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28 DEC 2010 RCVD

Congress of the United States
House of Representatives
Washington, DC 20515-0535

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December 20, 2010

1919

Julius Genachowski
Chairman
Federal Communications Commission
445 Twelfth Street, SW
Washington, DC 20554

Re: 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 Chairman Genachowski,

As a Member of the U.S. House of Representatives, I write with further inquiry into the proposed Comcast-NBCU acquisition, and the standards under which the Federal Communications Commission (FCC) determines whether a merger will serve the public interest. According to the Supreme Court and the Commission's precedent, factors considered to be in the public interest include, "a deeply rooted preference for preserving and enhancing competition; promoting a diversity of license holdings, and generally managing the spectrum in the public interest."¹

While Comcast Corporation and NBC Universal (NBCU) have filed a number of memoranda of understanding (MOU) and voluntary diversity commitments they have reached with the African American, Asian American, and Latino communities, many of the proposed conditions appear to be a series of vague goals and nominal gestures – lacking specificity and binding authority on the applicants. I am further alarmed by the fact that Comcast-NBCU has not filed any of these diversity pledges as official amendments to its application. Since the Commission has had difficulty enforcing diversity conditions in previous proceedings (most recently the order requiring Sirius XM channel set asides), I believe it would have been a reasonable good faith gesture for the companies to file these pledges as amendments, signaling their genuine intent that the Commission condition the merger's approval upon the merged entity's fulfillment of these voluntary commitments. Because Comcast-NBC negotiated these diversity pledges as stand-alone agreements, there is no real assurance that the merged entity will honor them.

Although the civic organizations and community leaders who helped forge these agreements likely negotiated in good faith, absent further action by the Commission, I am afraid that these commitments will result in yet another set of broken promises between communities of color and

¹ *FCC v. RCA Communications, Inc.*, 346 US 86, 90 (1953)

large corporations. Even as these groups enter into new MOUs with Comcast-NBCU, earlier this month, the National Latino Media Council proclaimed that all of the networks (including NBC) “pretty well failed Latinos in their progress on diversity practices.” It appears that NBC Universal has not made much progress since signing an earlier MOU² with the civil rights community in 2000, and we have nothing to indicate that these new MOUs will change what has been a steady decline in diversity among all the major broadcast networks. To that end, I remain very concerned about how the Comcast-NBCU merger will further erode the Commission’s capacity to promote diverse, independent, and competing sources of information³. Therefore, as a matter of guidance for the public and Members of Congress, I urge the Commission to clearly define ‘diversity’ and the types of public interest conditions that promote “diversity of license holdings and broadcast viewpoints.” If the Commission ultimately approves the Comcast-NBCU merger, it must be conditioned upon substantive and enforceable commitments that are in conformity with the agency’s statutory standards and goals⁴.

Since the Comcast-NBCU merger was announced last year, I have participated in the Commission’s public proceeding as well as several congressional committee hearings. I have repeatedly encouraged the companies to use this unprecedented merger as a vehicle to advance credible opportunities for minorities and women in media ownership, programming, management, and advertising. Yet, at every turn, the companies have sought to proceed through the regulatory review process without having to diverge too far from their contemplated post-merger plans. For example, upon being asked by *Multichannel News* how Comcast and NBCU felt about the public interests commitments and conditions they have presented in efforts to gain federal agency approval, two key executives from within the corporations (speaking under anonymity) replied: “It was easy for us to agree [to the commitments] because it was just a way for us to make them feel better about the transaction without us giving up anything in terms of our contemplated operation of the combined Comcast-NBCU.”

Indeed, as various stakeholders and civil rights organizations have taken an interest in the merger, Comcast and NBCU have made haphazard attempts to address their diversity concerns through memoranda of understanding and other diversity proposals. However, due to the FCC’s lack of clarity on diversity, many participants within this proceeding have conflated media diversity with

² *Television Networks Fail Latinos in Diversity*, *Hispanically Speaking News*, December 3, 2010 (<http://www.hispanicallyspeakingnews.com/notitas-de-noticias/details/television-network-fail-latinos-in-diversity/3316/>). In 1999 - 2000, the Multi-Ethnic Media Coalition, a group comprised of the National Latino Media Council, the National Asian/Pacific American Media Coalition, the NAACP and the American Indians in Film and Television, signed Memoranda of Understanding with the four major television networks, ABC, CBS, FOX and NBC.

