

Decision _____

BEFORE THE PUBLIC UTILITIES COMMISSION OF THE STATE OF CALIFORNIA

Joint Application of Comcast Corporation, Time Warner Cable Inc., Time Warner Cable Information Services (California), LLC, and Bright House Networks Information Services (California), LLC for Expedited Approval of the Transfer of Control of Time Warner Cable Information Services (California), LLC (U6874C); and the Pro Forma Transfer of Control of Bright House Networks Information Services (California), LLC (U6955C), to Comcast Corporation Pursuant to California Public Utilities Code Section 854(a).

Application 14-04-013
(Filed April 11, 2014)

And Related Matter.

Application 14-06-012

**DECISION GRANTING COMPENSATION TO
THE UTILITY REFORM NETWORK
FOR SUBSTANTIAL CONTRIBUTION TO DECISION 15-07-037**

Intervenor: The Utility Reform Network (TURN)	For contribution to Decision (D.) 15-07-037
Claimed: \$192,840.76	Awarded: \$173,508.33 (~10.03% reduction)
Assigned Commissioner: Carla J. Peterman	Assigned ALJ: Karl J. Bemserfer

PART I: PROCEDURAL

A. Brief description of Decision:	D.15-07-037 granted the motion of the Joint Applicants to withdraw their merger application.
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B. Intervenor must satisfy intervenor compensation requirements set forth in Pub. Util. Code §§ 1801-1812:

	Intervenor	CPUC Verified
Timely filing of notice of intent to claim compensation (NOI) (§ 1804(a)):		
1. Date of Prehearing Conference (PHC):	July 2, 2014	Verified.
2. Other specified date for NOI:		
3. Date NOI filed:	July 31, 2014	Verified.
4. Was the NOI timely filed?		Yes, The Utility Reform Network (TURN) timely filed the notice of intent to claim intervenor compensation.
Showing of customer or customer-related status (§ 1802(b)):		
5. Based on ALJ ruling issued in proceeding number:	A.12-04-015	Verified.
6. Date of ALJ ruling:	July 20, 2012	Verified.
7. Based on another CPUC determination (specify):		
8. Has the Intervenor demonstrated customer or customer-related status?		Yes, TURN demonstrated appropriate status.
Showing of “significant financial hardship” (§ 1802(g)):		
9. Based on ALJ ruling issued in proceeding number:	A.12-22-009	A.12-11-009
10. Date of ALJ ruling:	Sept. 6, 2013	September 6, 2013
11. Based on another CPUC determination (specify):		
12. Has the Intervenor demonstrated significant financial hardship?		Yes, TURN demonstrated significant financial hardship.
Timely request for compensation (§ 1804(c)):		
13. Identify Final Decision:	D.15-07-037	Verified.
14. Date of issuance of Final Order or Decision:	July 29, 2015	Verified.
15. File date of compensation request:	Sept., 28, 2015	Verified.
16. Was the request for compensation timely?		Yes, TURN timely filed the request for intervenor compensation.

PART II: SUBSTANTIAL CONTRIBUTION Did the Intervenor substantially contribute to the final decision (see § 1802(i), § 1803(a), and D.98-04-059).

Intervenor’s Claimed Contribution(s)	Specific References to Intervenor’s Claimed Contribution(s)	CPUC Discussion
<p>1. In this proceeding, the Commission did not issue a decision on the merits of the investigation. However, in the final decision the Commission specifically acknowledges that parties such as The Utility Reform Network (TURN) spent a great deal of time, energy and effort in analyzing the proposed transaction and developing and submitting detailed analysis in response to the numerous issues raised in the Application. D.15-07-037 specifically invites eligible intervenors such as TURN to submit compensation requests. Below, TURN discusses each of the issues where we assert a substantial contribution was made using the factors identified in prior Commission decisions as discussed in Comment 1 as well as the Proposed Decision (PD) and Alternate Proposed Decision (APD). TURN developed and advocated a position on almost all the issues identified in the Scoping Memo. However, the focus of this substantial contribution discussion is on the major and most significant issues.</p>	<p>D.15-07-037, pp. 22-23.</p>	<p>Verified.</p>
<p>2. Legal/Jurisdictional Issues Joint Applicants (“JA”) asserted that the Commission could only review this transaction under Public Utilities (“P.U.”) Code Sec. 854(a). Furthermore, JA requested that the Commission exempt the transaction from detailed review under P.U. Code Sec. 853(b).</p>		<p>Verified.</p>

<p>TURN argued that the Commission had broad authority to engage in a detailed review of the proposed transaction. TURN asserted that both Comcast and Time Warner were telephone corporations under the P.U. Code with certificates of public convenience and necessity (“CPCNs”) and offering services regulated by the CPUC. Under these circumstances, TURN argued the Commission has full authority to review the transaction.</p> <p>TURN also argued that the transaction should be reviewed under not only Sec. 854(a), but also under 854(b) and (c). TURN also asserted that no exemption under 853(b) should be granted. Finally, TURN argued that if the Commission did not agree that 854(b) and (c) were applicable, the CPUC should, at a minimum, apply the standards identified in those Code sections.</p> <p>JA contended that even under the P.U. Code standards for review, the Commission lacked jurisdiction to review the aspects of the transaction relating to broadband services. JA also asserted that P.U. Code Sec. 710 barred the CPUC from reviewing any broadband aspects of the merger.</p> <p>TURN disagreed, arguing that under Sec. 706 of the 1996 Telecommunications Act, the U.S. Congress had conferred jurisdiction to the state commissions to take actions to promote the deployment of advanced telecommunications capability. Given that the proposed merger could result in one entity, Comcast, dominating</p>	<p>TURN Protest of Comcast/Time Warner Joint Merger Application, May 19, 2014 (“TURN Protest”), pp. 2-7.</p> <p>TURN Reply Brief, Opening testimony, Reply Testimony and Certain Exhibits, Dec. 10, 2014 (“TURN Reply Brief”), pp. 3-7.</p>	
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<p>the provision of broadband services in California, TURN asserted that the Commission could review and potentially establish merger conditions relating to broadband.</p> <p>While the Commission did not ultimately issue a final decision on the jurisdictional issues, the CPUC reflected its thinking and intent in a number of documents. In the Scoping Memo the assigned Commissioner and ALJ stated that they would review the transaction under Secs. 854(a) and (c). Moreover, the Scoping Memo ruled that the Commission had authority pursuant to Sec. 706 of the 1996 telecommunications Act and that P.U. Code Sec. 710 was not a bar to such review.</p> <p>Both the Proposed Decision (“PD”) as well as the Alternate Proposed Decision (“APD”) also agreed with most of TURN’s arguments holding that Secs. 854(a) and (c) were applicable and that an exemption was not appropriate under 853(b). Both the PD and APD also agreed that any review of the transaction must consider the competitive impacts. While the PD and APD did not agree with TURN that Sec. 854 (b) should also be applied, these draft decisions nevertheless did consider the competitive issues as articulated in that Code section. The PD and APD also agreed that under Sec. 706 of the 1996 telecommunications Act the Commission could review the broadband aspects of the proposed merger and that P.U. Code 710 was not a bar to such review.</p> <p>While proposed and alternate</p>	<p>TURN Protest, pp. 7-12. TURN Reply Brief, pp. 9-14.</p> <p>TURN Reply Brief, pp. 7-9.</p>	
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<p>proposed decisions are not final decisions, they do provide insight into the direction the Commission was going in deliberating on what the final decision would hold. In the instant case, it is important to note that the ALJ stated in the Final Decision, D.15-07-037 that, “the Commission would have voted on a proposed decision or an alternate decision at the May 11, 2015 meeting but for the Joint Applicants’ motion to withdraw.” Under these circumstances, the Commission should find that TURN made a substantial contribution on the legal and jurisdictional issues.</p>	<p>Scoping Memo and Ruling of Assigned Commissioner and ALJ, Aug. 14, 2014 (“Scoping Memo”), pp. 4-12.</p> <p>Proposed Decision, Feb. 13, 2015 (“PD”), pp. 11-21.</p> <p>Alternate Proposed Decision, April 10, 2015 (“APD”), pp. 12-24.</p> <p>D.15-07-037, p. 9.</p>	
<p>3. Competitive Impacts</p> <p>JA asserted that the proposed transaction was in the public interest because the merger will improve competition since the merging companies do not currently compete directly in California and that there was no basis for concluding that the transaction would reduce competition in any local markets.</p> <p>TURN’s expert witness, Ms. Susan Baldwin, presented testimony indicating that the residential voice and broadband Internet access markets are not now competitive and the JA are major suppliers in these markets.</p>	<p>Opening Testimony and Exhibits of Susan M. Baldwin on Behalf of TURN, Dec. 10, 2014 (“Baldwin Opening Testimony” – attached to TURN’s Reply Brief), pp. 30-</p>	<p>Verified.</p>

