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2 STATE OF NEW YORK  
3 PUBLIC SERVICE COMMISSION

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5 Case No. 15-M-0388: Joint Petition of Charter  
6 Communications, Inc., and  
7 Time Warner Cable Inc., for  
8 Approval of a Transfer of  
9 Control of Subsidiaries and  
10 Franchises; for Approval of  
11 a Pro Forma Reorganization;  
12 and for Approval of Certain  
13 Financing Arrangements.  
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16 Public Statement Hearing  
17 199 Chambers Street  
18 New York, New York

19  
20 September 21, 2015  
21 6:39 p.m.

22  
23 BEFORE:

24  
25 BEN WILES, ESQ.  
Administrative Law Judge

COMMISSIONER DIANE BURMAN

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Public Service Commission - Case No. 15-M-0388  
September 21, 2015

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ALJ WILES: We're going to come to order now. Ladies and gentlemen, I call Case 15-M-0388, which is entitled the Joint Petition of Charter Communications, Inc., and Time Warner Cable Inc., for Approval of a Transfer of Control of Subsidiaries and Franchises; for Approval of a Pro Forma Reorganization; and for Approval of Certain Financing Arrangements.

Good evening, ladies and gentlemen. My name is Ben Wiles. I'm an Administrative Law Judge with the New York State Department of Public Service, and I will be conducting this Public Statement Hearing. Tonight we are fortunate to be joined by one of the Commissioner for the Public Service Commission, Diane Burman, who I think would like to make a short statement.

COMMISSIONER BURMAN: First of all, I want to welcome everyone here and thank Manhattan Community College for having us here. These public statement hearings are very important for the Commission to hear

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1  
2 from the public on what their concerns or  
3 thoughts are on this proposed merger. I'm  
4 one of five statutorily Commissioners.  
5 Currently there are four sitting  
6 Commissioners. And I've been on the  
7 Commission since July of 2013. It's very  
8 important to me that we take into  
9 consideration all comments and I just look  
10 forward to hearing from everyone tonight.  
11 My role tonight is really to be a listener  
12 and to report back what I hear to the other  
13 Commissioners. So thank you for this  
14 opportunity to listen to you tonight.  
15 Thanks.

16 ALJ WILES: On July 2nd of this  
17 year, Charter Communications and Time  
18 Warner Cable filed their petition for  
19 approval by the Public Service Commission  
20 of their proposed merger. The purpose of  
21 this Public Statement Hearing is to obtain  
22 comments from the public on the proposed  
23 merger, and this Public Statement Hearing  
24 is one of several being conducted around  
25 the state for this purpose.

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2 In the July 22nd Secretaries Notice  
3 concerning this case, it was established  
4 that this is a "Notice and Comment" case.  
5 This means that the record on which the  
6 Commission will act is made up of the  
7 written petitions of Charter and Time  
8 Warner, the written comments by staff and  
9 others filed a few days ago, the reply  
10 comments which will be filed on  
11 September 30, and in addition the record in  
12 a "Notice and Comment" case will include  
13 the public comments which are received by  
14 the Commission by regular mail, or by  
15 e-mail, or through our toll free opinion  
16 line. They will also include the  
17 statements made at the public statement  
18 hearings.

19 Since this is a "Notice and Comment"  
20 proceeding, the Public Statement Hearing  
21 that we will conduct is not an evidentiary  
22 or trial-type hearing. There is no  
23 pre-filed written testimony presented, the  
24 witnesses will not be sworn in, and there  
25 will be no cross-examination of witnesses.

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2 However, it is a normal practice at the PSC  
3 for a transcript to be taken of all of the  
4 statements made at a public Statement  
5 Hearing, and this will be done here. We  
6 have a stenographer present today to record  
7 the proceedings. Please speak loudly and  
8 clearly if you are making a comment so that  
9 your statements will be recorded  
10 accurately, and please introduce yourself  
11 as you begin your comment.

12 In conducting the Public Statement  
13 Hearing, I will call the speakers in the  
14 order I have received the participation  
15 cards. The only exception to this is one  
16 we make for an appearance by elected  
17 officials who will be permitted to provide  
18 their statements at the beginning of the  
19 hearing. Right now I don't have any  
20 elected officials who want to speak.