³ See *In the Matter of Section 257 Proceeding to Identify and Eliminate Market Entry Barriers for Small Business*, Report (<http://www.fcc.gov/Bureaus/OCBO/fcc00279.html>). The FCC 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.’”

⁴ See, e.g., *Turner Broadcasting System, Inc. v. FCC*, 512 U.S. 622, 663 (1994) quoting *United States v. Midwest Video Corp.*, 406 U.S. 649, 668 n.27 (1972). Specifically, under the Public Interest Test, the FCC considers whether the transaction is consistent with the Commission’s policies to advance diversity. 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.”

charitable giving and investments in new Comcast subsidiaries. While charitable gifts serve a critical social utility, they are not a proper gauge for whether a corporation is fulfilling its commitment to the public interest, as is statutorily required of FCC license-holders. In any case, many of the provisions within these proposals are unenforceable, and recent reports of Comcast's alleged anticompetitive business conduct do little to instill confidence in their intent to fulfill these diversity commitments as filed with the Commission.

In fact, as Comcast-NBCU continues to laud its commitment to launch ten independent channels over eight years as a landmark concession (without going into detail about carriage and placement), the Commission continues to receive program access and carriage complaints from larger and more established networks and companies. I hardly believe Comcast will abruptly decide to negotiate in good faith with smaller and/or new independent channels, when networks such as the NFL Network, Wealth TV, and the Tennis Channel have had carriage complaints against the company.

Moreover, while the companies continue to commit to "improve" diversity in executive management, when incoming NBCU Chief Operating Officer Stephen Burke announced the new executive leadership on November 18th, there were no minorities announced to oversee any of Comcast-NBCU's cable, motion picture, or Internet properties. Notwithstanding the announcement's impropriety, this could have been an opportunity for Comcast to signal to the African American, Asian American, and Latino communities its expressed commitment to promote qualified minorities to high-level executive and management positions. Of the 30 new executives (some pulled from the current NBCU team) announced in the *Los Angeles Times* article⁵, there was only one African American listed (NBCU's current diversity officer will retain her position). Altogether, only four of the new Comcast-NBCU executives listed in the article are minorities. However, none of these individuals are on tap to lead the merged entity's massive cable, content, and programming operations.

During the congressional hearings on the merger, many individuals from within the creative arts community have stressed the importance of having diversity in these executive positions as they have the potential to extend opportunities to a diverse pool of writers, directors, actors, producers, and programmers. While the regulatory agencies are not in place to micromanage corporate hiring practices, the FCC is charged with promulgating policies that promote diversity of broadcast viewpoints and responsible spectrum allocation. In this regard, it is within the Commission's jurisdiction to consider whether a company's current practices further or impede those goals in analyzing the potential harm the Comcast-NBCU merger may have on the public interest. 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."⁶

Therefore, in addition to clarifying its definition of 'diversity', I strongly urge the Commission and the Department of Justice (DOJ) to consider public interest proposals advanced by the FCC Advisory Committee on Diversity for Communications in the Digital Age as a framework for substantive and enforceable diversity conditions. For example, the *S-License Proposal* would

⁵ Meg James, *Comcast Unveils Management Team for NBC Universal*, *Los Angeles Times* (2010).

⁶ See, e.g., *Turner Broadcasting System, Inc. v. FCC*, 512 U.S. 622, 663 (1994) quoting *United States v. Midwest Video Corp.*, 406 U.S. 649, 668 n.27 (1972).

promote greater media ownership diversity⁷, furthering the Commission's goal to ensure efficient spectrum use and diversity in the media. This proposal would allow Comcast-NBCU to sublease or otherwise permit full-time or part-time use of portions of its multiplexed program feeds for the transmission of programming by unaffiliated entities which would be separately licensed by the Commission under its own share-time rule⁸. In voluntarily committing to this proposal, Comcast-NBCU could narrowly tailor the program to new market entrants, serving local multicultural and multilingual audiences, or simply limit the program to socially and economically disadvantaged businesses⁹. This proposal would afford diverse entrepreneurs the opportunity to enter the market in a way that closely resembles traditional broadcast ownership, and it is more substantive than Comcast-NBCU's current commitments to employ minorities in subordinate positions and create additional Comcast subsidiaries.

