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STATE ETHICS
COMMISSION

LOBBYIST FILING AGREEMENT

This Agreement, made this 11 day of February, 2011, by and between James Brown, lobbyist for Capital One Financial Corporation, and William J. Colquhoun, Staff Counsel to the Maryland State Ethics Commission (hereinafter "Staff Counsel").

RECITALS

1. The State Ethics Commission ("the Commission") is the executive agency of the State of Maryland established by Chapter 513, Acts of 1979 for the purpose of enforcing the Maryland Public Ethics Law (State Government Article, Title 15, Annotated Code of Maryland) (hereinafter the "Public Ethics Law") including the provisions of Subtitle 7, the lobbying disclosure program.

2. The Public Ethics Law allows members of a "legislative unit" to be provided food and beverages as part of a reception or meal. Md. Code Ann., State Gov't Art. § 15-708 (Supp. 2010). A "legislative unit" is defined as the entire General Assembly, either house of the General Assembly, a standing committee, a county or regional delegation of members of the General Assembly recognized by a presiding officer. Md. Code Ann., State Gov't Art. §15-102(w)(1-4). Presently there are 12 recognized county or regional delegations (Anne Arundel County, Baltimore City, Baltimore County, Carroll County, Harford County, Howard County, Lower Eastern Shore, Montgomery County, Prince George's County, Southern Maryland, Upper Eastern Shore and Western Maryland). A list the county or regional delegations deemed to be "legislative units" is published by the Commission and available by request and on its website. A regulated lobbyist must extend a written invitation to all members of the legislative unit that are invited to the meal or reception and complete the Commission's Form # 13E ("Five Day Notice") at least 5 days before the date of the meal or reception. Md. Code Ann., State Gov't Art. § 15-708(a). Thereafter, the regulated lobbyist must file Form #13F ("Fourteen Day Report") 14 days after the meal or reception disclosing its total cost and any other sponsors and their contributions to the meal or reception. Md. Code Ann., State Gov't Art. § 15-708(d).

3. James Brown (the "filer") is a regulated lobbyist registered on behalf of Capital One Financial Corporation. On July 26, 2010, Capital One Financial Corporation held an event for certain members of the General Assembly in Anne Arundel County (the "event").

4. The filer should have filed a Five Day Notice by no later than July 21, 2010 for the event. The filer should also have filed a Fourteen Day Report for the event by no later than August 9, 2010. Neither report was timely filed by the filer.

5. On November 23, 2010, the filer filed an erroneous report which indicated that certain members of the General Assembly were invited to the event. Upon being contacted by Staff Counsel

regarding the erroneous filing, a representative of the filer indicated that the entire Howard County Delegation, the entire Montgomery County Delegation, and a single member of the Southern Maryland Delegation were invited to the event. The erroneous form has since been withdrawn. The filer was advised at that time to file a Five Day Notice and a Fourteen Day Report for the event.

6. On January 19, 2011, the filer filed a Five Day Notice stating that the Howard County and Montgomery County Delegations were invited to the event. On January 21, 2011, the filer filed a Fourteen Day Report for the event. The filer filed an amended Five Day Notice and amended Fourteen Day Report disclosing that they had also invited a single member of the Southern Maryland Delegation on January 26, 2010.

NOW THEREFORE, in consideration of the submission of the correct Five Day Notice and Fourteen Day Report by the filer, and the admissions and agreements herein contained, the filer and Staff Counsel stipulate and agree as follows:

A. The filer did not invite an entire "legislative unit" as defined by Md. Code Ann., State Gov't Art. §15-102(w)(1-4) to the event.

B. The filer did not timely file a Five Day Notice or a Fourteen Day Report as required by Md. Code. Ann., State Gov't. Art., §15-708(d)(1).

C. The filer understands that failure to comply with the lobbying disclosure provisions of the Public Ethics Law may subject him to a formal complaint by the Commission and, upon finding of a violation, late fees and the possibility of civil fines.

D. That based on the facts stated in this Agreement, at the time of execution of this Agreement in lieu of potential fines for the above admitted violations, the Respondent agrees to pay Three Hundred and Fifty and no/100 Dollars (\$350.00) as follows:

- i. For not inviting an entire legislative unit, the amount of One Hundred Dollars (\$100.00); and
- ii. For the late Five Day Notice and late Fourteen Day Report, the amount of Two Hundred Fifty Dollars (\$250.00).

E. The Staff Counsel will, upon execution of this Agreement by the filer, recommend that the Commission not institute any proceedings on the filer's failure to invite a legislative unit and late filings. The filer understands that the Commission is under no obligation to accept this Agreement and may decide to take other action, including issuing a complaint.

F. The filer waives a formal hearing on this matter (if the Agreement is accepted by the Commission) to which it would be entitled if a complaint were issued, and he understands that this Agreement and materials relating to this matter are not subject to the confidentiality provisions of the Ethics law, and will be public information unless otherwise protected.

G. The filer understands a copy of this Agreement will be mailed to the employer.

H. The filer and the Staff Counsel have entered into this Agreement for the sole purpose of resolving filer's failure to invite a legislative unit, the late submission of required reports, for the payment of late fees and other fines and for no other purpose.

IN WITNESS WHEREOF, James Brown and William J. Colquhoun, Staff Counsel to the State Ethics Commission, have hereunto set their hands.

SIGNATURE APPEARS ON ORIGINAL AGREEMENT

William J. Colquhoun, Staff Counsel
State Ethics Commission
45 Calvert Street, 3rd Floor
Annapolis, MD 21401
(410) 260-7770

SIGNATURE APPEARS ON ORIGINAL AGREEMENT

James Brown
Lobbyist for Capital One Financial Corporation

State of Maryland
County of: ANNE ARUNDEL, to wit:

Before me, the undersigned, a Notary Public in and for the State and County aforesaid, personally appeared James Brown who made oath on this 26 day of January, 2011 in due form of law that the matters and facts hereinabove set forth are true to the best of his knowledge, information and belief, and are his voluntary act and that he executed this document for the purpose set forth herein.

SIGNATURE APPEARS ON ORIGINAL AGREEMENT

Notary Public

My Commission Expires: 9/2/2013



State of Maryland,

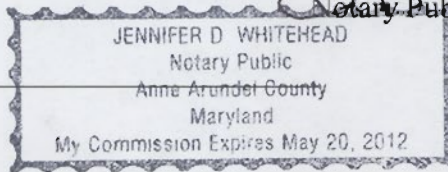
County of: Anne Arundel, to wit:

Before me, the undersigned, a Notary Public in and for the State and County aforesaid, personally appeared William J. Colquhoun, Staff Counsel to the State Ethics Commission, who made oath on this 11th day of February, 2011 in due form of law that he executed this Agreement for the purposes set forth herein.

SIGNATURE APPEARS ON ORIGINAL AGREEMENT

Notary Public

My Commission Expires:



Accepted by the Commission

SIGNATURE APPEARS ON ORIGINAL AGREEMENT

Robert F. Scholz, Chair
for the Commission

Date: 3/3/11, 2011