



**FILED**  
9-21-15  
04:59 PM

**BEFORE THE PUBLIC UTILITIES COMMISSION  
OF THE STATE OF CALIFORNIA**

Joint Application of Charter Communications, Inc.; Charter Fiberlink CA-CCO, LLC (U6878C); Time Warner Cable Inc.; Time Warner Cable Information Services (California), LLC (U6874C); Advance/Newhouse Partnership; Bright House Networks, LLC; and Bright House Networks Information Services (California), LLC (U6955C) Pursuant to California Public Utilities Code Section 854 for Expedited Approval of the Transfer of Control of both Time Warner Cable Information Services (California), LLC (U6874C) and Bright House Networks Information Services (California), LLC (U6955C) to Charter Communications, Inc., and for Expedited Approval of a Pro Forma Transfer of Control of Charter Fiberlink CA-CCO, LLC (U6878C).

A.15-07-009  
(Filed July 2, 2015)

**NOTICE OF EX PARTE COMMUNICATIONS OF  
CHARTER COMMUNICATIONS, INC., CHARTER  
FIBERLINK CA-CCO, LLC (U6878C), TIME WARNER  
CABLE INC., TIME WARNER CABLE INFORMATION  
SERVICES (CALIFORNIA), LLC (U6874C),  
ADVANCE/NEWHOUSE PARTNERSHIP, BRIGHT HOUSE  
NETWORKS, LLC, AND BRIGHT HOUSE NETWORKS  
INFORMATION SERVICES (CALIFORNIA), LLC (U6955C)**

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Fiberlink CA-CCO, LLC

Dated: September 21, 2015

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Joint Application of Charter Communications, Inc.; Charter Fiberlink CA-CCO, LLC (U6878C); Time Warner Cable Inc.; Time Warner Cable Information Services (California), LLC (U6874C); Advance/Newhouse Partnership; Bright House Networks, LLC; and Bright House Networks Information Services (California), LLC (U6955C) Pursuant to California Public Utilities Code Section 854 for Expedited Approval of the Transfer of Control of both Time Warner Cable Information Services (California), LLC (U6874C) and Bright House Networks Information Services (California), LLC (U6955C) to Charter Communications, Inc., and for Expedited Approval of a Pro Forma Transfer of Control of Charter Fiberlink CA-CCO, LLC (U6878C).

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Pursuant to Rule 8.4 of the Rules of Practice and Procedure of the California Public Utilities Commission (“Commission”), Charter Communications, Inc. on behalf of itself and its wholly owned subsidiary Charter Fiberlink CA-CCO, LLC (collectively “Charter”), Time Warner Cable Inc. on behalf of itself and its wholly owned subsidiary Time Warner Cable Information Services (California), LLC (collectively “TWC”), and Advance/Newhouse

Partnership (“Advance/Newhouse”) on behalf of itself and its subsidiary Bright House Networks, LLC as well as BHN’s wholly owned subsidiary Bright House Networks Information Services (California), LLC (collectively “Bright House”) (jointly, “Joint Applicants”) submit this Notice of the following oral ex parte communications in the above-referenced proceeding.

On September 16, 2015, John Clark of Goodin, MacBride, Squeri & Day, LLP (counsel for Charter), James McTarnaghan of Perkins Coie LLP (counsel for TWC), and Suzanne Toller of Davis Wright Tremaine LLP (counsel for Bright House), met with Jessica Hecht, advisor to Commissioner Florio, from approximately 1:00 p.m. to 1:30 p.m., with Lester Wong, advisor to Commissioner Randolph, from approximately 3:00 p.m. to 3:30 p.m., and with John Reynolds, advisor to Commissioner Peterman, from approximately 4:00 p.m. to 4:30 p.m. The meetings were initiated by Charter and were held at the Commission’s office at 505 Van Ness Avenue, San Francisco, CA 94102. A map showing the service areas of Charter, TWC and Bright House, excerpted from the Declaration of Lee L. Selwyn, which was submitted as Exhibit 1 to the Brief of the Office of Ratepayer Advocates, dated December 10, 2014, in A.14-04-013/A.14-06-012, was referred to during each of the meetings. A copy of that hand-out is attached to this notice.

The substance of the communications with each of the Commission advisors was the same. During the meetings, Mr. Clark compared various aspects of the transaction proposed in this proceeding with the transaction proposed in the Comcast application, including differences in the combined California footprints of the Joint Applicants in this proceeding versus those in the Comcast application, and differences in the potential impacts of the transactions on third-party over-the-top video delivery (“OVD”) services and other third-party edge services. Mr. Clark noted that the New Charter combined California footprint would be

substantially smaller than that proposed in the Comcast application and would only be modestly larger than TWC's existing footprint. By comparison, Comcast's California footprint would have doubled in size. Mr. Clark also explained that New Charter's programming interests pale in comparison Comcast's and that as a result there is no reason to be concerned that New Charter would even have incentives to engage in anticompetitive conduct in the market for video programming, much less actually do so. Instead, Mr. Clark noted, Charter views content providers and other third-party edge services as keys to growth in demand for its broadband services.