<p>Comcast and Time Warner each have an “effective monopoly on providing broadband services within its local geographic area” and that would only increase if the merger were approved. Both the PD and APD also agree with TURN’s arguments that, if approved, the combined entities will eliminate a valuable industry “benchmark” and eliminate potential competition. The PD and APD also conclude, “Parties have made a convincing showing of the anti-competitive consequences that Comcast’s post-merger power may have on the deployment of broadband in California, and of the anti-competitive harms that would occur in California if the merger is consummated.” Both the PD and APD cite to TURN, as well as other parties, arguments as being persuasive.</p> <p>In addition, the APD finds, as TURN argued, that the proposed merger is not in the public interest agreeing with many of the concerns raised by TURN including: “the potential lowering of quality of service and customer service standards to a lower common denominator, an increasing monoculture in the fixed broadband market in California, concerns about privacy, less competition in the special access market, and -- most importantly - less competition in the broadband market, both the retail segment of that market and the segment that allows edge or content providers to reach retail subscribers.”</p>	<p>Baldwin Opening Testimony, pp. 47-68. Baldwin Reply Testimony, pp. 6-12.</p> <p>PD, pp. 61; 64-65; 68 and footnote 178. AD, pp. 64-66; 69-76; 76 and footnote 204.</p> <p>APD, p. 66</p>	<p>As the PD states, both TURN and Writers Guild commented on the elimination of the industry benchmark. This demonstrates that the parties failed to adequately coordinate on this issue, which resulted in a duplicative effort.¹</p>
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¹ See Pub. Util. Code §1801.3(f) (stating that intervenor compensation program articles “shall be administered in a manner that avoids unproductive or unnecessary participation that duplicates the participation of similar interests otherwise adequately represented or participation that is not necessary for a fair determination of the proceeding.”); see also D.15-05-016.

<ul style="list-style-type: none"> • Municipal broadband – require Comcast to not oppose • Nondiscriminatory access – extend the Comcast/NBCU net neutrality commitment at least until 2022 • Unbundled voice – provision of stand-alone voice service until at least 2020 at no more than \$20/month • Participation in LifeLine program • Public safety and reliability – commitment to work with local and state emergency officials to prepare for and respond to natural and manmade emergencies and power outages, and to report to local and state emergency officials on lessons learned from such efforts; five-year commitment to conduct comprehensive consumer education regarding the limitations of VoIP-based service during prolonged power outages; five-year commitment to report outages to the Commission that affect voice or broadband Internet access • Affordability – commitments to allow Time Warner customers to retain the products at current prices for five years; commitment to not raise rates for Time Warner and Comcast residential customers for five years • Transition – commitment to seek approval of CPUC of proposed education of customers regarding customer migration from Time Warner 		
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<p>to Comcast and to increase staffing levels of the transition.</p> <p>The APD agreed with TURN that there were no mitigation measures that could ameliorate the harms of the proposed merger.</p> <p>While the PD agreed with TURN that the proposed merger would have significant anti-competitive effects, it proposed mitigation measures that it found would allow the transaction to be in the public interest. Many of the conditions that TURN proposed in the event the Commission wanted to approve the merger, were required by the PD, including: conditions on requiring Comcast to offer LifeLine service; more extensive education re back-up power issues re VoIP; extension of Comcast’s IE program; upgrades to broadband facilities with minimum speed requirements; providing stand-alone broadband Internet access at specified speeds and at set prices; no opposition to municipal broadband deployment; improvements in service quality; and extensive reporting requirements.</p>	<p>APD, pp. 76-78.</p> <p>PD, pp. 74-84</p>	
<p>5. Internet Essentials</p> <p>JA touted the benefits of Comcast’s Internet Essentials (“IE”) program, and the extension of that program to certain Time</p>		<p>Verified.</p>

<p>Warner customers, as a significant benefit of the proposed transaction.</p> <p>TURN’s expert Ms. Baldwin, did an extensive analysis of the IE program concluding that the program had substantial flaws the most significant being an extremely low participation rate and the program’s narrow scope. As noted above, TURN also made some recommendations to the Commission relating to the IE program in the event the CPUC decided to approve the transaction with conditions.</p> <p>The PD finds, consistent with TURN’s advocacy, that “We are also persuaded by evidence of Comcast’s Internet Essentials program’s weak performance in closing the digital divide in California and fulfilling universal service goals, and thus do not view it as a mitigating factor without additional conditions.” The PD then proposes expansion of IE as a condition consistent with TURN’s alternative arguments as discussed above in item 3.</p>	<p>TURN Reply Brief, pp. 21-22. Baldwin Opening Testimony, pp. 69-83. Baldwin Reply Testimony, pp. 33-42.</p> <p>PD, pp. 68-69.</p> <p>PD, pp. 78-79.</p>	
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A. Duplication of Effort (§ 1801.3(f) and § 1802.5):

	Intervenor’s Assertion	CPUC Discussion
a. Was the Office of Ratepayer Advocates (ORA) a party to the proceeding?	Yes	Yes.
b. Were there other parties to the proceeding with positions similar to yours?	Yes	Yes.
c. If so, provide name of other parties: The Greenlining Institute, The Center for Accessible Technology, Writers Guild of America, Consumers Union, Common Cause, Media Alliance, California Emerging Technology Fund, Joint Minority Parties		Yes.

