

**Before the
Federal Communications Commission
Washington, D.C. 20554**

In the Matter of)	
)	
Applications of)	MB Docket No. 14-90
)	
AT&T Inc. and)	
DIRECTV)	
)	
For Consent To Assign or Transfer Control of)	
Licenses and Authorizations)	

ORDER

Adopted: August 28, 2014

Released: August 28, 2014

By the Chief, Media Bureau:

1. On August 7, 2014, the Commission released a Public Notice seeking comment on the applications of AT&T Inc. (“AT&T”) and DIRECTV (collectively, the “Applicants”) to transfer control of Commission licenses and other authorizations.¹ The Public Notice seeks comment on the joint applications submitted by AT&T and DIRECTV on June 11, 2014, to effectuate AT&T’s acquisition of all the assets of DIRECTV and its subsidiaries and related entities.² The Public Notice established September 16, 2014, as the deadline for filing comments and petitions to deny; October 16, 2014, as the deadline for filing responses to comments and oppositions to petitions; and November 5, 2014, as the deadline for filing replies to responses or oppositions.³ On August 15, 2014, Public Knowledge and the Community Broadband Networks Initiative, Institute for Local Self-Reliance (“Petitioners”) filed a Motion for Extension of Time to File Petitions and Comments (the “Motion”) pursuant to Section 1.46 of the Commission’s rules.⁴ In their Motion, Petitioners ask the Commission to extend the filing deadline for the initial comments and petitions to deny for 30 days.⁵ On August 18, 2014, the Applicants filed a Joint Opposition to Motion for Extension of Time (the “Opposition”).⁶ For the reasons stated below, consistent with the Commission’s policy that “extensions of time shall not be routinely granted,”⁷ we deny the Petitioners’ Motion.

¹ See *Commission Seeks Comment on Applications of AT&T Inc. and DIRECTV to Transfer Control of FCC Licensees and Other Authorizations*, Public Notice, MB Docket No. 14-90, DA 14-1129 (rel. Aug. 7, 2014) (“Public Notice”).

² *Id.* at 1.

³ *Id.* at 1.

⁴ See Public Knowledge and the Community Broadband Networks Initiative, Institute for Local Self-Reliance’s Motion for Extension of Time to File Petitions and Comments, MB Docket No. 14-90 (filed Aug. 15, 2014); 47 C.F.R. § 1.46.

⁵ Motion at 1.

⁶ See AT&T Inc. and DIRECTV’s Joint Opposition to Motion for Extension of Time, MB Docket No. 14-90 (filed Aug. 18, 2014).

⁷ 47 C.F.R. § 1.46(a).

2. In their Motion, Petitioners assert that a 30-day extension of the initial filing deadline is necessary to allow sufficient time for the parties to “provide the Commission with meaningful input” and to “fully develop the record in this proceeding.”⁸ In support of their Motion, Petitioners argue that an extension is needed given the novelty of the issues involved and the fact that this pleading cycle coincides with the deadlines of other related proceedings, such as the Comcast-Time Warner Cable Transaction and the Open Internet proceeding.⁹ Specifically, Petitioners assert that the outcome of the AT&T-DIRECTV Transaction will likely affect, and be affected by, the outcomes of these other proceedings, and therefore, the records developed in those proceedings are essential to informing the record of the AT&T-DIRECTV Transaction.¹⁰ Moreover, Petitioners note that these other proceedings are of interest to many of the same organizations, some of which have limited resources and personnel. Accordingly, Petitioners argue, an extension of time would alleviate these burdens on Petitioners and these other organizations without prejudicing the Applicants or significantly delaying the AT&T-DIRECTV Transaction.¹¹

3. In their Opposition, Applicants argue Petitioners have not presented any justification that would warrant an extension of time under Commission precedent.¹² Applicants contend that the initial comment period provided by the Public Notice exceeds the initial comment periods provided in a number of other large and complex transactions.¹³ Applicants point out that the deadline for filing initial comments and petitions to deny will occur nearly four months after the AT&T-DIRECTV Transaction was announced and more than three months after the Applicants filed their Public Interest Statement with the Commission.¹⁴ This period of several months, Applicants state, provides ample time for Petitioners “to access information about the transaction and provide meaningful input.”¹⁵ Furthermore, Applicants note that Petitioners have not yet sought access to Applicants’ confidential submissions, a factor that, Applicants point out, the Commission has cited in denying similar requests.¹⁶ Additionally, Applicants argue that they are entitled to expeditious review of their applications, and that the requested extension would cause significant, unjustified delays in the merger review process, while also straining Commission resources to complete its review within the 180-day transaction timeline.¹⁷ Finally, Applicants contend that, even if the outcome of the AT&T-DIRECTV Transaction were to affect related proceedings before the Commission, the timing of these other proceedings does not justify an extension of time.¹⁸

⁸ Motion at 1.

⁹ *Id.* at 1-3.

¹⁰ *Id.* at 2-3.

¹¹ *Id.* at 3.

¹² Opposition at 1.

¹³ *Id.* at 3.

¹⁴ *Id.* The Applicants announced the AT&T-DIRECTV Transaction on May 18, 2014. *Id.* at 2.

¹⁵ *Id.* at 3.

¹⁶ *Id.* at 3. Applicants point out that more than two months have elapsed since the Commission adopted the June 11, 2014, Joint Protective Order establishing the process for accessing Applicants’ confidential submissions. *Id.* at 1. See also *Applications of AT&T Inc. and DIRECTV for Consent to Assign or Transfer Control of Licenses and Authorizations*, Joint Protective Order, MB Docket 14-90, 29 FCC Rcd 6047 (2014).

¹⁷ Opposition at 3-4.

