

# IN THE MISSOURI COURT OF APPEALS WESTERN DISTRICT

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## COMPLETE TITLE OF CASE

MISSOURI CHAMBER OF COMMERCE AND INDUSTRY,

Appellant,

v.

MISSOURI ETHICS COMMISSION, et al.,

Respondents.

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**DOCKET NUMBER WD81805**

**MISSOURI COURT OF APPEALS  
WESTERN DISTRICT**

**DATE:** April 9, 2019

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## APPEAL FROM

The Circuit Court of Cole County, Missouri  
The Honorable Patricia S. Joyce, Judge

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## JUDGES

Division Four: Mitchell, C.J., and Ahuja and Chapman, JJ.

CONCURRING.

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## ATTORNEYS

Lowell D. Pearson and R. Ryan Harding, Jefferson City, MO, Attorneys for Appellant.

Eric S. Schmitt, Attorney General, Emily A. Dodge, Assistant Attorney General, and Julie M. Blake, Deputy Solicitor General, Jefferson City, MO, and Peter T. Reed, Deputy Solicitor General, St. Louis, MO, Attorneys for Respondents.

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**MISSOURI APPELLATE COURT OPINION SUMMARY**

**MISSOURI COURT OF APPEALS  
WESTERN DISTRICT**

**MISSOURI CHAMBER OF COMMERCE AND INDUSTRY, Appellant,**  
**v.**  
**MISSOURI ETHICS COMMISSION, et al., Respondents.**

**WD81805**

**Cole County**

**Before Division Four Judges:** Karen King Mitchell, Chief Judge, and Alok Ahuja and Thomas N. Chapman, Judges

The Missouri Chamber of Commerce and Industry appeals the denial of its request for a declaratory judgment that the Missouri Campaign Contribution Reform Initiative of 2016 (Amendment 2) allows contributions from a corporation's treasury to a political action committee (PAC) established, administered, or maintained by the corporation. In its sole point on appeal, the Chamber argues that the trial court erred in concluding that Amendment 2 prohibits contributions from a corporation to such a PAC. Because the plain and ordinary meaning of Amendment 2, read in its entirety, prohibits contributions from a corporation to a PAC established, administered, or maintained by the corporation, we affirm.

**AFFIRMED.**

**Division Four holds:**

1. Where a case is submitted to the trial court on stipulated facts, the question on appeal is whether the court drew the proper legal conclusions from the facts stipulated. Here, where the trial court's ruling was based on the interpretation of Amendment 2 and its application to the stipulated facts, our review is *de novo*.
2. We construe constitutional provisions using the same rules we apply when interpreting statutes. Thus, we interpret constitutional provisions to give effect to the plain and ordinary meaning of the words used, and every word is given meaning.
3. We consider the primary objectives of the constitutional provision in harmony with all related provisions, and we avoid constructions that are unreasonable or would lead to absurd results.
4. Where one statute addresses a subject in general terms and another addresses it in a specific way, to the extent the statutes conflict, the specific statute prevails.

5. Missouri voters passed Amendment 2, in part, to place restrictions on political contributions by corporations.
6. Section 23.3(3)(a) of Amendment 2 bars a corporation from making contributions to committees associated with candidates or political parties. However, a corporation may establish a continuing committee that may accept contributions or dues from members, officers, directors, employees, or security holders. PACs are a subset of continuing committees. Thus, a corporation may establish a PAC.
7. A corporation that spends its own funds or provides services to establish, administer, or maintain a PAC and to solicit contributions to that PAC is a “connected organization.” Thus, a PAC established by a corporation is a connected PAC.
8. When read as a whole, it is clear that § 23.3(3)(a) is intended to prohibit a corporation from contributing to a connected PAC. The second clause of § 23.3(3)(a) begins with the word “except,” which makes clear that a corporation’s establishment of a connected PAC is intended to create an exception to the general prohibition on corporate contributions to committees associated with candidates or political parties set out in the first clause.
9. Amendment 2 does not prohibit a connected PAC from making contributions to committees associated with candidates or political parties. Thus, a connected PAC may make various election-related contributions that its sponsoring corporate connected organization may not.
10. The second clause of § 23.3(3)(a) lists from whom a connected PAC may accept contributions, and that list does not include the establishing corporation. The statutory construction rule known as “*expressio unius est exclusio alterius*” (the express mention of one thing implies the exclusion of another) supports the conclusion that the express mention of individuals from whom a connected PAC may accept contributions—coupled with omission of the establishing corporation itself—suggests that exclusion of the corporation as an entity that may contribute to the connected PAC was intentional.
11. Amendment 2’s definitions of “continuing committee” and “political action committee” demonstrate that (a) a connected PAC may accept contributions from the officers, employees, and stockholders of the sponsoring connected organization, and not the organization itself; and (b) a connected organization can support its connected PAC with such things as “legal, accounting and computer services, [and] fund raising and solicitation of contributions for a committee” without violating the prohibition on direct contributions from the corporation to its connected PAC.
12. The Chamber’s interpretation would effectively negate the ban on corporate contributions to candidates and political parties by allowing corporations to make such

contributions indirectly through a connected PAC, facilitating the risk or appearance of *quid pro quo* corruption.

**Opinion by: Karen King Mitchell, Chief Judge**

April 9, 2019

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