<p>d. Intervenor’s claim of non-duplication: As with any proceeding with potentially significant impacts, there were numerous intervenors in this case with similar perspectives. Of the many intervenors, TURN was the only one to engage an expert economist to assess the merger. (ORA also engaged an expert). TURN’s filings were detailed and extensive examining the most significant aspects of the proposed merger.</p> <p>TURN collaborated with all of the intervenors. In certain situations, TURN filed joint pleadings with several of the parties to conserve resources and avoid duplication. TURN also worked closely with ORA to see where our analysis differed and/or overlapped with ORA. TURN also had many meetings and conference calls with these parties to discuss issues, analysis, positions, process and procedure during the proceeding to avoid overlap and duplication. TURN also decided in certain instances to specifically not cover an issue that we felt was being adequately covered by another party.</p> <p>TURN submits that the Commission should find that TURN took all reasonable steps to avoid duplication and, to the extent that there was any overlap, TURN’s work supplemented and complemented that of ORA and the other consumer parties.</p>	<p>Preventable duplication between the parties occurred. The Commission reduced TURN’s hours, as discussed below.</p>
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PART III: REASONABLENESS OF REQUESTED COMPENSATION

A. General Claim of Reasonableness (§ 1801 and § 1806):

<p>a. Intervenor’s claim of cost reasonableness:</p> <p>The proposed merger, if approved, would have a significant impact in California and on California consumers. The JA argued that the impact would be extremely beneficial. TURN fundamentally disagreed arguing that the proposed transaction would not be in the public interest.</p> <p>TURN submits that its participation led to the development of a robust record such that if the proceeding went to fruition with a decision on the merits the Commission would have had a solid basis for its analysis of the merger to support whatever finding it would have made about whether the merger was in the public interest and any recommended specific merger conditions. Moreover, the fact that both the PD and APD agreed with most of TURN’s positions on the issues indicates that TURN would have prevailed if a final decision were issued.</p> <p>TURN spent substantial time and resources to thoroughly review the evidence and analyze whether the proposed transaction would benefit consumers. Based on that analysis, TURN represented the consumer interest by demonstrating that the transaction would harm competition in California, and generally place consumers at risk of declining services at potentially higher rates while making little progress in bridging the digital divide. Consumers benefited from what did not happen as a result of the failure of the merger. Even if the merger had been approved, the likelihood of mitigation measures as proposed by TURN’s alternative arguments would have also benefitted California consumers by limiting negative impacts on competition or rate increases and moving the ball forward on bridging the digital divide.</p> <p>The proceeding was long and complex involving many challenging issues for the</p>	<p style="text-align: center;"><u>CPUC Discussion</u></p> <p>Verified.</p>
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<p>Commission and the parties. TURN was an active participant and one of the few parties to present materials and arguments on almost all of the significant issues. In light of the importance and complexity of the issues addressed, TURN's role in developing a robust record for the Commission's review, and the unusual ending that resulted in no decision on the merits, the Commission should find that TURN's request for intervenor compensation bears a reasonable relationship to the benefits to consumers.</p>	
<p>b. Reasonableness of hours claimed:</p> <p>Due to the complex nature of this proposed transaction and the very significant public policy issues involved, several of TURN's telecommunications staff recorded significant amounts of time for the organization's efforts. William Nusbaum served as TURN's lead attorney for the proceeding. Leslie Mehta supported Mr. Nusbaum's work especially in managing discovery and procedural issues. (As usual with proceedings of this kind there were many issues associated with discovery from getting a reasonable Non-Disclosure Agreement ("NDA") from the JA to getting appropriate access to voluminous documents requiring TURN to expend numerous hours on discovery issues). At all times Regina Costa, TURN's Telecommunications Research Director, supported the efforts of TURN's attorneys. In addition, TURN engaged Ms. Susan Baldwin and Ms. Sarah Bosley to perform economic and technical analysis of the proposed merger. Ms. Baldwin was the lead author and expert witness while Ms. Bosley, a long time associate of Ms. Baldwin, focused mainly on data analysis, research support and drafting testimony. Tom Long recorded 3.75 hours in advising on some of the discovery issues and dealing with some contentious issues relating to the JA NDA. The team approach provided TURN with the necessary manpower, time, and availability to meet critical regulatory deadlines in often short time periods. Given the complexity and importance of the issues in this proceeding, the Commission should find that TURN's use of attorney and expert witness time was reasonable.</p> <p>In general, TURN's use of staff time was reasonable given the duration and complexity of the issues. For example, Mr. Nusbaum, as TURN's lead attorney in this case, devoted 152 hours, the equivalent of approximately 19 days of work time. Ms. Mehta devoted 145 hours, equivalent to 18 days.² Ms. Costa's devoted 25 hours, equivalent to 3 days. Ms. Baldwin expended 228 hours (equivalent to almost 29 days) assessing the economic impacts of the proposed merger and developing significant input for Commission consideration. Ms. Bosley assisted in that analysis devoting almost 121 hours, equivalent to 15 days. TURN submits that the volume and quality of the analysis, particularly as set forth in Ms. Baldwin and Ms. Bosley's work, amply demonstrates the reasonableness of these figures.</p> <p>Ms. Baldwin and Ms. Bosley work as a team. In this proceeding, Ms. Baldwin was the lead author of testimony and expert witness and project manager for their</p>	<p>Verified, but see CPUC Disallowances and Adjustments, below.</p>

² In Dec. 2014 Ms. Mehta had to take extended medical leave at which time Mr. Nusbaum assumed full case responsibility. TURN was very diligent to avoid overlapping case coverage unless absolutely necessary.

consulting engagement. Ms. Bosley provided assistance with reviewing discovery, data analysis and research support, as well as assistance in drafting testimony.

