June 11, 2010

VIA ELECTRONIC FILING

Marlene H. Dortch
Secretary
Federal Communications Commission
445 Twelfth Street S.W.
Washington, DC 20554

Re: *In the Matter of Applications of Comcast Corporation, General Electric Company and NBC Universal, Inc. for Consent to Assign Licenses or Transfer Control of Licensees*, MB Docket No. 10-56

Dear Ms. Dortch:

On June 10, I met with Bill Lake, Paul de Sa, John Flynn, and Jonathan Baker regarding the above-captioned proceeding.

I made the following suggestions:

1. The Commission should focus more on behavior of the resulting entity rather than on ownership issues/concentration, given the dominance that the entity will have in high-speed Internet access and video distribution in many communities in the U.S..

2. Behavior constraints could, among other things, take the form of a greatly-enhanced program access regime applied to all Comcast/NBCU content (cable networks as well as RSNs and local/national broadcast content). This regime should benefit online distributors as well as traditional MVPD competitors, and should include, among other elements:

a. baseball-style arbitration

b. thorough discovery

c. unbundling of content subject to arbitration

d. stations stay up until arbitration over

e. charging of levies to support enforcement efforts

f. dealing with "volume discount" issues in a coherent and predictable fashion

3. DOJ may be institutionally better able to enforce such a regime via consent decree than FCC.

4. Other behavior constraints should directly address online neutrality in the resulting entity's delivery of video and other content, so as to ensure that the

resulting entity does not privilege its own content, and should include technical standards that are carefully parsed as well as elimination of any tie between cable subscription and access to Comcast/NBCU content online.

5. The addition of NBC content to Comcast's strong distribution network absent behavioral conditions will, among other things:

a. reduce competition for advertising dollars in local markets

b. allow Comcast to charge inflated retransmission consent and programming fees, particularly in markets in which the resulting entity will control both an RSN and an NBC O&O

c. force competing MVPDs in general to buy expensive bundles of affiliated must-have programming, making it even less likely that high-speed Internet access markets will be competitive in the future

d. make it less likely that competitive online video distribution platforms or strong independent video content will emerge

e. make it possible for the resulting entity to raise prices that consumers pay for data and entertainment

6. The Commission should consider having industry-wide NPRMs ready at the same time the conditioned merger is approved, so as to deal with these issues in a non-merger context.

Mr. Lake, Mr. de Sa, Mr. Flynn, and Mr. Baker that I was speaking in my personal capacity, that I do not represent any clients in this proceeding, and that my interest is only in the future of the Internet as the common worldwide interactive communications medium and level playing field for innovation and economic growth. Absent strong and enforceable behavioral constraints, the market power Comcast will achieve by owning NBC will allow Comcast to extract higher economic returns and will substantially delay the emergence of a vibrant marketplace in independent online video.

Sincerely,

/s/ Susan P. Crawford

Susan P. Crawford