U.S. Department of Justice

National Security Division

Counterintelligence and Export Control Section *Washington, DC 20530*

July 7, 2025

Via E-mail

[Requestor Name and Contact Information]

Re: Request for an Advisory Opinion Pursuant to 28 C.F.R. § 5.2

Dear [Requestor]:

We write in response to your January 16, 2025, letter ("January Letter") requesting an advisory opinion pursuant to 28 C.F.R. § 5.2(a), which you supplemented on March 17, 2025 ("March Letter"), May 8, 2025 ("May Letter"), and June 5, 2025 ("June Letter"). You have inquired whether your client, [Foreign Organization], must register under the Foreign Agents Registration Act ("FARA") of 1938, as amended, 22 U.S.C. §§ 611-21, for certain activities it will perform within the United States. Based on the representations in the January, March, May, and June Letters and their supporting documentation, and for the reasons discussed below, [Foreign Organization] will not be obligated to register for its U.S. activities provided that it files a valid registration under the Lobbying Disclosure Act ("LDA")[1] concerning those activities, as you state it intends to do.

I. Factual Background

[Foreign Organization] is a nonprofit organization registered and based in [Foreign Country] that engages in, among other things, political advocacy and legal work to [Redacted].[2] It performs this work through its staff, including lawyers, located outside the United States.[3]

[Foreign Organization's] website explains that [Foreign Organization's] political advocacy work entails "[Redacted]" and "[Redacted]."[4] Further, [Foreign Organization's] website explains that [Foreign Organization's] legal work involves, among other things, supporting civil and criminal litigation, making sanctions and export control recommendations, and engaging with international judicial and quasi-judicial authorities to "[Redacted]."[5]

[1] 2 U.S.C. §§ 1601-14.

[2] Jan. Letter at 1; [Citation].

[3] Mar. Letter at 3.

[4] [Citation].

[5] [Citation].

[Foreign Organization] has received funding in support of its activities from multiple U.S. and foreign donors.[6] The January Letter notes that, in the future, [Foreign Organization] anticipates receiving additional funding from "large international NGOs" and "governments such as the European Union, various individual European states, the United Kingdom, the United States and potentially others."[7]

According to the January Letter, [Foreign Organization] performs political advocacy work within the United States.[8] Specifically, through its staff, [Foreign Organization] "mak[es] recommendations to U.S. government agencies [and] Congress on . . . policy issues[,] . . . advocat[es] for legal reform[,]" and "ask[s] members of Congress to advocate for U.S. sanctions under certain circumstances."[9]

In addition, according to the March and May Letters, [Foreign Organization] will use approximately [Redacted]% of a $[Redacted] grant it received from [Foreign Entity], an [Foreign Country]-based journalism organization, to perform legal work within the United States.[10] Specifically, pursuant to a subgrant agreement between [Foreign Organization] and [Foreign Entity], [Foreign Organization's] lawyers will prepare and submit to U.S. government agencies "legal briefs requesting sanctions designations" to support a project by [Foreign Entity Group][11] that "[Redacted]."[12] According to the January and March Letters, [Foreign Entity Group] receives funding from [Foreign Country] government's [Foreign Country Program], which is not involved in [Foreign Organization's] U.S. activities.[13]

The January Letter argues that the activities of [Foreign Organization's] staff are not directed or controlled by [Foreign Organization's] donors but rather "exclusively" by [Foreign

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[6] Jan. Letter at 1-2; Mar. Letter at 1-2; May Letter at 1-2. [Foreign Organization's] donors have included or will include [U.S. and Foreign Entities]. Jan. Letter at 1-2; May Letter at 2.

[7] Jan. Letter at 2.

[8] *Id*.

[9] *Id*. The March Letter indicates that [Foreign Organization] lawyers who perform [Foreign Organization's] legal work may also participate in [Foreign Organization's] advocacy on policy issues or legal reform. Mar. Letter at 3.

[10] Mar. Letter at 1-2; May Letter at 1.

