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March 3, 2015

*Via ECFS*

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

**Re: *Application of AT&T and DirecTV for Consent to Assign and Transfer Control of FCC Licenses and Other Authorizations, MB Docket No. 14-90; Petition for Declaratory Ruling that AT&T's Method of Delivering Public, Educational and Government Access Channels over Its U-verse System Is Contrary to the Communications Act of 1934, as amended, and Applicable Commission Rules, MB Docket No. 09-13***

Dear Ms. Dortch:

Pursuant to Section 1.1206(b)(2) of the Commission's rules, this *ex parte* filing is made on behalf of Alliance for Community Media ("ACM") in response to a telephone inquiry on February 24 from the Commission staff following a meeting between ACM representatives and FCC staff members on February 23, 2015.

At the February 23 meeting (for which an *ex parte* filing was made on February 24), we discussed the issues raised in ACM's Petition to Deny and Reply Comments filed in MB Docket No. 14-90. We emphasized that the AT&T/DirecTV merger would result in reduced competition and potential competition in the MVPD market throughout AT&T's landline footprint and that the merger would disserve the public interest by harming PEG and localism. The Commission

staff's February 24 telephone inquiry asked what conditions to any merger approval ACM would propose to ameliorate the concerns ACM raised if the Commission were to decide to grant the AT&T/DirecTV application subject to conditions.

It has been, and remains, ACM's position that the Commission should (1) deny consent to the application in MB Docket No. 14-90, and (2) grant the ACM Petition in MB Docket No. 09-13 for a declaratory ruling with respect to AT&T's channel 99 "PEG product" *prior* to taking action in MB Docket No. 14-90. If, contrary to our position, the Commission were to decide that the AT&T/DirecTV application should be granted, ACM urges that, at a minimum, the following conditions be imposed as part of any grant of that application in order to ameliorate the concerns raised by ACM:

- A. AT&T shall make all PEG channels on all of its U-verse video systems universally available in the same linear channel format as it makes local broadcast channels available on its U-verse video systems.
- B. AT&T shall ensure that PEG channels on all of its U-verse video systems have the same features, functionality and accessibility, and the same signal quality, as that provided to local broadcast channels.
- C. AT&T shall ensure that all PEG programming is easily accessed on all U-verse video programming guides and menus, and is easily and non-discriminatorily accessible on all AT&T multichannel video programming platforms.
- D. All PEG channels provided to AT&T in HD format shall be distributed by AT&T in HD format on HD tiers.

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- E. AT&T shall continue to offer U-verse video programming with PEG channels included, and fully inform subscribers of the availability of its U-verse video service offering, for at least five years after the consummation of the merger.

If there are any questions, or if you want additional information, please feel free to contact the undersigned.

Sincerely,

*/s/ Tillman L. Lay*

Tillman L. Lay

*Counsel for the Alliance for  
Community Media*

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