



AGENDA DOCUMENT NO. 12-07-A
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**MINUTES OF AN OPEN MEETING
OF THE
FEDERAL ELECTION COMMISSION
THURSDAY, JANUARY 12, 2012**

PRESENT:

Caroline C. Hunter, Chair, presiding

Ellen L. Weintraub, Vice Chair

Cynthia L. Bauerly, Commissioner

Donald F. McGahn II, Commissioner

Matthew S. Petersen, Commissioner

Steven T. Walther, Commissioner

Alec Palmer, Staff Director

Anthony Herman, General Counsel

Shawn Woodhead Werth, Secretary and Clerk

Chair Caroline C. Hunter called the Federal Election Commission to order in an open meeting at 10:03 A.M. on Thursday, January 12, 2012 with a quorum present.

Chair Hunter welcomed everyone to the first meeting of the new year and said she looked forward to working with her colleagues and staff as Chair.

I. CORRECTION AND APPROVAL OF MINUTES

**Minutes for December 15, 2011
Agenda Document No. 12-02**

Chair Hunter recognized Vice Chair Weintraub who

MOVED to approve the minutes for December 15, 2011 as set forth in Agenda Document No. 12-02.

The motion carried on a vote of 6-0 with Commissioners Bauerly, Hunter, McGahn, Petersen, Walther and Weintraub voting affirmatively for the decision.

Chair Hunter recognized Vice Chair Weintraub who

MOVED to suspend the rules on the timely submission of agenda documents in order to consider the late submission of Agenda Document Nos. 12-01 and 12-01-A.

The motion carried on a vote of 6-0 with Commissioners Bauerly, Hunter, McGahn, Petersen, Walther and Weintraub voting affirmatively for the decision.

II. DRAFT ADVISORY OPINION 2011-24

**Louder Solutions, LLC, d/b/a StandLouder.com
By James A. Kahl, Esq.**

**Agenda Document No. 12-01 – Drafts A and B
(Submitted Late)**

**Agenda Document No. 12-01-A – Draft C
(Submitted Late)**

Chair Hunter noted that Mr. James Kahl, counsel, and Mr. Victor Hannak, manager and owner of Louder Solutions, LLC, were present and available to answer Commissioners' questions.

Chair Hunter recognized Mr. Theodore Lutz of the General Counsel's Office who presented the draft advisory opinion concerning the application of the Federal Election Campaign Act of 1971, as amended, and Commission regulations to StandLouder.com's projected business model. StandLouder.com asks 1) whether it is a political committee; 2) whether StandLouder.com, its content creators and the users who donate funds collectively will become a political committee or a series of political committees; 3) what disclaimer and disclosure obligations apply to

StandLouder.com's advertisements; and 4) as an alternative, whether StandLouder.com may form an independent expenditure-only committee.

Mr. Kahl and Mr. Hannak participated in the discussion which followed.

Chair Hunter stated that the 60-day deadline for a response to this request is January 23, 2012. It was agreed, by consensus, to hold this matter over.

Chair Hunter noted that this is Mr. Kevin Deeley's first Open Meeting serving as the Acting Associate General Counsel for Policy.

Chair Hunter announced that the Reports Analysis Division (RAD) is unveiling a new webpage designed to assist committees with reporting and campaign finance activity. She noted that it is very user-friendly and thanked staff from RAD and the Information Technology Division for their work on this undertaking. She recognized Ms. Debbie Chacona, Assistant Staff Director of RAD, who explained the webpage's design, summarized its features and thanked staff who worked on this project.

Chair Hunter also announced a recent change regarding the enforcement process. When the Commission enters into pre-probable

cause to believe conciliation, the Commission sends a draft conciliation agreement to the respondent which includes an opening civil penalty amount. Previously, the Commission did not routinely provide information on the derivation of the penalty figure. In December, the Commission decided that, going forward, it will explain how the civil penalty amount was calculated. General Counsel Herman participated in the discussion which followed.

III. MANAGEMENT AND ADMINISTRATIVE MATTERS

There being no further business to come before the Commission, the meeting adjourned at 11:53 A.M.

Signed:

**Caroline C. Hunter
Chair of the Commission**

Attest:

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