[11] According to its website, [Foreign Entity Group] is led by [Foreign Entity] and the [Foreign Country]-based [Redacted] organization [Foreign Entity 2]. [Citation].

[12] Mar. Letter at 1-2, Attachments; May Letter at 1. The March and May Letters explain that [Foreign Organization] received an additional grant of $[Redacted] from [Foreign Entity] to perform similar legal work that it completed in [Date] to support a related [Foreign Entity Group] project. Mar. Letter at 1-2; May Letter at 1.

[13] Jan. Letter at 2; Mar. Letter at 2-3. According to its website, [Foreign Entity Group] also receives funding from [Foreign Country] government. [Citation]. The May Letter states that [Foreign Organization] is "not privy to information regarding [Foreign Entity Group's] budget," and thus, does not know how much funding [Foreign Entity Group] receives from [Foreign Country Program] or [Foreign Country] government. May Letter at 1-2.

Organization].[14] In addition, it explains that [Foreign Organization] conceives and implements its programs and agendas without any direction or control by its donors and that [Foreign Organization] does not represent any of its donors in its political advocacy or legal work.[15] The January Letter also notes that [Foreign Organization] prepares and submits legal briefs on its own behalf, without donor review or approval, and does not inform donors of the names of individuals and entities targeted in the briefs.[16]

Additionally, the January Letter argues that to the extent that [Foreign Organization's] staff are deemed to be "agents of a foreign principal" under FARA, [Foreign Organization] is exempt from registration under 22 U.S.C. § 613(h) "to the extent that it registers its political outreach [and] lobbying activities under the [LDA]."[17] The January Letter states that [Foreign Organization's] primary funding derives from U.S. donors.[18] Furthermore, the January and June Letters assert that no foreign government or foreign political party is or will be the principal beneficiary of [Foreign Organization's] activities and that the principal beneficiaries of [Foreign Organization's] activities are "the U.S. government agencies in receipt of [Foreign Organization's] information as well as the global citizens and communities who are being safeguarded against [Redacted]."[19]

The January Letter alternatively contends that [Foreign Organization] is exempt from registration for the "legal component" of its work under FARA's "legal exemption" at 22 U.S.C. § 613(g).[20] It claims that [Foreign Organization's] legal work is "separate and distinct" from its political advocacy activities, will be performed by qualified attorneys, and will not involve "outreach to U.S. policymakers or influencing U.S. government agencies and officials outside the scope of submitting legal briefs."[21] Further, the January Letter notes that [Foreign Organization's] lawyers "are not engaged in legal representation of any foreign principal as part of their legal work" and that [Foreign Organization's] legal briefs "are not being provided as part of any formal on-the-record legal process."[22] It also notes that [Foreign Organization's] identity is disclosed in the briefs that [Foreign Organization] submits to U.S. government agencies and that [Foreign Organization] is willing to disclose in its briefs the identities of its foreign donors as well.[23]

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[14] Jan. Letter at 2, 4-6.

[15] *Id*.

[16] *Id*. at 2-3.

[17] *Id*. at 5.

[18] *Id*.

[19] *Id*. at 6; June Letter at 1.

[20] Jan. Letter at 6.

[21] *Id*. at 2, 7.

[22] *Id*. at 7.

[23] *Id*.

Finally, the January Letter argues that [Foreign Organization] is exempt from registration under 22 U.S.C. § 613(d)(2) because its staff "will be engaged in other activities not serving predominantly a foreign interest."[24] It explains that "[Foreign Organization's] activities reflect its own organizational goals and missions, and not that of any domestic or foreign donor" and that [Foreign Organization] "would be engaging in its legal and political advocacy activities irrespective of any foreign funding."[25] Moreover, the January Letter claims that [Foreign Organization's] activities involve U.S. laws and policies and are not directed or controlled by, and do not benefit or directly promote the interests of, any foreign government or foreign political party.[26] It further claims that [Foreign Organization's] activities are not influenced by any foreign government, foreign political party, or foreign entity and that the intent of [Foreign Organization's] activities is not to benefit the political or public interests of any foreign government or foreign political party.[27]

You request an advisory opinion on whether [Foreign Organization] is required to register under FARA.[28]

II. FARA Analysis

FARA defines a "foreign principal" as, among other things, "a partnership, association, corporation, organization, or other combination of persons organized under the laws of or having its principal place of business in a foreign country."[29] Because [Foreign Organization] and [Foreign Entity] are organizations registered and based in [Foreign Country], they are "foreign principals" within the meaning of FARA.