A very small number of hourly entries reflect meetings attended by two or more of TURN's advocates and its expert witness. In past compensation decisions the Commission has on occasion deemed such entries as reflecting internal duplication that is not eligible for an award of intervenor compensation. This is not the case here. These meetings were essential to TURN developing and implementing its strategy for this proceeding. TURN's requested hours do not include any entries for TURN staff or expert witness where his or her presence at a meeting was not necessary in order for TURN to fully participate and to achieve the meeting's purpose. TURN submits that its staffing was a reasonable use of staff time given the complexity of the issues, and the need for collaboration among TURN staff to develop and advocate TURN's positions. In addition, the Commission should consider the fact that the industry generally had multiple attendees at these meetings to ensure all relevant issues are adequately covered. In particular, Mr. Nusbaum, Ms. Costa and Ms. Mehta attended a briefing session with Comcast to get an understanding of the application and associated issues on April 23, 2014. On Aug. 2, 2014 Mr. Nusbaum and Ms. Costa attended a Pre-Hearing Conference. And, on Feb. 25, 2015 Mr. Nusbaum and Ms. Baldwin attended an all-party meeting in SF. TURN submits that this was a reasonable use of staff time and should be fully compensable.

TURN is requesting 8 hours of Mr. Nusbaum's time for travel at half his approved hourly rate. These hours are not "general commuting," as Mr. Nusbaum generally works from his home in Brentwood, CA (in Northern CA). He traveled to Los Angeles specifically to attend the all-party meeting on April 14, 2015. The travel time reflects only the amount of time Mr. Nusbaum spent traveling. Mr. Nusbaum's attendance at the all-party meeting was critical to TURN's contribution to the proceeding especially given that the Assigned Commissioner was asking parties for comparisons of the PD and APD at that meeting.

Finally, TURN is requesting compensation for 24 hours devoted to compensation related matters, primarily preparation of this request for compensation. While higher than the number of hours TURN tends to seek for compensation-related matters, this is a reasonable figure given the size and complexity of the request for compensation itself as well as due to the convoluted procedural schedule for this proceeding as well as dealing with delaying tactics of the JA re discovery matters. For example in D.13-05-031 (the review of the AT&T and T-Mobile merger) the Commission awarded compensation for the full 24 hours requested for compensation-related work in a similarly complex merger review proceeding which also did not result in a decision on the merits since AT&T, like Comcast, filed a motion to withdraw the application. In the instant case, it took several hours just to review the record and identify relevant pleadings. Furthermore, given that there was no decision on the merits it took more time than usual to justify the substantial contribution. Mr. Nusbaum prepared the compensation request because, as the attorney with the most overall consistent participation in the proceeding, he was best situated to prepare the request in the lowest number of hours. TURN submits that having another TURN attorney with a lower billing rate handle preparation of the compensation request would have

<p>required substantially more hours to gain sufficient familiarity with the work, such that the total cost to consumers may well have been higher than it is here.</p>	
<p>c. Allocation of hours by issue:</p> <p>TURN has allocated its time entries by activity codes. The list of codes and their description:</p> <p>GP – General Preparation: time for activities necessary to participate in the docket.</p> <p>L - Legal and jurisdictional issues associated with the authority of the Commission to review all elements of the transaction and the standard of review the Commission should apply.</p> <p>C – Issues associated with the possible competitive impacts of the merger if it were approved.</p> <p>M – Issues associated with mitigation measures and possible conditions.</p> <p>IE – Issues associate with the Comcast Internet Essentials Program</p> <p>P/D/AP – Issues associated with procedural and discovery issues as well as issues associated with the all-party meetings called by the Assigned Commissioner</p> <p># - Where time entries cannot easily be identified with a specific activity code. For these entries, the allocation of time spent on activities can be broken down as such: L 10%, C 30%, M 30%, IE 30%,</p>	<p>Because of the duplication with other parties, discussed above, the Commission disallows 25% of the hours claimed related to “C-Issues associated with the possible competitive impacts of the merger if it were approved.”</p>

B. Specific Claim:*

CLAIMED						CPUC AWARD		
ATTORNEY, EXPERT, AND ADVOCATE FEES								
Item	Year	Hours	Rate \$	Basis for Rate*	Total \$	Hours [1]	Rate \$	Total \$
William Nusbaum	2014	99	\$465	Res. ALJ-303	\$46,035	87.51 [2]	\$465.00	\$40,692.15
William Nusbaum	2015	45	\$465	Res. ALJ-308	\$20,925	41.81 [3]	\$465.00	\$19,441.65
Leslie Mehta	2014	144.25	\$310	See Comment 2	\$44,717.50	135.06	\$310.00	\$41,896.60
Regina Costa	2014	25.75	\$295	Res. ALJ-303	\$7,596.25	25.75	\$295.00	\$7,596.25
Tom Long	2014	3.75	\$570	D.15-06-021	\$2,137.50	3.75	\$570.00	\$2,137.50

Susan Baldwin	2014	165.25	\$195	See Comment 2	\$32,223.75	149.16	\$195.00	\$29,086.20
Susan Baldwin	2015	62.50	\$195	See Comment 2	\$12,187.50	45.17	\$195.00	\$8,808.15
Sarah Bosley	2014	83.75	\$145	See Comment 2	\$12,143.75	76.90	\$145.00	\$11,150.50
Sarah Bosley	2015	37	\$145	See Comment 2	\$5,365	29.64	\$145.00	\$4,297.80
Subtotal: \$183,331.25						Subtotal: \$ 165,106.80		
OTHER FEES								
Describe here what OTHER HOURLY FEES you are Claiming (paralegal, travel **, etc.):								
Item	Year	Hours	Rate \$	Basis for Rate*	Total \$	Hours	Rate	Total \$
William Nusbaum	2015	8	\$232.5	See Comment 3	\$1860	8.00	\$232.50	\$1,860.00
Subtotal: \$1860						Subtotal: \$1860.00		
INTERVENOR COMPENSATION CLAIM PREPARATION **								
Item	Year	Hours	Rate \$	Basis for Rate*	Total \$	Hours	Rate	Total \$
Leslie Mehta	2014	1	\$155	See Comment 2	\$155	1	\$155.00	\$155.00
William Nusbaum	2015	23	\$232.5	Res.ALJ-303 (Half approved hourly rate)	\$5,347.50	23	\$232.50	\$5,347.50
Subtotal: \$5,502.50						Subtotal: \$5,502.50		
COSTS								
#	Item	Detail			Amount	Amount		
	Photocopies	Materials relating to proceeding			\$536.60	\$536.60		
	Phone/conf calls	Proceeding-related phone calls			\$1.05	\$1.05		
	Postage	TURN pleadings			\$29.88	\$29.98		
	Consultant Travel	Transportation to airport for SF all-party meeting			\$42	00.00		
	Consultant Travel	Airfare for travel to SF all-party meeting			\$906.20	\$00.00		
	Consultant	Transportation from SFO to			\$39.25	\$00.00		

