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REDACTED – FOR PUBLIC INSPECTION

Ex Parte Notice

November 26, 2014

Via ECFS

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

Re: *In the Matter of Applications of Comcast Corp. and Time Warner Cable Inc., for Consent To Assign or Transfer Control of Licenses and Authorizations, MB Docket No. 14-57*

Dear Ms. Dortch:

On November 24, 2014, Melissa Newman and Chris Lanasa (in person), and Jim Campbell and Glenda Weibel (by phone) met on behalf of CenturyLink with several Commission staff members, identified on the attached list.

At the meeting CenturyLink described the potential impact of the pending Comcast and Time Warner merger on its multichannel video programming distributor (MVPD) business as contained in the attached presentation. We discussed the substantial threats posed to competition by this merger.

Included within the attached presentation is confidential CenturyLink information (slides 6 and 7). This confidential information is commercial and financial information regarding CenturyLink's churn rates and return on investment analyses. CenturyLink treats this information as confidential and protects it from public disclosure. Although this confidential information is protected from disclosure pursuant to the terms of the MB Docket No. 14-57

Protective Orders,¹ also attached to this correspondence is an Appendix in which CenturyLink provides separate justification for confidential treatment under 47 C.F.R. §§ 0.457, 0.459.

Consistent with the confidential nature of the information provided, as required by the Protective Orders in this proceeding, this information is marked “**CONFIDENTIAL INFORMATION – SUBJECT TO MODIFIED JOINT PROTECTIVE ORDER IN MB DOCKET NO. 14-57 BEFORE THE FEDERAL COMMUNICATIONS COMMISSION – ADDITIONAL COPYING RESTRICTED**”. The confidential information included in the presentation is competitively sensitive commercial and financial information that is not available from public sources and thus should not be available for public inspection, nor subject to further copying. The confidential information concerns services subject to competition – voice, video and Internet access services. Such information would not ordinarily be made available to the public. Release of this confidential information would have a negative competitive impact on CenturyLink.

Pursuant to the Protective Orders in this proceeding, CenturyLink is submitting to the Secretary’s office one copy of the non-redacted version of its submission with the confidential information (hard copies of this cover letter and attachments, including the PowerPoint presentation). Additionally as required by the Protective Orders, CenturyLink is separately providing two hard copies of the non-redacted version with the confidential information to Vanessa Lemmé of the Media Bureau (cover letter and attachments, including the PowerPoint presentation).

CenturyLink is also submitting today under separate cover, via the Commission’s Electronic Comment Filing System (ECFS), a redacted version of this submission. For the redacted submission, which is marked “**REDACTED – FOR PUBLIC INSPECTION,**” the confidential information is omitted.

The text of this letter, which includes no confidential information, is the same for both the non-redacted and redacted versions except for the confidentiality markings and the manner of submission noted in the heading on the initial page.

¹ Second Amended Modified Joint Protective Order, MB Docket No. 14-57, DA 14-1639 (rel. Nov. 12, 2014); Modified Joint Protective Order, MB Docket No. 14-57, DA 14-1464 (rel. Oct. 7, 2014).

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Please contact me via the above contact information if you have any questions.

Sincerely,

/s/ Melissa E. Newman

Enclosures

cc: Vanessa Lemmé (two copies of non-redacted submission)
Attached List of FCC Attendees (copy of redacted submission)

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APPENDIX

Confidentiality Justification

47 C.F.R. § 0.457

Information included with CenturyLink's November 26, 2014 ex parte notice (in the appended PowerPoint presentation) is entitled to confidential treatment under 47 C.F.R. § 0.457 as well as the Protective Orders in MB Docket No. 14-57. The information includes commercial and financial information regarding CenturyLink's churn rates and return on investment analyses. This type of confidential and proprietary commercial and financial information is not routinely available for public disclosure by the Commission and is protected from public availability under Freedom of Information Act (FOIA) Exemption 4, 5 U.S.C. § 552(b)(4) and 47 C.F.R. § 0.457(d). This information is also protected from disclosure under the Protective Orders in MB Docket No. 14-57 as it is competitively sensitive commercial and financial information relating to services subject to competition – voice, video and Internet access services. This confidential information is not otherwise available from public sources and thus is entitled to confidential treatment and protection from public disclosure.