21 Written statements, if offered, will  
22 be received during the hearing. If you  
23 provide a written statement, there is no  
24 need to read that statement into the  
25 record, and if time is short you will not

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2 be permitted to do so. Generally, I will  
3 try to call one speaker and to call the  
4 next speaker to come down to the front of  
5 the room and to be prepared to make their  
6 statement as soon as the first speaker has  
7 finished.

8 I have three cards. Presumably  
9 there are three speakers. We'll take their  
10 comments now, although nothing requires  
11 them to provide the comment now. They can  
12 wait until 7:00 or even later. But as an  
13 accommodation to them, I'm trying to get  
14 their comments on the record as soon as  
15 possible.

16 Under our notice, we said that the  
17 hearing, the Public Statement Hearing would  
18 begin at 7:00 and would not end until 8:00,  
19 and that's true. We'll take these comments  
20 and at least myself and the reporter will  
21 stay until 8:00 in case someone comes after  
22 7:00 and before 8:00 and wants to make a  
23 comment, or if one of you comes back  
24 because you forgot something, whatever.

25 So the first speaker tonight is

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2 Michael Santorelli. We're speaking from  
3 the podium over here. I think that's a  
4 live mic. Yes, it is. And the next  
5 speaker after him will be Kevin Alexander.  
6 Is he here, Kevin Alexander? Oh yeah,  
7 that's right.

8 MR. SANTORELLI: Hi. My name is  
9 Michael Santorelli. Do you need me to  
10 spell that?

11 ALJ WILES: That's a good thing to  
12 do.

13 MR. SANTORELLI: Sure. Michael,  
14 S-A-N-T-O-R-E-L-L-I. I am a Director of  
15 the Advanced Communications Law and Policy  
16 Institute at New York Law School.

17 Judge Wiles, Commissioner Burman,  
18 thank you for the opportunity to  
19 participate in the hearing. The Commission  
20 is to be commended for taking seriously  
21 its responsibility to carefully vet this  
22 transaction and to ensure that the public  
23 has every opportunity to be involved in a  
24 decision that will ultimately be made on  
25 its behalf. My comments today, as a very

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2 brief overview, are in support of the  
3 transaction.

4 Under the leadership of  
5 Governor Cuomo, New York has led the way in  
6 developing and implementing innovative  
7 approaches to enhancing broadband  
8 connectivity and other advanced  
9 communications services in every corner of  
10 the state. The diverse array of  
11 initiatives, partnerships, and grant  
12 programs that have been launched in recent  
13 year are among the most expansive,  
14 creative, and impactful in the nation. A  
15 core component of many of these activities  
16 has been collaboration with expert firms in  
17 the private sector in an effort to unlock  
18 additional investment, support  
19 next-generation network and product  
20 deployment, and facilitate  
21 consumer-oriented innovation.

22 The result, as documented at length  
23 by Commission staff in its recent  
24 assessment of telecommunications services,  
25 has been the growth of a vibrantly

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2 innovative and competitive marketplace for  
3 voice, video, and broadband services.

4 Challenges certainly remain, but the  
5 Governor, the Legislature, the Commission,  
6 and other leaders from across the state are  
7 to be commended for marshaling an  
8 impressive array of resources to foster an  
9 environment that is conducive to closing  
10 stubborn connectivity gaps and encouraging  
11 continued investment.

12 Taken together, these ongoing  
13 efforts in New York are essential and will  
14 continue to be essential in facilitating a  
15 more robustly and meaningfully connected  
16 New York for all New Yorkers. Indeed,  
17 having a robust digital foundation and a  
18 skilled user-base are central to:  
19 Supported 21st century economic  
20 development; unleashing the transformative  
21 potential of broadband in key sectors like  
22 healthcare, education, and energy; and  
23 improving the lives of users who are able  
24 to put these tools to productive and  
25 meaningful uses.

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2 From the consumer's prospective,  
3 what these goals speak to achieve,  
4 connection, inclusion, and innovation,  
5 constitute the public interest in the  
6 broadband era. These are the desired  
7 outcomes of policy reforms, grant awards,  
8 industry investment, and consumer  
9 engagement. As such, when weighing whether  
10 a particular transaction or activity  
11 furthers this public interest, the  
12 Commission should seek to determine whether  
13 and how that action might influence, for  
14 better or for worse, the status quo. Those  
15 that will have net positive impacts should  
16 be approved immediately.

