Decision _____

BEFORE THE PUBLIC UTILITIES COMMISSION OF THE STATE OF CALIFORNIA

In the matter of 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).	Application 15-07-009 (Filed July 2, 2015)

DECISION AWARDING INTERVENOR COMPENSATION TO THE NATIONAL ASIAN AMERICAN COALITION FOR SUBSTANTIAL CONTRIBUTION TO DECISION 16-05-007

Intervenor: The National Asian American Coalition (NAAC)	**For contribution to Decision (D.)** 16-05-007
Claimed: $144,045.50	**Awarded:** $144,045.50
Assigned Commissioner: Michael Picker	**Assigned ALJ:** Karl J. Bemesderfer

PART I: PROCEDURAL ISSUES

A. Brief description of Decision:	Decision D.16-05-007 grants the application for the transfer of control of Time Warner Cable Information Services, LLC and Bright House Networks Information Services, LLC to Charter Communications, Inc., along with a pro forma transfer of control of Charter Fiberlink CA-CCO, LLC. The decision grants approval subject to conditions, including that New Charter abide by the MOU signed with the National Diversity Coalition (NDC) (represented in these proceedings by the NAAC), and providing that NDC may seek an order from the Commission directing New Charter to perform on their MOU provisions.

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):	9/28/2015	Verified.
2. Other specified date for NOI:	--	
3. Date NOI filed:	10/28/2015	Verified.
4. Was the NOI timely filed?		Yes, the National Asian American Coalition (NAAC) 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.13-11-003	Verified.
6. Date of ALJ ruling:	4/18/2014	Verified.
7. Based on another CPUC determination (specify):	--	
8. Has the Intervenor demonstrated customer or customer-related status?		Yes, NAAC has demonstrated appropriate status.
Showing of "significant financial hardship" (§ 1802(g)):		
9. Based on ALJ ruling issued in proceeding number:	A.13-11-003	Verified.
10. Date of ALJ ruling:	4/18/2014	Verified.
11. Based on another CPUC determination (specify):	See comment in Part I.C below	
12. Has the Intervenor demonstrated significant financial hardship?		Yes, NAAC has demonstrated significant financial hardship. Although the Ruling cited by NAAC is outside of the one-year window allowing for a rebuttable presumption of hardship, the

		Commission finds, here, that NAAC demonstrated such hardship in this proceeding.
Timely request for compensation (§ 1804(c))		
13. Identify Final Decision:	D.16-05-007	Verified.
14. Date of issuance of Final Order or Decision:	05/16/2016	Verified.
15. File date of compensation request:	07/15/2016	Verified.
16. Was the request for compensation timely?		Yes, NAAC timely filed the request for intervenor compensation.

C. Additional Comments on Part I (use line reference # as appropriate):

#	Intervenor's Comment(s)	CPUC Discussion
9-10	Our Notice of Intent to Claim Intervenor Compensation was timely filed on 10/28/2015, with the appropriate box checked requesting a ruling on showing of significant hardship. Part III was completed, explaining the basis for our financial hardship, and made reference to a prior determination that NAAC qualifies for significant financial hardship in A.13-11-003 by ALJ ruling dated 4/18/2014. We respectfully renew our request that the ALJ issue a ruling in this proceeding determining that NAAC qualifies for significant financial hardship.	Verified. The Commission determined, above, that NAAC demonstrated significant financial hardship.

PART II: SUBSTANTIAL CONTRIBUTION

A. Did the Intervenor substantially contribute to the final decision (*see* § 1802(i), § 1803(a), and D.98-04-059). (For each contribution, support with specific reference to the record.)

Intervenor's Claimed Contribution(s)	Specific References to Intervenor's Claimed Contribution(s)	CPUC Discussion
<u>Memorandum of Understanding</u> The Final Decision (D.16-05-007) accepted and approved the MOU	*Joint Motion of Charter Communications, Inc. and Charter Fiberlink CA-CCO, LLC (U6878C) and the National Diversity Coalition to Modify Positions In*	Verified.

