

COMMONWEALTH OF PENNSYLVANIA
DEPARTMENT OF STATE
BEFORE THE SECRETARY OF THE COMMONWEALTH

Department of State

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PROTHONOTARY

Commonwealth of Pennsylvania,
Bureau of Corporations and
Charitable Organizations

vs.

Mansfield & Associates, LLC,
Respondent

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Docket No. 0004-98-16

File No. 15-98-01157

CONSENT AGREEMENT AND ORDER

PARTIES

The Commonwealth of Pennsylvania, Department of State, Bureau of Corporations and Charitable Organizations (“Bureau”) and **Mansfield & Associates, LLC** (“Respondent”), stipulate as follows in settlement of the above-captioned matter:

JURISDICTION

1. This matter is before the Secretary of the Commonwealth (“Secretary”) pursuant to the Solicitation of Funds for Charitable Purposes Act (“the Act”), Act of December 19, 1990, P.L. 1200, No. 202, *as amended*, 10 P.S. §§ 162.1-162.24.

LICENSE AND REGISTRATION STATUS

2. Respondent does not deny the truth of the following averments:
 - a. After being contacted by the Bureau in May 2014, Respondent submitted registration materials to the Bureau.
 - b. Respondent first became registered with the Bureau on June 22, 2014, with registration number 102044.

c. As part of the registration materials, Respondent provided a copy of a contract between Respondent and Vietnam Veterans of America, Inc., for the period March 01, 2011, through February 28, 2014.

d. The last known mailing address for the Respondent on record with the Bureau is: 309 So. Hanson Street, Easton, MD 210601.

FACTUAL ALLEGATIONS

3. The Respondent admits that the following allegations are true:

a. Respondent provided professional fundraising counsel services to a charitable organization with regard to the solicitation of contributions from residents of the Commonwealth.

b. The professional fundraising counsel services provided by Respondent to the charitable organization were provided in accordance with a written contract or contracts executed by the parties.

c. The professional fundraising counsel services provided by the Respondent occurred under contracts from March 2002 through, at least, February 28, 2014.

d. Respondent did not provide a copy of any written contract to the Department of State 10 days prior to the performance of professional fundraising counsel services set forth in the contract.

e. Respondent began the provision of services under any contract prior to the contract being reviewed and approved by the Bureau.

f. In providing registration information to the Bureau, Respondent failed to respond to Question 11 on the Registration Statement for Professional Fundraising Counsel, Form BCO-150, requesting the date the organization first

acted as a professional fundraising counsel with respect to a charitable organization's solicitation of contributions in the Commonwealth.

g. On October 30, 2014, an Investigative Subpeona was issued upon the Respondent requesting the date Respondent first acted as a professional fundraising counsel, with respect to a charitable organization's solicitation of contributions in the Commonwealth, and a copy of all contracts under which Respondent provided services to a charitable organization related to the solicitation of contributions in the Commonwealth.

h. Respondent did not provide a date when it first began providing professional fundraising counsel services to a charitable organization, Respondent again provided a copy of a contract between Respondent and Vietnam Veterans of America, Inc., for the period March 01, 2011, through February 28, 2014.

i. The Commonwealth has reason to believe that Respondent had a contract with a charitable organization to provide professional fundraising services related to the solicitation of contributions in the Commonwealth which reflected a date from March 1, 2002 to February 28, 2003, and which was executed by the charitable organization on March 25, 2002 and by Respondent on April 2, 2002.

AGREED VIOLATIONS

4. The parties agree that by engaging in the foregoing activities, Respondent committed multiple violations of Section 15(a)(1) of the Act, 10 P.S. § 162.15(a)(1), by having:

a. provided professional fundraising counsel services regarding the solicitation of contributions in the Commonwealth prior to obtaining approval by the Department of State of a registration statement as required by Section 8(a) of the Act, 10 P.S. § 162.8(a);

b. failed to file with the Department of State each written contract between the organization and a charitable organization for professional fundraising counsel services related to solicitations for charitable contributions within the Commonwealth and provided those services prior to the approval by the Department of each contract as required by Section 8(d) of the Act, 10 P.S. § 162.8(d); and

c. failed to properly respond to an Investigative Subpeona issued in accordance with Section 16(a)(5) of the Act, 10 P.S. § 162.16(a)(5).

