

BELL, MCANDREWS & HILTACHK
ATTORNEYS AND COUNSELORS AT LAW
1441 FOURTH STREET
SANTA MONICA, CALIFORNIA 90401
(310) 458-1405
FAX (310) 394-4028

FEDERAL ELECTION COMMISSION
APR 20 11 32 AM '98

CHARLES H. BELL, JR.
COLLEEN G. MCANDREWS
THOMAS W. HILTACHK
JEFFREY E. LANGAN
JAMES P. SWEENEY
OF COUNSEL

155 CAPITOL MALL, SUITE 801
SACRAMENTO, CA 95814
(916) 442-7757
FAX (916) 442-7759
WWW.BMHILAW.COM

April 20, 1998

Federal Election Commission
999 E Street, N. W.
Washington D.C. 20463

Dear Filing Officer:

Enclosed are the original and one copy of the following for:

The Walt Disney Company Employees' PAC, ID # C00197749

for the period 03/01/98 through 03/31/98.

FORM 3X

AMENDMENT TO ABOVE

REPORT SENT BY FIRST CLASS MAIL

REPORT SENT BY OVERNIGHT DELIVERY

OTHER: Certified Mail

Please endorse this transmittal letter as acknowledgment of receipt and return it in the self-addressed, stamped envelope provided.

Sincerely,

Bell, McAndrews & Hiltachk

cc: Secretary of State - Sacramento, CA
cc: Ethics Commission - Jefferson City, MO
cc: State Board of Elections - Springfield, IL
cc: Office of Lieutenant Gov. - Salt Lake City, UT
cc: State Board of Elections - Albany, NY
cc: Indiana Election Commission - Indianapolis, IN
cc: Secretary of State - Baton Rouge, LA

cc: Secretary of State - Columbus, OH
cc: Secretary of State - Phoenix, AZ
cc: State Board of Elections - Raleigh, NC
cc: Secretary of State - Boston, MA
cc: Secretary of State - Lansing, MI
cc: Secretary of State - Tallahassee, FL
cc: Ethics Commission - Oklahoma City, OK

Enclosures

02551904209E

REPORT OF RECEIPTS AND DISBURSEMENTS

For Other Than an Authorized Committee
(Summary Page)

RECEIVED
FEDERAL ELECTION
COMMISSION MAIL ROOM

USE FEC MAILING LABEL
OR
TYPE OR PRINT

1. NAME OF COMMITTEE (in full) The Walt Disney Company Employees' Political Action Committee		APR 24 11 32 AM '98	
ADDRESS (number and street) <input type="checkbox"/> Check if different than previously reported. 500 S. Buena Vista Street		2. FEC IDENTIFICATION NUMBER C00197749	
CITY, STATE and ZIP CODE Burbank, CA 91521-0188		3. <input checked="" type="checkbox"/> This committee has qualified as a multicandidate committee (see FEC FORM 1M)	

4. TYPE OF REPORT

- (a) April 15 Quarterly Report
 July 15 Quarterly Report
 October 15 Quarterly Report
 January 31 Year End Report
 July 31 Mid-Year Report (Non-election Year Only)
 Termination Report
- Monthly Report Due on:
 February 20 June 20 October 20
 March 20 July 20 November 20
 April 20 August 20 December 20
 May 20 September 20 January 31
- Twelfth day report preceding _____
(Type of Election)
election on _____ in the State of _____
- Thirtieth day report following the General Election on _____
in the State of _____
- (b) Is this Report an Amendment? YES NO

SUMMARY	COLUMN A This Period	COLUMN B Calendar Year-to-Date
5. Covering Period <u>03/01/98</u> through <u>03/31/98</u>		
6. (a) Cash on Hand January 1, 1998		24,825.63
(b) Cash on Hand at Beginning of Reporting Period	28,434.63	
(c) Total Receipts (from Line 19)	2,992.00	33,601.00
(d) Subtotal (add Lines 6(b) and 6(c) for Column A and Lines 6(a) and 6(c) for Column B)	31,426.63	58,426.63
7. Total Disbursements (from Line 30)	30,000.00	57,000.00
8. Cash on Hand at Close of Reporting Period (subtract Line 7 from Line 6(d))	1,426.63	1,426.63
9. Debts and Obligations Owed TO the Committee (Itemize all on Schedule C and/or Schedule D)	0.00	For further information contact: Federal Election Commission 899 E Street, NW Washington, DC 20463 Toll Free 800-424-9530 Local 202-878-3120
10. Debts and Obligations Owed BY the Committee (Itemize all on Schedule C and/or Schedule D)	0.00	

