee. Now Rogers is fighting to put money back in your pocket. No taxes on tips, no taxes on overtime, and a tax break when you buy a Michigan-made truck. Tell Mike Rogers to keep fighting for Michigan families. Paid for by Senate Opportunity Fund.

Each advertisement ends with text overlaid on the video's images that encourages viewers to "Tell Mike Rogers" to "Keep fighting for Michigan families" and displays the URL to Mr. Rogers' campaign website – [RogersForSenate.com](https://rogersforsenate.com). The disclaimer reads, "PAID FOR BY SENATE OPPORTUNITY FUND." Screen captures of the 15-second and 30-second advertisements are taken from YouTube and are shown below:

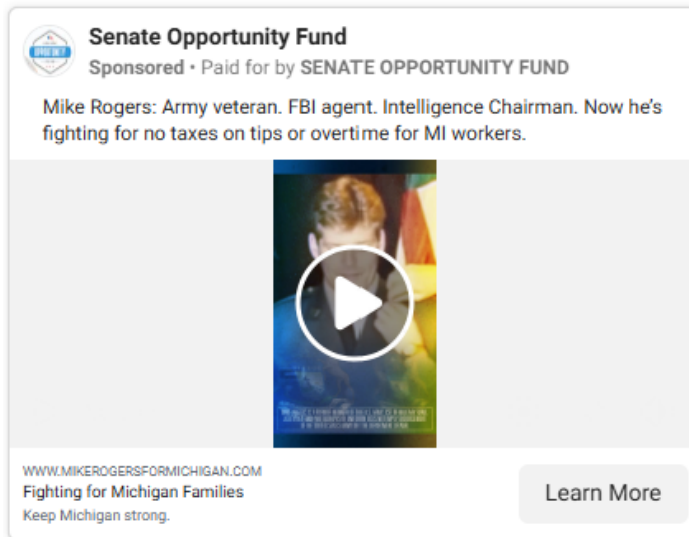
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<sup>7</sup> See Rogers for Senate, <https://rogersforsenate.com/> (last visited May 11, 2026) (launch video embedded on website landing page).

<sup>8</sup> The advertisements posted on Meta are substantively identical to the versions posted on YouTube but feature a different aspect ratio.



In addition, the advertisements posted on Meta included additional text below the embedded video stating “WWW.MIKEROGERSFORMICHIGAN.COM,” “Fighting for Michigan Families,” and “Keep Michigan strong.” A screenshot of the Meta post appears below:



Much of the background footage in both advertisements appears to be taken from the “What Michiganders Need to Know” section of Mr. Rogers’ website and B-Roll footage posted on the Rogers for Senate YouTube page.<sup>9</sup>

Senate Opportunity Fund has not filed any independent expenditure reports with the Commission. The Campaign did not report the receipt of any in-kind contributions from Senate Opportunity Fund on its April Quarterly FEC report, which covers activity between January 1st and March 31, 2026.<sup>10</sup>

## LEGAL ANALYSIS

### **I. If Senate Opportunity Fund Acted Independently, It Failed to File Required Reports After Making Independent Expenditures in Support of Mike Rogers.**

#### ***a. The Advertisements Expressly Advocate for the Election of Mike Rogers.***

The Act defines an expenditure to include “any purchase, payment, distribution, loan, advance, deposit, or gift of money or anything of value, made by any person for the purpose of

<sup>9</sup> Rogers for Senate, *What Michiganders Need to Know*, <https://rogersforsenate.com/what-michiganders-need-to-know> (last visited May 11, 2026); Mike Rogers, *Rogers for Senate*, YOUTUBE (Sept. 2, 2025), <https://www.youtube.com/watch?v=Jq4BDkyuJPY>.