which the Joint Applicants signed with NDC. NAAC, as part of the NDC, was active and integral to the creation of the MOU, and the Commission should find that NAAC contributed substantially to the final decision, especially those issues dealing with enhancing broadband services and community investment for the good of the public interest, as well as establishing goals to help increase and improve employment diversity, supplier diversity, and programing diversity at New Charter. In order to reach the final MOU, NAAC conducted hours of research and data analysis, reviewed filings of and collaborated with other parties, and engaged with the Joint Applicants in numerous discussion and revisions to the MOU document. At each point, the NAAC and members of the NDC provided important insights on the specific concerns of the minority communities, and developed provisions to protect and benefit all ratepayers, in particular low-income minority ratepayers. After the MOU agreement was reached, NAAC filed comments and engaged in ex parte meetings and community awareness efforts to defend the provisions and support the adoption of the agreement. By creating provisions that the minority community and the Joint applicants support, and which the Commission approved, the NAAC's efforts helped to reduce the burden on the Commission's resources, and shortened the	*Proceedings to Reflect Memorandum of Understanding Between the Parties* (2/3/2016) ("NDC MOU") *Notice of Ex Parte Communication of the National Diversity Coalition* (3/28/2016) Communication with Jessica Hecht from the office of Commissioner Mike Florio. *Notice of Ex Parte Communication of the National Diversity Coalition* (3/28/2016) Communication with John Reynolds from the office of Commissioner Carla Peterman. *Notice of Ex Parte Communication of the National Diversity Coalition* (3/31/2016) Communication with Lester Wong from the office of Commissioner Liane Randolph. *Notice of Ex Parte Communication of the National Diversity Coalition* (4/4/2016) Communication with Elizabeth Podolinsky from the office of Commission President Michael Picker. *Notice of Ex Parte Communication of the National Diversity Coalition* (4/11/2016) Communication with William Johnston from the office of Commissioner Catherine Sandoval. *Notice of Ex Parte Communication of the National Diversity Coalition* (5/2/2016) Communication with William Johnston from the office of Commissioner Catherine Sandoval. *Reply Comments of the National Diversity Coalition on the Proposed Decision of ALJ Bemesderfer Granting Application to Transfer Control Subject to Conditions* (5/9/2016). D.16-05-007 *Decision Granting Application to Transfer Control Subject to Conditions* (5/16/2016) ("Decision") at 8, 16, 70.	NAAC filed the Notice on 4/5/2016.

duration of the proceedings.		
<u>Public Interest Provisions - Broadband Deployment and Affordability, and Community Development</u> The final decision states that among "the topics of the greatest concern to the public", which the NDC MOU and others are overwhelmingly devoted to, are "broadband deployment and affordability on the one hand, and diversity in hiring, contracting and programming on the other." As the Commission considered whether the transaction complied with the requirements of sections 854(b) and (c), they understood that failing to address these key issues would be "an inadequate examination of the public interest." The final decision states that the commitments to faster internet speed, more wireless hot spots, and less burdensome contracts, such as those provisions in the NDC MOU "are benefits that flow to some or all customers of the merging entities." NAAC and NDC members worked closely with the Joint Applicants, national minority advocacy organizations, and local community representatives to develop an affordable and useful broadband service option for low-income consumers, and to identify opportunities to effectively support and strengthen minority communities. NAAC developed provisions to increase New Charter's philanthropic efforts supporting minority-led and minority-serving organizations, create minority internship and scholarship programs, and raise public	Decision at 11-12, 26, 51. NDC MOU, Attachment A at 11-12.	Verified.
	Decision at 11, 12 NDC MOU Attachment A at 3-5, 6-7, 7-9, 10	Verified.

awareness of non-profit organizations and services. <u>Diversity – Employment, Supplier, and Programing Diversity</u> The final decision states that among "the topics of the greatest concern to the public", which the NDC MOU and others are overwhelmingly devoted to, are "broadband deployment and affordability on the one hand, and diversity in hiring, contracting and programming on the other." As the Commission considered whether the transaction complied with the requirements of sections 854(b) and (c), they understood that failing to address these key issues would be "an inadequate examination of the public interest." NAAC and NDC members worked hard to revise New Charter's diversity strategy and develop a robust system that would guide and spur New Charter toward inclusion reflective of its California service territory. The NDC MOU guarantees a minimum of 3 minority members on the Board of Directors, a new Chief Diversity Officer within 1 reporting level of the CEO, and a new External Diversity Council made up of community representatives from diverse groups. New Charter agrees in the NDC MOU to increase workforce diversity, including creating 10,000 technician and customer service positions for minorities, tying performance evaluations and incentive compensation to implementation of diversity initiatives, and establishing		

