

BELL, MCANDREWS & HILTACHK

ATTORNEYS AND COUNSELORS AT LAW

1241 FOURTH STREET

SANTA MONICA, CALIFORNIA 90401

(310) 458-1405

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RECEIVED
FEDERAL ELECTION
COMMISSION MAIL ROOM

APR 12 11 30 AM '98

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

455 CAPITOL MALL, SUITE 801
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April 4, 1998

Mr. Edward D. Ryan
Report Analyst
Federal Election Commission
Washington D. C. 20463

Re: Walt Disney Co. Employees' Political Action Committee
C00197749

Dear Mr. Ryan:

This letter responds to your letter dated March 19, 1998 requesting amendments or information for the October Monthly, November Monthly, and Year End Report for the above referenced committee.

Please find enclosed the following amendments as requested with explanatory information where pertinent:

1. October Monthly (9/1-9/30/97)

a. The Graham reception in Florida was held on May 28, 1997.

2. November Monthly (10/1-10/31/97)

a. The lunch with Congressman Mark Foley occurred on October 3, 1997 in the studio dining room and was not an expenditure in connection with a federal election. The event was a lunch to discuss issues of interest to the film industry and the several PAC officials in attendance.

b. The fundraiser for Barbara Boxer was held on October 18, 1998 and the payment for catering services was paid in advance of the event. The amendment reflects the actual catering costs with the remainder of the advance payment to the corporation attributed to reimbursement of administrative costs as we discussed on April 22.

3. December Monthly (11/1-11/30/97)

a. Summary page amendments.

Letter to Edward D. Ryan
April 4, 1998
Page two

4. Year End (12/1-12/31/97)

a. The Clay Shaw reception in Florida was held on November 10, 1997.

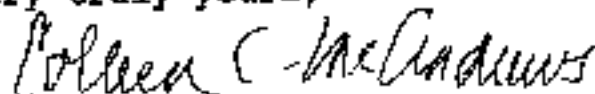
b. The Barbara Boxer contribution has been re-designated pursuant to my letter to you dated April 22, 1998.

5. April Monthly (3/1-3/31/98)

a. The Barbara Boxer contribution and refund have been adjusted pursuant to my letter to you dated April 22, 1998. The refund will be made prior to May 3, 1998.

Please contact me if you have any further questions regarding the reports filed on behalf of The Walt Disney Co. Employees' Political Action Committee.

Very truly yours,



Colleen C. McAndrews
Legal Counsel to the PAC

CCM/sa
Enclosures

015579042998

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RECEIVED
FEDERAL ELECTION
COMMISSION MAIL ROOM

MAY 12 11 30 AM '98

CHARLES H. BELL, JR.
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OF COUNSEL

400 CAPITOL MALL, SUITE 801
SACRAMENTO, CA 95814
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May 6, 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

98.05.509.12379

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

025515050698

025515050698

REPORT OF RECEIPTS AND DISBURSEMENTS

For Other Than an Authorized Committee
(Summary Page)

RECEIVED
FEDERAL ELECTION
COMMISSION MAIL ROOM

May 12 11 30 AM '98

USE FEC MAILING LABEL
OR
TYPE OR PRINT

1. NAME OF COMMITTEE (in full) The Walt Disney Company Employees' Political Action Committee		2. FEC IDENTIFICATION NUMBER C00197749
ADDRESS (number and street) <input type="checkbox"/> Check if different than previously reported. 500 S. Buena Vista Street		
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	
10. Debts and Obligations Owed BY the Committee (Itemize all on Schedule C and/or Schedule D)	0.00	

For further information
contact:
Federal Election Commission
999 E Street, NW
Washington, DC 20463
Toll Free 800-424-9630
Local 202-375-3120

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

Jeff Schwartz

Date

5/6/98

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 9/93)

