22037841027

SIDLEY AUSTIN BROWN & WOOD LLP

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(212) 839-5520

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kmanukac@sidley.com

November 7, 2002

By Federal Express

Federal Election Commission
999 E Street NW
Room 706
Washington, DC 20463

RECEIVED
FEC MAIL
OPERATIONS CENTER
2002 NOV -8 A 11:51

Re: October Quarterly Report (C00351270)

In response to your Mailgram (copy attached) dated November 4, 2002 to William E. Sudow I am enclosing the October Quarterly Report for the Sidley Austin Brown & Wood LLP Good Government Fund. The treasurer, William E. Sudow, is currently out of the country. It was my understanding that this report was filed by Mr. Sudow on October 15, 2002 from our Washington, DC office. I apologize for the confusion and any inconvenience this may have caused.

Please do not hesitate to contact me in New York at (212) 839-5520 should you have any questions.

Very truly yours,

Kathryn Manukac
Assistant Treasurer

cc: Michael Nemeroff
William Sudow

22037841028

Federal Election Commission
999 E Street NW Rm 706
Washington, DC 20463

WESTERN UNION | MAILGRAM

UNITED STATES POSTAL SERVICE

103902000244 11/04/02
EM16105

MAY1 - NAYA

WILLIAM R SUDOW
SIDLEY AUSTIN BROWN & WOOD LLP GOOD GOVE
787 7TH AVE
NEW YORK NY 10019-6018

November 4, 2002

IDENTIFICATION NUMBER: C00351270

REFERENCE: OCTOBER QUARTERLY REPORT (07/01/2002 - 09/30/2002)

DEAR TREASURER:

IT HAS COME TO THE ATTENTION OF THE FEDERAL ELECTION COMMISSION (FEC) THAT YOU MAY HAVE FAILED TO FILE THE ABOVE REFERENCED REPORT OF RECEIPTS AND EXPENDITURES AS REQUIRED BY THE FEDERAL ELECTION CAMPAIGN ACT, AS AMENDED. YOU WERE PREVIOUSLY NOTIFIED OF THE DUE DATE FOR THIS REPORT.

IT IS IMPORTANT THAT YOU FILE THIS REPORT IMMEDIATELY WITH THE FEC, 999 E STREET, N.W., WASHINGTON, D.C., 20463. A COPY OF THE REPORT OR RELEVANT PORTIONS MUST ALSO BE FILED WITH THE SECRETARY OF STATE OR EQUIVALENT STATE OFFICER, UNLESS THE STATE IS EXEMPT FROM THE FEDERAL REQUIREMENT TO RECEIVE AND MAINTAIN PAPER COPIES.

DUE TO RECENT EVENTS, THE US POSTAL SERVICE IS EXPERIENCING DELAYS IN THE DELIVERY OF MAIL FOR THE WASHINGTON, DC AREA. CONSEQUENTLY, THE FEC IS NOT IN RECEIPT OF ALL INCOMING MAIL. THE COMMISSION RECOMMENDS THAT YOU SUBMIT YOUR REPORT AND CONSIDER USING ALTERNATE DELIVERY SERVICES SUCH AS OVERNIGHT DELIVERY OR DELIVERY BY COURIER. YOU CAN VERIFY THE COMMISSION'S RECEIPT OF ANY DOCUMENTS SUBMITTED BY YOUR COMMITTEE ON THE FEC WEBSITE AT WWW.FEC.GOV.

THE FAILURE TO TIMELY FILE THIS REPORT MAY RESULT IN CIVIL MONEY PENALTIES, AN AUDIT OR LEGAL ENFORCEMENT ACTION. THE CIVIL MONEY PENALTY CALCULATION FOR LATE REPORTS DOES NOT INCLUDE A GRACE PERIOD AND BEGINS ON THE DAY FOLLOWING THE DUE DATE FOR THE REPORT.

IF YOU HAVE ANY QUESTIONS REGARDING THIS MATTER, PLEASE CONTACT Erik W. Koerpen ON OUR TOLL FREE NUMBER (800)424-9530. OUR LOCAL NUMBER IS (202)694-1130.