	Travel	lodging for SF all-party meeting		
	Consultant Travel	Transportation from SF lodging to SFO for SF all-party meeting	\$60.25	\$00.00
	Attorney Travel	Mileage to/from Oakland airport for LA all-party meeting	\$60.38	\$00.00 [4]
	Attorney Travel	Parking at Oakland airport for LA all-party meeting	\$22	\$22.00
	Attorney Travel	Airfare for travel to LA for all-party meeting	\$367	\$367.00
	Attorney Travel	Transportation to/from LAX for LA all-party meeting	\$82.40	\$82.40
TOTAL REQUEST: \$192,840.76			TOTAL AWARD: \$173,508.33	
<p>**We remind all intervenors that Commission staff may audit their records related to the award and that intervenors must make and retain adequate accounting and other documentation to support all claims for intervenor compensation. Intervenor's records should identify specific issues for which it seeks compensation, the actual time spent by each employee or consultant, the applicable hourly rates, fees paid to consultants and any other costs for which compensation was claimed. The records pertaining to an award of compensation shall be retained for at least three years from the date of the final decision making the award.</p> <p>**Travel and Reasonable Claim preparation time typically compensated at ½ of preparer's normal hourly rate</p>				
ATTORNEY INFORMATION				
	Attorney	Date Admitted to CA BAR³	Member Number	Actions Affecting Eligibility (Yes/No?) If "Yes," attach explanation
	William R. Nusbaum	June 1983	108835	No
	Leslie C. Mehta	December 2008	258512	No

C. Attachments Documenting Specific Claim and Comments on Part III

Comment #	Intervenor's Comment(s)
Comment 1	<p>The Commission has granted intervenor compensation awards in situations, such as here, where a decision on the merits has not been issued. When faced with similar circumstances, TURN has urged the Commission to rely upon certain factors to assess whether a party has made a substantial contribution. These factors are:</p> <ul style="list-style-type: none"> - the circumstances that led to the proceeding's conclusion; - the appropriateness of the intervenor's participation in the underlying proceeding;

³ This information may be obtained through the State Bar of California's website at <http://members.calbar.ca.gov/fal/MemberSearch/QuickSearch> .

	<p>- the reasonableness of the intervenor’s participation in the underlying proceeding; - and where available, the intervenor’s past record of demonstrating a substantial contribution to Commission decision or similar subjects.</p> <p>While the Commission has not explicitly adopted all of these factors as the appropriate test of substantial contribution in all proceedings where a decision on the merits has not been reached, the Commission has utilized these factors on a case-by-case basis.</p> <p>Furthermore, the Commission, in granting awards for compensation in such proceedings, has repeatedly stated that denying compensation in such circumstances “would be inconsistent with the intent expressed in Pub. Util. Code Sec.1801.3(b) that the intervenor compensation statutes should ‘be administered in a manner that encourages the effective and efficient participation of all groups that have a stake in the public utility regulation process.’” The Commission has also stated that “we see no reason to increase the intervenor’s [financial] risk [of participation] by denying compensation in a proceeding that is prematurely terminated for reasons that are not reasonably foreseen and are beyond [the intervenor’s] control.” (2005 Cal. PUC LEXIS 534, *14).</p> <p>See also: D.02-07-030, pp. 9-10, 2002 Cal. PUC LEXIS 438, *13; D.02-08-061, pp. 5-8, 2002 Cal. PUC LEXIS 512; *5-11; D.04-03-031, pp. 8-11, 2004 Cal. PUC LEXIS 78, *12-16; D.05-12-038, pp. 6-10, 2005 Cal. PUC LEXIS 534, *9-14; D.06-06-026, pp. 5-6; D.07-07-006, pp. 6-7, 2007 Cal. PUC LEXIS 319, *9. D.07-07-031, pp. 6-10, 2007 Cal. PUC LEXIS 340, **9-14.</p> <p>Recently, in D.13-05-031 (issued June 3, 2013 in I.11-06-009), the Commission granted TURN’s intervenor compensation request in a proceeding very similar to the instant case. In that proceeding AT&T was attempting to acquire T-Mobile. As in the instant case, the Joint Applicants (AT&T and T-Mobile) filed a motion to withdraw their application when it became apparent that the FCC and DOJ were not looking favorably on it. In spite of the fact that this Commission did not issue a decision on the merits, intervenors such as TURN were granted intervenor compensation.</p> <p>Given the circumstances of the instant proceeding, TURN urges the Commission to use the factors discussed above to assess substantial contribution.</p>
Comment 2	<p>Reasonableness of hourly rates: For the most part, TURN’s request uses hourly rates that the Commission has previously approved for TURN’s representatives’ work performed in 2014 and 2015.</p> <p>This is one of the first Requests for Compensation in which TURN seeks an hourly rate for substantive work performed by Ms. Mehta in 2014. TURN requests an hourly rate of \$310, which we submit is a reasonable rate for an attorney of her training and experience. TURN has an outstanding compensation request seeking this rate for Ms. Mehta filed on Sept. 23, 2015 in R.13-02-010.</p> <p>Ms. Mehta is a 2002 graduate of Howard University School of Law and is a member of the California, Kansas, Missouri and Maryland bars. She graduated in the top 20% of her class and served on the Law Review and won a top merit scholarship for academic</p>

performance.

After law school, Ms. Mehta taught high school and worked as a contract attorney. From 2005 to 2008, Ms. Mehta was an Associate at Husch Blackwell Sanders in Kansas City, MO. Ms. Mehta was lead associate on complex civil litigation including products liability, medical malpractice, election law and breach of contract. She also was a key attorney in a voter election case wherein she was responsible for conducting trial strategy as well as motion practice. From 2008 to 2010 she became an Associate at Shook, Hardy & Bacon in SF where she managed class action litigation. From 2010 to 2013 Ms. Mehta was an Associate at Rosen Bien Galvan & Grunfeld in SF where she worked on a variety of civil rights and class action cases including wrongful death, voting rights, police brutality, prisoner rights discrimination and harassment. In that capacity she became expert at taking depositions, motions for summary judgment, mediation and settlements.

In Dec. 2013 Ms. Mehta joined TURN as a Staff Attorney. TURN submits that the rate we are requesting for Ms. Mehta of \$310 is conservative but reasonable. Ms. Mehta joined TURN with significant experience in the type of complex litigation that is typical in a CPUC proceeding having devoted years to honing her discovery, case strategy, pleading writing and other litigation skills that are relevant to TURN's regulatory practice. While none of that experience was directly with public utility regulation, the quantity and quality of those experiences that enabled her to assume substantial responsibility for TURN's advocacy work in important proceedings such as this one, with a much shorter learning curve than a less-experienced attorney would have required.