<sup>10</sup> Rogers for Senate, Apr. Quarterly (Apr. 15, 2026), <https://docquery.fec.gov/cgi-bin/forms/C00849810/1965896/>.

influencing any election for Federal office.”<sup>11</sup> An “independent expenditure” is “an expenditure by a person expressly advocating the election or defeat of a clearly identified candidate” which “is not made in concert or cooperation with or at the request or suggestion of such candidate, the candidate’s authorized political committee, or their agents, or a political party committee or its agents.”<sup>12</sup>

Under U.S. Supreme Court precedent, express advocacy plainly includes a campaign slogan that urges the election of a candidate.<sup>13</sup> The Court specifically used the example of “Smith for Congress” as an example of express words of advocacy for a candidate’s election.<sup>14</sup> Similarly, Commission regulations provide that express advocacy includes “any communication” that uses campaign slogans or individual words “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 ... ‘Nixon’s the One,’ ‘Carter ‘76,’ ‘Reagan/Bush,’ or ‘Mondale!’”<sup>15</sup> Beyond these obvious slogans, express advocacy more broadly includes communications that “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 “[t]he electoral portion of the communication is unmistakable, unambiguous, and suggestive of only one meaning” and “[r]easonable 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.”<sup>16</sup> Here, the advertisements undeniably contain express advocacy by prominently displaying the phrase “Rogers For Senate” – a campaign slogan that is identical to examples the United States Supreme Court and Commission affirmatively provided as clear examples of express advocacy. Put simply, there is no rational difference between

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<sup>11</sup> 52 U.S.C. § 30101(9)(A).

<sup>12</sup> *Id.* § 30101(17). *See also* 11 C.F.R. § 100.16.

<sup>13</sup> *Buckley v. Valeo*, 424 U.S. 1, 44 (1976).

<sup>14</sup> *Id.* at 44 n.52.

<sup>15</sup> 11 C.F.R. § 100.22(a).

<sup>16</sup> *Id.* § 100.22(b).

“Smith for Congress” (express advocacy according to the Supreme Court), Carter ‘76 (express advocacy according to the Commission), and “Rogers For Senate.”

Further, these communications also satisfy the more context-dependent express advocacy analysis because the advertisements cannot be interpreted as anything other than advocacy to elect Mike Rogers to the U.S. Senate. The advertisements as a whole are not “susceptible of [any] reasonable interpretation other than as an appeal to vote for or against a specific candidate.”<sup>17</sup> The advertisements focus solely on Mr. Rogers’ biographical information and policy positions and proclaim that he is “fighting for Michigan families” – the state where he is a current candidate for U.S. Senate. The Meta advertisements also include “Mike Rogers for Michigan,”—a common campaign slogan. The advertisements do not include any audio or visual material which provide a viewer with an alternative understanding of how Mr. Rogers— who does not hold elected office—could fight for Michigan families other than by being elected to the U.S. Senate. And in fact, the videos’ closing frames make it unambiguous that their purpose is to advocate for his candidacy by displaying the phrase “Rogers For Senate” as part of a URL to the Campaign’s website.

***b. Senate Opportunity Fund Failed to Report the Independent Expenditures as Required.***

Any “person,” including a corporation, that makes independent expenditures aggregating \$250 or more during a calendar year with respect to a given election must file a quarterly disclosure report with the Commission.<sup>18</sup>

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<sup>17</sup> *Fed. Election Comm’n v. Wisconsin Right To Life, Inc.*, 551 U.S. 449, 469-70.

<sup>18</sup> 52 U.S.C. §§ 30104(c)(1); 30101(11). *See also* Fed. Election Comm’n, *Reporting Independent Expenditures on Form 5*, <https://www.fec.gov/help-candidates-and-committees/making-independent-expenditures/reporting-independent-expenditures-form-5/> (last visited May 11, 2026).