I commend the Justice Department and the FCC for its extensive review and ask that you take the necessary amount of time to consider the voluminous record of unprecedented public and congressional participation. I also recommend that the Commission encourage the applicants to file the MOUs they have reached with civic and professional organizations as amendments to their application. If the Commission and DOJ approve this merger, the public will heavily rely on your conditioning this acquisition upon substantive conditions that mitigate the potential harm many believe this merger will cause to our nation's media landscape. I look forward to your responses to the questions outlined above and urge you to closely examine the very serious public interest concerns that I and other Members of Congress have raised in previous correspondence. I respectfully request that you include this letter in the record, as well as the attached transcripts from the congressional hearings on the Comcast-NBCU merger and a report prepared by my office on the companies' cable and content properties. If you have any further questions, please contact Twaun Samuel, of my staff, at 202-225-2201 or via email at Twaun.Samuel@mail.house.gov.

Sincerely,



Maxine Waters
Member of Congress

cc: Commissioner Michael J. Copps
Commissioner Robert M. McDowell
Commissioner Mignon Clyburn
Commissioner Meredith Attwell Baker

⁷ Section 309(j) of the Communications Act of 1934 reflects the directive of Congress that the FCC further opportunities in the auction of licenses to provide spectrum-based services for small businesses and businesses owned by women and minorities.

⁸ 47 C.F.R. §73.1715

⁹ Section 257 of the Communications Act of 1934 (added as part of the Telecommunications Act of 1996) mandates that the FCC identify and eliminate market entry barriers for small telecommunications businesses.

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MEMORANDUM

TO: Members of the House Committee on the Judiciary

FROM: John Conyers, Jr.
Chairman

RE: Hearing on Competition in the Media and Entertainment Distribution Market

DATE: September 21, 2010

On Thursday, February 25, 2010, the Committee on the Judiciary held a hearing on "Competition in the Media and Entertainment Distribution Market." To ensure stenographer accuracy, please find a **verbatim** transcript of the hearing attached for your review. The Judiciary Committee's Rule III (e) pertaining to the printing of transcripts is as follows:

*The transcripts...shall be published in **verbatim form**, with the material requested for the record...as appropriate. Any requests to correct any errors, other than transcription, shall be appended to the record, and the appropriate place where the change is requested will be footnoted.*

Please return the transcript edits to the Committee by October 12, 2010, to the attention of: ~~Richard Goetzl~~ at 2138 Rayburn House Office Building, Washington, DC, 20515. If you have any further questions or concerns, please contact ~~Mr. Goetzl at (202) 225-3951~~.

2402 provides vertical leverage that will affect all markets, both
2403 the content market and the distribution markets in which one
2404 or the other of the entities owns properties.

2405 Mr. COBLE. Thank you, sir. And in conclusion,
2406 Professor Hazlett, let me put this question to you, if I may.
2407 Do you have a position on whether this deal may present
2408 antitrust concerns, in particular geographic markets, A?

2409 And, B, in particular, I am thinking of circumstances
2410 where Comcast owns a regional sports network and NBC owns and
2411 operates a broadcast station. Does this present, in your
2412 opinion, any competition problems from your perspective?

2413 Mr. HAZLETT. No, I don't think it does. There are
2414 issues about access to programming that predate the merger
2415 and are ongoing, will be of interest after the merger, but
2416 the merger itself does not increase market power in any given
2417 market where that is an issue.

2418 Mr. COBLE. Thank you all again for being here. Mr.
2419 Chairman, thank you. And do I get credit for 5 minutes?

2420 Chairman CONYERS. As always.

2421 Mr. COBLE. With your cooperation. Thank you, Mr.
2422 Chairman.

2423 Chairman CONYERS. Maxine Waters?

2424 Ms. WATERS. Thank you very much, Mr. Chairman. This
2425 hearing has certainly been informational and educational, and
2426 I have learned a lot just listening to the questions and the

2427 | answers over the last half-hour so that I have been sitting
2428 | here. And I think I understand very well what has been
2429 | stated about the desire to go forward with this merger and
2430 | what does it mean to each of the companies.

2431 | But I also understand from those who are opposed to this
2432 | merger, who have questions about this merger why they have
2433 | those questions.

2434 | There are several areas of interest. The first for me
2435 | has to do with diversity. And I have been listening to the
2436 | commitments to diversity, but when I look at the boards of
2437 | directors of both Comcast and NBC, I have questions.