17 When viewed in this light, as well  
18 as in light of all publicly available  
19 documents, I respectfully urge the  
20 Commission to approve this merger. Doing  
21 so will bolster efforts here in New York to  
22 improve broadband connectivity and enhance  
23 communications services of all kinds.

24 The merged entity, for example, will  
25 have an enhanced capacity to invest in

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2 advanced networks and services across  
3 New York State. In the grand scheme of  
4 efforts to improve broadband and  
5 connectivity in New York, additional  
6 private investment remains among the most  
7 important elements to realizing the  
8 transformative potential of advanced  
9 services. The new entity will be able to  
10 leverage its larger national footprint in  
11 ways that will allow it to channel  
12 additional investment into New York.

13 In addition, the merging companies  
14 have committed to creating a robust  
15 low-income broadband offering. This kind  
16 of program is essential to addressing  
17 perhaps the most vexing technology  
18 challenge facing New York: Ensuring that  
19 as many people as possible have equal  
20 opportunity to benefit from the universe of  
21 services enabled by a high-speed Internet  
22 connection. Programs that provide  
23 broadband connections at discounted prices,  
24 and supplement those offerings with  
25 low-cost access devices and digital

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2 literacy training opportunities, have  
3 proven to be enormously successful in  
4 raising adoption rates among low-income  
5 households. Importing this kind of program  
6 into New York will be a substantial boon to  
7 millions of consumers who might otherwise  
8 remain unconnected.

9 In conclusion, taken together, the  
10 array of benefits discussed in the Joint  
11 Petition constitute a compelling value  
12 proposition for approving the merger.  
13 Approval will trigger new investment, the  
14 deployment of new services, the creation of  
15 new jobs, and the emergence of new  
16 opportunities for consumers to reap the  
17 benefits or more advanced services. The  
18 potential for such robust gains represents  
19 a net positive and certainly furthers the  
20 public interest. Thank you.

21 ALJ WILES: Thank you.

22 Mr. Alexander, and you will be  
23 followed by Reverend Jacques Andre DeGraff.

24 MR. ALEXANDER: Good afternoon. My  
25 name is Kevin Alexander and I'm the

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2 President and CEO of Rockaway Development  
3 and Revitalization Corporation, Inc.,  
4 located in the Rockaway peninsula area of  
5 Queens, New York. RDRC is in full support  
6 of this merger and I'll briefly describe  
7 the role that we play working with Time  
8 Warner Cable and what we're trying to do in  
9 areas such as the Rockaways, which are  
10 definitely in need of increased access to  
11 broadband services.

12 RDRC is a 37-year-old community  
13 development corporation focused on  
14 neighborhood preservation, commercial  
15 revitalization, workforce and economic  
16 development, and post-Sandy resiliency  
17 planning. RDRC has been recognized by  
18 federal, state, and local government  
19 agencies, elected officials as one of the  
20 pivotal organizations charged with leading  
21 our community out of the devastation of  
22 Hurricane Sandy and into a brighter future.

23 RDRC is happy to partner with  
24 entities and individuals that share our  
25 goals and are appreciative of the support

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2 we have received from our corporate  
3 partners. Time Warner Cable has been a  
4 great leader in this area and we are  
5 excited about its merger with Charter  
6 Communications and Bright House Networks.

7 The merger company, New Charter,  
8 would be committed to improving the  
9 communities it serves. We believe the  
10 company will follow through on its promise  
11 because its legacy firms have done such  
12 great work in the past.

13 Time Warner Cable has helped  
14 Rockaway residents develop computer skills  
15 and access to job training and placement  
16 through its Time Warner learning lab.  
17 Citywide, I'll just do the acronym, TWC has  
18 already established 17 labs with state of  
19 the art computer, software and high-speed  
20 Internet access. The labs are located in  
21 many areas of the city where access to  
22 technology is limited to schools and public  
23 libraries. Many of the TWC labs have  
24 become a place for education and technology  
25 skills training programs for youth, job

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2 seekers and seniors.