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
Jeffrey A. Schwartz

Signature of Treasurer


Date
4-20-98

NOTE: Submission of false, erroneous, or incomplete information may subject the person signing this Report to the penalties of 2 U. S. C. p437g.

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FEC FORM 3X
(revised 8/93)

DETAILED SUMMARY PAGE

OF RECEIPTS AND DISBURSEMENTS

PAGE 2, FEC FORM 3X

NAME OF COMMITTEE	REPORT COVERING PERIOD	
The Walt Disney Company Employees' Political Action Committee	FROM: 03/01/98	TO: 03/31/98
I. Receipts	COLUMN A Total This Period	COLUMN B Calendar Year
11. Contributions (other than loans) From:		
a. Individuals/Persons Other Than Political Committees		
i. Itemized (use Schedule A)	320.00	23,570.00
ii. Unitemized	2,672.00	10,031.00
iii. Total	2,992.00	33,601.00
b. Political Party Committees	0.00	0.00
c. Other Political Committees (such as PACs)	0.00	0.00
d. Total Contributions	2,992.00	33,601.00
12. Transfers From Affiliated/Other Party Committees	0.00	0.00
13. All Loans Received	0.00	0.00
14. Loan Repayments Received	0.00	0.00
15. Offsets to Operating Expenditures (Refunds, Rebates, etc.)	0.00	0.00
16. Refunds of Contributions Made to Federal Candidates and Other Political Committees	0.00	0.00
17. Other Federal Receipts (Dividends, Interest, etc.)	0.00	0.00
18. Transfers from Nonfederal Account for Joint Activity	0.00	0.00
19. Total Receipts (add 11d, 12, 13, 14, 15, 16, 17, and 18)	2,992.00	33,601.00
20. Total Federal Receipts (subtract line 18 from line 19)	2,992.00	33,601.00
II. Disbursements		
21. Operating Expenditures		
a. Shared Federal/Non-Federal Activity (from Schedule H4)		
i. Federal Share	0.00	0.00
ii. Non-Federal Share	0.00	0.00
b. Other Federal Operating Expenditures	0.00	0.00
c. Total Operating Expenditures (add a i, a ii, and b)	0.00	0.00
22. Transfers to Affiliated/Other Party Committees	0.00	0.00
23. Contributions to Federal Candidates/Committees and Other Party Committees	30,000.00	57,000.00
24. Independent Expenditures (use Schedule E)	0.00	0.00
25. Coordinated Expenditures Made by Party Committees(2 U.S.C.441s(d))(use Schedule F)	0.00	0.00
26. Loan Repayments Made	0.00	0.00
27. Loans Made	0.00	0.00
28. Refunds of Contributions To:		
a. Individuals/Persons Other Than Political Committees	0.00	0.00
b. Political Party Committees	0.00	0.00
c. Other Political Committees (such as PACs)	0.00	0.00
d. Total Contribution Refunds (add a, b and c)	0.00	0.00
29. Other Disbursements	0.00	0.00
30. Total Disbursements (add 21c, 22, 23, 24, 25, 26, 27, 28d, and 29)	30,000.00	57,000.00
31. Total Federal Disbursements (subtract line 21 a ii from line 30)	30,000.00	57,000.00
III. Net Contributions/Operating Expenditures		
32. Total Contributions (other than loans)(from line 11d)	2,992.00	33,601.00
33. Total Contribution Refunds (from line 28d)	0.00	0.00
34. Net Contributions (other than loans)(subtract line 33 from 32)	2,992.00	33,601.00
35. Total Federal Operating Expenditures (add 21 a i and 21 b)	0.00	0.00
36. Offsets to Operating Expenditures (from line 15)	0.00	0.00
37. Net Operating Expenditures (subtract line 36 from 35)	0.00	0.00