2438 | For example, is it possible, Mr. Roberts, that there are
2439 | no women on the board of directors of Comcast?

2440 | Mr. ROBERTS. No, that is not true. Dr. Judith Rodin of
2441 | the Rockefeller Foundation is on the board.

2442 | Ms. WATERS. How many people do you--how many directors
2443 | do you have?

2444 | Mr. ROBERTS. Like 12, I believe.

2445 | Ms. WATERS. I noted 11. That is on the Internet.

2446 | Mr. ROBERTS. Let me--

2447 | Ms. WATERS. Did she just come on?

2448 | Mr. ROBERTS. No.

2449 | Ms. WATERS. Is it a recent--why would her name not
2450 | appear on the Internet on your board of directors?

2451 | Mr. ROBERTS. I believe it does. If it doesn't, I will

2452 | check that today. She has been on the board for more than 5
2453 | years and has been on the board ever since the AT&T broadband
2454 | merger.

2455 | Ms. WATERS. Okay. So you have 12 directors, you have
2456 | one woman, and one African-American, Mr. Bacon?

2457 | Mr. ROBERTS. We have Mr. Bacon on the board. That is
2458 | correct.

2459 | Ms. WATERS. And any Latinos or Latinas?

2460 | Mr. ROBERTS. We do not, I think, at this time, but the
2461 | governance committee of the board has stated that increasing
2462 | the diversity on the board is one of its top priorities and
2463 | we are--that is an area that we would like to improve, as
2464 | well as additional diversity on the board.

2465 | Ms. WATERS. I think that is very important, because
2466 | when you are judged about your sincerity about diversity, it
2467 | really starts at the top. And when you look at the board of
2468 | directors of any organization, it tells you a lot about who
2469 | they are and what they are trying to do.

2470 | Let's take a look at NBC. We are very pleased about
2471 | Paula Madison. She is kind of a twofer. She is a woman, and
2472 | she is black, and she is connected to the community, and we
2473 | are very appreciative for being able to talk openly and
2474 | candidly with her about our concerns.

2475 | And I guess you have one other woman, Lynn Calpeter. Is
2476 | that correct? Or do you have another woman?

2477 Mr. ZUCKER. Within our executive--within the top
2478 executive ranks at NBC Universal, other than Paula, our CFO,
2479 Lynn Calpeter, is female.

2480 Ms. WATERS. I just want to deal with the board first
2481 before we go to the other offices.

2482 Mr. ZUCKER. On the board of NBC Universal.

2483 Ms. WATERS. With the board.

2484 Mr. ZUCKER. Yes, ma'am.

2485 Ms. WATERS. So you have Paula Madison, one woman, one
2486 black. Any other women? Any other blacks?

2487 Mr. ZUCKER. Lynn Calpeter, Bonnie Hammer also--Bonnie
2488 Hammer, who is the president of USA and Syfy, is also on the
2489 board of NBC Universal. I believe there is--

2490 Ms. WATERS. Bonnie Hammer?

2491 Mr. ZUCKER. Bonnie Hammer.

2492 Ms. WATERS. Not listed on the Internet. You have 19
2493 members on the board or 20?

2494 Mr. ZUCKER. I don't think that is the board of NBC
2495 Universal.

2496 Ms. WATERS. Oh, it is not?

2497 Mr. ZUCKER. Yes, I think you may be looking--I am not
2498 sure what you are looking at.

2499 Ms. WATERS. I am looking at the board where Jay
2500 Ireland, Jeff Zucker, Michael Bass, Lynn Calpeter, Steve
2501 Capus, Marc Chini, Rick Cotton, Dick Ebersol, John Eck, Jeff

2502 Gaspin, Allison Gollust, Mark Hoffman, Paula Madison, Salil
2503 Mehta, Ron Meyer, Richard Pilot, Cory Shields, Peter Smith
2504 and John Wallace. Is that not the NBC Universal board?

2505 Mr. ZUCKER. Those are the executive--I think that would
2506 be the executives of NBC Universal, the top executives of NBC
2507 Universal.

2508 Ms. WATERS. Paula Madison is on the board though,
2509 right?

2510 Mr. ZUCKER. She is one of the top executives of NBC
2511 Universal.

2512 Ms. WATERS. But she is on the board?

2513 VOICE. They don't have a board.

2514 Ms. WATERS. Is she on the board?

2515 Mr. ZUCKER. That is the directors' board, yes, yes.

2516 Ms. WATERS. So is there something different than what I
2517 just read that is the board of directors? Or is it one and
2518 the same, your top executives make up the board, plus others?
2519 How does it work?

