

November 22, 2017

Dear State Attorney General:

As you have no doubt heard, the Department of Justice filed a lawsuit to stop the AT&T-Time Warner merger on spurious antitrust grounds earlier this week. The lawsuit is politically motivated. The evidence that this action is driven by the President's personal vendetta against CNN is overwhelming. The politicization of this process is a sad day for the rule of law and freedom of the press in our country. As I explain below, it also has terrible implications for middle class jobs. I applaud you for not being a party to this venture and urge your continued skepticism about this lawsuit.

A great deal of ink has been spilled over the last couple weeks about this matter. As reported, the Department of Justice has demanded that AT&T divest either DirecTV or CNN's holding company if it wants the merger approved. The legal and business press is focused on the implications for American businesses, given the sudden 180-degree turn against vertical integrations, or at least a vertical integration involving a media operation personally disfavored by the President. Many commentators also raise the obvious alarm regarding what this action means for freedom of the press.

I share these concerns, but I also want you to be aware of another critically important issue at stake - JOBS. Specifically, middle-class, family-supporting jobs with collectively bargained wages and benefits.

Far too often ignored by all of the machinations of corporate titans and the petty politics of the White House, and even the courts themselves, are the workers and their families whose lives and careers can be capsized by these business and legal decisions. My union, the Communications Workers of America, represents upwards of 100,000 AT&T employees. We represent several thousand DirecTV employees. We represent broadcast technicians at CNN.

Over decades of bargaining, we've invested blood, sweat, and tears to turn telecommunications jobs into the kinds of middle class jobs that the President claimed on the campaign trail that he would "bring back." Collective

bargaining between AT&T and its workforce has resulted in millions of people living the American Dream over the years.

This stands in stark contrast to the history of DirecTV, whose management was virulently anti-union, resisting negotiating collectively with workers at every turn. But in 2014, all of that changed. AT&T bought DirecTV. For the most part, AT&T management has allowed DirecTV workers to make up their own mind about union representation – and they’ve unionized in droves. We’ve welcomed our new union sisters and brothers to top-notch union contracts across the country. They’re fighting for and winning the kinds of union wages, benefits, and job security that built the middle class. If AT&T is forced to sell DirecTV, these workers will be stripped from these contracts.

My union’s broadcast technician sector NABET has long represented technicians at CNN. This is a point of contention because CNN is, in fact, a union buster. In 2003, CNN moved to replace its union technicians with non-union ones, unlawfully. At every step in a 14-year-long legal saga challenging CNN’s move, the union technicians have won their case. The labor board and the court have said they should be reinstated with pay and benefits restored and their union recognized. But CNN keeps resisting the rulings. Several of the union technicians have passed away awaiting justice. Homes have been foreclosed. Their kids couldn’t afford the college they wanted. The case is entering a compliance phase to determine back pay awards, reinstatement, and new contract negotiations, which we hope would finally settle these issues or it could drag on even longer if management is thrown into greater uncertainty thanks to the Department of Justice’s action. These workers and their families have been through enough, and now, as the finish line comes into view, they must overcome Donald Trump’s personal vendetta against a news operation.

And I do believe the Department of Justice’s action emanates from the White House. Until now, vertical integrations have been largely uncontroversial. The very similar NBC-Comcast merger, for example, was approved, albeit with behavioral conditions that we supported. Before he joined the Administration, the current head of the DOJ Antitrust Division, Makan Delrahim, told Canadian television news: “I don’t see this as a major antitrust problem.” Since joining the Trump Administration, he has reversed himself. His boss, U.S. Attorney General Jeff Sessions, refused to answer questions from Congress earlier this month about whether there have been any communications between the White House and the Department about the merger, saying, “I’m not able to comment.” And I do not need to belabor the

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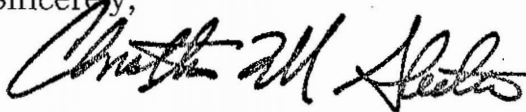
countless statements by the President and his close advisors attacking CNN for its coverage and demanding reporters be fired.

These antitrust matters should be analyzed on their merits, free from petty political interference. This is what the rule of law demands. In this case, it's also what the freedom of the press demands, and it's what fairness to workers demands. A vertical integration like AT&T and Time Warner would allow the new company to better compete with platforms like Google and Facebook. Upending that merger puts a company like AT&T under even more pressure to outsource U.S. jobs or seek benefit concessions in order to compete with these nonunion or simply anti-union companies that do not have a record of building up American communities with middle class jobs.

Again, I urge your continued skepticism of this lawsuit. It is an assault on the rule of law and the freedom of the press, with workers and their families as collateral damage. If you would like to speak with me on any of these issues, I'm more than happy to do so.

Thank you for your attention.

Sincerely,

A handwritten signature in black ink, appearing to read "Christopher M. Shelton". The signature is fluid and cursive, with the first name being the most prominent.

Christopher M. Shelton
President