



**AGENDA DOCUMENT No. 10-36**

**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**