2520 Mr. ZUCKER. NBC Universal is not a public company, so
2521 we have a--so we have a legal entity that lists all the top
2522 executives, which I think is what you are reading from.

2523 Ms. WATERS. I see. Okay.

2524 Mr. ZUCKER. So we are not a public board, and I think
2525 that is--

2526 Ms. WATERS. So this basically is the make-up of the top

2527 executives who kind of serve in a board capacity, but not
2528 legally constructed as a board?

2529 Mr. ZUCKER. That is an accurate way to look at it.

2530 Yes, ma'am.

2531 Ms. WATERS. So you have two women, is that right, or
2532 three women? How many in this 19 that I have counted? Or is
2533 it just Paula by herself?

2534 Mr. ZUCKER. Well, I think it is--Paula Madison is on
2535 there. I think Lynn Calpeter is on there. I think Bonnie
2536 Hammer is on there. I think Allison Gollust is on there.

2537 Ms. WATERS. I don't see Bonnie--what is her title?

2538 Mr. ZUCKER. Bonnie Hammer is the president of USA and
2539 Syfy networks.

2540 Ms. WATERS. And are there any more African-Americans on
2541 the board, in this executive make-up?

2542 Mr. ZUCKER. In that executive make-up, no.

2543 Ms. WATERS. Okay. Any Latinos?

2544 Mr. ZUCKER. On that board, no.

2545 Ms. WATERS. Okay. So you have got some work to do,
2546 too, right?

2547 Mr. ZUCKER. As I said before, this has been one of my
2548 key strategic priorities that I put in place when I came into
2549 this role 3 years ago. I feel we have made progress. There
2550 is no question that there is more progress to be made.

2551 Ms. WATERS. Let's talk a little bit about programming.

2552 | And I don't know what I am referring to in terms of this
2553 | season or next season, but I am told that there is no black
2554 | programming, you have no more black programming. Is that
2555 | correct?

2556 | Mr. ZUCKER. Are you talking about NBC right now?

2557 | Ms. WATERS. Yes.

2558 | Mr. ZUCKER. Yes, on NBC? There is not a program on NBC
2559 | that has an African-American-central theme to it, that is
2560 | correct.

2561 | Ms. WATERS. Why not?

2562 | Mr. ZUCKER. I think we are always looking to--you know,
2563 | diversity is incredibly important in all of our casting and
2564 | in all of our themes. We are looking for programming that
2565 | covers that--you know, that covers both the diverse casting
2566 | and diverse programming.

2567 | With regard to African-Americans, we haven't found that
2568 | program at this time. As was referenced, obviously, we have
2569 | been--we were at the forefront of that, when you go way back
2570 | into the history of NBC, when you go into the more recent
2571 | history of NBC.

2572 | Ms. WATERS. That was then, and now is now.

2573 | Mr. ZUCKER. Yes, today we don't have that program on
2574 | the air.

2575 | Ms. WATERS. So, Ms. Prewitt, do you think that they
2576 | could get some help from individual filmmakers to help them

2577 | with a little diversity so that they would not be sitting
2578 | here in 2010 with no black programming?

2579 | Ms. PREWITT. I think they could absolutely get some
2580 | help. And the day they say, "Go," I will have members who
2581 | are prepared to start filling those slots.

2582 | Ms. WATERS. But he just said, "Go." He is looking. He
2583 | really wants to.

2584 | Ms. PREWITT. Indeed. Indeed. Well, I will pick up the
2585 | phone and call my board meeting, which is convening now, to
2586 | tell them to get started.

2587 | Thank you.

2588 | Ms. WATERS. And so, Ms. Prewitt, are we talking about
2589 | them working with independent developers to--independent
2590 | filmmakers to help develop new shows? How do they get this
2591 | done? He has forgotten how to do it.

2592 | Ms. PREWITT. There are two issues.

2593 | Ms. WATERS. They used to do it a long time ago--

2594 | Ms. PREWITT. Well, they used to do it. And one looming
2595 | issue here is, who at the end of the day owns that show?
2596 | There are a number of people who may well be prepared to come
2597 | in and work with the network and have been invited to work
2598 | with the network and then turn the ownership of that show
2599 | over to the network.