At the start of 2014 Ms. Mehta had 9 years of attorney experience. The 2014 range for attorneys with 8-12 years of experience is \$320 – \$375 (Res. ALJ-303). TURN's request of \$310 is conservatively below that range. For comparison purposes, "close peers" of Ms. Mehta that have had rates recently set by the Commission include, Colin Bailey, Karen Ueda and Barbara Chisholm set in D.13-11-018. Like Ms. Mehta, each of those had extensive litigation experience, but no previous direct experience practicing before the CPUC. Mr. Bailey was a 2005 law graduate for whom the Commission approved a 2012 rate (when he would have had approximately 7 years of experience) of \$300. Ms. Ueda, a 2000 law graduate, had 11 years legal experience when she first began working on a proceeding before the Commission, and was authorized a rate of \$340. Ms. Chisholm graduated law school in 2001. In her eighth year of legal practice in 2009, the Commission set her rate at \$325. Given these comparable rates, the rate of \$310 for Ms. Mehta's work in 2014 is reasonable and should be granted by the Commission

This is one of the first Requests for Compensation in which TURN seeks an hourly rate for substantive work performed by Ms. Susan Baldwin in 2014 and 2015. TURN requests an hourly rate of \$195, which we submit is a reasonable rate for an economist of her training and experience.

Ms. Baldwin specializes in utility economics, regulation, and public policy. Ms. Baldwin worked with Economics and Technology, Inc. for twelve years, most recently as a Senior Vice President. Since 2001, Ms. Baldwin has been an independent consultant. Ms. Baldwin has been actively involved in public policy for thirty-six years, more than thirty of which have been in telecommunications policy and regulation. Ms. Baldwin received her Master of Economics from Boston University, her Master of Public Policy from Harvard University's John F. Kennedy School of Government, and her Bachelor of Arts

degree in Mathematics and English from Wellesley College. Ms. Baldwin has extensive experience both in government and in the private sector.

Ms. Baldwin has testified before 21 state public utility commissions. Ms. Baldwin has also authored numerous comments and declarations submitted in various Federal Communications Commission (“FCC”) proceedings. Ms. Baldwin has also participated in projects in Delaware, Hawaii, Illinois, New York, South Dakota, and Canada on behalf of consumer advocates, public utility commissions, and competitive local exchange carriers. Ms. Baldwin has served in a direct advisory capacity to public utility commissions in the District of Columbia, Massachusetts, New Mexico, Utah and Vermont. Ms. Baldwin has also testified on behalf of public utility commission staff in Idaho and Rhode Island. Ms. Baldwin has testified before state legislative committees in Maryland, Massachusetts, Ohio, and Pennsylvania.

In her capacity as an independent consultant, Ms. Baldwin has consulted to and testified on behalf of consumer advocates on diverse matters including the electric retail market, broadband deployment, numbering resources, unbundled network element (UNE) cost studies, incumbent local exchange carriers’ requests for competitive classification of services, mergers and spin-offs, rate cases, universal service, service quality, and state *Triennial Review Order* (TRO) proceedings.

Ms. Baldwin has contributed to numerous comments submitted to the FCC on diverse aspects of broadband in various proceedings on topics such as data collection, mapping, deployment, universal service, affordability, consumer protection, and network management. Also, in state regulatory proceedings that have examined carriers’ proposals for spin-offs and for mergers, she has recommended conditions concerning broadband deployment.

Ms. Baldwin has participated in more than twenty state and federal regulatory investigations of the impact of proposed transfers of control of wireline, wireless and cable companies. Ms. Baldwin sponsored declarations on behalf of the New Jersey Division of Rate Counsel on Comcast’s acquisition of NBCU, the proposed AT&T-T-Mobile merger, and the transfer of spectrum from Comcast and Cox to Verizon. Ms. Baldwin sponsored testimony on behalf of the Connecticut Office of Consumer Counsel on AT&T’s transfer to Frontier, on behalf of the Communications Workers of America on Verizon’s sale of its property to Frontier, and on behalf of New Hampshire Office of Consumer Advocate on Verizon’s sale of its operations to FairPoint. Ms. Baldwin also sponsored testimony and declarations on behalf of the New Jersey Division of Rate Counsel on Verizon’s acquisition of MCI, SBC’s acquisition of AT&T, AT&T’s acquisition of BellSouth, and Sprint’s spin-off of its local operations. Ms. Baldwin also sponsored testimony on behalf of the Nevada Bureau of Consumer Protection on the proposed merger of Sprint and WorldCom, on behalf of the Office of Ratepayer Advocates (“ORA”) and also on behalf of the Washington Office of Attorney General in their respective investigations of the proposed merger of Bell Atlantic Corporation and GTE Corporation; co-managed assistance to the Hawaii Division of Consumer Advocacy in the analysis of the proposed BA/GTE merger; sponsored testimony on behalf of the Ohio Consumers’ Counsel and the Indiana Office of Utility Consumer Counselor on the SBC/Ameritech merger; co-sponsored testimony on behalf of the Connecticut Office of Consumer Counsel on the impact of SBC’s acquisition of SNET on consumers; co-authored affidavits submitted to the FCC on behalf of consumer

coalitions on the SBC/Ameritech and BA/GTE mergers; and co-managed a project to assist the ORA analyze the CPUC's investigation of the merger of Pacific Telesis Group and SBC Communications. Ms. Baldwin also has numerous publications, papers and presentations to her credit, with the vast majority focusing on telecommunications regulatory policy.

Ms. Baldwin has few "close peers" in telecommunications matters before the Commission given that many intervenors representing consumer interests have generally not utilized expert witnesses over the past few years. However, when comparing Ms. Baldwin to the expert witnesses used by AT&T and Verizon in the service quality proceeding R.11-12-001 it is apparent that Ms. Baldwin's rates are significantly below market rates for economists with Ms. Baldwin's experience. For example, the expert witness for AT&T in that proceeding is Debra J. Aron, Ph.D. and the expert for Verizon is Jeffrey A. Eisenach, Ph.D. Both of these experts are Principals and Managing Directors in the Evanston, Ill. and Washington, DC offices respectively for Navigant Economics, an economics and finance consulting firm. While the rates for these experts are not easily available TURN did find a rate sheet from a 2006 bankruptcy proceeding in N.Y. that identified the hourly rates for Managing Directors at \$600 - \$650, Directors at \$350-\$576, and Senior Consultants at \$250-\$350 (In The U.S. Bankruptcy Court for the Southern District of New York, In re Delta Airlines, et ql., Chapter 11 Case No. 05-17923 (ASH), Final Application of Navigant Consulting, Inc. for Interim Allowance of Compensation and Reimbursement Expenses, June 22, 2007, para 7). While neither Dr. Aron nor Dr. Eisenach were involved in the Delta matter, the rate sheet is instructive as to what the rates for experts of experts with these levels of seniority billed in 2006.

