



COMMONWEALTH OF MASSACHUSETTS
OFFICE OF CONSUMER AFFAIRS AND BUSINESS REGULATION

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

_____)
In the Matter of)
)
MediaOne of Massachusetts, Inc.)
AT&T Corp., and)
AT&T Comcast Corporation	Docket No. CTV 02-10)
)
Appellants)
)
v.	Date Issued: January 14, 2003)
)
City Manager of the)
City of Cambridge)
)
Appellee)
_____)

ORDER ON MOTION FOR ORDER APPROVING TRANSFER

On or about March 1, 2002, AT&T Corp., as the Transferor and the ultimate parent company of the licensee MediaOne of Massachusetts, Inc., and AT&T Comcast Corporation (“AT&T Comcast”), as the Transferee (together “Appellants”) submitted to the City Manager of the City of Cambridge (“Appellee” or “Cambridge”) an application for approval of a change of control of the Final License Agreement (the “License”). Cambridge voted to withhold consent to the License transfer, and on June 28, 2002, 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 Cambridge’s decision to the Cable Division, and simultaneously filed a motion for summary decision. Appellee answered and submitted a cross motion for summary decision. On November 15, 2002, the

Cable Division issued an order granting Appellants' motion for summary decision and ordering that Cambridge consent to the transfer. MediaOne of Massachusetts, Inc. et al. v. City Manager of the City of Cambridge, CTV 02-10 (Order on Motions for Summary Decision and Petition for Leave to Participate) (2002).

On January 9, 2003, Appellants filed with the Cable Division a Motion for Order Approving Transfer ("Appellants Motion"). Appellants informed the Cable Division that Cambridge had not yet granted its consent to the transfer (Appellants Motion at 2). 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. AT&T CSC, Inc. et al. v. Board of Selectmen of the Town of Ashburnham, CTV 02-8, (Order on Motion Approving Transfer) (2002); 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, MediaOne of Massachusetts, Inc., to Comcast Corporation.¹

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. Section 14 also provides a mechanism by which the Cable Division is able to take action to

¹ Upon consummating the merger between AT&T Broadband and Comcast Corporation, the newly created entity was named Comcast Corporation rather than AT&T Comcast Corporation as originally planned. The name change does not affect the ultimate control of the license at issue.

enforce decisions with respect to licensing issues when issuing authorities fail to comply with lawful orders. Id. 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 City of Cambridge currently held by MediaOne of Massachusetts, Inc. to Comcast Corporation is hereby GRANTED; and it is

FURTHER ORDERED: Control of MediaOne of Massachusetts, Inc., the entity that operates the cable television franchise for the City of Cambridge, is hereby transferred from AT&T Corp. to Comcast Corporation.

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

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