The term "agent of a foreign principal" under FARA, in relevant part, means:

> (1) [A]ny person who acts as an agent, representative, employee, or servant, or who acts in any other capacity at the order, request, or under the direction or control, of a foreign principal or of a person any of whose activities are directly or indirectly supervised, directed, controlled, financed, or subsidized in whole or in major part by a foreign principal and who directly or through any other person –

[24] *Id*. at 3.

[25] *Id*. at 4.

[26] Jan. Letter at 4-5.

[27] *Id*. at 5.

[28] *Id*. at 1.

[29] 22 U.S.C. § 611(b)(3).

> (i) engages within the United States in political activities for or in the interests of such foreign principal;
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> (ii) acts within the United States as a . . . publicity agent . . . for or in the interests of such foreign principal; [or]
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> (iv) within the United States represents the interests of such foreign principal before any agency or official of the Government of the United States . . . .[30]

FARA's implementing regulations explain that the meaning of "control" as used in FARA includes "the possession or the exercise of the power, directly or indirectly, to determine the . . . activities of a person, . . . by contract, or otherwise."[31]

In addition, FARA defines the term "political activities" to include

> any activity that the person engaging in believes will, or that the person intends to, in any way influence any agency or official of the Government of the United States or any section of the public within the United States with reference to formulating, adopting, or changing the domestic or foreign policies of the United States or with reference to the political or public interests, policies, or relations of a government of a foreign country or a foreign political party. . . .[32]

FARA also defines the term "publicity agent" to include:

> any person who engages directly or indirectly in the publication or dissemination of oral, visual, graphic, written, or pictorial information or matter of any kind, including publication by means of advertising, books, periodicals, newspapers, lectures, broadcasts, motion pictures, or otherwise.[33]

Thus, FARA's "agency" determination is a two-part inquiry that considers both the *relationship* between the agent and the foreign principal and the *activities* the agent performs in the principal's interests.

Here, multiple agency relationships satisfy FARA's agency requirements. [Foreign Organization's] staff have an agency relationship with [Foreign Organization] because, as you

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[30] 22 U.S.C. § 611(c)(1)(i)-(ii), (iv). FARA defines "person" to include "an individual, partnership, association, corporation, organization, or any other combination of individuals." 22 U.S.C. § 611(a).

[31] 28 C.F.R. § 5.100(b).

[32] 22 U.S.C. § 611(o).

[33] 22 U.S.C. § 611(h).

acknowledge, they act under the direction and control of [Foreign Organization].[34] Moreover, [Foreign Organization] has an agency relationship with [Foreign Entity] because it will be acting under [Foreign Entity's] direction and control by performing work pursuant to its subgrant agreement with [Foreign Entity].[35]

[Foreign Organization's] U.S. activities are registrable under FARA. Through its staff, [Foreign Organization] engages in political advocacy work within the United States by "making recommendations to U.S. government agencies [and] Congress on . . . policy issues[,] . . . advocating for legal reform[, and] . . . asking members of Congress to advocate for U.S. sanctions under certain circumstances."[36] Additionally, pursuant to [Foreign Organization's] subgrant agreement with [Foreign Entity], [Foreign Organization's] lawyers will submit to U.S. government agencies "legal briefs requesting sanctions designations" to support [a Foreign Entity] project that "[Redacted]" in [Foreign Country].[37]