Other "close peers" for Ms. Baldwin in telecommunications matters before the Commission include Dr. Trevor Roycroft who has been an expert for TURN in the past. In the AT&T/T-Mobile merger proceeding (I.11-06-009), the Commission approved an hourly rate for Dr. Roycroft of \$230 for his work in 2011. Dr. Roycroft is an economist who also has extensive experience advocating on behalf of consumers before state PUCs, such as this Commission.

Other "close peers" include Terry Murray, Scott Cratty and Elizabeth Kientzle, who in the past worked together in the firm Murray & Cratty. In D.06-09-011, covering TURN's work in the AT&T-SBC merger proceeding (A.05-02-027), the Commission approved hourly rates of \$350 for Ms. Murray and \$210 each for Mr. Cratty and Ms. Kientzle for work performed in 2005 (D.06-09-011). Ms. Murray is an economist who spent many years on the Commission's staff, including a period as the director of the predecessor to DRA, before starting her practice providing expert consulting services, primarily focusing on telecommunications matters. In the merger proceeding, Ms. Murray provided services very similar to those Ms. Baldwin provided to TURN here, assisting in the development of TURN strategy and positions, performing technical analysis of the economic and competition-related issues raised in the proceeding, and sponsoring testimony to present TURN's position. The most substantial difference appears to be that Ms. Baldwin has more experience before numerous PUCs and has more publications. Mr. Cratty and Ms. Kientzle both performed much of the technical analysis to support Ms. Murray's testimony, including cost analysis and cost modeling.

Mike Majoros might also be considered a close peer of Ms. Baldwin's although Mr. Majoros's work in Commission proceedings has focused on depreciation-related matters

in general rate cases for major energy utilities. In D.06-10-018, the Commission awarded compensation at an hourly rate of \$240 for Mr. Majoros's work in 2005 in the SCE GRC. While depreciation issues in a GRC setting are obviously different from the merger-related issues addressed here, both categories present challenging regulatory and policy questions that require similar skills and talents to not only master but achieve success in translating the answers into cogent and clear testimony and analysis. Both individuals have several decades of experience in regulatory matters as expert witnesses, and both have addressed a wide array of challenging and data-intensive regulatory issues in numerous jurisdictions.

William Steinhurst of Synapse Energy Economics Inc. may also be considered a close peer of Ms. Baldwin. While Dr. Steinhurst's work before the Commission has been focused on energy matters he also focuses on economic analysis like Ms. Baldwin. In D.11-03-022, the Commission awarded compensation at an hourly rate of \$250 for Dr. Steinhurst's work in 2009-2010 in the nuclear decommissioning cost proceeding. While the issues involved in nuclear decommissioning are different from the merger-related issues that Ms. Baldwin worked on here, both categories present similar challenges and the capabilities to analyze extremely complex issues and present that analysis in a clear and convincing fashion. Both experts have many years of experience and come from similar regulatory backgrounds.

Given her credentials and the excellence of her work in this proceeding, and in light of the fact that even the requested \$195 hourly rate is closer to the bottom of the authorized rate range than it is to the top of that range, TURN respectfully requests that the Commission approve the requested hourly rate of \$195 for work performed in 2014 and 2015.

This is also one of the first Requests for Compensation in which TURN seeks an hourly rate for substantive work performed by Ms. Bosley for work in 2014 and 2015. TURN requests an hourly rate of \$145, which we submit is a reasonable rate for an economist of her training and experience.

Sarah M. Bosley provides consulting services as an independent consultant. Ms. Bosley has fourteen years of experience in telecommunications and energy economics, regulation, and public policy. Ms. Bosley began her career at Economics and Technology, Inc. as a Senior Analyst and Consultant. Ms. Bosley earned her Master of Science in Agricultural and Applied Economics from Virginia Tech, her Master of Arts in International Affairs from American University, and her Bachelor of Arts in Political Science from McGill University.

In her capacity as an independent consultant Ms. Bosley conducts economic analysis, researches telecommunications and energy market policy and regulation, and contributes to expert testimony in numerous state and federal regulatory proceedings. She has contributed to and co-authored reports to state commissions, white papers, and comments and declarations filed in Federal Communications Commission ("FCC") proceedings. Ms. Bosley's experience includes the analysis of a broad range of public policy issues, including: voice over Internet protocol ("VoIP") services; broadband deployment and market practices; intercarrier compensation; access charges; federal universal service policy; the impact of mergers on consumers; service quality; consumer disclosures; cramming and slamming; applications for section 271 authority; petitions for forbearance;

	<p>local competition; unbundled network elements and interconnection agreements; pricing flexibility, alternative regulation, price cap plans, total factor productivity; and electric supply market competition.</p> <p>As with Ms. Baldwin, Ms. Bosley has few “close peers” in telecommunications matters before the Commission given that many intervenors representing consumer interests have generally not utilized expert witnesses over the past few years.</p> <p>Perhaps the closest peers are Scott Cratty and Elizabeth Kientzle, who in the past worked in the firm Murray & Cratty. In D.06-09-011, covering TURN’s work in the AT&T-SBC merger proceeding (A.05-02-027), the Commission approved hourly rates of \$210 each for Mr. Cratty and Ms. Kientzle for work performed in 2005.</p> <p>In 2005 when Mr. Cratty was consulting to TURN he was Vice President of Murray & Cratty, LLC, and had 20 years experience in telecommunications. He had served as an expert (including testifying expert) in approximately 100 proceedings before more than 20 state and federal regulatory agencies, the vast majority of involving regulation of incumbent local exchange carriers. For TURN Mr. Cratty did much of the groundwork supporting Ms. Murray’s testimony, through reviewing the utilities’ testimony, drafting discovery requests, drafting testimony, assisting with hearing preparation and reviewing draft briefs especially on competition issues.</p> <p>In 2005, when Elizabeth Kientzle was consulting to TURN she had approximately 15 years experience in utility analysis and regulatory advocacy, primarily in the electric and local telecommunications market. She spent five years with the consulting firm Morse, Richard, Weisenmiller & Associates, then three years with Slater Consulting prior to becoming affiliated with Murray & Cratty in the late 1990s. She specialized in cost analysis, cost modeling, and market price forecasting. For TURN Ms. Kientzle performed much of the analysis of the SBC “synergy model” used as a basis to determine the short and long-term economic benefits of the proposed SBC/AT&T merger.</p> <p>Given her credentials and the excellence of her work in this proceeding, and in light of the fact that even the requested \$145 hourly rate is closer to the bottom of the authorized rate range than it is to the top of that range, TURN respectfully requests that the Commission approve the requested hourly rate of \$145 for work performed in 2014 and 2015.</p>
<p>Comment 3</p>	<p>Reasonableness of Expenses:</p> <p>The Commission should find TURN’s direct expenses reasonable in light of the duration and complexity of this proceeding. The expenses consist of photocopying at \$.10 per page and postage expenses for the multiple pleadings drafted in this docket. The expenses also include phone calls necessary to coordinate work among the organizations TURN collaborated with. The expenses also include expenses for an all-party meeting held in San Francisco on Feb. 25, 2015. Thus the expenses included Ms. Baldwin’s travel and ground transportation. The expenses also include reasonable charges for Mr. Nusbaum’s travel to attend the all-party meeting in Los Angeles on April 14, 2015. These expenses cover travel and reasonable expenses for ground transportation. TURN is requesting that Ms. Baldwin’s and Me. Nusbaum’s and travel be reimbursed because “but for” the all-party meetings they would not have traveled to San Francisco and Los Angeles. TURN used 50% of the authorized 2015 rate as the billing rate for Mr. Nusbaum’s travel to</p>