TERMS OF BOARD ORDER

5. To address concerns raised by the Commonwealth and to resolve this matter on a compromise basis, the Commonwealth and the Respondent, intending to be legally bound, agree to the issuance by the Secretary of the following Order in settlement of this matter:

a. Respondent repeatedly violated Section 15(a)(1) of the Act, 10 P.S. § 162.15(a)(1), in that Respondent provided professional fundraising counsel services regarding the solicitation of contributions in the Commonwealth prior to obtaining approval by the Department of State of a registration statement as required by Section 8(a) of the Act, 10 P.S. § 162.8(a).

b. Respondent repeatedly violated Section 15(a)(1) of the Act, 10 P.S. § 162.15(a)(1), in that Respondent failed to file with the Department of State each written contract between the organization and a charitable organization for professional fundraising counsel services related to solicitations for charitable contributions within the Commonwealth and provided those services prior to the approval by the Department of each contract as required by Section 8(d) of the Act, 10 P.S. § 162.8(d); and,

c. Respondent violated Section 15(a)(1) of the Act, 10 P.S.

§ 162.15(a)(1), in that Respondent failed to properly respond to an Investigative Subpeona issued in accordance with Section 16(a)(5) of the Act, 10 P.S.

§ 162.16(a)(5).

ADMINISTRATIVE FINE

d. An **ADMINISTRATIVE FINE** in the amount of **FIVE-THOUSAND-DOLLARS (\$5,000.00)** is hereby levied upon Respondent.

(1) Respondent shall tender the full sum of the ADMINISTRATIVE FINE with the return of this executed Consent Agreement;

(2) Payment of the ADMINISTRATIVE FINE shall be by certified check, cashier's check, attorney's check, or money order issued by a usual, customary, and reputable issuer (e.g. U.S. Postal Money Order, Western Union Money Order, etc.).

(3) The instrument of payment shall be payable to the 'Commonwealth of Pennsylvania,' and shall be valid for a period of at least one hundred eighty (180) days.

FILING OF REGISTRATION DOCUMENTS

e. Respondent agrees not to provide professional fundraising counsel services with regard to the solicitation of charitable contributions in the Commonwealth of Pennsylvania without first being properly registered with the Bureau in accordance with Section 162.8 of the Act, 10 P.S. § 162.8.

f. Respondent acknowledges that failure to register with the Bureau when required to do so, may result in an administrative fine of \$1,000.00, and an additional penalty of \$100.00 for each day the violations continue.

g. Respondent acknowledges that failing to register with the Bureau when required to do so may result in a subsequent registrations being automatically suspended until the fine is paid or until the normal expiration date of the registration in accordance with Section 162.17 of the Act, 10 P.S. § 162.17.

h. Respondent acknowledges that no subsequent registration shall be renewed until the fine is paid.

i. Respondent shall not enter into any contract with a charitable organization that is not registered with the Bureau.

j. Respondent shall submit to the Bureau any and all current contracts to provide professional fundraising services within thirty (30) days of the date of the Secretary's Order adopting this Consent Agreement. In the event that the contracts are not filed within the required time frame, the Respondent shall pay an administrative fine of \$1000.00, and shall pay an additional penalty of \$100.00 for each day during which the violation continues, in accordance with Section 17 of the Act, 10 P.S. § 162.17.

k. Respondent agrees that it will not act as a professional fundraising counsel until it has filed a contract for the services with the Bureau and the contract has been approved pursuant to Section 8(d) of the Act, 10 P.S. § 162.8(d).

CASE SETTLED AND DISCONTINUED

l. This case shall be deemed settled and discontinued upon the Secretary issuing an Order approving and adopting this Consent Agreement and upon the Respondent's successful completion of the requirements set forth in this Order.

m. Nothing in this Consent Agreement and Order shall preclude the Prosecuting Attorney for the Bureau from filing charges, or the Secretary from imposing disciplinary or corrective measures, for violations or facts not contained in this Consent Agreement and Order.

ADMISSIBILITY OF CONSENT AGREEMENT IN FUTURE PROCEEDINGS

6. Respondent agrees that if Respondent is charged with a violation of the Act in the future, this Consent Agreement and Order shall be admitted into evidence without objection in any proceeding that may be held involving that charge.

ACKNOWLEDGMENT OF NOTICE AND WAIVER OF HEARING

7. Respondent acknowledges the receipt of an Order to Show Cause in this matter.

8. Respondent knowingly and voluntarily waives the right to an administrative hearing in this matter, and knowingly and voluntarily waives the following rights related to that hearing: to attend and be represented by counsel at the hearing; to present witnesses and testimony in defense or in mitigation of any sanction that may be imposed for a violation; to cross-examine any witness presented by the Commonwealth and to challenge evidence presented by the Commonwealth; to present legal arguments by means of a brief; and, to take an appeal from any final adverse decision.

ACKNOWLEDGMENT OF RIGHT TO ATTORNEY

9. Respondent acknowledges that it is aware that it has the right to consult with, and be represented by, private legal counsel of Respondent's choosing and at Respondent's expense when reviewing, considering and accepting the terms of this Consent Agreement.

