

555 Eleventh Street, N.W., Suite 1000
Washington, D.C. 20004-1304
Tel: +1.202.637.2200 Fax: +1.202.637.2201
www.lw.com

LATHAM & WATKINS LLP

July 14, 2016

VIA ECFS

Marlene H. Dortch
Secretary
Federal Communications Commission
445 12th Street, S.W.
Washington, DC 20554

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Re: Notice of *Ex Parte* of Cox Communications, Inc. in Applications Filed for the Transfer of Control and Assignment of Broadcast Television Licenses from Media General, Inc., Transferor, Assignor, to Nexstar Broadcasting Group, Inc., Transferee, Assignee, MB Docket No. 16-57

Dear Ms. Dortch:

On July 12, 2016, on behalf of Cox Communications, Inc. (“Cox”), Barry Ohlson and Jennifer Prime of Cox Enterprises, Inc., together with the undersigned of Latham & Watkins LLP, met with Bill Lake, Barbara Kreisman, David Brown, Jeremy Miller, and Alison Nemeth, all of the Media Bureau, regarding the above-captioned proceeding.

During the meeting, we discussed the Petition for Conditions (“Petition”) and Reply filed by Cox and elaborated on the arguments made therein. Of particular concern to Cox is the dramatic over-concentration that would occur within Cox’s footprint in the event Nexstar and Media General are permitted to combine, and the resulting imbalance in bargaining power. Because Cox must negotiate retransmission consent agreements across the 16 DMAs in Cox’s footprint in which Nexstar would control stations, such an extraordinary increase in bargaining leverage would enable Nexstar to extract unreasonable fees through the threat of programming blackouts during retransmission consent negotiations.

We therefore urged the Commission to adopt the conditions proposed in Cox’s Petition as a limited backstop to address the significant aggregation of market power that otherwise would result from Nexstar’s proposed acquisition of Media General. In particular, the Commission should: (i) require Nexstar to submit to mediation overseen by the Commission in the event of a retransmission consent dispute with Cox, as outlined in the Petition, and (ii) during the pendency of such mediation, prohibit Nexstar from withholding its signals on Cox’s cable systems, subject to a true-up of rates, where applicable, following the execution of a final retransmission consent agreement. Moreover, in light of Chairman Wheeler’s announcement today that the Commission will take no action to reform the good faith negotiation rules (and thus will not establish any

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generally applicable dispute resolution process),¹ the need for the modest remedies proposed by Cox to address the transaction-specific harms at issue is all the more apparent.

This letter is being filed electronically pursuant to Section 1.1206 of the Commission's rules. Please contact the undersigned should you have any questions regarding the foregoing matters.

Respectfully submitted,

/s/ Matthew A. Brill

Matthew A. Brill
Amanda E. Potter

Counsel for Cox Communications, Inc.

cc: Bill Lake
Barbara Kreisman
David Brown
Jeremy Miller
Alison Nemeth

¹ See FCC Chairman Tom Wheeler, *An Update on Our Review of the Good Faith Retransmission Consent Negotiation Rules*, FCC Blog (July 14, 2016, 10:37 AM), <https://www.fcc.gov/news-events/blog/2016/07/14/update-our-review-good-faith-retransmission-consent-negotiation-rules> (announcing that the Commission “will not proceed at this time to adopt additional rules governing good faith negotiations for retransmission consent”).