

**BEFORE THE
NEW YORK PUBLIC SERVICE COMMISSION**

Joint Petition of Charter Communications,
Inc. and Time Warner Cable Inc.
For Approval of a Transfer of Control of
Subsidiaries and Franchises, Pro Forma
and Certain Financing Arrangements

Case: 15-M-0388

**Charter Communications, Inc.
Network Expansion Plan Update and
Bulk Address Update**

October 9, 2018

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within 21 days of the issuance of the Order. In addition,⁴ the *June 14th Order* required that Charter: (a) remove 18,363 passings from its December 16, 2017 report; (b) remove 11,979 addresses from the Buildout Plan; (c) file a report regarding the most up-to-date number of passings that the Company has completed and associated pole or conduit license applications; and (d) provide all relevant details regarding its Buildout Plan to come into compliance with the discussion in the *June 14th Order*.

On July 16, 2018, Charter filed two petitions for rehearing and reconsideration on the Commission's June 14 Order and its Compliance Order, respectively. On July 27, 2018, the Commission denied both petitions. The Company intends to seek judicial review of these determinations.

In order to comply with the Commission's directives in the *June 14 Order* while also preserving its rights to appeal (as well as to retain a framework to govern the remainder of its buildout efforts in the event the *June 14th Order* is subsequently modified or reversed, either in whole or in part), Charter provides this update.⁵

Included in this filing is **Confidential Exhibit A – Charter's Bulk Address Update October 9, 2018 Per Commission Parameters**, which is prepared consistent with the Commission's June 14th Order.⁶ Also included in this filing is an update labeled **Confidential Exhibit B - Charter's Bulk Address Update October 9, 2018**, which has been prepared

⁴ See *Id.*, Conditions 2 through 5.

⁵ Certain subjects discussed in this filing pertain to nonjurisdictional products and services. Discussion of nonjurisdictional products and services is not intended as a waiver or concession of the Commission's jurisdiction beyond the scope of Charter's regulated telecommunications and cable video services. Charter respectfully reserves all rights relating to the inclusion of or reference to such information, including without limitation Charter's legal and equitable rights relating to jurisdiction, compliance, filing, disclosure, relevancy, due process, review, and appeal. The inclusion of or reference to nonjurisdictional information or to the ordering clauses or other requirements of the Order as obligations or commitments to provide non jurisdictional services shall not be construed as a waiver of any rights or objections otherwise available to Charter in this or any other proceeding, and may not be deemed an admission of relevancy, materiality, or admissibility generally.

⁶ Further explanation of the criteria used to generate Exhibits A and B are contained in Charter's July 9, 2018 report, which it incorporates here by reference.

consistent with Charter's prior submissions and in accordance with Charter's longstanding interpretation of the *Merger Order* and the Settlement Agreement. As it has previously stated, Charter respectfully disagrees with the conclusions reached in the *June 14th Order*, including the Commission's new interpretation of the *Merger Order* and the Commission's ordering of the Company to modify the Buildout Plan or remove completed passings.⁷ Accordingly, Charter is submitting **Confidential Exhibit B** to ensure that there remains a record for appeal as to Charter's buildout compliance efforts, as well as to ensure that there remains a framework to identify Charter's network expansions in the event the *June 14th Order* is reversed or modified as a result of any petition for rehearing and/or judicial review.

Summary of Confidential Exhibit B

In **Confidential Exhibit B**, Charter has followed the same approach and interpretations that the Company used in its earlier Quarterly Bulk Address Updates in compliance with the Merger Order and the Settlement Agreement. **Confidential Exhibit B** fulfills the requirement in the Merger Order and Paragraph 18 of the Order Adopting Revised Build-Out Targets and Additional Terms of a Settlement Agreement that Charter provide an excel spreadsheet which contains address level data for each passing for the six month period ending on October 9, 2018.

Confidential Exhibit B, which contains location and geospatial information for each passing, covers the period since the July 9, 2018 bulk address update. The total number of passings completed up to September 18, 2018 is 70,193. The total number of incremental passings completed since July 9, 2018 is 8,646.

⁷ Certain passings have already been voluntarily removed from Charter's Buildout Plan in the Company's Response to the Order to Show Cause Order, *see* Case 15-M-0388, Response of Charter Communications, Inc. to Order to Show Cause (filed on May 9, 2018).

Major areas of completed passings since the Company's last Bulk Address Update Filing on April 9, 2018⁸ include, but are not limited to, the following:

- Albany County for approximately 481 passings, including the Cities of Albany and Cohoes and the Town of Berne.
- Broome County for approximately 439 passings, including the City of Binghamton, the Towns of Conklin, Kirkwood and Vestal, and the Village of Whitney Point.
- Cattaraugus County for approximately 125 passings, including the Towns of Hinsdale, Ischua, and Machias.
- Cayuga County for approximately 130 passings, including the City of Hannibal and the Towns of Cato, Ira, and Sterling.
- Chenango County for approximately 859 passings, including the Towns of Afton, Guilford, New Berlin, Oxford and Greene.
- Erie County for approximately 970 passings, including the Hamlets of East Concord, and Lawtons; the Towns of Holland, Lancaster, North Collins, and the Village of Springville.
- Fulton County for approximately 151 passings, including in the Cities of Johnstown and Gloversville and the Town of Johnstown.
- Jefferson County for approximately 741 passings, including the Hamlet of La Fargeville, the Towns of Alexandria, Ellisburg, Theresa, Lorraine, and Lyme; the Village of Evans Mills, and the Community of Three Mile Bay.
- Monroe County for approximately 236 passings, including the City of Rochester, the Town of Greece.
- New York County for approximately 167 passings in Manhattan.
- Onondaga County for approximately 454 passings, including the City of Syracuse, the Towns of Fabius and Manlius, and the Village of Baldwinsville.
- Ontario County for approximately 207 passings, including the Cities of Bloomfield and Farmington and the Town of Richmond.
- Oswego County for approximately 1,090 passings, including the Towns of Hastings and Sandy Creek and the Villages of Central Square and Hannibal.
- Rensselaer County for approximately 433 passings, including the Hamlet of Eagle Bridge, the Town of Petersburg, and the Village of Hoosick Falls.
- Saratoga County for approximately 276 passings, including the City of Saratoga Springs and the Town of Clifton Park.

⁸ Case 15-M-0388, Charter Communications, Inc. Quarterly Bulk Address Update (filed on April 9, 2018).

- Schoharie County for approximately 638 passings, including the Hamlet of Warnerville, the Town of Cobleskill and the Villages of Cobleskill and Sharon Springs.
- Sullivan County for approximately 133 passings, including the Hamlets of Liberry and Swan Lake, and the Town of Falisburg.
- Tompkins County for approximately 432 passings, including the Town of Groton.

CONCLUSION

Without waiving its right to seek review of the Commission's interpretation and application of the Commission's *Merger Order* and the *Settlement Order*, Charter remains committed to the significant task of bringing broadband to unserved or underserved homes and businesses in New York. If you have any questions regarding this filing, please feel free to contact the undersigned directly.

Dated: October 9, 2018

/s/ Adam Falk

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