2600 | The independents with whom we work wish to retain the
2601 | rights to their shows. They want to be in control of where

2602 | those shows are exploited after the initial network or cable
2603 | run.

2604 | So on that basis, people are perfectly happy to work
2605 | with the network, but the network has to be prepared to sit
2606 | on its hands as they try to grab all worldwide Internet
2607 | rights or things of that nature.

2608 | And if you look back in the--you know, the early days,
2609 | what we think of as the great days, the Bill Cosby days, what
2610 | you will find there is that that programming traveled
2611 | worldwide because the back-end rights were left with the
2612 | creator. And that is part of what we think the process is of
2613 | forcing the creator to take risk, along with the network, to
2614 | really define programming that matters. And on that basis,
2615 | there certainly is a wide community that would be happy to
2616 | work with them.

2617 | Thank you.

2618 | Ms. WATERS. Let me ask what I guess is a business
2619 | question. Is there some assumption that black programming is
2620 | not profitable? Is that why you don't have it?

2621 | Mr. ZUCKER. Not at all.

2622 | Ms. WATERS. Well, if it is profitable, don't you want
2623 | to make money?

2624 | Mr. ZUCKER. Yes, we do.

2625 | Ms. WATERS. Well, how could you not pursue those
2626 | efforts that would help to make you profitable, more

2627 | profitable? Tyler Perry does very well with black stage,
2628 | black screen, and we just love it. We love seeing ourselves
2629 | on television and in the movies.

2630 | And I think that it would be credible to argue that
2631 | black viewers deserve the kind of content that they feel good
2632 | about and that they are watching television and should have
2633 | access to this kind of programming. I don't understand why
2634 | you don't pursue it and why you don't do it.

2635 | Mr. ZUCKER. When I mentioned before that diversity was
2636 | one of my key strategic priorities for the company, we didn't
2637 | make diversity a strategic priority for the company just
2638 | because--only because it was the right thing to do. We also
2639 | made it a strategic priority because it is good business, as
2640 | well. And so I agree with what you are saying.

2641 | The fact is, we need the best programs we can find, no
2642 | matter who is the lead characters in them. The fact is, we
2643 | haven't done a very good job of finding programs at NBC
2644 | recently, and so that is on us. We need the best programs
2645 | wherever they come from, whoever stars in them, whatever
2646 | their themes are, and we need to continue to do that.

2647 | Ms. WATERS. Well, I know that you are pretty, you know,
2648 | important in this country--I mean, in this company, but do
2649 | you know Bill Duke and others who are producers of good black
2650 | programming?

2651 | Mr. ZUCKER. Well, I have--I am not involved in taking

2652 | those pitches and, obviously, hearing those ideas, but I can
2653 | assure you that we have increased our funding for diverse
2654 | scripts and diverse ideas dramatically, especially with the
2655 | help of Paula in recent years, the amount of attention that
2656 | is paid to this.

2657 | The amount of resources that are attendant to looking
2658 | for diverse themes, diverse programs and diverse scripts has
2659 | magnified dramatically in the last 2 years.

2660 | Ms. WATERS. But it has not resulted in black
2661 | programming. You don't have any.

2662 | Mr. ZUCKER. It doesn't necessarily happen immediately,
2663 | and I think what we have done and what I am proud of is the
2664 | fact that we are attuned to it, the fact that we are putting
2665 | money where our mouths are, and we are looking for that.
2666 | Whether we have had success yet or not, which we--as you have
2667 | pointed out, we don't have any of those programs on the air
2668 | today. We are--

2669 | Ms. WATERS. How long do you think it will take?

2670 | Mr. ZUCKER. I wouldn't want to put a timeline on it.
2671 | We are looking for the best programs no matter where they
2672 | come from, and we have added dramatic resources to help us
2673 | find those.

2674 | Ms. WATERS. How do you determine whether or not it is a
2675 | good program? Do you have a committee that reviews--

2676 | Mr. ZUCKER. Well, there is a team, obviously, that

2677 | picks the programs. And diversity, including diverse casting
2678 | and themes, is a significant part of what they are looking--

2679 | Ms. WATERS. So you have a team of diverse people that
2680 | includes African-Americans and Latinos and women that review
2681 | these products that are submitted to you? Is that how it
2682 | works?

2683 | Mr. ZUCKER. Yes, ma'am.

