



207 East Michigan, Suite 510  
Milwaukee, WI 53202  
Tel: (414) 277-1139  
Fax: (414) 831-2285  
www.namwolf.org

January 7, 2011

Mr. Julius Genachowski  
Federal Communications Commission  
445 12<sup>th</sup> Street SW  
Washington, DC 20554

Re: Comcast NBC Universal Merger

Dear Mr. Genachowski,

As a dynamic coalition of “Diversity and Inclusion Professional Associations” comprised of the: National Association of Black Owned Broadcasters (NABOB); National Association of Securities Professionals (NASP); National Bankers Association (NBA), and the National Association of Minority and Women Owned Law Firms (NAMWOLF), we write to voice our collective concerns with the Federal Communications Commission’s (FCC) review of the Comcast-NBC merger and the dangers that exist for our membership if the Commission fails to include substantive diversity conditions in conformity with the agency’s standards. DIPA is made up of the leading Minority owned firms across the country whose small businesses employ numerous minority employees which provided a buffer in our communities during the most recent severe economic recession. In these challenging economic times, the persistent failure of our federal agencies to effectively monitor private industries has resulted in a heavily-consolidated media market, exacerbating the already limited opportunities that exist for minority and women-owned enterprises. A mere handful of companies continue to dominate every major industry, not through efficient business models benefiting consumers, but by exerting political influence, intensive lobbying operations, and significant campaign contributions in efforts to maintain their dominance. It is truly a testament to the sad state of regulation within this country that no one among the Comcast-NBC acquisition’s most vocal supporters or outspoken critics, ever believed that the Commission or Department of Justice (DOJ) would block the merger. Consequently, the order you are currently circulating that approves the Comcast-NBC merger with conditions was anticipated. For this reason, most of the debate surrounding this proceeding has focused on mitigation rather than outright denial.

We are, however, very concerned that of all the proposed public interest conditions that have been circulated on the Commission’s public docket, nothing has been presented that would tend to further the Commission’s goal to promote diversity in broadcast viewpoints. And considering the severity of current program carriage and access complaints against Comcast Corporation’s anticompetitive business practices, we strongly believe that the Commission

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should not be persuaded alone by the company's MOUs with various groups and stakeholders. Both applicants have had MOUs in the past, and there is considerable doubt that they will comply with the MOUs they signed last year once the deal is approved. Therefore, on behalf of the hundreds of thousands of working minority professionals we represent across the country, we respectfully request that you fully comply with the Commission's statutory mandate: ensuring the proposed conditions conform to "a deeply rooted preference for preserving and enhancing competition; promoting a diversity of license holdings, and generally managing the spectrum in the public interest."

While the DOJ is reviewing the merger to ensure that consumers are protected and competition is preserved, the FCC is authorized to conduct a more comprehensive, public interest analysis. This involves "promoting diversity of license holdings, and generally managing the spectrum in the public trust." In the Commission's report, *In the Matter of Section 257 Proceeding to Identify and Eliminate Market Entry Barriers for Small Business*, the agency has said that it is committed "to implement the spirit and mandate of Section 257 of the Communications Act to promote policies favoring diversity of media voices, vigorous economic competition, technological advancement, and promotion of the public interest, convenience, and necessity." In conducting its public interest test, the Supreme Court has affirmed that the FCC must consider whether the transaction is consistent with the Commission's policies to advance diversity (*Turner Broadcasting System, Inc. v. FCC*, U.S. 622, 663 (1994)). It has long been a basic tenet of national communications policy that "the widest possible dissemination of information from diverse and antagonistic sources is essential to the welfare of the public." In this regard, it is the Commission's duty, by law, to comprehensively review the voluminous record of unprecedented public participation in this proceeding, and ensure that if the merger is deemed in the public interest, the appropriate enforceable measures are in place to reflect the Commission's standards.

