



AGENDA DOCUMENT No. 10-36

APPROVED JULY 1, 2010

**MINUTES OF AN OPEN MEETING
OF THE
FEDERAL ELECTION COMMISSION
THURSDAY, JUNE 10, 2010**

PRESENT:

Matthew S. Petersen, Chairman, presiding

Cynthia L. Bauerly, Vice Chair

Caroline C. Hunter, Commissioner

Donald F. McGahn II, Commissioner

Steven T. Walther, Commissioner

Alec Palmer, Acting Staff Director

Thomasenia P. Duncan, General Counsel

Darlene Harris, Deputy Secretary

Chairman Matthew S. Petersen called the Federal Election Commission to order in an open meeting at 10:20 A.M. on Thursday, June 10, 2010, with a quorum present.

I. CORRECTION AND APPROVAL OF MINUTES

**Minutes for May 27, 2010
Agenda Document No. 10-33**

Chairman Petersen recognized Vice Chair Bauerly, who

MOVED to approve the Minutes for the open meeting of Thursday, May 27, 2010, as set forth in Agenda Document No. 10-33.

The motion carried on a vote of 5-0 with Commissioners Bauerly,

Hunter, McGahn, Petersen and Walther voting affirmatively.

II. DRAFT ADVISORY OPINION 2010-08

**Citizens United by Theodore B. Olson, Esq.
Agenda Document No. 10-34 (Submitted late)**

Chairman Petersen recognized Vice Chair Bauerly, who

MOVED to suspend the rules on the timely submission of agenda documents in order to consider Agenda Document No. 10-34.

The motion carried on a vote of 5-0 with Commissioners Bauerly,

Hunter, McGahn, Petersen and Walther voting affirmatively.

The Chairman noted Mr. Michael Boos, General Counsel of Citizens United, was present to answer any questions the Commission may have during the discussion.

II. DRAFT ADVISORY OPINION 2010-08 (continued)

Chairman Petersen recognized Mr. Peter Reynolds of the General Counsel's Office who presented the draft advisory opinion concerning whether Citizens United's filmmaking activities constitute expenditures and electioneering communications under the Federal Election Campaign Act of 1971, as amended (the "Act"), and Commission regulations. A discussion followed.

Chairman Petersen recognized Commissioner McGahn, who

**MOVED to adopt Draft A of Advisory Opinion 2010-08,
as set forth in Agenda Document No. 10-34.**

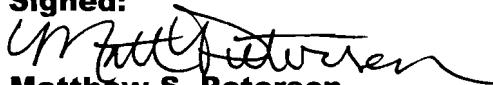
**The motion carried on a vote of 4-1 with Commissioners Bauerly,
Hunter, McGahn and Petersen voting affirmatively.**

Commissioner Walther dissented.

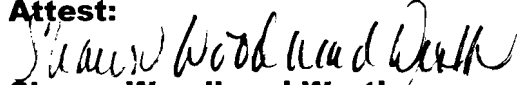
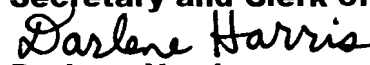
III. MANAGEMENT AND ADMINISTRATIVE MATTERS

**There being no further business to come before the Commission,
the meeting adjourned at 10:34 A.M.**

Signed:


**Matthew S. Petersen
Chairman of the Commission**

Attest:


**Shawn Woodhead Werth
Secretary and Clerk of the Commission**

**Darlene Harris
Deputy Secretary of the Commission**