



Federal Communications Commission  
Washington, D.C. 20554

February 4, 2015

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

***Re: Applications of Comcast Corporation, Time Warner Cable Inc., Charter Communications, Inc., Time Warner Entertainment–Advance/Newhouse Partnership, and SpinCo for Consent to Assign Licenses or Transfer Control of Licensees, MB Docket No. 14-57; Notice of Ex Parte Meeting***

Dear Ms. Dortch:

On January 30, 2015, a workshop of economists was convened at the Federal Communications Commission (the “Commission” or “FCC”) in Washington, D.C. to discuss certain economic issues presented by the above-referenced applications.

The workshop was divided into four sessions. The subject of the first session was Interconnection. This session was moderated by William Rogerson, Senior Economist for the Transactions, Paul LaFontaine, Economist in the Office of Strategic Planning and Policy Analysis, and Shane Greenstein, Senior Economic Consultant for the Transactions. Panelists included Dennis Carlton and Mark Israel of Compass Lexecon on behalf of the Applicants, David Evans of the Global Economics Group on behalf of Netflix, Inc., Joseph Farrell of Bates White on behalf of Cogent Communications Group, Inc., and David Sappington of the University of Florida and William Zarakas of The Brattle Group on behalf of DISH Network Corp.

The subject of the second session was Online Video Distribution. This session was moderated by William Rogerson, Paul LaFontaine, and David Waterman, FCC Chief Economist. Panelists included Dennis Carlton and Mark Israel on behalf of the Applicants, David Evans on behalf of Netflix, Inc., Joseph Farrell on behalf of Cogent Communications Group, Inc., David Sappington on behalf of DISH Network Corp., and Richard Schmalensee of the Massachusetts Institute of Technology on behalf of Comptel.

The subject of the third session was Program Access, Program Carriage and Other Programming Issues. This session was moderated by William Rogerson, Paul LaFontaine, David Waterman, and Andrew Wise, Economist in the Media Bureau. Panelists included Greg Rosston of Stanford Institute for Economic Policy Research and Michael Topper of Cornerstone Research on behalf of the Applicants, Gary Biglaiser of the University of North Carolina on behalf of the American Cable Association, John Kwoka of Northeastern University on behalf of Entravision, and William Zarakas on behalf of DISH Network Corp.

The subject of the fourth session was Benchmarking, Efficiencies and Other Issues. This session was moderated by William Rogerson, Shane Greenstein and Eric Ralph, Chief Economist in the Wireline Competition Bureau. Panelists included Dennis Carlton, Mark Israel, Greg Rosston and Michael Topper on behalf of the Applicants, and David Evans on behalf of Netflix, Inc., Joseph Farrell on behalf of Cogent Communications Group, Inc., and David Sappington on behalf of DISH Network Corp.

Present for all or part of the workshop were Commissioner Mignon Clyburn and the following additional Commission staff: Jim Bird, Ty Bream, Tim Brennan, Hillary Burchuk, Jessica Campbell, Robert Cannon, Octavian Carare, Jonathan Chambers, Adam Copeland, Hillary DeNigro, William Dever, Jack Erb, Jamillia Ferris, William Freedman, Marcia Glauberman, Rebekah Goodheart, Kalpak Gude, Jamila Bess Johnson, Scott Jordan, William Lake, Jonathan Levy, Katherine LoPicallo, Elizabeth McIntyre, Bakari Middleton, Omar Nayeem, Jeff Neumann, Louis Peraetz, William Reed, Jake Riehm, Joel Rabinovitz, Jonathan Sallet, Julie Saulnier, Michelle Schaefer, Mitali Shah, Susan Singer, Matthew Warner, and Sarah Whitesell. A list of ex parte attendees representing the parties appearing on the panels is attached hereto as Appendix A. A copy of the Agenda is attached as Appendix B. See 47 C.F.R. § 1.1206(b)(1)-(2).

When it is available, the transcript of the workshop will be provided for review for individuals with access to highly confidential information pursuant to the Second Amended Modified Joint Protective Order, DA 14-1639 (rel. Nov. 12, 2014) in the proceeding. Access to the transcript by such individuals will be provided through the Applicants in the manner that they are providing those individuals access to other submissions containing video programming confidential information, highly confidential information and confidential information. In addition, a version of the transcript with any references redacted to video programming confidential information, highly confidential information and confidential information (as defined by the Second Amended Modified Joint Protective Order) and will be placed in the record for public review.