workplace diversity and inclusions programs. New Charter will also diversify their suppliers, by complying with GO 156 reporting guidelines, participating in GO 156 public hearings, developing an internal supplier diversity tracking system and reporting annually to community organizations, and contracting with more minority law firms, ad agencies, and investment/banking firms. Programming diversity is essential for greater education, outreach, and engagement by underserved minority groups. The NDC MOU includes provisions for New Charter to expand programming produced by and for minority groups. New Charter will expand African American and Latino American focused programming each to 6 million subscribers within 9 months of the transaction, and report annuals on diversity programming data.		

B. 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**	Verified
b. Were there other parties to the proceeding with positions similar to yours?	**Yes**	Verified.
c. If so, provide name of other parties: **ORA, CETF**		Verified.
d. Intervenor's claim of non-duplication: ORA represents ratepayer interests generally, and as such, their positions aligned with those of NAAC and NDC members on certain issues. CETF is primarily focused on expanding broadband services to bridge the "digital divide", which is a prevalent issue particularly for the low-income minority groups NAAC and NDC advocate for. Throughout the proceeding, NAAC made efforts to communicate and coordinate with other advocates to avoid duplication. However, the other intervenors do not represent the same minority communities		Verified. The Commission agrees that NAAC did not engage in excessive duplication with other parties.

as NAAC, and do not have the same direct grassroots involvement in those communities. Their arguments, even for the same outcomes, are not based on the same understanding and expertise gained from actual ratepayer input and experiences. NAAC contributes a unique perspective on the needs of the minority community, obtained from providing direct services to their constituencies, which helps inform and lend credibility to Commission decisions. The similar issues we raised served to strengthen and build upon one another, not simply repeat, to achieve greater advancements in the public benefit. For example, in our 8/6/2015 Protest, NAAC raised issued of the "digital divide" and minimum broadband service levels and affordability, and our 2/3/2016 MOU included specific provisions for 30/4 Mbps offering at $14.99/mo. CETF's 4/7/2016 MOU built upon and further expanded broadband offering terms and funding commitments, gaining greater investments to benefit all California consumers. Therefore, while other parties may have had positions that were similar to NAAC, our grassroots perspectives and goals for the minority community were necessarily different, and were supplemented, not duplicated, by efforts on common issues.	

PART III: REASONABLENESS OF REQUESTED COMPENSATION (General Claim of Reasonableness (§ 1801 and § 1806):

	CPUC Discussion
a. Intervenor's claim of cost reasonableness: NAAC's advocacy efforts reflected in D. 16-05-007 addressed matters related to broadband deployment and affordability, community development, employment diversity, supplier diversity, program diversity, and other public interest concerns. Our contribution on these issues helped to create an MOU that will ensure greater benefits and protections for all California consumers, especially minority groups, as a result of the transaction. For the most part, NAAC cannot identify an exact monetary value for the benefits of these advocacy efforts, given the nature of the issues presented, and the fact that the provisions have not yet been fully implemented. However, California consumers will greatly benefit from the availability of low-cost broadband, investments in minority communities, and diversification of workforce, suppliers, and programming. Additionally, by arriving at a negotiated MOU, Commission resources were conserved, resulting in cost savings for ratepayers.	Verified.
b. Reasonableness of hours claimed: This claim for compensation includes 420.4 total hours for NAAC attorneys and experts. NAAC submits that this is a reasonable amount of time, given the breadth of issues examined and the robust analysis and negotiations over the MOU provisions adopted in the decision. These hours were devoted to discussion, research, analysis, briefing, negotiations, and procedural matters. The main bulk of the work was handled by General Counsel Robert Gnaizda and Senior Attorney Tadashi Gondai. NAAC President and CEO Faith Bautista was an integral part of the case, due to	Verified.

