

Exhibit A-10



Republican National Committee

Counsel's Office

MEMORANDUM

TO: RNC Political Staff and Independent Contractors
FROM: RNC Counsel's Office
DATE: September 22, 2016
RE: RNC Consent Decree Restrictions and Permitted Activities

This memo provides guidance to individuals working for the RNC in any capacity who are uncertain as to how the RNC "Consent Decree" may restrict their activities. The memo also addresses how the Consent Decree impacts activities taking place at RNC headquarters buildings throughout the country.

The Consent Decree is the product of a settlement agreement from a voting rights lawsuit the DNC and other plaintiffs filed against the RNC and the New Jersey GOP based on efforts to prevent vote fraud in the 1981 New Jersey gubernatorial election. It has subsequently been modified and litigated on multiple occasions.

In short, the Consent Decree **prohibits the RNC, including its employees, officers, volunteers, and others acting on RNC's behalf, from engaging in "ballot security" or programs that are commonly known as Election Day Operations (EDO) such as poll watching and other activities designed to prevent or remedy voter fraud.** It is important that you thoroughly read this memo to understand the parameters of the Consent Decree. A separate summary document has been provided to you for quick reference.

Individuals Covered by the Consent Decree:

First, if you are receiving this memo, you are almost certainly subject to the restrictions of the Consent Decree. It is irrelevant that your consulting fees or salary may be paid for by some combination of the RNC, the Donald J. Trump Campaign ("Trump Campaign"), or even a state party—the nature of your work and contractual relationship with the RNC subjects you to the Consent Decree and all the restrictions it places on the RNC as a whole. Similarly, volunteers or unpaid staff working on behalf of the RNC are also subject to its restrictions.

Second, you cannot take off your RNC "hat" and partake in activities prohibited by the Consent Decree by serving in some other capacity or during your non-working hours. You are covered 24 hours a day and 7 days a week until your engagement with the RNC is complete.

Finally, if you are receiving this memo and are not covered by the Consent Decree because you do not perform any duties for the RNC, your close interaction with individuals who are covered requires being cautious. We do not want a campaign or state party employee to inadvertently cause a violation of the Consent Decree. Also please be mindful that historically the DNC and others have been aggressive in trying to connect the activities of others to the RNC in attempts to prove a violation. Therefore, even if you are exclusively a state party or campaign employee, we ask that you be vigilant.

Applicability of Consent Decree to Offices Leased by the RNC:

Not only do you need to be concerned about your actions, you also need to be mindful of the activities that take place on property leased or paid for by the RNC (either directly or through a designated in-kind transfer or contribution) such as offices and headquarters, even actions by others not working for the RNC. This applies to offices that may be shared with entities not covered by the Consent Decree such as state and local parties and the Trump Campaign.

In RNC-leased offices there shall be no meetings, conference calls, planning sessions, recruitment efforts, trainings, or other activities by non-RNC actors that, if engaged in by the RNC itself, would violate the Consent Decree. This prohibition includes, for example, a meeting in common areas available to tenants in the same building as headquarters space leased by the RNC. To be clear, if someone not covered by the Consent Decree would like to partake in an activity that someone who is covered by the decree would be unable to, then that activity must take place somewhere else and not in the RNC location. If a state party or the Trump Campaign pays for and has exclusive use of certain space in a shared office space, certain activities may be permitted, but only if there is no such activity in an RNC space or common areas and only as approved by campaign legal counsel.

An example: A member of the Trump Campaign is participating in lawful EDO activities (see more below) such as making calls to recruit election day poll watchers. The Trump Campaign and its staff are perfectly eligible to participate in such a program so long as there is no RNC involvement. However, a Trump Campaign staff member cannot use his/her office in the building leased by the RNC without advance approval—even if the Trump Campaign has a space sharing agreement at that office. Neither can the Trump Campaign staffer go to the lobby or a conference room the landlord has made available to the RNC to make those calls. The same restrictions apply to a state party staffer. With the exception of requesting and receiving advance approval as discussed above, **that individual must leave the building and engage in those activities elsewhere.**

The slightest failure to comply with this requirement will require that all relevant costs (including common areas and related overhead) be reimbursed to the RNC and potentially other steps to be taken to ensure compliance with the Consent Decree.

What Activities does the Consent Decree Prohibit and Allow?

Prohibition on Election Day Operations:

You may have heard the Consent Decree prohibits the RNC from participating in Election Day Operations (or “EDO”), “ballot security”, or “ballot integrity” activities. Whatever the name given to such programs, RNC employees, consultants, and volunteers are strictly prohibited from engaging in them. While not all individual activities commonly part of EDO programs are prohibited by the

Consent Decree, many are. Given the Consent Decree's broad language prohibiting the RNC from engaging in any event partially aimed at preventing or remedying vote fraud, it is simply forbidden for the RNC to participate in any way in an EDO or ballot security program.

For those unfamiliar, EDO programs typically focus on recruiting and organizing attorneys, poll watchers, and other volunteers to monitor the voting process. Such monitoring typically takes place during early voting, election day at the polls, at the counting of vote-by-mail/absentee ballots, and during post-election canvassing when there may be disputes about counting the ballots of particular individuals. In many instances, poll watchers may "challenge" voters asserting their ineligibility to vote, monitor the polls for irregularities (including potential voter fraud), and engage in other lawful activities that are designed to stop or deter voter fraud from occurring.

