

**STATE OF NEW YORK  
PUBLIC SERVICE COMMISSION**

Joint Petition of Charter Communications, Inc. )  
and Time Warner Cable Inc. for Approval of a ) Case 15-M-0388  
Transfer of Control of Subsidiaries and )  
Franchises; for Approval of a Pro Forma )  
Reorganization; and for Approval of Certain )  
Financing Arrangements )  
)

**DECLARATION OF TERENCE RAFFERTY IN SUPPORT OF CHARTER  
COMMUNICATIONS, INC.'S PETITION FOR REHEARING AND FOR  
RECONSIDERATION OF JUNE 14, 2018 ORDER.**

1. My name is Terence Rafferty, and I am the Regional Vice President of Field Operations in the Northeast for Charter Communications, Inc. (“Charter”). Since I assumed my role in May 2016, I have overseen Charter’s build out of its network capacity in upstate New York.

2. Prior to holding my current position, I worked for Time Warner Cable, most recently as Regional Vice President of Operations in the Northeast from 2010 through 2016, and previously as the Division President for Western NY from 2006 through 2011, Senior Vice President and General Manager for Time Warner Cable in the greater New York City area from 2003 to 2005, and Regional Vice President of Finance for the Northeast from 2001 to 2003. I received a B.S. from Binghamton University in accounting in 1987. I became a certified public accountant (“CPA”) in 1989.

3. I submit this declaration in connection with Charter’s Petition for Rehearing and for Reconsideration of the Commission’s June 14, 2018 Order, specifically with respect to Charter’s claim for Good Cause Shown, filed on May 9, 2018, under Charter’s Good Cause Showing under its June 19, 2017 settlement with the New York State Public Service Commission (“Commission”), which the Commission adopted by order on September 14, 2017. In my capacity

as Charter's Regional Vice President for Field Operations, I am familiar with Charter's construction within New York State, and the support that Charter's New York State Field operations provides to Charter's Program Management Office for purposes of compiling Charter's network expansion reports to the Commission in Case 15-M-0388. I am also familiar with the criteria for making a claim for Good Cause Shown in Appendix A of Charter's June 19, 2017 settlement. In addition, Charter Field Operations personnel acting at my direction investigated the specific applications and passings described herein. Accordingly, I have personal knowledge of the facts set forth in this Declaration, including knowledge from persons working at my direction.

4. In its May 9, 2018 Good Cause Shown claim, Charter identified 10,517 passings that Charter would have completed by December 16, 2017 but for pole owner delay.

5. For each of the pertinent applications covering those 10,517 passings, either (1) there was no assertion by pole owners that the application was incomplete to begin with, or (2) any questions as to the completeness of the application were resolved and the application still sat with the pole owner for 200 days or more even after excluding the time Charter took to resolve the claimed incompleteness.

6. Charter has also paid all required fees to pole owners for these passings. Moreover, to reduce the likelihood of any payment delay when pole owners do not timely invoice Charter for fees and costs, Charter has worked to transition pole owners from an invoice-based billing process to one in which pole owners receive payments on a direct deposit basis, and most pole owners have now opted for that method of payment. With respect to the 10,517 passings in Charter's May 9, 2018 Good Cause Shown filing, Charter's records indicate that there have been no payment issues with respect to the majority of the applications. Although there have been some

invoicing delays for a subset of those applications, Charter has no record that such issues have materially held up processing beyond the 200-day pole owner review period.

I declare under penalty of perjury that the foregoing is true and correct to the best of my information and belief.

*/s/ Terence Rafferty*  
Terence Rafferty<sup>1</sup>

Executed on July 16, 2018 at 12:30 p.m.

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<sup>1</sup> An original signed version of this signature page will be provided to the Commission separately in hard copy.