SCHEDULE A ITEMIZED RECEIPTS

Contributions from Individuals/Persons

Use separate schedule(s) for each category of the Detailed Summary Page (03/01/98 - 03/31/98)

PAGE 1 OF 1
FOR LINE NUMBER 11(a)(i)

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)

The Walt Disney Company Employees' Political Action Committee C00197749

A. Full Name, Mailing Address and ZIP Code	Name of Employer	Date (month, day, year)	Amount of Each Receipt this Period
Richard Bates 8443 Clover Leaf Drive McLean, VA 22102	The Walt Disney Company	03/07/98	20.00
		03/14/98	20.00
		03/21/98	20.00
		03/28/98	20.00
Receipt For: <input type="checkbox"/> Primary <input type="checkbox"/> General Other (specify):		Occupation: V.P., Government Relations	Aggregate Year-to-Date > \$ 240.00
Debbie Bonnett 1136 Cardiff Circle Thousand Oaks, CA 91362	The Walt Disney Company	03/07/98	20.00
		03/14/98	20.00
		03/21/98	20.00
		03/29/98	20.00
Receipt For: <input type="checkbox"/> Primary <input type="checkbox"/> General Other (specify):		Occupation: V.P., Corporate Alliances	Aggregate Year-to-Date > \$ 240.00
Manuel G. Grace 930 Chapea Road Pasadena, CA 91107	The Walt Disney Company	03/07/98	20.00
		03/14/98	20.00
		03/21/98	20.00
		03/28/98	20.00
Receipt For: <input type="checkbox"/> Primary <input type="checkbox"/> General Other (specify):		Occupation: V.P., Counsel	Aggregate Year-to-Date > \$ 240.00
Steven Stamerad 341 Havenhurst Drive West Hollywood, CA 90046	The Walt Disney Company	03/07/98	20.00
		03/14/98	20.00
		03/21/98	20.00
		03/28/98	20.00
Receipt For: <input type="checkbox"/> Primary <input type="checkbox"/> General Other (specify):		Occupation: Creative Director	Aggregate Year-to-Date > \$ 240.00
Receipt For: <input type="checkbox"/> Primary <input type="checkbox"/> General Other (specify):		Occupation:	Aggregate Year-to-Date > \$
Receipt For: <input type="checkbox"/> Primary <input type="checkbox"/> General Other (specify):		Occupation:	Aggregate Year-to-Date > \$
Receipt For: <input type="checkbox"/> Primary <input type="checkbox"/> General Other (specify):		Occupation:	Aggregate Year-to-Date > \$

SUBTOTAL of Receipts This Page (optional)

320.00

TOTAL The Period (last page this line number only)

320.00

SCHEDULE B ITEMIZED DISBURSEMENTS
Contribution to Federal Candidates/Committees and Other Party Committees

Use separate schedule(s) for each category of the Detailed Summary Page (09/01/98 - 03/31/98)

PAGE 1 OF 3
 FOR LINE NUMBER 33

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)