These are exactly the types of activities the Consent Decree prohibits the RNC from participating in. While preventing fraud is typically not the only aim of an EDO program, it is almost always one of the purposes and therefore the Consent Decree prohibits RNC (i.e. your) participation.

The list of prohibited EDO-related activities is broad. Because of uncertainty about the Consent Decree's exact boundaries and the severe consequences of a violation, there are some activities we describe as "prohibited" that we strongly believe are actually permitted, but which we avoid out of an abundance of caution.

The list of prohibited activities includes but is not limited to:

- Recruiting or training poll watchers
- Challenging or otherwise advocating to prevent the counting of provisional ballots or absentee ballots based on a voter's suspected ineligibility
- Making public statements (including on Facebook, Twitter, etc.) aimed at preventing vote fraud
- Assisting or advising others who are participating in any of these activities
- Recruiting others to participate in any of these activities

Additional Prohibited Activities:

Mailings and Challenge Lists: The Consent Decree also addresses voter registration-related activities commonly known as "voter caging." For example, in the past, there have been allegations that the RNC violated the Consent Decree by being involved in programs that involved sending mail pieces to Democrat-leaning voters, making lists of the voters whose mail was returned to sender by the postal service, and then using that information to challenge those voters at the polls on the basis that they did not reside at their registration address. The Consent Decree bans the compilation of voter challenge lists by use of mailings or reviewing databases maintained by state agencies such as motor vehicle records, social security records, change of address forms, and voter lists.

By no means are you prohibited from engaging in election data gathering or voter registration outreach, but you should be mindful that your efforts must not assist in the challenging of any voters—even if it is a non-RNC entity such as a state party that would use the data for that purpose.

Photography and Video at the Polling Place: The Consent Decree bans the recording by photographic or other means of voter likenesses or vehicles at any polling place.

Interrogating Voters: The Consent Decree requires the RNC to refrain from giving any directions to or permitting RNC employees, consultants, or volunteers to campaign within restricted polling areas or to interrogate prospective voters as to their qualifications to vote prior to their entry to a polling place.

Literature Warning of Voter Fraud: The Consent Decree bans the distribution of literature informing individuals at or near a polling place that voter fraud is a crime or detailing the penalties under any state or federal statute for impermissibly casting a ballot.

Defacing or Removing Campaign Materials or Signs: The Consent Decree bans the defacing of campaign signs or materials.

Permitted Activities:

Despite the broad reach of the Consent Decree, you are free to participate in most normal campaign and political party activities. Below are some examples of activities where there may be confusion but where it is perfectly appropriate to participate so long as the activity does not in any way involve EDO or ballot security efforts:

Get-Out-the-Vote (“GOTV”): There is absolutely nothing in the Consent Decree that restricts your ability to contact voters and persuade them to vote for and support Republican candidates. Telephone calls, door-to-door voter contact, handing out yard signs, and other traditional GOTV activities are perfectly acceptable. Additionally, you are free to educate voters about the voting process such as by informing them about relevant voter ID requirements and answering questions they may have about election rules and requirements – as long as this is part of an effort to help them vote.

Voter Registration Drives/Outreach: There is nothing in the Consent Decree that prevents the RNC from engaging in voter registration drives and similar outreach, provided those efforts otherwise comply with state and federal laws.

Voting Equipment Testing: There is nothing that prevents you from attending voting equipment programming and testing sessions (such as Logic and Accuracy testing) conducted by local election officials.

Contacting State and Local Election Officials: You are free to contact state and local election officials to ask questions about election rules and administration. You should just avoid asking questions specifically about their efforts to protect against voter fraud.

Provisional Ballot or Absentee Ballot “Chase”: While you cannot advocate that specific voters’ ballots not be counted, there is no restriction on arguing or ensuring that votes should be counted. For example, you are permitted to provide guidance to a voter who may need to “cure” a deficiency in an absentee ballot or is required to provide an acceptable ID in order to have his or her provisional ballot counted. Other examples of permitted activities include contacting voters to inform them about deadlines to vote early or absentee and following up if you have data indicating they have requested an absentee ballot that they have not yet returned.

Recounts: While you should use caution, there is nothing that prevents you from participating in recounts—you should just not be a part of any effort where claims of voter fraud or improper voting

are part of the strategy or scope of the recount. In the event the RNC becomes involved in a recount, we will provide additional information on your permitted activities.

Volunteer Recruitment: You are free to recruit volunteers to assist the party's efforts, just so long as it is not part of any EDO program.

Data Collection: You are free to engage in data-collection efforts. You just need to be mindful of the issues raised in the "Mailings and Challenge Lists" section above, as well as, more broadly, the fact that the RNC must not use or provide data for the purpose of challenging the votes of any specific voters.

IMPORTANT: There are severe consequences for any violation of the Consent Decree, one of which will be a renewal of its provisions for another eight years. *It is set to expire in 2017 (after nearly 4 decades) – but only if no violation occurs between now and then.*

Questions? Do not hesitate to ask questions if there is any uncertainty about the Consent Decree, its applicability to you, or any other similar concerns. Please contact RNC Deputy Chief Counsel Justin Riemer at 202-863-5144 or at JRiemer@gop.com if you have any questions or concerns.