In addition, Mr. Clark explained that the determination to apply each company's best practices in the areas of customer service, broadband development and adoption, and diversity outreach across California operations would provide substantial benefits to consumers.

Mr. Clark also briefly addressed a pending motion by the Office of Ratepayer Advocates ("ORA") seeking an order requiring Joint Applicants to pay for ORA's consultant in this proceeding. Mr. Clark explained that the Joint Applicants were unable to reach agreement with ORA on the extent of funding or the scope of the consultant's activities and had filed a response opposing the motion on the grounds that the requested order would conflict with the Legislature's recent determination to exclude the Commission from involvement in ORA budgeting and funding matters.

Last, Mr. Clark explained that a Prehearing Conference had not yet been scheduled in the proceeding and expressed Joint Applicants' desire to move this proceeding forward as quickly as possible.

Respectfully submitted September 21, 2015 at San Francisco, California.

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By /s/ John L. Clark

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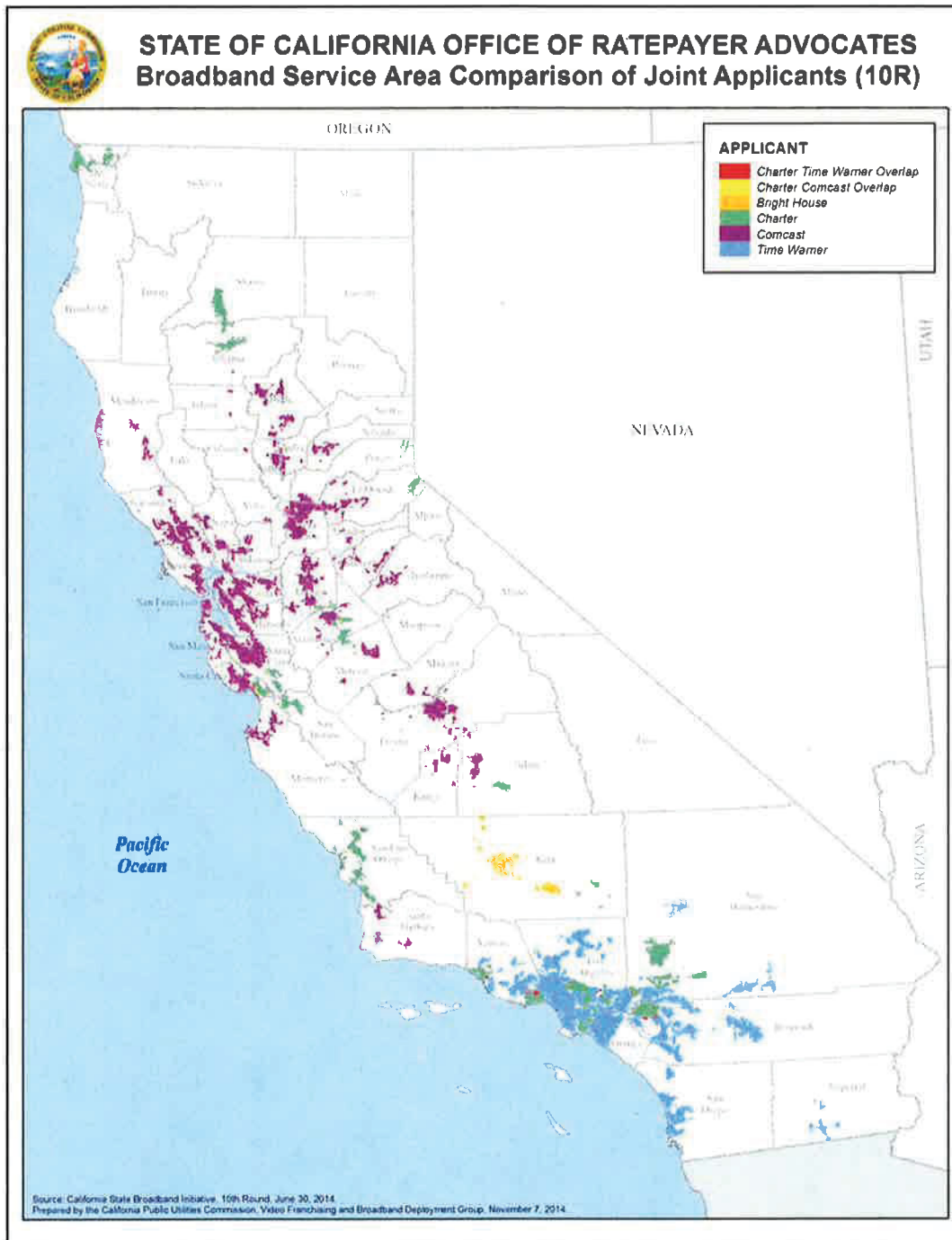


Figure 5. Joint Applicants' combined post-merger operating areas in California.