Unfortunately, despite the existence of federal statutes designed to protect consumers and competition – as well as regulations intended to promote and preserve small, minority, and women-owned businesses – Congress and our regulators have given rubber-stamped approval to multiple mergers and consolidations across all industries. These mergers have not only resulted in an increase in costs on consumers, but they have constrained opportunities for minority and women-owned enterprises. Due to the scale of ownership, entrepreneurs and new market entrants rely heavily on capital and credit from private equity and large investment firms. In this regard, deregulation and lax government oversight have led to massive concentrations of wealth and power in a select group of corporations, and "too big to fail" institutions. This in turn has led to an economy that is fueled more on the circulation of money and debt rather than ground-breaking innovations and industries led by a diverse community of entrepreneurs and enterprises.

The proposed merger of Comcast Corporation and NBC Universal is a significant opportunity for the FCC and the DOJ to turn the tide within an industry that has seen decreased

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ownership opportunities for minorities and women. In a 2008 Government Accountability Office (GAO) report entitled, "Media Ownership: Economic Factors Influence the Number of Media Outlets in Local Markets, While Ownership by Minorities and Women Appears Limited and is Difficult to Access," the agency cited the repeal of the FCC tax certificate program, lack of access to capital, and the scale of media ownership as precipitated by massive media consolidations, as the principle barriers to women and minority media ownership. As leaders within associations representing the minority business community, we are all familiar with the challenges our membership has faced during the economic recession. Another massive media consolidation will further exacerbate those challenges unless the Commission and Justice Department intervene.

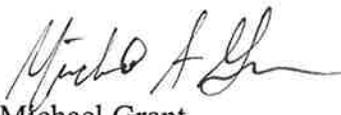
Thus far, Comcast and NBCU's negotiations with the African American, Latino, and Asian communities have been insufficient pledges. They are aspirational goals that in the long term will do very little to improve the decline in diversity of media ownership and broadcast viewpoints. Moreover, we certainly do not believe these outside agreements should inform the Commission's decision-making and standards of diversity. In addition to their virtual unenforceability, they lack specificity, detail, and binding authority. While the organizations and companies who agreed to these agreements may receive some tangible benefit, the minority business, and communities of color across the nation, will suffer.

We do hope you will strongly consider our concerns as you and the Commissioners enter the final stage in approving one of the most consequential media mergers in modern history. Moving forward as a coalition, we will be committed to working with the Commission, along with Members of Congress and other federal agencies, in our efforts to ensure greater parity and access for minority and women owned enterprises. If you have any further questions, please contact Yolanda Coly, Managing Director for the National Association of Minority and Women Owned Law Firms (NAMWOLF) at 414-277-1139, or via email at [ycoly@namwolf.org](mailto:ycoly@namwolf.org).

Sincerely,

  
Yolanda Coly  
Managing Director  
NAMWOLF

  
James Winston  
Executive Director and General Counsel  
NABOB

  
Michael Grant  
President  
NBA

  
Orin Graves  
Executive Director  
NASP

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Cc: President Barack Obama, The White House  
Hon. Emanuel Cleaver, Chairman, United States Congressional Black Caucus  
Hon. James Clyburn, Congressman, United States House of Representatives  
Hon. Maxine Waters, Congresswoman, United States House of Representatives  
Ms. Valerie Jarrett, Senior Advisor and Assistant to President Barack Obama  
Mr. Gene Sperling, Director of the National Economic Council, The White House  
Ms. Christine Varney, Assistant Attorney General, Dept. of Justice – Antitrust Division  
Ms. Meredith Atwell Baker, Commissioner, Federal Communications Commission  
Ms. Mignon Clyburn, Commissioner, Federal Communications Commission  
Mr. Michael J. Copps, Commissioner, Federal Communications Commission  
Mr. Robert M. McDowell, Commissioner, Federal Communications Commission  
Ms. Roslyn Brock, Chairman, NAACP  
Rev. Jesse Jackson, Sr., Founder and President, Rainbow PUSH Coalition  
Mr. Benjamin Jealous, President and Chief Executive Officer, NAACP  
Mr. Marc Morial, President and Chief Executive Officer, National Urban League  
Rev. Al Sharpton, President and Founder, National Action Network  
Mr. Payne Brown, Vice President, Strategic Initiatives, Comcast Corporation  
Ms. Paula Madison, Executive Vice President, NBC Universal, Inc.  
Mr. Jeffrey Zucker, President and Chief Executive Officer, NBC Universal, Inc.