47 C.F.R. § 0.459

CenturyLink also considers the confidential information submitted with its November 26, 2014 ex parte notice in MB Docket No. 14-57 as being protected from public disclosure pursuant to 47 C.F.R. § 0.459(b) as described as follows.

Information for which confidential treatment is sought

CenturyLink seeks confidential treatment for the information included with its November 26, 2014 ex parte notice (in the appended PowerPoint presentation), which contains confidential and proprietary commercial and financial information that is protected from public disclosure and availability. As such, this information is marked "**CONFIDENTIAL INFORMATION – SUBJECT TO MODIFIED JOINT PROTECTIVE ORDER IN MB DOCKET NO. 14-57 BEFORE THE FEDERAL COMMUNICATIONS COMMISSION – ADDITIONAL COPYING RESTRICTED**".

Commission proceeding in which the information was submitted

CenturyLink's November 26, 2014 ex parte notice is being submitted in MB Docket No. 14-57, *In the Matter of Applications of Comcast Corp. and Time Warner Cable Inc., for Consent To Assign or Transfer Control of Licenses and Authorizations*.

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Degree to which the information in question is commercial or financial, or contains a trade secret or is privileged

The confidential information in the presentation appended to CenturyLink's ex parte notice includes commercial and financial information regarding CenturyLink's churn rates and return on investment analyses. This type of confidential and proprietary commercial and financial information is not routinely available for public disclosure from CenturyLink and thus is protected from public availability under 47 C.F.R. § 0.457(d) and (FOIA) Exemption 4, 5 U.S.C. § 552(b)(4).

Degree to which the information concerns a service that is subject to competition; and manner in which disclosure of the information could result in substantial competitive harm

The type of confidential information in the presentation appended to CenturyLink's ex parte notice is generally not subject to routine public inspection under the Commission's rules (47 C.F.R. § 0.457(d)), demonstrating that the Commission already anticipates that its release likely would produce competitive harm. The telecommunications services CenturyLink provides -- voice, video and Internet access services -- are all competitive. The release of the confidential proprietary information would cause competitive harm by allowing competitors to become aware of sensitive financial and commercial information regarding CenturyLink's business and internal operations and the status of competition in the markets, including video, in which CenturyLink operates.

Measures taken to prevent unauthorized disclosure; and availability of the information to the public and extent of any previous disclosure of the information to third parties

CenturyLink has treated and treats the information disclosed in its presentation as confidential, and has protected it from public disclosure.

Justification of the period during which CenturyLink asserts that the material should not be available for public disclosure

At this time, CenturyLink cannot determine any date on which the information included in its presentation should not be considered confidential.

Other information that CenturyLink believes may be useful in assessing whether its request for confidentiality should be granted

Under applicable FCC and court rulings, the information in question should be withheld from public disclosure. Exemption 4 of the Freedom of Information Act shields information that is (1) commercial or financial in nature; (2) obtained from a person outside government; and (3) privileged or confidential. The information in question satisfies this test.

List of FCC Attendees

Name	Organization
Bird, Jim	Office of General Counsel
Bream, Ty	Media Bureau
Burchuk, Hillary	Office of General Counsel
Childers, Ben	Wireline Competition Bureau
Copeland, Adam	Media Bureau
Dever, William	Wireline Competition Bureau
Glaubergerman, Marcia	Media Bureau
Greenstein, Shane	Consultant
LaFontaine, Paul	Office of Strategic Planning and Policy Analysis
LoPiccalo, Katherine	Office of Strategic Planning and Policy Analysis
Marinello, Alex	Wireline Competition Bureau
McIntyre, Elizabeth	Wireline Competition Bureau
Metallo, Virginia	Office of General Counsel
Middleton, Bakari	Wireline Competition Bureau
Mirzadegan, Sean	Media Bureau
Neumann, Jeffrey	Media Bureau
Rabinovitz, Joel	Office of General Counsel
Ralph, Eric	Wireline Competition Bureau
Reed, Will	Enforcement Bureau
Riehm, Jake	Media Bureau
Sallet, Jon	Office of General Counsel
Saulnier, Julie	Media Bureau
Schmidt, Eric	Public Safety and Homeland Security Bureau
Shabnam, Javid	Media Bureau
Singer, Susan	Media Bureau
Thomas, Johanna	Media Bureau
Verveer, Phil	Office of the Chairman
Warner, Matthew	Wireline Competition Bureau
Whitesell, Sarah	Media Bureau
Wise, Andrew	Media Bureau