The required disclosure report must include (1) information indicating whether the independent expenditure is in support of or opposition to the candidate involved, (2) a statement made under penalty of perjury that the expenditure is not made in cooperation, consultation, or concert, with, or at the request or suggestion of, any candidate or agent of such candidate, and (3) identification of each person that made a contribution in excess of \$200 to the filer for the purpose of furthering the independent expenditure.<sup>19</sup> In addition, any person that makes or contracts to make independent expenditures aggregating \$10,000 or more for an election in a calendar year, up to and including the 20th day before an election, must file a report with the Commission describing the expenditures within 48 hours.<sup>20</sup>

The available information makes clear that, if Senate Opportunity Fund acted independently from the Campaign, it violated its reporting obligations under the Act and Commission regulations by failing to file both a 48-hour report and an April Quarterly report. This failure is not merely technical – it deprives the public of the required certification that such spending was independent, as well as information about whether any donors to Senate Opportunity Fund contributed to fund the advertisements.

## **II. If Senate Opportunity Fund and the Campaign Coordinated on the Advertisements, the Corporation Made, and the Campaign Received, Prohibited In-Kind Contributions**

The Act prohibits a corporation from making a contribution of any amount to a federal candidate, and a federal candidate is, in turn, prohibited from accepting such a contribution.<sup>21</sup> Under the Act, expenditures which are made “in cooperation, consultation, or concert, with, or at the request or suggestion of” a candidate qualify as in-kind contributions to that candidate.<sup>22</sup>

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<sup>19</sup> 52 U.S.C. § 30104(c)(2).

<sup>20</sup> *Id.* § 30104(g)(2); 11 C.F.R. § 104.4(b)(2).

<sup>21</sup> 52 U.S.C. § 30118(a).

<sup>22</sup> 52 U.S.C. § 30116(a)(7)(B)(i). *See also* 11 C.F.R. § 109.21(b)(1).

Commission regulations provide a three-part test for determining when a communication is a “coordinated communication,” and thus treated as an in-kind contribution.<sup>23</sup> To be considered a “coordinated communication,” the communication must (1) be paid for by a third party (the “payment prong”); (2) satisfy one of the enumerated “content” standards (the “content prong”); and (3) satisfy one of the enumerated “conduct” standards (the “conduct prong”).<sup>24</sup> All three prongs must be met before a communication is considered a “coordinated” communication.

**a. *The Advertisements Satisfy the Payment Prong***

The payment prong is satisfied when a communication “[i]s paid for, in whole or in part, by a person other than [the] candidate, authorized committee, or political party committee.”<sup>25</sup> The closing image of each advertisement contains a disclaimer stating it was paid for by Senate Opportunity Fund. Accordingly, the payment prong is satisfied.

**b. *The Advertisements Satisfy the Content Prong***

The content prong is satisfied when a public communication contains express advocacy for the election or defeat of a clearly defined candidate for Federal office or its functional equivalent.<sup>26</sup> A “public communication” includes paid digital advertisements that are “placed or promoted for a fee on another person’s website, digital device, application, or advertising platform.”<sup>27</sup> The advertisements are “public communications” because they were promoted for a fee on YouTube and Meta.<sup>28</sup> The advertisements fulfill the content prong since, as discussed above, they contain express advocacy in support of Mr. Rogers.

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<sup>23</sup> 11 C.F.R. § 109.21(a).

<sup>24</sup> *Id.* (referencing content and conduct standards at 11 C.F.R. § 109.21(c) and (d), respectively)).

<sup>25</sup> *Id.* § 109.21(a)(1).

<sup>26</sup> *Id.* § 109.21(c)(3), (5).

<sup>27</sup> 11 C.F.R. § 100.26.

<sup>28</sup> Google Ads Transparency Center, <https://adstransparency.google.com/> (select “Political ads,” then search for “Senate Opportunity Fund,” then filter results by typing “Rogers.”); Meta Platforms Ad Library, <https://www.facebook.com/ads/library/> (select “Issues, elections or politics,” then search for “Senate Opportunity Fund,” then filter for “Active and inactive” ads, then search for “Rogers.”).