3 We see the merger as an even greater  
4 access to technology in communities such as  
5 Far Rockaway. From our viewpoint, the  
6 support from the Time Warner lab has been  
7 outstanding and we are equally impressed by  
8 New Charter's plans for community  
9 investment, and we've questioned that.

10 Having suffered through the  
11 devastation of Hurricane Sandy, our  
12 community knows firsthand and struggled to  
13 restore damaged homes and businesses. We  
14 are thrilled to see that New Charter will  
15 continue Charter's centric community  
16 service program called Charter Our  
17 Community, which is working to rebuild and  
18 rehabilitate 25,000 unsafe homes by 2020.  
19 Our community has benefited from many  
20 efforts like this and we are fully  
21 supportive of efforts to help families in  
22 need, and we will be there challenging that  
23 as the merger goes forward.

24 We look forward to gaining from New  
25 Charter services which will include

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2 increased speed and services for less  
3 money, return of call center jobs to the  
4 United States and creation of new jobs as a  
5 result of the proposed merger. RDRC is  
6 fully in favor of the merger and we are  
7 confident the company will be an even  
8 greater community partner. Thank you.

9 ALJ WILES: Thank you.

10 Go ahead.

11 MR. DEGRAFF: Good evening. My name  
12 is Reverend Jacques Andre DeGraff and I'm a  
13 leader in the One Hundred Black Men and  
14 Head of the area of Public Policy.  
15 Commissioner and Judge, it's good to see  
16 you and it's good to have this opportunity  
17 to comment on this merger.

18 I'm here to speak in favor of the  
19 merger because of things that other  
20 speakers have said and because of what New  
21 Charter has committed, but we have to go  
22 beyond service and we have to go beyond the  
23 shareholders because a good corporation and  
24 an historic merger ought to provide  
25 benefits beyond those two groups. And so

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I'm here to talk about diversity and inclusion.

Diversity and inclusion is now the American way and we have got to make sure and ensure that it happens as part of this deal. And so as part of this commitment, Tom Rutledge, the CEO, and the Senior Staff have committed to put it in writing, to put a memorandum of understanding between New Charter and the community about opportunities for minority and women-owned businesses and their commitment to inclusion that would go from the c-suites to the mailroom.

And so I'm here today on behalf of One Hundred Black Men, and One Hundred Black Men is the premier male/African American male service organization in the City of New York. Our symbol is opening doors, the doors of opportunity. And Judge, we see this moment, and Commissioner, as an opportunity moment for New York, and we see this as part of a growing field in stem scientists, but it

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2 needs to participate and create the  
3 opportunities and ensure that the  
4 opportunities, not the promises, but the  
5 real opportunities. So we stand here in  
6 support of this deal because it's good for  
7 business and it's good for our communities.  
8 Thank you for this opportunity.

9 ALJ WILES: Thank you.

10 Well, is there anyone else who  
11 wishes to speak or leave a comment?

12 (No response.)

13 ALJ WILES: If not, as I said, I'm  
14 going to adjourn this and if anybody comes  
15 in who wants to make a comment we'll reopen  
16 the record again. In not, at 8:00 I will  
17 open the record in order to close it. And  
18 that's where we are. Thanks a lot.

19 (Whereupon, a recess is taken.)

20 ALJ WILES: We're back on the  
21 record. It's, by my watch, it's 8:00, and  
22 we have no additional speakers who have, or  
23 no additional individuals have come forward  
24 wishing to provide a comment. So at this  
25 point I am closing this hearing. Thank you

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very much.

(Time noted: 8:00 p.m.)

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C E R T I F I C A T E

STATE OF NEW YORK )  
COUNTY OF RICHMOND ) ss:

I, JENNIFER CASSELLA, a Notary Public  
within and for the State of New York, do hereby  
certify:

I reported the proceedings in the  
within-entitled matter, and that the within  
transcript is a true record of such proceedings  
to the best of my ability.

I further certify that I am not related  
to any of the parties to this action by blood  
or marriage; and that I am in no way interested  
in the outcome of this matter.

IN WITNESS WHEREOF, I have hereunto set  
my hand this 25th day of September, 2015.

---

JENNIFER CASSELLA

**Public Service Commission - Case No. 15-M-0388  
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