The Walt Disney Company Employees' Political Action Committee C00197749

A. Full Name, Mailing Address and ZIP Code	Purpose of Disbursement	Date (month, day, year)	Amount of Each Disbursement this Period
Becerra for Congress P.O. Box 75214 Washington, DC 20013-5214	Federal Contribution CD-30 CA Disbursement For: <input checked="" type="checkbox"/> Primary <input type="checkbox"/> General <input type="checkbox"/> Other (specify):	03/19/98	500.00
Berman for Congress 10200 Sepulveda Blvd., Ste. 112 Mission Hills, CA 91345	Federal Contribution CD-26 CA Disbursement For: <input checked="" type="checkbox"/> Primary <input type="checkbox"/> General <input type="checkbox"/> Other (specify):	03/25/98	5,000.00
Billy Tauzin Committee P.O. Box 1407 Thibodaux, LA 70302	Federal Contribution CD-3 LA Disbursement For: <input checked="" type="checkbox"/> Primary <input type="checkbox"/> General <input type="checkbox"/> Other (specify):	03/19/98	1,000.00
Boxer for Senate P.O. Box 641751 Los Angeles, CA 90064	Federal Contribution Senate CA Disbursement For: <input type="checkbox"/> Primary <input checked="" type="checkbox"/> General <input type="checkbox"/> Other (specify):	03/03/98	1,000.00
Boxer for Senate P.O. Box 641751 Los Angeles, CA 90064	Federal Contribution Senate CA Disbursement For: <input type="checkbox"/> Primary <input type="checkbox"/> General <input checked="" type="checkbox"/> Other (specify): Refund requested	03/03/98	1,000.00
Chris Cannon for Congress P.O. Box 2776 Arlington, VA 22202	Federal Contribution CD-3 VA Disbursement For: <input checked="" type="checkbox"/> Primary <input type="checkbox"/> General <input type="checkbox"/> Other (specify):	03/19/98	500.00
Christopher Cox Congressional Committee P.O. Box 8088C Newport Beach, CA 92658	Federal Contribution CD-47 CA Disbursement For: <input checked="" type="checkbox"/> Primary <input type="checkbox"/> General <input type="checkbox"/> Other (specify):	03/30/98	1,000.00
Committee to Re-Elect Loretta Sanchez 12553 South Harbor Blvd. Garden Grove, CA 92640	Federal Contribution CD-46 CA Disbursement For: <input checked="" type="checkbox"/> Primary <input type="checkbox"/> General <input type="checkbox"/> Other (specify):	03/18/98 03/03/98	1,000.00 1,000.00
Conyers for Congress 2426 Rayburn House Office Bldg. Washington, DC 20515	Federal Contribution CD-14 MT Disbursement For: <input checked="" type="checkbox"/> Primary <input type="checkbox"/> General <input type="checkbox"/> Other (specify):	03/03/98	1,000.00

SUBTOTAL of Disbursements This Page (optional)

13,000.00

TOTAL This Period (last page this line number only)

SCHEDULE B ITEMIZED DISBURSEMENTS
Contribution to Federal Candidates/Committees and Other Party Committees

Use separate schedule(s) for each category of the Detailed Summary Page (03/01/98 - 03/31/98)

PAGE 2 OF 3
 FOR LINE NUMBER 23

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NAME OF COMMITTEE (in full)

The Walt Disney Company Employees' Political Action Committee C00197749

A. Full Name, Mailing Address and ZIP Code	Purpose of Disbursement Federal Contribution	Date (month, day, year)	Amount of Each Disbursement this Period
Delahunt for Congress Committee 500 Victory Road Quincy, MA 02171	CD-10 MA Disbursement For: <input checked="" type="checkbox"/> Primary <input type="checkbox"/> General <input type="checkbox"/> Other (specify):	03/19/98	500.00
Evan Bayh for Senate 1 North Capitol Street Indianapolis, IN 46204	Senate IN Disbursement For: <input checked="" type="checkbox"/> Primary <input type="checkbox"/> General <input type="checkbox"/> Other (specify):	03/04/98	5,000.00
Friends of Cliff Stearns P.O. Box 308 Silver Springs, FL 34489	CD-26 FL Disbursement For: <input checked="" type="checkbox"/> Primary <input type="checkbox"/> General <input type="checkbox"/> Other (specify):	03/30/98	500.00
Friends of D'Amato P.O. Box 888 Mineola, NY 11501	Senate NY Disbursement For: <input checked="" type="checkbox"/> Primary <input type="checkbox"/> General <input type="checkbox"/> Other (specify):	03/30/98	1,000.00
Friends of Senator Nickles P.O. Box 1549 Ponca City, OK 74602	Senate OK Disbursement For: <input checked="" type="checkbox"/> Primary <input type="checkbox"/> General <input type="checkbox"/> Other (specify):	03/30/98	1,000.00
Galleghy for Congress P.O. Box 3789 Simi Valley, CA 93093	CD-23 CA Disbursement For: <input checked="" type="checkbox"/> Primary <input type="checkbox"/> General <input type="checkbox"/> Other (specify):	03/30/98	500.00
Gephardt in Congress Committee 530 Seventh Street, S.E., 2nd Floor Washington, DC 20003	CD-3 NO Disbursement For: <input checked="" type="checkbox"/> Primary <input type="checkbox"/> General <input type="checkbox"/> Other (specify):	03/19/98	1,000.00
Hastert for Congress P.O. Box 625 Batavia, IL 60510	CD-14 IL Disbursement For: <input type="checkbox"/> Primary <input checked="" type="checkbox"/> General <input type="checkbox"/> Other (specify):	03/30/98	500.00
Howard Cable for Congress 2219 Rayburn House Office Bldg. Washington, DC 20515	CD-6 NC Disbursement For: <input checked="" type="checkbox"/> Primary <input type="checkbox"/> General <input type="checkbox"/> Other (specify):	03/03/98	1,000.00