¹⁸ *Id.* at 4. Applications also assert Petitioners failed to provide any evidence that the AT&T-DIRECTV Transaction raises novel issues. *Id.*

4. The Commission encourages the widest possible public participation and has a strong interest in ensuring that the record is complete and fully developed.¹⁹ To that end, the Public Notice has established a 40-day period for the filing of initial comments and petitions to deny.²⁰ This initial filing period is consistent with the Commission's review of the Comcast-Time Warner Cable Transaction and the Comcast-NBCU transaction, and longer than the pleading cycles provided in some other media-related transaction proceedings in recent years.²¹ The Public Notice also provides for a 30-day period for responses to comments and oppositions to petitions, and a 20-day period for replies to responses and oppositions.²²

5. We recognize the complexity of the proposed transaction. For this reason, we have established a relatively lengthy three-month pleading cycle, consisting of three rounds of pleadings, initial comments and petitions to deny, responses and oppositions, and replies to responses and oppositions, which, together with the Commission's *ex parte* process and the opportunity for parties to comment on the Applicants' responses to information requests, provides interested parties with substantial time and multiple opportunities to participate in the proceeding.²³

6. We are not persuaded that the timing of other important proceedings before the Commission is a valid reason for delaying the schedule of the AT&T-DIRECTV merger review. This merger review is not subordinate in priority to the other ongoing proceedings listed in Petitioners' Motion.²⁴ It is often the case that potential petitioners or commenters, such as Petitioners, have interests in multiple Commission proceedings, and as explained in prior proceedings, the Commission's review cannot be dictated by those parties' allocation of their time and resources.²⁵ In addition, we find the

¹⁹ See *Applications of Comcast Corporation, General Electric Company and NBC Universal, Inc. for Consent to Assign Licenses or Transfer Control of Licensees*, Order, MB Docket No. 10-56, 25 FCC Rcd 3101, 3102, ¶ 4 (MB 2010) ("Comcast-NBCU March 26, 2010 Extension Denial Order").

²⁰ See Public Notice at 1.

²¹ See *Commission Seeks Comment on Applications of Comcast Corporation, Time Warner Cable Inc., Charter Communications, Inc., and SpinCo to Assign and Transfer Control of FCC Licensees and Other Authorizations*, Public Notice, MB Docket No. 14-57, DA 14-986 (rel. July 10, 2014); *Commission Seeks Comment on Applications of Comcast Corporation, General Electric Company, and NBC Universal, Inc., to Assign and Transfer Control of FCC Licenses*, Public Notice, MB Docket No. 10-56, 25 FCC Rcd 2651 (2010). Prior to the Comcast-NBCU merger review, the initial pleading cycles of the most recent media-related mergers allowed approximately 30 days for comments and petitions and 15 days for responsive filings. See, e.g., *Sirius Satellite Radio Inc. and XM Satellite Radio Holdings Inc. Seek Approval to Transfer Control of FCC Authorizations and Licenses*, Public Notice, MB Docket No. 07-57, 22 FCC Rcd 10327 (2007); *News Corporation, The DIRECTV Group, Inc. and Liberty Media Corporation Seek Approval to Transfer Control of FCC Authorizations and Licenses*, Public Notice, MB Docket No. 07-18, 22 FCC Rcd 3493 (2007); *Adelphia Communications Corporation, Debtor-In-Possession, Time Warner Inc. and Comcast Corporation Seek Approval to Transfer Control and/or Assign FCC Authorizations And Licenses*, Public Notice, MB Docket No. 05-192, 20 FCC Rcd 10051 (2005). In *Comcast-Time Warner-Adelphia*, the Commission granted a 16-day extension to the 30-day initial filing period. *Applications for Consent to the Assignment and/or Transfer of Control of Licenses, Adelphia Communications Corporation, (And Subsidiaries, Debtors-In-Possession), Assignors, to Time Warner Cable Inc. (Subsidiaries), Assignees; Adelphia Communications Corporation, (and Subsidiaries, Debtors-In-Possession), Assignors and Transferors, to Comcast Corporation (Subsidiaries), Assignees and Transferees; Comcast Corporation, Transferor, to Time Warner Inc., Transferee; Time Warner Inc., Transferor to Comcast Corporation, Transferee*, Order, MB Docket No. 05-192, 20 FCC Rcd 11145 (2005).

²² See Public Notice at 1.

²³ Petitions to Deny must be filed by the initial pleading deadline, September 16, 2014. *Id.*

²⁴ Motion at 2-3.

²⁵ See Comcast-NBCU March 26, 2010 Extension Denial Order, 25 FCC Rcd at 3103, ¶ 5.

assertion that no party will be harmed by a 30-day extension of the filing deadline to be similarly unpersuasive. The Commission has an obligation to review proposed transactions as expeditiously as possible, regardless of whether or not delays in the process would result in harm to a party.²⁶ Thus, we do not find that, under the particular circumstances here, an extension of the pleading cycle is justified in this case.

7. Accordingly, Petitioners' Motion for Extension of Time to File Petitions and Comments in the above-captioned matter is hereby DENIED. This action is taken pursuant to authority delegated by Section 0.283 of the Commission's Rules.²⁷

FEDERAL COMMUNICATIONS COMMISSION

William T. Lake
Chief, Media Bureau

²⁶ See *id.*; *Applications of Comcast Corporation, Time Warner Cable Inc., Charter Communications, Inc., and SpinCo for Consent to Assign or Transfer Control of Licensees and Authorizations*, Order, MB Docket No. 14-57, DA 14-1226, ¶ 7 (MB, rel. Aug. 22, 2014).

²⁷ 47 C.F.R. § 0.283.