



Comcast Corporation
300 New Jersey Avenue, NW
Suite 700
Washington, DC 20001

December 3, 2010

VIA ELECTRONIC FILING

Marlene H. Dortch, Secretary
Federal Communications Commission
445 Twelfth Street S.W.
Washington, D.C. 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 December 2, 2010, Rick Cotton, Executive Vice President and General Counsel, NBC Universal, Inc., and the undersigned of Comcast Corporation (collectively, "Applicants") met with William Freedman, Associate Chief, Media Bureau, and Jennifer Tatel, Chief, Industry Analysis Division, Media Bureau. In anticipation of an order adopting our commitments as binding conditions, we had a substantive discussion regarding many of the voluntary public interest commitments Applicants presented in their Public Interest Statement, including broadcast localism, children's programming, diverse programming, and public, educational, and governmental ("PEG") programming, as well as the further explanations and modifications reflected in our prior submissions, including in the commitments chart filed on October 19.¹

With respect to localism, Applicants discussed their commitment to expand the amount of local programming, including Applicants' commitment that the NBC owned-and-operated ("O&O") stations will produce an additional 1,000 hours per year of local news and information programming. We also discussed the definition of "local news and information programming." Further, we discussed Applicants' commitments to improve Telemundo and mun2 and the provisions of the Memorandum of Understanding with the Hispanic Leadership Organizations, including those relating to local programming.²

¹ Letter from Kathy Zachem, Vice President, Regulatory and State Legislative Affairs, Comcast Corporation, to Marlene H. Dortch, Secretary, FCC, MB Docket No. 10-56, at Attachment A (Oct. 19, 2010).

² See Letter from Michael H. Hammer, Willkie Farr & Gallagher LLP, Counsel for Comcast Corp., and David H. Solomon, Wilkinson Barker Knauer, LLP, Counsel for NBC Universal, Inc., to Marlene H. Dortch, FCC Secretary, MB Docket No. 10-56 (July 6, 2010) (attaching the Memorandum of Understanding Between Comcast Corporation, NBC Universal and the Hispanic Leadership Organizations).

Regarding PEG programming, Applicants described their significant commitments in this area in order to enhance localism and strengthen PEG programming. Applicants committed to continue to provide PEG programming in an analog format until the system on which a given PEG channel is carried is converted to all-digital distribution unless the franchising authority otherwise agrees. Applicants also described Comcast's commitment to develop a platform to host PEG content on video-on-demand and online in order to provide innovative platforms for consumers to access PEG programming.

Applicants also discussed how Comcast and NBCU can enhance localism through cooperative arrangements with non-profit news organizations, like voiceofsandiego.org, that are locally focused and provide reporting on issues of particular concern to the local community. Applicants described Comcast's already-significant role with respect to state public affairs networks ("PANs"), and explained that Comcast supports these PANs in various ways, including carriage on Comcast systems.

We discussed Applicants' commitments to increasing the distribution of programming that appeals to children and families. Specifically, Applicants have committed to increase the amount of children's content available both via video-on-demand and online. Applicants also committed to provide an extra hour per week of children's educational and informational programming in each market utilizing one of the channels of NBC's O&Os. Applicants noted that they have made various efforts to, among other things, provide parents with access to additional Common Sense Media content regarding program ratings and reviews and provide additional support for public service announcements.

With respect to Applicants' commitment on carriage of independent channels, we discussed the commitment to launch 10 new channels – starting 18 months after the close of the transaction – over the next 8 years. We explained that this is a significant commitment given capacity constraints. We further explained the basis for the timeframes in this commitment. First, it takes time to identify networks that meet the criteria of the commitment and are the most likely to succeed. This process often involves consideration of a variety of factors, including subscriber appeal, and can take additional time for development of the idea of the network. Second, it takes time to negotiate a carriage agreement. Negotiations for launch of a new network usually involve a wide array of issues, including marketing, content description, content delivery, copy protection, MFNs, assignment provisions, etc. Finally, it takes time to make the network launch operational, which often involves, among other things, sending customer notices, amending channel lineups, finding bandwidth, and potentially purchasing and installing equipment. In addition, we also described the significant carriage that Comcast already provides for independent channels, especially as compared to the number of affiliated channels carried.

Applicants also discussed interactive advertising and a 2004 Commission order on children's programming.³ We responded to questions from the Commission on the potential implications on advertising in general, and children's interactive advertising in particular, as a

³ *In re Children's Television Obligation for Digital Television Broadcasters*, Order and Further Notice of Proposed Rulemaking, FCC 04-221 (Nov. 23, 2004).

Ms. Marlene Dortch

December 3, 2010

Page 3 of 3

result of the transaction. We explained that, by contract, Comcast controls some, but not all, advertising time on its networks and on the networks it carries on its cable systems.

We also discussed the agreements with the associations representing the affiliates of the NBC Television Network and the affiliates of the ABC, CBS, and Fox television networks in the context of Applicants' commitment to over-the-air broadcasting. Applicants reiterated their willingness to accept provisions of those agreements as conditions, in accordance with the affiliates' request.

With respect to Applicants' voluntary public interest commitments, Applicants said that generally they are not opposed to quarterly reporting requirements.

Finally, Applicants explained that, consistent with past Commission precedent, the Commission should recognize the assurances provided by the agreements Applicants have reached with third parties as public interest benefits of the transaction.

Please contact me should you have any questions regarding this matter.

Respectfully submitted,

/s/ Kathy Zachem

Kathy Zachem

Vice President

Regulatory and State Legislative Affairs

cc: William Freedman
Jennifer Tatel