***c. The Commission Should Further Inquire into the Extent of Coordination Among Respondents to Determine Whether the Conduct Prong is Satisfied***

The conduct prong may be satisfied by one of several kinds of interactions between a communication's payor and the candidate or authorized committee benefitted by the communication: a request or suggestion, material involvement, substantial discussion, use of a common vendor, or involvement of a former employee or independent contractor.<sup>29</sup> Here, because the advertisements were not reported as independent expenditures, there is clear reason for the Commission to believe they were coordinated. Further, the advertisements used an extensive amount of campaign materials, again indicating potential coordination with the Campaign. Thus, the Commission has reason to believe coordination occurred and should conduct additional inquiry into the extent of coordination between Senate Opportunity Fund and the Campaign on the advertisements.

***d. If the Communications were Coordinated, They Violate FECA's Contribution Limits and Source Restrictions.***

Corporations are prohibited from making or accepting contributions to candidate committees in any amount, and candidate committees are prohibited from accepting such contributions.<sup>30</sup> As discussed, Senate Opportunity Fund spent nearly a hundred thousand dollars promoting the advertisements on various social media platforms. Accordingly, if the advertisements were coordinated between Senate Opportunity Fund and Rogers for Senate, then Senate Opportunity Fund made, and Rogers for Senate accepted, an in-kind contribution in violation of the Act. The Commission must immediately investigate Respondents and take appropriate action to deter campaigns from impermissibly coordinating with outside groups in the future.

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<sup>29</sup> 11 C.F.R. § 109.21(d)(1)-(5).

<sup>30</sup> 52 U.S.C. § 30118(a).

**REQUESTED ACTION**

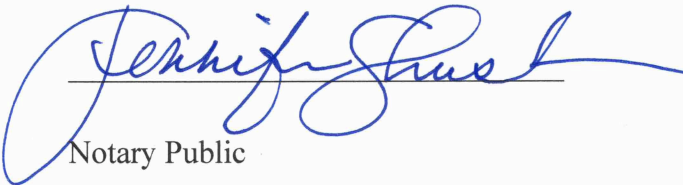
To prevent further proliferation of undisclosed dark money in our elections, the Commission should immediately investigate whether Senate Opportunity Fund failed to report independent expenditures or made – and Rogers for Senate accepted – prohibited in-kind contributions. If any violations are found, we respectfully request that the Commission enjoin Respondents from further violations, fine Respondents the maximum amount permitted by law and, where necessary, require Rogers for Senate to immediately refund Senate Opportunity Fund for the cost of the advertisements.

Sincerely,



Curtis Hertel Jr., Chair  
Michigan Democratic Party  
606 Townsend Street  
Lansing, MI 48933

SUBSCRIBED AND SWORN to before me this 15<sup>th</sup> day of June, 2026.

  
Notary Public

My Commission Expires:

October 10, 2027

**JENNIFER SHUSTER**  
**NOTARY PUBLIC-STATE OF MICHIGAN**  
**INGHAM COUNTY**  
**MY COMMISSION EXPIRES OCT. 10, 2027**  
Acting in the County of Ingham



# Exhibit A

## 1) Google Ads Transparency Center

### SENATE OPPORTUNITY FUND

Advertiser has verified their identity

Legal name: SENATE OPPORTUNITY FUND  
EIN: 85-3182020  
Based in: the United States

Ads Insights

Search: Rogers

Any time YouTube All formats Most recent

Ad Preview	SENATE OPPORTUNITY FUND	SENATE OPPORTUNITY FUND	SENATE OPPORTUNITY FUND	SENATE OPPORTUNITY FUND
Shown 600K – 700K times From Mar 6 – Apr 2, 2026 (28 days) Spent \$10K - \$15K	Shown 700K – 800K times From Mar 16 – Apr 2, 2026 (18 days) Spent \$10K - \$15K	Shown 60K – 70K times From Mar 6 – Apr 2, 2026 (28 days) Spent \$1.5K - \$2K	Shown 50K – 60K times From Mar 16 – Apr 2, 2026 (18 days) Spent \$800 - \$900	

