

October 21, 2010

**VIA ELECTRONIC FILING**

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

Re: *In the Matter of Applications of Comcast Corporation, General Electric Company and NBC Universal, Inc. for Consent to Assign Licenses or Transfer Control of Licensees, MB Docket No. 10-56*

Dear Ms. Dortch:

On October 20, 2010, Margaret Tobey, Vice President, Regulatory Affairs, NBC Universal, Inc. (“NBCU”); Kenneth Satten, Wilkinson Barker Knauer LLP, counsel for NBCU; and Michael Hurwitz and the undersigned, Willkie Farr & Gallagher LLP, counsel for Comcast Corporation (“Comcast”) (collectively, “Applicants”) spoke by telephone with William Freedman, Marcia Glauberman, and Jamila Bess Johnson of the Media Bureau. During the call, we reviewed the points set forth below that respond to certain assertions made by Writers Guild of America, West, Inc. (“WGAW”) in this proceeding.

Contrary to WGAW’s claims,<sup>1</sup> the record clearly demonstrates that Applicants recognize the value of independently-produced content to Comcast, NBCU, and their viewers.<sup>2</sup> The marketplace for programming is highly competitive, and NBCU executives will continue to have every incentive to make available the most compelling programming on the new NBCU’s broadcast and cable networks, no matter the source. Applicants have demonstrated the benefits of this transaction to independent programming producers and refuted allegations of harm. Notably, Applicants have entered into an

---

<sup>1</sup> Writers Guild of America, West, Inc., Reply Comments, MB Docket No. 10-56, at 5 (Aug. 19, 2010) (“WGAW Reply Comments”).

<sup>2</sup> See Comcast Corporation, General Electric Company, and NBC Universal, Inc., Opposition to Petitions to Deny and Response to Comments, MB Docket No. 10-56, at 40-41, 237-40, 244-47 (July 21, 2010) (“Opposition & Response”).

agreement with the Independent Film and Television Alliance (“IFTA”) to promote opportunities for independently-produced programming in the context of the proposed transaction (the “Agreement”).<sup>3</sup> The Agreement establishes a formal process for NBCU’s creative executives to communicate the broadcast and cable programming needs to independent producers, and for independent producers to pitch program ideas to NBCU’s creative executives. NBCU has also allocated \$1.5 million per year for the four-year term of the Agreement for the early development (*e.g.*, preparation and revision of scripts) of multiple projects stemming from this formal process. (The \$1.5 million will fund the early development of approximately 15-20 projects.) If a script is ordered to pilot (or if a reality submission is ordered to production), it will be produced and financed in accordance with customary business terms between NBCU and third party producers. Under the Agreement, NBCU will also provide opportunities for independent producers of television movies and miniseries to meet with advertisers looking to produce and fund television movies, and also for independent producers to submit their produced television movies and miniseries to NBCU’s cable networks. IFTA characterizes the Agreement as an “innovative and pragmatic solution[.]” and “encourages the Commission to consider favorably the new opportunities that will accrue to independent producers in connection with the Transaction as a result of the Agreement.”<sup>4</sup> Applicants have also agreed to launch ten new independent cable networks.<sup>5</sup> There is simply no need for the type of condition concerning the source of programming that WGAW has proposed.

In addition, WGAW’s allegations regarding the percentage of independently-produced programming on the NBC Television Network’s Fall 2010 primetime lineup are incorrect. Although WGAW claims that Applicants have overstated the amount of independently-produced primetime programming on NBC,<sup>6</sup> Applicants’ 33 percent figure is, in fact, correct. As Applicants’ responses to questions submitted to the Commission by several members of the U.S. House of Representatives demonstrate in detail, 33 percent of the producers of the NBC Fall 2010 primetime schedule are independent of and unaffiliated with NBCU.<sup>7</sup> In the Responses, Applicants clearly listed the

---

<sup>3</sup> The IFTA Agreement covers scripted entertainment programming as well as unscripted (“reality”) entertainment programming on the NBC Network during primetime, on the NBCU cable entertainment networks, and on Comcast’s video-on-demand (“VOD”) and online platforms. In addition to addressing development and pitch meetings, acquisition of feature films and other programming, new media distribution, and movies of the week, the IFTA Agreement establishes that the NBC Network and the NBCU cable entertainment networks will allocate \$1 million and \$500,000, respectively, each year in development funds for independently-produced programming. Letter from Michael H. Hammer, Willkie Farr & Gallagher LLP, Counsel for Comcast Corporation, and David H. Solomon, Wilkinson Barker Knauer, LLP, Counsel for NBC Universal, Inc., to Marlene H. Dortch, Secretary, FCC, MB Docket No. 10-56 (Aug. 6, 2010) (attaching the June 29, 2010 agreement among Comcast Corporation, NBC Universal, Inc., and the Independent Film & Television Alliance).

<sup>4</sup> See Independent Film & Television Alliance, Comments, MB Docket No. 10-56, at 4, 5 (Aug. 17, 2010).

<sup>5</sup> See Opposition & Response at 44-49.

<sup>6</sup> WGAW Reply Comments at 5 (“WGAW analysis reveals that only three of the 17 series on NBC Fall 2010 primetime schedule are produced independent of vertically integrated media companies. By this analysis, independently produced content represents less than 18% of NBC’s Fall schedule. In addition, of the seven new series NBC will debut in Fall 2010, none will be independently produced.”).

<sup>7</sup> See Letter from Michael H. Hammer, Willkie Farr & Gallagher LLP, Counsel for Comcast Corp., *et al.* to William Lake, Chief, FCC Media Bureau (June 2, 2010), enclosing Applicants’ responses to questions submitted to the FCC by several Members of the U.S. House of Representatives and forwarded to Applicants by Mr. Lake’s letter of May 19, 2010

Marlene H. Dortch

October 21, 2010

Page 3

production company for each primetime program aired by NBC (totaling 22 hours per week of programming), as well as whether such company is independent of and unaffiliated with NBCU.<sup>8</sup> These listings indicate that 57 percent of the primetime programming for Fall 2010 is produced by NBC, 10 percent is co-owned and/or co-produced, and 33 percent is licensed from third-party production companies. Specifically, the 33 percent of primetime programming produced by independent, unaffiliated production companies comes from companies entirely unaffiliated with NBCU, including Warner Brothers, Sony Pictures, Shed Media, Reveille, and Mark Burnett Productions.

In light of Applicants' continued commitment to independently-produced programming, including the IFTA Agreement, and for the other reasons set out in Applicants prior submissions in this proceeding,<sup>9</sup> the Commission should reject WGAW's request for a specific level of independent programming to be shown on Comcast-NBCU broadcast and cable networks.

Respectfully submitted,

*Michael H. Hammer*

Michael H. Hammer

*Counsel for Comcast Corporation*

cc: Bill Freedman  
Marcia Glauberman  
Jamila Bess Johnson

---

("Responses"). Among other questions, the Members asked how many hours of programming NBC provides its affiliates, how many programs fill those hours, and, of those programs, how many are owned by independent producers.

<sup>8</sup> See Responses at 37-41. Applicants provided data for a representative, non-sweeps, non-Olympics, one-week period in March 2010, as well as projected data for the Fall 2010 season now underway.

<sup>9</sup> See Opposition & Response at 237-40.