



COMMONWEALTH OF MASSACHUSETTS
OFFICE OF CONSUMER AFFAIRS AND BUSINESS REGULATION

**DEPARTMENT OF
TELECOMMUNICATIONS & ENERGY
Cable Television Division**

_____)	
In the Matter of)	
)	
AT&T CSC, Inc.,)	Docket No. CTV 02-8
AT&T Corp., and)	
AT&T Comcast Corporation)	
)	
Appellants)	
)	Date Issued: November 20, 2002
v.)	
)	
Board of Selectmen of the)	
Town of Ashburnham)	
)	
Appellee)	
_____)	

ORDER ON MOTION FOR ORDER APPROVING TRANSFER

On March 1, 2002, AT&T Corp., as the Transferor and the ultimate parent company of the licensee AT&T CSC, Inc., and AT&T Comcast Corporation (“AT&T Comcast”), as the Transferee (together “Appellants”) submitted to the Board of Selectmen of the Town of Ashburnham (“Appellee” or “Ashburnham”) an application for approval of a change of control of the Final License Agreement (the “License”). Ashburnham voted to withhold consent to the License transfer on June 17, 2002, and issued a written decision to the Cable Television Division (“Cable Division”) of the Department of Telecommunications and Energy pursuant to 207 C.M.R. § 4.05. On July 25, 2002, Appellants appealed Ashburnham’s decision to the Cable Division. Ashburnham filed no pleadings in response. In accordance with

801 C.M.R. § 1.01(7)(g)(2), on September 12, 2002, the Cable Division directed Ashburnham to show cause why Appellants' Petition should not be granted. Ashburnham did not respond to the Order to Show Cause, and therefore on September 24, 2002, the Cable Division issued an Order To Dismiss pursuant to 801 C.M.R. § 1.01(7)(g)(2) dismissing the matter due to Ashburnham's failure to defend its decision to withhold consent to the License transfer and directing Ashburnham to approve the transfer of control of the License.

On November 18, 2002, Appellants filed with the Cable Division a Motion for Order Approving Transfer ("Appellants Motion"). Appellants informed the Cable Division that on October 21, 2002, Ashburnham voted "not to allow the license transfer" (Appellants Motion at 2; see also Exhibit A to Appellants Motion at 3). Appellants note that the Cable Division has previously ordered that a license be transferred when the issuing authority had refused to approve such a transfer. Continental Cablevision, Inc. v. Board of Selectmen of the Town of Randolph, A-75, Order (1996). Appellants request that the Cable Division issue an order granting consent to transfer control of the licensee, AT&T CSC, Inc., to AT&T Comcast.

Massachusetts law provides that the Cable Division has jurisdiction to hear appeals from cable operators who are aggrieved by an issuing authority's decision to withhold consent to a license transfer application. G.L. c. 166A, § 14. After appropriate review, the Cable Division shall approve or disapprove of the action taken by the issuing authority, and if the Cable Division disapproves, shall order the issuing authority to conform with the decision. Id. Unlike rate proceedings, where the Superior Court is given jurisdiction to enforce Cable Division decisions, Section 14 provides a mechanism by which the Cable Division is able to

take action to enforce decisions with respect to licensing issues when issuing authorities fail to comply with lawful orders. Id. Cf. G.L. c. 166A, § 15. Specifically, “if the issuing authority fails to ... perform any other disciplinary act when lawfully ordered to do so by the division upon appeal or otherwise, within such reasonable time as it may prescribe, the [Cable] Division may itself ... perform such act, with the same force and effect as if issued or performed by the issuing authority.” Id. Therefore, in accordance with Massachusetts law and Cable Division precedent, we find it appropriate to grant Appellants Motion.

Accordingly, it is

ORDERED: Appellants Motion for Order Approving Transfer is hereby GRANTED; and it is

FURTHER ORDERED: Approval to transfer the License in the Town of Ashburnham currently held by AT&T Corp. to AT&T Comcast Corporation is hereby GRANTED; and it is

FURTHER ORDERED: Control of AT&T CSC, Inc., the entity that operates the cable television franchise for the Town of Ashburnham, is hereby transferred from AT&T Corp. to AT&T Comcast Corporation.

By Order of the
Department of Telecommunications and Energy
Cable Television Division

/s/ Alicia C. Matthews
Alicia C. Matthews
Director