SINCERELY,

JOHN D. GIBSON
ASSISTANT STAFF DIRECTOR
REPORTS ANALYSIS DIVISION

MGMCOMP 15:35 EST

22037841029

FEC FORM 3X

REPORT OF RECEIPTS AND DISBURSEMENTS

For Other Than An Authorized Committee

RECEIVED
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2002 NOV -8 A 11:51
Office Use Only

1. NAME OF COMMITTEE (In full) — USE FEC MAILING LABEL OR TYPE OR PRINT ▼ — Example: If typing, type over the lines. — 12FE4M5

SIDLEY AUSTIN BROWN & WOOD LLP GOOD GOVERNMENT FUND

ADDRESS (number and street) ▼ 787 SEVENTH AVE

☐ Check if different than previously reported. (ACC)

NEW YORK — NY — 10019-

2. FEC IDENTIFICATION NUMBER ▼ C00351270

CITY ▲ — STATE ▲ — ZIP CODE ▲

3. IS THIS REPORT ☑ NEW (N) OR ☐ AMENDED (A)

4. TYPE OF REPORT (Choose One)

(a) Quarterly Reports:

- ☐ April 15 Quarterly Report (Q1)
- ☐ July 15 Quarterly Report (Q2)
- ☑ October 15 Quarterly Report (Q3)
- ☐ January 31 Year-End Report (YE)
- ☐ July 31 Mid-Year Report (Nonelection Year Only) (MY)
- ☐ Termination Report (TER)

(b) Monthly Report Due On:

- ☐ Feb 20 (M2)
- ☐ Mar 20 (M3)
- ☐ Apr 20 (M4)
- ☐ May 20 (M5)
- ☐ Jun 20 (M6)
- ☐ Jul 20 (M7)
- ☐ Aug 20 (M8)
- ☐ Sep 20 (M9)
- ☐ Oct 20 (M10)
- ☐ Nov 20 (M11) (Non-Election Year Only)
- ☐ Dec 20 (M12) (Non-Election Year Only)
- ☐ Jan 31 (YE)

(c) 12-Day PRE-Election Report for the: ☐ Primary (12P) ☐ General (12G) ☐ Runoff (12R) ☐ Convention (12C) ☐ Special (12S)

Election on ___ / ___ / ___ in the State of ___

(d) 30-Day POST-Election Report for the: ☐ General (30G) ☐ Runoff (30R) ☐ Special (30S)

Election on ___ / ___ / ___ in the State of ___

5. Covering Period 07 / 01 / 2002 through 09 / 30 / 2002

I certify that I have examined this Report and to the best of my knowledge and belief it is true, correct and complete.

Type or Print Name of Treasurer William E. Sudow

Signature of Treasurer [signature] Date 11 / 07 / 2002

Kathryn Manukas, Asst. Treasurer for William E. Sudow.

NOTE: Submission of false, erroneous, or incomplete information may subject the person signing this Report to the penalties of 2 U.S.C. §437g.

Office Use Only							

FEC FORM 3X (Revised 1/01)

22037841030

SUMMARY PAGE
OF RECEIPTS AND DISBURSEMENTS

FEC Form 3X (Revised 1/01)

Write or Type Committee Name
Sidley Austin Brown & Wood LLP Good Government Fund

Report Covering the Period: From 07 01 2002 To: 09 30 2002

	COLUMN A This Period	COLUMN B Calendar Year-to-Date
6. (a) Cash on Hand January 1. 2002		5020339
(b) Cash on Hand at Beginning of Reporting Period	8083695	
(c) Total Receipts (from Line 19)	13414	4825426
(d) Subtotal (add Lines 6(b) and 6(c) for Column A and Lines 6(a) and 6(c) for Column B)	8097109	9845765
7. Total Disbursements (from Line 20)	650000	2398656
8. Cash on Hand at Close of Reporting Period (subtract Line 7 from Line 6(d))	7447109	7447109
9. Debts and Obligations Owed TO the Committee (Itemize all on Schedule C and/or Schedule D)	-0-	
10. Debts and Obligations Owed BY the Committee (Itemize all on Schedule C and/or Schedule D)	-0-	

☐ This committee has qualified as a multicandidate committee. (see FEC FORM 1M)

For further information contact:

