

Gary I. Resnick

954-761-8111

GARY.RESNICK@GRAY-ROBINSON.COM

December 18, 2014

LAS OLAS CITY CENTRE
401 EAST LAS OLAS BOULEVARD
SUITE 1000
P.O. BOX 2328 (33303-9998)
FORT LAUDERDALE, FL 33301
TEL 954-761-8111
FAX 954-761-8112
gray-robinson.com

BOCA RATON
FORT LAUDERDALE
JACKSONVILLE
KEY WEST
LAKELAND
MELBOURNE
MIAMI
NAPLES
ORLANDO
TALLAHASSEE
TAMPA

VIA ECFS

EX PARTE PRESENTATION

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

RE: Ex Parte Presentation in MB Docket No. 14-90, *Application of AT&T Inc. and DIRECTV for Consent to Assign or Transfer Control of Licenses and Authorizations*

Dear Ms. Dortch:

Pursuant to Section 1.1206 of the Commission's rules, 47 C.F.R. §1.1206, the Independent Multi-Family Communications Council ("IMCC") submits this letter summarizing the following meetings that occurred on Wednesday, December 17, 2014, between the following members of IMCC's Board of Directors, Gary Resnick, Dan Terheggen, and William K. Dodd, with the following FCC staff comprising the merger transaction team for the above-referenced transaction:

- Jamillia Ferris, Office of General Counsel
- Elizabeth Andrion, Office of Strategic Planning & Policy Analysis
- Susan Singer, Media Bureau
- Weiren Wang, Wireless Telecommunications Bureau
- Brenda Villanueva, Public Safety & Homeland Security Bureau
- Kathy Berthot, Media Bureau
- Charles Mathias, Wireless Telecommunications Bureau
- Brendan Holland, Media Bureau
- Ben Childers, Wireline Competition Bureau
- Jim Bird, Office of General Counsel
- Joel Rabinovitz, Office of General Counsel
- John Adesah, Wireline Competition Bureau
- David Konczal, Office of General Counsel

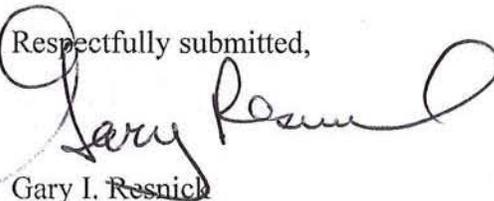
Ms. Marlene H. Dortch
Secretary
Federal Communications Commission
December 18, 2014
Page 2 of 2

IMCC explained that its members are involved in the Private Cable Operator (PCO) industry, which provides video and broadband services to multiple dwelling unit (MDU) properties, consisting of apartments, university housing, low income housing, senior housing, condominiums, and other such private residential communities through agreements with such property owners. IMCC explained that there are roughly 35 million households in such MDUs. IMCC stated that it competes with franchised cable providers, including AT&T, to provide service in such MDUs.

IMCC explained that the only current sources for video programming for PCOs are the direct broadcast satellite companies, Dish Network and DirecTV. Accordingly, many PCOs, in fact the majority, have existing agreements with DirecTV to obtain video programming to serve their customers' properties. IMCC is concerned that if such agreements with DirecTV are ultimately placed under the control of AT&T, AT&T would have leverage pursuant to such agreements to prohibit PCOs from competing against AT&T in such properties. PCOs have substantial existing capital investment and opportunities for further capital investment, which is at risk if AT&T is able to leverage such authority over PCOs.

IMCC discussed that if the transaction is approved, the Commission should impose conditions on the merged AT&T/DirecTV entity for a period of time to preserve competition by the PCO industry and for the benefit of consumers in MDUs and owners of MDU properties. IMCC identified nine conditions that it requested the FCC impose on the transaction for a period of time, to allow PCOs to continue to compete with AT&T, and to prevent AT&T from leveraging its control over the agreements in an anti-competitive fashion. Such conditions and competition would benefit consumers in MDUs by allowing them to continue to have alternatives in video and broadband providers as well as the owners of the MDU properties. IMCC referred to its comments and supplemental comments submitted in this proceeding.

Respectfully submitted,



Gary I. Resnick

GIR:js

cc: Dan Terheggen
William K. Dodd
Valerie Sargent, IMCC