SUBTOTAL of Disbursements This Page (optional)

11,000.00

TOTAL This Period (last page this line number only)

SCHEDULE B ITEMIZED DISBURSEMENTS
Contribution to Federal Candidates/Committees and Other Party Committees

Use separate schedule(s) for each category of the Detailed Summary Page (2001-98 - 03/01/98)

PAGE 3 OF 3
 FOR LINE NUMBER 23

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)

The Walt Disney Company Employees' Political Action Committee C00197749

A. Full Name, Mailing Address and ZIP Code	Purpose of Disbursement Federal Contribution	Date (month, day, year)	Amount of Each Disbursement this Period
Joe Scarborough for Congress P.O. Box 13012 Pensacola, FL 32591	CD-1 FL Disbursement For: <input checked="" type="checkbox"/> Primary <input type="checkbox"/> General Other (specify):	03/30/98	500.00
Matsui for Congress 5501 Cherokee Ave., Ste. 112 Alexandria, VA 22312	CD-5 CA Disbursement For: <input checked="" type="checkbox"/> Primary <input type="checkbox"/> General Other (specify):	03/03/98	1,000.00
McCain for Senate 1130 E. Missouri Street, Ste. 112 Phoenix, AZ 85010	Senate AZ Disbursement For: <input type="checkbox"/> Primary <input checked="" type="checkbox"/> General Other (specify):	03/30/98	1,000.00
Mica for Congress P.O. Box 181546 Casselberry, FL 32718	CD-7 FL Disbursement For: <input checked="" type="checkbox"/> Primary <input type="checkbox"/> General Other (specify):	03/30/98	500.00
Oxley for Congress P.O. Box 1998 Findley, OH 45840	CD-4 OH Disbursement For: <input checked="" type="checkbox"/> Primary <input type="checkbox"/> General Other (specify):	03/03/98	1,000.00
Pease for Congress Committee P.O. Box 511 Seelyville, IN 47878	CD-7 IN Disbursement For: <input checked="" type="checkbox"/> Primary <input type="checkbox"/> General Other (specify):	03/30/98	500.00
Rogan Campaign Committee P.O. Box 36 Montrose, CA 91201	CD-27 CA Disbursement For: <input type="checkbox"/> Primary <input checked="" type="checkbox"/> General Other (specify):	03/03/98	500.00
The Mary Bond Committee P.O. Box 3370 Palm Springs, CA 92263	CD-44 CA Disbursement For: <input checked="" type="checkbox"/> Primary <input type="checkbox"/> General Other (specify): Special	03/03/98	500.00
Weldon for Congress P.O. Box 968 Melbourne, FL 32902	CD-15 FL Disbursement For: <input checked="" type="checkbox"/> Primary <input type="checkbox"/> General Other (specify):	03/30/98	500.00

SUBTOTAL of Disbursements This Page (optional)

5,000.00


TOTAL This Period (last page this line number only)

30,000.00

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.

<input type="checkbox"/> Hand Delivered	Date of Receipt
<input type="checkbox"/> First Class Mail	POSTMARKED
<input checked="" type="checkbox"/> Registered/Certified Mail	POSTMARKED 04/20/98
<input type="checkbox"/> No Postmark	
<input type="checkbox"/> Postmark Illegible	
<input type="checkbox"/> Received from the House office of Records and Registration	Date of Receipt
<input type="checkbox"/> Received from the Senate Office of Public Records	Date of Receipt
<input type="checkbox"/> Other (Specify):	Postmarked and/or Date of Receipt
<input type="checkbox"/> Electronic Filing	
  PREPARER	 04/24/98 DATE PREPARED