## 2) Meta Platforms Ad Library

Library ID: 1212349247354075	Library ID: 1994441961169219	Library ID: 1253279179620998
<p>Inactive</p> <p>Mar 9, 2026 - Mar 31, 2026</p> <p>2 ads use this creative and text</p> <p>See summary details</p>	<p>Inactive</p> <p>Mar 9, 2026 - Mar 31, 2026</p> <p>Estimated audience size: 500K - 1M</p> <p>Amount spent (USD): \$6K - \$7K</p> <p>Impressions: &gt;1M</p> <p>See ad details</p>	<p>Inactive</p> <p>Mar 9, 2026 - Mar 31, 2026</p> <p>Estimated audience size: 50K - 100K</p> <p>Amount spent (USD): \$6K - \$7K</p> <p>Impressions: 800K - 900K</p> <p>See ad details</p>
<p><b>Senate Opportunity Fund</b> Sponsored · Paid for by SENATE OPPORTUNITY FUND</p> <p>Mike Rogers: Army veteran. FBI agent. Intelligence Chairman. Now he's fighting for no taxes on tips or overtime for MI workers.</p> <p>www.mikerogersformichigan.com Fighting for Michigan Families Keep Michigan strong.</p> <p>Learn More</p>	<p><b>Senate Opportunity Fund</b> Sponsored · Paid for by SENATE OPPORTUNITY FUND</p> <p>Mike Rogers: Army veteran. FBI agent. Intelligence Chairman. Now he's fighting for no taxes on tips or overtime for MI workers.</p> <p>www.mikerogersformichigan.com Fighting for Michigan Families Keep Michigan strong.</p> <p>Learn More</p>	<p><b>Senate Opportunity Fund</b> Sponsored · Paid for by SENATE OPPORTUNITY FUND</p> <p>Mike Rogers: Army veteran. FBI agent. Intelligence Chairman. Now he's fighting for no taxes on tips or overtime for MI workers.</p> <p>www.mikerogersformichigan.com Fighting for Michigan Families Keep Michigan strong.</p> <p>Learn More</p>

### About these ads

Advertisers often use the same image or video and text to create ad campaigns with different start dates, locations or budgets. This section contains the collective data for 2 ads.

#### Amount spent

The estimated total money this advertiser spent on these ads.

[Learn more](#)

Amount spent

**\$15K - \$20K (USD)**

#### Impressions

The number of times these ads were seen on a screen. This may include multiple views by the same people.

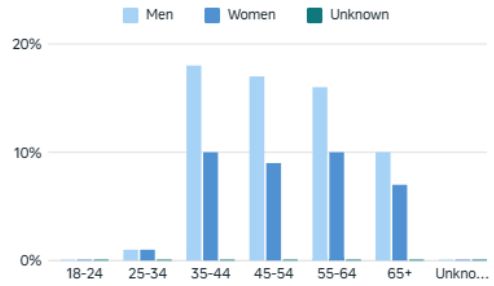
[Learn more](#)

Impressions

**>1M**

#### Who was shown these ads

The age and gender breakdowns of Accounts Center accounts that saw these ads.



2 ads Any filters you applied to the search results are also applied to this group of ads. To adjust the filters, go back to the search results.

**Inactive** ...

Library ID: 1212349247354075

Mar 9, 2026 - Mar 31, 2026

Platforms

Categories

Estimated audience size: **500K - 1M**

Amount spent (USD): **\$7K - \$8K**

Impressions: **>1M**

This ad has multiple versions

[See ad details](#)

**Inactive** ...

Library ID: 4321946518077993

Mar 9, 2026 - Apr 1, 2026

Platforms

Categories

Estimated audience size: **50K - 100K**

Amount spent (USD): **\$7K - \$8K**

Impressions: **>1M**

This ad has multiple versions

[See ad details](#)