

**UNITED STATES OF AMERICA**  
**Before the**  
**SECURITIES AND EXCHANGE COMMISSION**

**SECURITIES ACT OF 1933**  
**Release No. 11134 / November 18, 2022**

**ADMINISTRATIVE PROCEEDING**  
**File No. 3-21243**

<p><b>In the Matter of</b></p> <p><b>The Registration Statement of American</b></p> <p><b>CryptoFed DAO LLC,</b></p> <p><b>Respondent.</b></p>
--

**MOTION TO HOLD PREHEARING  
CONFERENCE PURSUANT TO RULE  
221 (d) REQUIRED PREHEARING  
CONFERENCE**

The Securities and Exchange Commission (“SEC” or “Commission”) instituted this proceeding with an Order Instituting Proceedings (OIP) on November 18, 2022. The OIP ordered American CryptoFed DAO LLC (“American CryptoFed”) to file an Answer within ten days after service of the OIP and ordered that a hearing before Administrative Law Judge Carol Fox Foelak commence at 10:00 a.m. EST on December 1, 2022. On November 22, 2022, American CryptoFed received an order signed by Judge Foelak with a file name of “AP-6882 **PREHEARING ORDER\_2\_signed**” (Emphasis added), which states the following:

The parties are ordered to **confer and file a joint report by November 29, 2022**, estimating the length of the hearing, including their proposed witness and exhibit lists, and proposing a post- hearing briefing schedule. (Emphasis added).

On November 25, 2022, Judge Foelak provided a clarification on the prehearing conference with an order stating the following:

The OIP does not authorize the undersigned to postpone the commencement of the hearing. Further, **the undersigned did not order a prehearing conference**. Rather, the parties were ordered to file a report. (Emphasis added).

As a result, as of today, a prehearing conference to which American CryptoFed is entitled pursuant to Rule 221 (d) Required prehearing conference, has not yet been scheduled.

## I

### **Non-emergency and Non-urgency Matter**

Since November 20, 2022, one business day after receiving the service on Friday, November 18, 2022, American CryptoFed has communicated to the Division of Enforcement (“Division”) that there is no urgency and no emergency in this matter, given that there should be no possible damage to anyone, because, i) “Respondent’s Registration Statement is pending and is not yet effective” (OIP at p.1), and ii) it is an undisputable fact that American CryptoFed’s Form S-1 Registration Statement filing includes a “delaying amendment”. (*see* Exhibit 1, p.1-2).

The Division did not oppose this non-emergency and non-urgency statement of American CryptoFed. In the Division’s November 23, 2022 email attached as Exhibit 2 (“November 23, 2022 Email”), the Division was unable to even answer American CryptoFed’s first two key questions, which are cited below:

**Question 1:** With the delaying amendment in effect, can you in good faith provide us with any substantial reasons, to justify “the expedited nature of these proceedings” and “the expedited schedule”? (*see* Exhibit 1, p.2).

**Question 2:** Can you provide us with any substantial reasons, in good faith, to explain whether the Division of Enforcement will be substantially prejudiced, if the current schedule, including the time extension of the scheduled date of the public hearing (December 1, 2022), the prehearing date (November 29, 2022) and the due date to file an Answer to the OIP (November 28, 2022) is extended? (*see* Exhibit 1, p.3).

## II

### **Prehearing Conference Pursuant to Rule 221 (d)**

American CryptoFed is entitled to a Prehearing Conference Pursuant to Rule 221 (d), which states the following:

**Rule 221(d) Required prehearing conference.**

*(d) Required prehearing conference. Except where the emergency nature of a proceeding would make a prehearing conference clearly inappropriate, at least one prehearing conference should be held.*

Given that no “emergency nature of a proceeding would make a prehearing conference clearly inappropriate, **at least one prehearing conference** should be held”, pursuant to **Rule 221 (d) Required prehearing conference** above. (Emphasis added).

To the extent that the current schedule does not allow the “**Rule 221 (d) Required prehearing conference**”, the current schedule, including the scheduled date of the public hearing (December 1, 2022), the report filing date (November 29, 2022) ordered by Judge Foelak, and the due date to file an Answer to the OIP (November 28, 2022), violates the **Rule 221 (d) Required Prehearing Conference** above. American CryptoFed is entitled to have **at least one prehearing conference**. The prehearing conference schedule should reflect the absolute rights of American CryptoFed specified by Rule 250 (a) Motion for a ruling on the pleadings, and Rule 250 (b) Motion for summary disposition in 30- and 75-day proceedings. As American CryptoFed has made clear in its MOTION TO EXTEND THE THREE SCHEDULES OF THE PUBLIC HEARING, THE PREHEARING CONFERENCE AND FILING AN ANSWER TO THE ORDER INSTITUTING ADMINISTRATIVE PROCEEDINGS PURSUANT TO SECTION 8(d) OF THE SECURITIES ACT OF 1933 (“Motion to Extend Schedule”), filed on November 23, 2022, American CryptoFed will file a **Motion for a Ruling on the Pleadings**, and a **Motion for Summary Disposition**, pursuant to Rule 250 Dispositive motions (a) and (b) which state the following (Emphasis added):

**Rule 250 Dispositive motions (a) and (b)**

- (a) **Motion for a ruling on the pleadings. No later than 14 days after a respondent’s answer has been filed, any party may move for a ruling on the pleadings** on one or more claims or defenses, asserting that, even accepting all of the non-movant’s factual allegations as true and drawing all reasonable inferences in the non-movant’s favor, the

movant is entitled to a ruling as a matter of law. The hearing officer shall promptly grant or deny the motion.

