

**BEFORE THE
NEW YORK PUBLIC SERVICE COMMISSION**

Joint Petition of)	
)	
CHARTER COMMUNICATIONS, INC.)	
)	
and)	Case 15-M-0388
)	
TIME WARNER CABLE INC.)	
)	
For Approval of a Transfer of Control of)	
Subsidiaries and Franchises; for Approval of)	
a Pro Forma Reorganization; for Approval of)	
Assignment of 16 Franchises; and for Approval)	
of Certain Financing Arrangements)	
)	

DECLARATION OF JAMES GREGORY MOTT

1. My name is James Gregory Mott, and I am the Vice President of Field Operations Engineering for Charter Communications, Inc. (“Charter”). My business address is 6399 South Fiddlers Green Circle, Greenwood Village, Colorado 80111. I am responsible for design, construction, and maintenance of Charter’s approximately 210,000 miles of plant, including Charter’s New York State systems. I have held this position since November 30, 2015. I hold a B.A. in geology from The Colorado College, and a Master of Science in Engineering from the University of Michigan, Ann Arbor.

2. I have more than 18 years of experience in the cable industry, and prior to my current position I was Vice President of Field Engineering for Charter’s Northeast Region and had responsibility for approximately 35,000 miles of plant in that region. Prior to joining Charter, I was Senior Vice President of ISP, Construction, and Critical Systems at Cablevision Systems Corporation in Bethpage, New York, where I was also responsible for plant design and construction. Previously I served as Area Director of Technical Operation and Engineering at

Comcast Cable Communications, Inc. in Millersville, Maryland, where I was responsible for all technical operations.

3. I submit this Declaration in connection with the Statement of Necessity submitted in the above-referenced proceeding with regards to the request for confidential treatment of the broadband deployment information (“Deployment Data”) submitted on behalf of Charter and Time Warner Cable Inc. (“TWC”). This declaration addresses the Deployment Data for Charter only.

4. The Charter Deployment Data contains an estimate of the number of homes not served, or not “passed,” by Charter’s broadband-enabled network in each municipality in New York served by Charter’s Plattsburgh System. I have been advised that, on February 18, 2016, the Deployment Data was submitted to the New York Public Service Commission (“Commission”) and the Broadband Program Office with much of the information redacted. Subsequently, on April 8, 2016, Charter and TWC submitted the Deployment Data in a manner that made public all of the information in the document with the exception of the detailed number of homes not passed, the information at issue here.

5. The purpose of this Declaration is to explain how the Charter Deployment Data is of substantial competitive value, and how public disclosure of the information would give unfair advantage to competitors to the detriment of Charter. The Charter Deployment Data was compiled at Charter’s direction with the assistance of a vendor, Frontier GeoTek, Inc. (“Frontier”), and incorporates information from multiple data sources and geographic information systems (“GIS”).

6. I am informed and believe that in preparing the Charter Deployment Data, Frontier drew from data sources including (i) Charter’s internal resources, such as its GIS

database; and (ii) public resources, such as the United States Census Bureau housing unit data and data obtained from the National Telecommunications & Information Administration. Preparation of the Deployment Data required both effort and expense, as Frontier had to evaluate the boundaries of Charter's franchise areas as compared to its deployed network plant, mapping Census Bureau data blocks, and evaluating other data inputs necessary to ultimately derive the estimated number of unserved housing units in Charter's current Plattsburgh System franchise footprint. Charter also incurs expense associated with developing and maintaining the underlying non-public data upon which Frontier relied. For example, creation of Charter's internal data is a multi-step process, including but not limited to, field walks, desktop surveys, field surveys and the development of special algorithms.

7. The Deployment Data results from Charter's detailed analysis of its existing and potential service territories and is an important tool that Charter will use to define its short and long term business strategy and prioritize its plans for facilities investment in the near future. As such, the Deployment Data has tangible value, in terms of the financial and operational investment Charter has made to create the data and the competitive and strategic insight that the data provides to Charter.

8. Perhaps even more importantly, the Deployment Data has tangible financial and strategic value to Charter's competitors. There are a number of other providers in Charter's Plattsburgh service area that compete with Charter for voice, broadband, and video customers. The two major satellite video providers (Dish and DirecTV) provide near ubiquitous service throughout the area. The four major wireless carriers (Verizon, AT&T, T-Mobile, and Sprint), and resellers operating on their networks, also offer competitive voice and broadband services throughout most of the area. Incumbent local exchange carriers (and, in the enterprise market,

competitive local exchange carriers) compete with Charter for wireline and broadband customers. This means that Charter is in constant competition with numerous other providers across all of its lines of service.

9. If allowed access to the data, Charter's competitors would receive a tangible financial benefit, gaining insight into where Charter does and does not currently offer broadband service. The Deployment Data, if made public, would give Charter's competitors a road map to develop strategic business plans for future deployment, including sequencing of construction for the most efficient use of manpower, resources, and money, and to target specific geographic areas for marketing strategies. Competitors could—and given the opportunity would—identify and target their resources to invest and market in areas where Charter is competitively vulnerable or conversely, refrain from targeting certain areas where Charter is competitively strong.

10. Charter's competitors would also benefit by avoiding the significant cost of independently collecting data and information about Charter's deployment of facilities. Competitors could avoid the cost and risk of independent market analysis and simply focus on the easiest market opportunities.

11. The Deployment Data is also not publicly available and it is not disclosed to the investment community. While Charter does provide investors high-level data concerning the aggregate number of homes passed by its network, that data is not specific to a particular system or municipality, and reflects the number of new residential passings and new commercial buildings only after the conclusion of construction.

12. Charter ensures that the Deployment Data is made available within the company only to those who need to access the data to perform their job functions. Only Charter management who are involved in the strategic planning and high-level business decisions have

access to the Deployment Data. To the extent Charter relies on an outside vendor (Frontier) to assist with preparing the Deployment Data, I am informed that Charter's contract with Frontier contains comprehensive terms ensuring that Charter's confidential, proprietary, and trade secret information is handled properly and not disclosed to third parties.

13. Because preparation of the Deployment Data requires access to information available only to Charter or Frontier, it would be costly, complex, time-consuming, and extraordinarily difficult for others to duplicate the Deployment Data. Even to replicate rough estimates of the Deployment Data, a third party would have to expend a tremendous amount of time and money by, for instance, performing a complete visual assessment of every mile of outside plant deployed in the Plattsburgh System. The third party would then have to develop a methodology for matching Charter's defined franchise areas to U.S. Census data and then calculating the number of unserved homes based on all of this information.

14. Disclosure of the Deployment Data will harm Charter if it is made public because (a) it will allow competitors to benefit from Charter's own costly efforts to develop data, thus reducing the competitors' costs as compared with Charter's; and (b) it will provide a road map on how to compete against Charter more effectively. In either case, the result will be competitive harm to Charter in terms of lost customers, lost revenues, lost investments, and lost future business opportunity.

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



James Gregory Mott

April 20, 2016