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. 441a(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 (SS00105 - 03/01/98)	PAGE	OF
	1	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 McLeans, 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 <input type="checkbox"/> Other (specify):		Occupation V.P., Government Relations	Aggregate Year-to-Date > \$ 240.00
Debbie Bolnett 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
		03/28/98	20.00
Receipt For: <input type="checkbox"/> Primary <input type="checkbox"/> General <input type="checkbox"/> Other (specify):		Occupation V.P., Corporate Alliances	Aggregate Year-to-Date > \$ 240.00
Manuel G. Grace 900 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 <input type="checkbox"/> Other (specify):		Occupation V.P., Counsel	Aggregate Year-to-Date > \$ 240.00
Steven Skamstad 941 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 <input type="checkbox"/> Other (specify):		Occupation Creative Director	Aggregate Year-to-Date > \$ 240.00
E. Full Name, Mailing Address and ZIP Code	Name of Employer	Date (month, day, year)	Amount of Each Receipt this Period
Receipt For: <input type="checkbox"/> Primary <input type="checkbox"/> General <input type="checkbox"/> Other (specify):		Aggregate Year-to-Date > \$	
F. Full Name, Mailing Address and ZIP Code	Name of Employer	Date (month, day, year)	Amount of Each Receipt this Period
Receipt For: <input type="checkbox"/> Primary <input type="checkbox"/> General <input type="checkbox"/> Other (specify):		Aggregate Year-to-Date > \$	
G. Full Name, Mailing Address and ZIP Code	Name of Employer	Date (month, day, year)	Amount of Each Receipt this Period
Receipt For: <input type="checkbox"/> Primary <input type="checkbox"/> General <input type="checkbox"/> Other (specify):		Aggregate Year-to-Date > \$	
SUBTOTAL of Receipts This Page (optional)			320.00
TOTAL This Period (last page this line number only)			320.00

980303-309-2372

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 (202108-02/1/98)

PAGE 1 OF 3
 FOR LINE NUMBER 23

Any information copied from each Report and Statement 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
Boxerra for Congress P.O. Box 75214 Washington, DC 20013-5214	CD-10 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 541751 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	1,032.00
Boxer for Senate P.O. Box 541751 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	968.00
Chris Cannon for Congress P.O. Box 2776 Arlington, VA 22202	Federal Contribution CD-3 UT 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
Coyne for Congress 2426 Rayburn House Office Bldg. Washington, DC 20515	Federal Contribution CD-14 NY 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

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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
DeLaunt for Congress Committee 500 Victory Road Quincy, MA 02171	CD-10 MA Disbursement For: <input checked="" type="checkbox"/> Primary <input type="checkbox"/> General 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 Other (specify):	03/04/98	5,000.00
Friends of Cliff Stearns P.O. Box 108 Silver Springs, FL 34489	CD-26 FL Disbursement For: <input checked="" type="checkbox"/> Primary <input type="checkbox"/> General Other (specify):	03/30/98	500.00
Friends of D'Amato P.O. Box 898 Minerals, NY 11501	Senate NY Disbursement For: <input checked="" type="checkbox"/> Primary <input type="checkbox"/> General Other (specify):	03/30/98	1,000.00
Friends of Senator Nickles P.O. Box 1548 Ponca City, OK 74602	Senate OK Disbursement For: <input checked="" type="checkbox"/> Primary <input type="checkbox"/> General Other (specify):	03/30/98	1,000.00
Galleply for Congress P.O. Box 3789 Simi Valley, CA 93093	CA-23 CA Disbursement For: <input checked="" type="checkbox"/> Primary <input type="checkbox"/> General Other (specify):	03/30/98	500.00
Gephardt in Congress Committee 530 Seventh Street, S.E., 2nd Floor Washington, DC 20003	DC-3 MO Disbursement For: <input checked="" type="checkbox"/> Primary <input type="checkbox"/> General Other (specify):	03/19/98	1,000.00
Hastert for Congress P.O. Box 425 Batavia, IL 68510	CD-14 IL Disbursement For: <input type="checkbox"/> Primary <input checked="" type="checkbox"/> General Other (specify):	03/30/98	500.00
Howard Coble for Congress 2235 Rayburn House Office Bldg. Washington, DC 20515	CD-6 NC Disbursement For: <input checked="" type="checkbox"/> Primary <input type="checkbox"/> General 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 020188 - 02/06/99)

PAGE **3** 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
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
Matrui 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 85014	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 32719	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 45848	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 Senlyville, 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 Bono Committee P.O. Box 3378 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 943 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)

6,000.00

TOTAL This Period (and page 020188 master only)

30,000.00

2025 RELEASE UNDER E.O. 14176

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
<input checked="" 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	
<i>E.S.</i> PREPARER	<i>5/12/98</i> DATE PREPARED

2025 RELEASE UNDER E.O. 14176