Sincerely,

William Lake  
Chief, Media Bureau

Appendix A

Ex Parte Attendees

On Behalf of Comcast Corporation

*Davis Polk & Wardwell*  
Arthur Burke  
Christopher Lynch  
Tina Wang

*Willkie Farr & Gallagher*  
Francis Buono  
James Casserly  
Michael Hurwitz  
Michael Jones  
Mia Hayes  
Melanie Medina  
Joshua Parker

*Compass Lexecon*  
Bryan Keating  
Nauman Ilias

*Cornerstone Research*  
Daniel Schmierer  
Marshall Yan

On Behalf of Time Warner Cable Inc.

*Latham & Watkins*  
Matthew Brill  
Alexander Stout

On Behalf of Charter Communications, Inc.

*Jenner & Block*  
John Flynn

On Behalf of the American Cable Association

*Cinnamon Mueller*  
Barbara Esbin

*Lukas, Nace, Gutierrez and Sacks*  
Brooks Harlow  
David Lafuria

On Behalf of Comptel

*Steptoe & Johnson*  
Markham Erickson  
Andrew Guhr  
Damon Kalt

*Comptel*  
Mary Albert  
Angela Kronenberg

On Behalf of Cogent Communications Group, Inc.

*Boies, Schiller & Flexner*  
Robert Cooper  
James Denvier  
Richard Feinstein  
Hershel Wancjer

*Bates White*  
Donald Stockdale  
Keith Waehrer

On Behalf of DISH Network Corp.

*Steptoe & Johnson*  
Pantelis Michalopoulos  
Martha Rogers  
Stephanie Roy

On Behalf of Entravision

*Thompson Hine*  
Daniel McInnis

On Behalf of Netflix, Inc.

*Steptoe & Johnson*  
Markham Erickson  
Andrew Guhr

*Legal Policy Solutions*  
Jeff Blattner

*Global Economics Group*  
Howard Chang

*Wilson Sonisi Goodrich & Rosati*  
Courtney Armour  
Susan Creighton

Victoria Jeffries

On Behalf of the U.S. Department of Justice

Evan Gee  
Matthew Magura  
Robert Majure  
Russell Pittman  
Alex Raskovich  
Nancy Rose  
Lowell Stern

Appendix B

**Proposed Comcast-Time Warner Cable-Charter Transaction**  
**Economic Analysis Workshop**

**Federal Communications Commission**  
**Commission Meeting Room**  
**445 12<sup>th</sup> Street, Southwest, Washington, DC**

**Friday, January 30, 2015**

**A G E N D A**

- 9:00 a.m. – 9:15 a.m.**      ***Opening Remarks, FCC***  
Tom Wheeler, Chairman  
Jon Sallet, General Counsel
- 9:15 a.m. – 10:45 a.m.**      ***Session I: Interconnection***  
*FCC Moderators:* William Rogerson, Shane Greenstein,  
Paul LaFontaine  
*Applicant Economists:* Dennis Carlton, Mark Israel  
*Third Party Economists:* David Evans, Joseph Farrell,  
David Sappington, William Zarakas
- 10:45 a.m. – 11:00 a.m.**      ***Break***
- 11:00 a.m. – 12:30 p.m.**      ***Session II: Online Video Distribution***  
*FCC Moderators:* William Rogerson, Paul LaFontaine,  
David Waterman  
*Applicant Economists:* Dennis Carlton, Mark Israel,  
Greg Rosston  
*Third Party Economists:* David Evans, Joseph Farrell,  
David Sappington, Richard Schmalensee
- 12:30 p.m. – 1:45 p.m.**      ***Lunch Break***
- 1:45 p.m. – 2:45 p.m.**      ***Session III: Program Access, Program Carriage and  
Other Programming Issues***  
*FCC Moderators:* William Rogerson, Paul LaFontaine,  
Andrew Wise, David Waterman  
*Applicant Economists:* Greg Rosston, Michael Topper  
*Third Party Economists:* Gary Biglaiser, John Kwoka,  
William Zarakas

**2:45 p.m. – 3:00 p.m.**      *Break*

**3:00 p.m. – 4:30 p.m.**      *Session IV: Benchmarking, Efficiencies, and Other Issues*  
*FCC Moderators:* William Rogerson, Shane Greenstein, Eric Ralph  
*Applicant Economists:* Dennis Carlton, Mark Israel, Greg Rosston, Michael Topper  
*Third Party Economists:* David Evans, Joseph Farrell, David Sappington

**4:30 p.m.**      *Adjournment*