

**STATEMENT OF
CHAIRMAN KEVIN J. MARTIN**

Re: *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, Memorandum Opinion and Order (MB Docket No. 05-192).*

I am pleased that the Commission has voted to approve these transactions on a bipartisan basis. I believe that, on balance, the transactions as conditioned will further the public interest.

The acquisition of the Adelphia systems, currently in bankruptcy, should bring significant benefits to the customers of those systems. Comcast and Time Warner have committed to make long-needed upgrades to those systems to enable the rapid and widespread deployment of advanced services to Adelphia subscribers.

I was concerned that the transactions raised the potential for harm to competition in markets where Comcast or Time Warner has an affiliated regional sports network (“RSN”). As the Commission noted in its approval of News Corp.’s acquisition of DirecTV, viewers consider the programming that RSNs carry as “must have” TV. While a new entrant or competing multi-channel video programming distributor (“MVPD”) could create a substitute if denied access to a local news channel, for instance, it could not create a substitute for the games of a popular local sports team. In North Carolina, there is no substitute for Tarheel basketball. As a result, we conditioned approval of the News Corp./DirecTV transaction on a requirement that News Corp. make its affiliated RSNs available to other MVPDs and, if the parties were not able to reach an agreement on the terms and conditions, the MVPD could request binding arbitration. We adopt the same condition here: Time Warner and Comcast must make their affiliated RSNs available to other MVPDs and, if the parties are not able to reach an agreement, the MVPD can request arbitration. I believe this condition addresses the potential for anti-competitive behavior and facilitates the ability of parties to compete with the incumbent cable operator, to the benefit of consumers.

The other Commissioners in the majority also tried to address a number of other potential harms. Commissioner Tate raised concerns about access to children’s programming. Commissioner McDowell and Commissioner Adelstein raised concerns about MASN and other independent RSNs being carried, and Commissioner Adelstein also raised concerns about how other independent programmers could use our leased access rules. All four of us in the majority worked hard to address these concerns, and I appreciate all of their efforts. I am pleased that, in the end, we could find a way to address these concerns in a limited way and enhance consumers’ access to a variety of programming and service options.

In the end there was still some disagreement on net neutrality. This should not be a surprise, as there is not consensus on net neutrality within the industry or among policy experts. I continue to support the principles we adopted last summer. However, I do not think requirements are necessary at this time without evidence of actual harm to consumers or internet users. The Commission has, and will continue to, monitor the situation and will not hesitate to take action to protect consumers when necessary.