10. To the extent that Respondent is not represented by legal counsel, Respondent has knowingly elected to proceed in this matter without the assistance of legal counsel.

WAIVER OF CLAIM OF COMMINGLING AND OTHER CONSTITUTIONAL CLAIMS

11. Respondent expressly waives any constitutional rights and issues, such as commingling of prosecutorial and adjudicative functions by the Secretary or her counsel, which may arise or have arisen during the negotiation, preparation and/or presentation of this Consent Agreement. This paragraph is binding on the participants even if the Secretary does not approve this Consent Agreement.

NO MODIFICATION OF ORDER

12. Respondent agrees, as a condition of entering into this Consent Agreement, not to seek modification at a later date of the Stipulated Order adopting and implementing this Consent Agreement without first obtaining the express written concurrence of the Prosecution Division.

AGREEMENT NOT BINDING ON OTHER PARTIES

13. This Consent Agreement is between the Bureau and Respondent only. It does not bind any other governmental or administrative entity of the Commonwealth of Pennsylvania, including any other bureau within the Department of State.

14. The Office of General Counsel has approved this Consent Agreement as to form and legality; however, this Consent Agreement shall have no legal effect unless and until the Secretary issues an Order approving and adopting this Consent Agreement.

EFFECT OF SECRETARY'S REJECTION OF CONSENT AGREEMENT

15. Should the Secretary not approve this Consent Agreement, presentation to and consideration of this Consent Agreement and other documents and matters by the Secretary shall not prejudice the Secretary from further participation in the adjudication of this matter. This paragraph is binding on the participants even if the Secretary does not approve this Consent Agreement.

AGREEMENT DOES NOT PREVENT REFERRAL TO OTHER AGENCIES

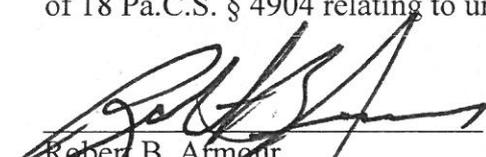
16. The parties acknowledge that other federal, state, and/or local agencies may have jurisdiction over the activities of, or representations made by, Respondent and its officers, directors, agents, employees or independent contractors. Nothing in this Consent Agreement or the Order based upon this Consent Agreement shall preclude representatives of the Bureau from referring any information or data produced as a result of this matter to any federal, state, or local agency or governmental unit having jurisdiction over the activities of Respondent or any officer, director, agent, employee or independent contractor of the Respondent.

ENTIRE AGREEMENT

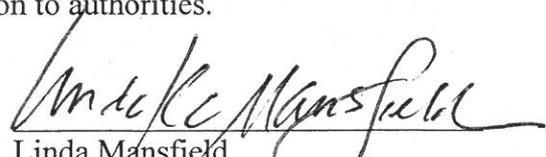
17. This agreement contains the whole agreement between the participants; provided however, that the captions printed in the various provisions of this agreement are for ease of reading only and are not to be interpreted as forming any part of this agreement. There are no other terms, obligations, covenants, representations, statements or conditions, or otherwise, of any kind whatsoever concerning this agreement.

VERIFICATION OF FACTS AND STATEMENTS

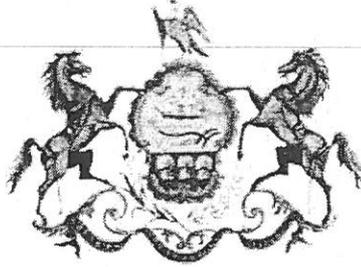
18. Respondent verifies that the facts and statements set forth in this Consent Agreement are true and correct to the best of Respondent's knowledge, information and belief. Respondent understands that statements in this Consent Agreement are made subject to the criminal penalties of 18 Pa.C.S. § 4904 relating to unsworn falsification to authorities.


Robert B. Armour
Prosecuting Attorney
Department of State

DATED: 06/29/16


Linda Mansfield
Mansfield & Associates, LLC
Respondent

DATED: 6/15/16



MANSFIELD & ASSOCIATES, LLC

DOCKET NO. 0004-98-16

FILE NO. 14-98-01157

ORDER

AND NOW, this 20th day of July 2016 the foregoing Consent Agreement is approved and the terms set forth in paragraph 5 are hereby adopted and incorporated herein as the Order of the Secretary of the Commonwealth issued in resolution of this matter.

THIS ORDER shall take effect immediately.

BY ORDER

Pedro A. Cortés
Secretary of the Commonwealth

For the Commonwealth:

Robert B. Armour, Esquire
2601 North Third Street
P. O. Box 2649
Harrisburg, PA 17105-2649

Respondent:

Linda Mansfield
Mansfield & Associates, LLC
309 So. Hanson Street
Easton, MD 210601

Date of mailing:

07/21/16