These activities are registrable for multiple reasons. First, they constitute political activities for or in the interests of foreign principals under FARA because they are activities intended to influence U.S. government agencies or officials "with reference to formulating, adopting, or changing the domestic or foreign policies of the United States or with reference to the political or public interests . . . of a government of a foreign country."[38] Second, by engaging in such activities, [Foreign Organization] would be representing the interests of foreign principals before U.S. government agencies and officials.[39] And third, [Foreign Organization] would be acting as a publicity agent under FARA because providing recommendations on policy issues and legal reform advocacy and submitting legal briefs requesting sanctions designations would constitute disseminating "oral, visual, graphic, written, or pictorial information or matter" for or in the interests of foreign principals.[40]

[Foreign Organization] and its staff, therefore, qualify as "agents of a foreign principal" under FARA and must register for their activities unless an exemption applies.

As noted above, [Foreign Organization] contends that multiple exemptions apply in this matter, including the "LDA Exemption" at Section 613(h) of FARA to the extent that [Foreign Organization] registers and discloses its political advocacy activities under the LDA, as you state

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[34] 22 U.S.C. § 611(c)(1); *see also supra* note 14 and accompanying text.

[35] 22 U.S.C. § 611(c)(1); 28 C.F.R. § 5.100(b).

[36] *See supra* note 9 and accompanying text.

[37] *See supra* notes 10-12 and accompanying text.

[38] 22 U.S.C. § 611(c)(1)(i), (o).

[39] 22 U.S.C. § 611(c)(1)(iv).

[40] 22 U.S.C. § 611(c)(1)(ii), (h).

it intends to do.[41] The LDA Exemption exempts from registration any agent of a foreign entity, as described in Section 611(b)(3), "if the agent has engaged in lobbying activities and has registered under the [LDA] in connection with the agent's representation of such . . . entity."[42] FARA's implementing regulations explain that "[t]he burden of establishing the availability of an exemption from registration . . . shall rest upon the person whose benefit the exemption is claimed."[43] Specific to the LDA Exemption, the regulations provide that the exemption does not apply in any case "where a foreign government or foreign political party is the principal beneficiary" and that the burden of establishing that registration under the LDA has been made "shall fall upon the person claiming the [LDA] exemption."[44]

Based on the representations in the January, March, May, and June Letters, it appears that no foreign government or foreign political party will be the principal beneficiary of [Foreign Organization's] activities in the United States, as you contend.[45] Such activities do not appear to directly advance the interests of, or to be directed or controlled by, any foreign government or foreign political party.[46] Furthermore, [Foreign Organization's] activities are funded primarily by U.S. donors, not foreign donors.[47] Accordingly, if [Foreign Organization] files a valid LDA registration concerning its political advocacy activities in the United States, it will meet its burden of establishing that the LDA Exemption applies in this matter, and thus will not be obligated to register under FARA.[48]

This advisory opinion is expressly limited to the facts, conditions, and conclusions stated herein, and the requirements of FARA and its regulations. If there are any changes in the facts and circumstances you have related to us, you should contact us immediately.

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[41] *See supra* note 17 and accompanying text.

[42] 22 U.S.C. § 613(h).

[43] 28 C.F.R. § 5.300.

[44] 28 C.F.R. § 5.307.

[45] *See supra* note 19 and accompanying text.

[46] *See supra* notes 14-15, 26 and accompanying text.

[47] *See supra* notes 6, 18 and accompanying text.

[48] Because we have determined that [Foreign Organization] will meet its burden of establishing that it is exempt from FARA registration under the LDA Exemption if it files a valid LDA registration concerning its U.S. political advocacy activities, we need not consider [Foreign Organization's] arguments that the exemptions at Sections 613(d)(2) and 613(g) of FARA also apply in this matter.

We will treat your submission in accordance with 28 C.F.R. § 5.2(m). Please contact this office by e-mail to FARA.Public@usdoj.gov or by telephone at (202) 233-0776, if you have any questions.

Sincerely,

/s/ Evan N. Turgeon

Evan N. Turgeon
Chief, FARA Unit