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Admitted in DC and Florida

December 11, 2008

Ms. Marlene Dortch
Secretary
Federal Communications Commission
445 12th Street, S.W.
Washington, D.C. 20554

VIA ECFS

**RE: American Cable Association ("ACA"); Notice of Ex Parte Presentation; MB
Docket Nos. 07-42 and 07-198**

Dear Ms. Dortch:

Pursuant to 47 C.F.R. § 1.1206(b), we electronically provide this notice of an ex parte presentation in the dockets listed above. On December 10, 2008, the following persons met with Rosemary Harold, FCC Commissioner Robert McDowell's Legal Advisor:

Ross J. Lieberman, ACA, Vice President of Government Affairs
Jeremy M. Kissel, Cinnamon Mueller, Outside Counsel to ACA

During the meeting, participants expressed ACA's serious concern with the Report and Order modifying the program carriage rules and procedures that were listed as part of the tentative agenda for the next scheduled open meeting. It was also noted that ACA strongly objects to any changes to the program carriage rules and procedures that would subject small and medium-sized operators who either have no attributable interest in a programmer (*i.e.*, non-vertically integrated), or an attributable interest in only a local or regional programmer, to complaints filed by unaffiliated video programming vendors (*i.e.*, independent programmers) based on not agreeing to similar prices, terms, or conditions for carriage as those agreed to for programming owned by another MVPD. Furthermore, it was noted that ACA opposed any revisions to the rules that would give independent programmers grounds to file complaints for failing to negotiate in good faith against small and medium-sized operators who are either non-vertically integrated or have an attributed interest in only a local or regional programmer. Operators who are non-vertically integrated, and those who have an attributable interest in only local or regional programming, do not have any incentive to engage in conduct that would unreasonably restrain independent programmers' ability to compete that would warrant changing existing rules to permit unaffiliated video programmers to file discrimination or good faith complaints against them.

In addition, participants urged support for the Further Notice of Proposed Rulemaking (“FNPRM”) that seeks comment on the practices of programmers and broadcasters that was also part of the tentative agenda. Participants noted that ACA believes that the FNPRM continues a meaningful dialogue at the Commission on the problems in the wholesale programming market that deny consumers a wide variety of tiers, better value, and more independent programming.

Although their representatives were not in attendance, participants noted that the National Telecommunications Cooperative Association (“NTCA”), the Organization for the Promotion and Advancement of Small Telecommunications Companies (“OPASTCO”), the Western Telecommunications Alliance (“WTA”), and the Rural Independent Competitive Alliance (“RICA”) were also supportive of the views expressed by ACA.

Sincerely,



Jeremy M. Kissel

cc: Ross J. Lieberman