Federal Election Commission
999 E Street, NW
Washington, DC 20463

Toll Free 800-424-9530
Local 202-694-1100

22037841031

DETAILED SUMMARY PAGE
of Receipts

FEC Form 3X (Revised 1/01)

Write or Type Committee Name
Sidley Austin Brown & Wood LLP Good Government Fund

Report Covering the Period: From: 07 01 2002 To: 09 30 2002

I. Receipts	COLUMN A Total This Period	COLUMN B Calendar Year-to-Date
11. Contributions (other than loans) From:		
(a) Individuals/Persons Other Than Political Committees		
(i) Itemized (use Schedule A)		
(ii) Unitemized		
(iii) TOTAL (add Lines 11(a)(i) and (ii)) ▶	-0-	-0-
(b) Political Party Committees		
(c) Other Political Committees (such as PACs)		
(d) Total Contributions (add Lines 11(a)(iii), (b), and (c)) (Carry Totals to Line 32, page 4) ▶	-0-	-0-
12. Transfers From Affiliated/Other Party Committees		48,000.00
13. All Loans Received		
14. Loan Repayments Received		
15. Offsets To Operating Expenditures (Refunds, Rebates, etc.) (Carry Totals to Line 36, page 4)		
16. Refunds of Contributions Made to Federal Candidates and Other Political Committees		
17. Other Federal Receipts (Dividends, Interest, etc.)	134.14	254.26
18. Transfers from Nonfederal Account for Joint Activity		
19. Total Receipts (add Lines 11(d), 12, 13, 14, 15, 16, 17, and 18) ▶	134.14	48,254.26
20. Total Federal Receipts (subtract Line 18 from Line 19) ▶	134.14	48,254.26

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DETAILED SUMMARY PAGE
of Disbursements

FEC Form 3X (Revised 7/01)

II. Disbursements	COLUMN A Total This Period	COLUMN B Calendar Year-to-Date
21. Operating Expenditures:		
(a) Shared Federal/Non-Federal Activity (from Schedule H4)		
(i) Federal Share		
(ii) Non-Federal Share		
(b) Other Federal Operating Expenditures Misc. Sic. photocopies, fax	-0-	48656
(c) Total Operating Expenditures (add 21(a)(i), (a)(ii), and (b)) ▶		
22. Transfers to Affiliated/Other Party Committees		
23. Contributions to Federal Candidates/Committees and Other Political Committees	650000	2350000
24. Independent Expenditures (use Schedule E)		
25. Coordinated Expenditures Made by Party Committees (2 U.S.C. §441a(d)) (use Schedule F)		
26. Loan Repayments Made		
27. Loans Made		
28. Refunds of Contributions To:		
(a) Individuals/Persons Other Than Political Committees		
(b) Political Party Committees		
(c) Other Political Committees (such as PACs)		
(d) Total Contribution Refunds (add Lines 28(a), (b), and (c)) ▶	-0-	-0-
29. Other Disbursements		
30. Total Disbursements (add Lines 21(c), 22, 23, 24, 25, 26, 27, 28(d), and 29) ▶	650000	2398656
31. Total Federal Disbursements (subtract Line 21(a)(ii) from Line 30) ▶	650000	2398656

III. Net Contributions/Operating Expenditures		
32. Total Contributions (other than loans) (from Line 11(d), page 3)		
33. Total Contribution Refunds (from Line 28(d))		
34. Net Contributions (other than loans) (subtract Line 33 from Line 32)		
35. Total Federal Operating Expenditures (add Line 21(a)(i) and Line 21(b)) ▶		2398656
36. Offsets to Operating Expenditures (from Line 15, page 2)		
37. Net Operating Expenditures (subtract Line 36 from Line 35) ▶		2398656

22037841033

SCHEDULE B (FEC Form 3X)
ITEMIZED DISBURSEMENTS

Use separate schedule(s) for each category of the Detailed Summary Page

FOR LINE NUMBER (check only one): 21b, 22, 23, 24, 25, 26, 27, 28a, 28b, 28c, 29

PAGE 1 OF 12

Any information copied from such Reports and Statements may not be sold or used by any person for the purpose of soliciting contributions or for commercial purposes, other than using the name and address of any political committee to solicit contributions from such committee.