	attend the workshop in LA.
Comment 4	TURN used 50% of the authorized 2015 hourly rate as the billing rate for the compensation request, prepared by Mr. Nusbaum in 2015.

D. CPUC Disallowances and Adjustments:

Item	Reason
[1]	<p>For the duplication, discussed above, the Commission disallows the following hours from Issue C - Issues associated with the possible competitive impacts of the merger if it were approved:</p> <p>1.13 of Nusbaum's claimed 2014 hours; 0.06 of Mehta's claimed 2014 hours; 8.44 of Baldwin's 2014 hours; and 4 hours of Bosley's claimed 2014 hours.</p> <p>In addition, TURN indicates that approximately 30% of the hours labeled "#" consisted of work related to issue C. The Commission disallows the following hours (7.5% of #):</p> <p>2.36 of Nusbaum's claimed 2014 hours; .69 of Nusbaum's claimed 2015 hours; 1.13 of Mehta's claimed 2014 hours; 4.65 of Baldwin's claimed 2014 hours; 2.33 of Baldwin's claimed 2015 hours; 2.85 of Bosley's claimed 2014 hours; and 0.86 of Bosley's claimed 2015 hours.</p>
[2]	TURN claims excessive hours regarding the preparation and drafting of their protest, filed on May 19, 2015. The Commission disallows 8 hours from both Nusbaum's and Mehta's 2014 claims.
[3]	<p>The Commission notes that TURN claims 52 hours related to preparing for and attending the February 17, 2015 all-party meeting. This meeting only last 2.5 hours. The Commission finds that TURN's claim is excessive in light of the contribution made during this meeting. The Commission disallows the following hours as excessive:</p> <p>2.5 of Nusbaum's claimed 2015 hours; 6.50 of Bosley's claimed 2015 hours; and 15 of Baldwin's claimed 2015 hours.</p> <p>We also disallow the travel costs for Baldwin to attend the conference. The Commission made video-conferencing available for this meeting and it would be unreasonable to expect California's ratepayer to reimburse TURN for an unnecessary and excessive expense.</p>
[4]	The Commission does not compensate travel based on miles traveled. The Commission compensates for travel time at ½ the approved rate. TURN received compensation for the appropriate travel in this proceeding and will not be reimbursed based upon distance.

PART IV: OPPOSITIONS AND COMMENTS

A. Opposition: Did any party oppose the Claim?	No.
B. Comment Period: Was the 30-day comment period waived (see Rule 14.6(c)(6))?	Yes.

FINDINGS OF FACT

1. TURN has made a substantial contribution to D.15-07-037.
2. The requested hourly rates for TURN's representatives, as adjusted herein, are comparable to market rates paid to experts and advocates having comparable training and experience and offering similar services.
3. The claimed costs and expenses, as adjusted herein, are reasonable and commensurate with the work performed.
4. The total of reasonable compensation is \$173,508.33.

CONCLUSION OF LAW

1. The Claim, with any adjustment set forth above, satisfies all requirements of Pub. Util. Code §§ 1801-1812.

ORDER

1. The Utility Reform Network shall be awarded \$173,508.33.
2. Within 30 days of the effective date of this decision Comcast Corporation, Time Warner Cable Inc., Time Warner Cable Information Services (California), LLC, and Bright House Networks Information Services (California), LLC for shall pay The Utility Reform Network their respective shares of the award, based on their California-jurisdictional telecommunications revenues for the 2014 calendar year, to reflect the year in which the proceeding was primarily litigated. Payment of the award shall include compound interest at the rate earned on prime, three-month non-financial commercial paper as reported in Federal Reserve Statistical Release H.15, beginning December 12, 2015, the 75th day after the filing of The Utility Reform Network's request, and continuing until full payment is made.
3. The comment period for today's decision is waived.

This decision is effective today.

Dated _____, at San Francisco, California

APPENDIX**Compensation Decision Summary Information**

Compensation Decision:		Modifies Decision?	
Contribution Decision(s):	D1507037		
Proceeding(s):	A1404013		
Author:	ALJ Bemederfer		
Payer(s):	Comcast Corporation, Time Warner Cable Inc., Time Warner Cable Information Services (California), LLC, and Bright House Networks Information Services (California), LLC		

Intervenor Information

Intervenor	Claim Date	Amount Requested	Amount Awarded	Multiplier?	Reason Change/Disallowance
The Utility Reform Network (TURN)	09/28/2015	\$192,840.76	\$173,508.33	N/A	See Disallowances & Adjustments, above.

Advocate Information

First Name	Last Name	Type	Intervenor	Hourly Fee Requested	Year Hourly Fee Requested	Hourly Fee Adopted
William	Nusbaum	Attorney	TURN	\$465	2014	\$465.00
William	Nusbaum	Attorney	TURN	\$465	2015	\$465.00
Leslie	Mehta	Attorney	TURN	\$310	2014	\$310.00
Regina	Costa	Attorney	TURN	\$295	2014	\$295.00
Tom	Long	Attorney	TURN	\$570	2014	\$570.00
Susan	Baldwin	Expert	TURN	\$195	2014	\$195.00
Susan	Baldwin	Expert	TURN	\$195	2015	\$195.00
Sarah	Bosley	Attorney	TURN	\$145	2014	\$145.00
Sarah	Bosley	Attorney	TURN	\$145	2015	\$145.00

(END OF APPENDIX)