- (b) **Motion for summary disposition in 30- and 75-day proceedings. In any proceeding under the 30- or 75-day timeframe designated pursuant to Rule 360(a)(2), after a respondent's answer has been filed and documents have been made available to that respondent for inspection and copying pursuant to Rule 230, any party may make a motion for summary disposition on one or more claims or defenses, asserting that the undisputed pleaded facts, declarations, affidavits, documentary evidence or facts officially noted pursuant to Rule 323 show that there is no genuine issue with regard to any material fact and that the movant is entitled to summary disposition as a matter of law.** The hearing officer shall promptly grant or deny the motion for summary disposition or shall defer decision on the motion. If it appears that a party, for good cause shown, cannot present prior to the hearing facts essential to justify opposition to the motion, the hearing officer shall deny or defer the motion.

### III

#### Subjects to Be Discussed Pursuant to Rule 221 Prehearing Conference (c)

Rule 221. Prehearing conference (c), states the following:

*(c) Subjects to be discussed. At a prehearing conference consideration may be given and action taken with respect to any and all of the following:*

- (1) Simplification and clarification of the issues;*
- (2) Exchange of witness and exhibit lists and copies of exhibits,*
- (3) Timing of expert witness disclosures and reports, if any*
- (4) Stipulations, admissions of fact, and stipulations concerning the contents, authenticity, or admissibility into evidence of documents;*
- (5) Matters of which official notice may be taken;*
- (6) The schedule for exchanging prehearing motions or briefs, if any;*
- (7) The method of service for papers other than Commission orders;*
- (8) The filing of any motion pursuant to Rule 250;*
- (9) Settlement of any or all issues;*
- (10) Determination of hearing dates;*
- (11) Amendments to the order instituting proceedings or answers thereto;*
- (12) Production, and timing for completion of the production, of documents as set forth in Rule 230, and prehearing production of documents in response to subpoenas duces tecum as set forth in Rule 232;*
- (13) Specification of procedures as set forth in Rule 202;*
- (14) Depositions to be conducted, if any, and date by which depositions shall be completed; and*
- (15) Such other matters as may aid in the orderly and expeditious disposition of the proceeding.*

In order to have a fair public hearing for a **Motion for summary disposition in 30- and 75-day proceedings**, American CryptoFed is entitled to and will consider all the subjects to be discussed in accordance with Rule 221(c) above, including calling witnesses from the crypto industry.

### **III** **Conclusion**

For all the reasons set forth above, American CryptoFed respectfully requests the Commission and/or Judge Foelak to, i) schedule a prehearing conference date so that the absolute rights of American CryptoFed specified by the due process of Rule 221 (d) Required prehearing conference, Rule 250 (a) Motion for a ruling on the pleadings, and Rule 250 (b) Motion for summary disposition in 30- and 75-day proceedings, can be respected and protected; and ii) reschedule the current public hearing date (December 1, 2022) accordingly. These Rules 221 (d), 250 (a) and (b) reflect the spirit of and should be protected by the Due Process Clause of the Fifth Amendment of the US Constitution.

Dated: November 25, 2022

Respectfully submitted

DocuSigned by:  
*Scott Moeller*  
A82E97EDD0C44FD...

By /s/ Scott Moeller

Scott Moeller, President  
Xiaomeng Zhou, Chief Operating Officer  
American CryptoFed DAO LLC  
1607 Capitol Ave Ste 327  
Cheyenne, WY. 82001  
Phone (307) 206-4210  
[scott.moeller@americancryptofed.org](mailto:scott.moeller@americancryptofed.org)  
[zhouxm@americancryptofed.org](mailto:zhouxm@americancryptofed.org)

**CERTIFICATE OF SERVICE**

I hereby certify that a true copy of this Notice of Appearance was filed by eFAP and was served on the following on this 25th day of November 2022, in the manner indicated below:

By Email:  
Christopher Bruckmann,  
Trial Counsel, Division of Enforcement – Trial Unit  
U.S. Securities and Exchange Commission  
100 F Street, N.E.  
Washington, D.C. 20549-5949  
202-551-5986  
[bruckmannc@sec.gov](mailto:bruckmannc@sec.gov)

By /s/ Scott Moeller

DocuSigned by:

*Scott Moeller*

A82E97EDD0C44FD...

Scott Moeller

President, American CryptoFed DAO LLC  
1607 Capitol Ave Ste 327  
Cheyenne, WY. 82001  
[scott.moeller@americancryptofed.org](mailto:scott.moeller@americancryptofed.org)