NAME OF COMMITTEE (In Full): Sidley Austin Brown & Wood LLP Good Government Fund

A.
Full Name (Last, First, Middle Initial): Friends of Chris Dodd 2004
Mailing Address: 236 Massachusetts Ave. NE Ste. 209
City: Washington State: DC Zip Code: 20002
Purpose of Disbursement: Political Contribution
Candidate Name: Christopher Dodd
Category/Type: 011
Office Sought: House / Senate / President
State: CT District:
Disbursement For: Primary / General / Other (specify)
Date of Disbursement: 07 02 2002
Amount of Each Disbursement this Period: 200000

B.
Full Name (Last, First, Middle Initial): New Republican Majority Fund
Mailing Address: 201 North Union Street
City: Alexandria State: VA. Zip Code: 22314
Purpose of Disbursement:
Candidate Name:
Category/Type:
Office Sought: House / Senate / President
State: District:
Disbursement For: Primary / General / Other (specify)
Date of Disbursement: 07 11 2002
Amount of Each Disbursement this Period: 200000

C.
Full Name (Last, First, Middle Initial): Pickering for Congress
Mailing Address: 605 Upland Place
City: Alexandria State: VA Zip Code: 22301
Purpose of Disbursement: Political Contribution
Candidate Name: Charles W. Pickering
Category/Type: 011
Office Sought: House / Senate / President
State: MI District: 3rd
Disbursement For: Primary / General / Other (specify)
Date of Disbursement: 07 11 2002
Amount of Each Disbursement this Period: 50000

SUBTOTAL of Disbursements This Page (optional) ▶ 450000

TOTAL This Period (last page this line number only) ▶

FEC Schedule B (Form 3X) (Revised 1/01)

22037841034

SCHEDULE B (FEC Form 3X)
ITEMIZED DISBURSEMENTS

Use separate schedule(s) for each category of the Detailed Summary Page

FOR LINE NUMBER: (check only one) ☐ 21b ☐ 22 ☑ 23 ☐ 24 ☐ 25 ☐ 26 ☐ 27 ☐ 28a ☐ 28b ☐ 28c ☐ 29

PAGE 2 OF 2

Any information copied from such Reports and Statements may not be sold or used by any person for the purpose of soliciting contributions or for commercial purposes, other than using the name and address of any political committee to solicit contributions from such committee.

NAME OF COMMITTEE (In Full): Sidley Austin Brown & Wood LLP Good Government Fund

A.
Full Name (Last, First, Middle Initial): The John Neely Kennedy Campaign Comm
Mailing Address: PO Box 44196
City: Baton Rouge State: LA Zip Code: 70804-4196
Purpose of Disbursement: Political Contribution
Category/Type: 011
Candidate Name: John Neely Kennedy
Office Sought: ☐ House ☐ Senate ☐ President
Disbursement For: ☐ Primary ☐ General ☐ Other (specify)
State: LA District: Treasurer
Date of Disbursement: 09 05 2002
Amount of Each Disbursement this Period: 100000

B.
Full Name (Last, First, Middle Initial): Alexander for Senate Inc.
Mailing Address: 1130 Eighth Ave. South
City: Nashville State: TN Zip Code: 37203
Purpose of Disbursement: Political Contribution
Category/Type: 011
Candidate Name: Lamar Alexander
Office Sought: ☐ House ☑ Senate ☐ President
Disbursement For: ☐ Primary ☐ General ☐ Other (specify)
State: TN District:
Date of Disbursement: 09 30 2002
Amount of Each Disbursement this Period: 100000

C.
Full Name (Last, First, Middle Initial):
Mailing Address:
City: State: Zip Code:
Purpose of Disbursement:
Category/Type:
Candidate Name:
Office Sought: ☐ House ☐ Senate ☐ President
Disbursement For: ☐ Primary ☐ General ☐ Other (specify)
State: District:
Date of Disbursement:
Amount of Each Disbursement this Period:

SUBTOTAL of Disbursements This Page (optional) ▶ 200000

TOTAL This Period (last page this line number only) ▶ 650000

22037841035

Federal Election Commission

ENVELOPE REPLACEMENT PAGE FOR INCOMING DOCUMENTS

The Commission has added this page to the end of this filing to indicate how it was received.

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☐	Electronic Filing	

PREPARER

11/08/02
DATE PREPARED

(6/2000)