2684 | Ms. WATERS. And what are the blacks on your team saying
2685 | about the inability to find black programming? What do they
2686 | say, if you have some who actually look at this stuff?

2687 | Mr. ZUCKER. Yes, we do.

2688 | Ms. WATERS. What do they say, "not good enough"?

2689 | Mr. ZUCKER. I think we haven't found that program yet.

2690 | Ms. WATERS. Well, let me just say that it is very
2691 | difficult to accept that you cannot find the kind of program
2692 | that I am talking about. And it is unacceptable to say that
2693 | you don't know--you have no goals. You don't know when it
2694 | could happen. It may happen. It may not happen. I don't
2695 | think that black viewers would like to hear that kind of an
2696 | answer.

2697 | And I think you can do better. And it is not all on
2698 | Paula Madison. It is good to be able to, you know, deflect
2699 | when you are getting this kind of question, and I am not
2700 | doing it to be in a "gotcha" moment. I am doing it because I
2701 | am trying to be as open and honest as I can be about your

2702 | black viewers.

2703 | Many of us are searching, looking for black programming
2704 | and having to enjoy shows that are very old, that is
2705 | repeated, because we can't find any new programming that
2706 | reflects us. And we think that is very important, if you are
2707 | committed to diversity.

2708 | And I think that all of the ethnic groups who are
2709 | viewers and who are watching television--otherwise, we don't
2710 | have a dog in this kind of fight. I don't know why we should
2711 | care whether or not you are successful if we are not
2712 | represented. I just don't know why we should be concerned.

2713 | First of all, you have got a diversity problem, you have
2714 | got a labor problem, and you have got an ownership problem.
2715 | There is no ownership in this merger by anybody of color, any
2716 | minorities. Labor's not happy with what you are doing. We
2717 | think we are going to lose jobs.

2718 | So I just don't--I just don't know why I should be
2719 | supportive of your merger. I don't know what it does for the
2720 | people, some of the people that I represent, et cetera, et
2721 | cetera.

2722 | So I want to kind of just make that--put that on your
2723 | radar screen so that you will actually realize some success
2724 | in the area that you are working so hard in. And if you need
2725 | additional help, I will just call all my friends that I know
2726 | in the industry. And I will get Bill Duke and all the

2727 producers that I know, and I will set up a meeting with you
2728 to make sure you have reviewed their products, that they have
2729 been submitted, take a look at your review committee that is
2730 supposed to be diverse, and see if we can't get this done.

2731 Thank you very much, Mr. Chairman. I yield back the
2732 balance of my time.

2733 Chairman CONYERS. We have a vote on. We will be in
2734 recess for this one vote which has been on. That was the
2735 second bell that rang. And we will resume shortly. Thank
2736 you.

2737 [Recess.]

2738 Chairman CONYERS. The committee will come to order.
2739 Chair recognizes Dan Lungren.

2740 Mr. LUNGREN. Thank you very much, Mr. Chairman.

2741 And I thank the witnesses for being here. As you can
2742 see, we split our duties in a day, and I have been on the
2743 floor and other things, so I haven't heard all the testimony.
2744 I think I have the gist of it, but I would like to ask a few
2745 questions.

2746 I thought it was interesting, and I think it is a
2747 serious discussion on diversity. I am almost tempted to ask
2748 about diversity of opinion, but that would suggest that I
2749 think that networks are biased, and I wouldn't suggest that
2750 at all.

2751 I do want to make sure that, no matter what you do, I

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MEMORANDUM

TO: Members of the House Committee on the Judiciary

FROM: John Conyers, Jr.
Chairman

RE: Field Hearing on the Proposed Combination of Comcast and NBC-Universal

DATE: June 25, 2010

On Monday, June 7, 2010, the Committee on the Judiciary held a hearing on the proposed combination of Comcast and NBC-Universal. To ensure stenographer accuracy, please find a **verbatim** transcript of the hearing attached for your review. The Judiciary Committee's Rule III (e) pertaining to the printing of transcripts is as follows:

*The transcripts...shall be published in **verbatim form**, with the material requested for the record...as appropriate. Any requests to correct any errors, other than transcription, shall be appended to the record, and the appropriate place where the change is requested will be footnoted.*

Please return the transcript edits to the Committee by July 30, 2010, to the attention of: [REDACTED] House Office Building, Washington, DC, 20515. If you have any further questions or concerns, please contact [REDACTED].