her expertise in community outreach, and with her grassroots connection to the members and representatives of the minority community. Through her network of contacts and involvement in direct services, she was able to draw together a diverse coalition of parties to identify and advocate for the needs and concerns of the communities that will be affected by this decision. Through her expertise and input, the parties were better able to developed provisions that address the concerns of low-income communities. Michael Philips is an expert who has consulted in numerous utility cases before the CPUC for more than a decade, for both Greenlining and the NAAC. He has provided testimony on a variety of regulatory matters, including minority outreach, environmental, and technology issues. The claim for his hours is reasonable, as his input was used only for specific guidance in developing effective broadband provisions. NAAC submits that the recorded hours are reasonable, both for each attorney and expert, and in the aggregate. Therefore, NAAC seeks compensation for all of the hours recorded by our attorneys and experts as stated in this claim. <u>Compensation Request Preparation Time:</u> NAAC is requesting compensation for approximately 15 hours devoted to the preparation of this request. This number of hours is reasonable in light of the fact that this was an active proceeding, with a considerable amount of materials to review and issues to resolve. In order to save on costs, Mr. Gondai was solely responsible for drafting this claim. Mr. Gondai reviewed timesheets, emails, filings, testimony, settlement proposals, and decisions in order to properly allocate time by issue. He also reviewed I-Comp claim procedures and decisions to determine what work could be appropriately claimed, and omit hours spent on work that was beyond the scope, or exceeded normal time allotments for similar activities. The Commission should find that the hours claimed are reasonable.	
c. Allocation of hours by issue: The attached timesheets (Attachment 2) indicate hours spent addressing separate issues identified according to the following codes: **Preparation (PREP) – 20.4%**: time and effort not tied to specific issues, but were nonetheless essential to effective participation, such as reviewing other party briefings, and discussing case strategy for fillings and negotiations. **Procedural (PROC) – 10.3%**: time and effort spent addressing procedural matters, such as jurisdiction, motions, and Commission rules of procedure. **Coordination (COOR) – 1.7%:** time and effort to work and cooperate with other parties. **Public Interest (PI) – 13.9%:** issues related to deployment and affordability of broadband and telephone services, as well as investments to help develop minority communities. **Diversity (DIV) – 8.1%:** issues related to addressing achieving a proper reflection of the diversity in California, including employment, supplier, and	Verified.

program diversity. **Discovery (DISC) – 2.0%:** time spend on issues related to conducting discovery. **Settlement (SETL) – 43.6%:** time and effort spent negotiating, developing, and analyzing the MOU agreement. **PREP – 20.4%** **PROC – 10.3%** **COOR – 1.7%** **PI – 13.9%** **DIV – 8.1%** **DISC – 2.0%** **SETL – 43.6%** **Total: 100%**	

A. Specific Claim:*

CLAIMED						CPUC AWARD		
ATTORNEY, EXPERT, AND ADVOCATE FEES								
Item	**Year**	**Hours**	**Rate $**	**Basis for Rate***	**Total $**	**Hours**	**Rate $**	**Total $**
Robert Gnaizda	2015	78.2	$570	D.16-06-050	$44,574	78.20	570.00	$44,574.00
Robert Gnaizda	2016	83.0	$575	Res. ALJ 329	$47,725	83.00	575.00	$47,725.00
Tadashi Gondai	2015	79.2	$225	D.16-06-050	$17,820	79.20	225.00	$17,820.00
Tadashi Gondai	2016	55.6	$230	Res. ALJ 329	$12,788	55.60	230.00	$12,788.00
Faith Bautista	2015	36.2	$165	D.16-06-050	$5,973	36.20	165.00	$5,973.00
Faith Bautista	2016	61.1	$165	D.16-06-050	$10,081.50	61.10	165.00	$10,081.50
Michael Phillips	2015	4.4	$405	D.16-06-050	$1,782	4.40	405.00	$1,782.00
					***Subtotal:* $ 140,743.50**			***Subtotal:* $ 140,743.50**
OTHER FEES **Describe here what OTHER HOURLY FEES you are Claiming (paralegal, travel **, etc.):**								
Item	**Year**	**Hours**	**Rate $**	**Basis for Rate* [1]**	**Total $**	**Hours**	**Rate**	**Total $**
Travel – Robert	2015	5	$285	$570/2 see Comment A	$1,425	5.00	285.00	$1,425.00

Gnaizda								
Travel – Faith Bautista	2016	1.6	$82.5	$165/2 see Comment B	$132	1.60	82.50	$132.00
					***Subtotal:* $1,557**			***Subtotal:* $1,557.00**
INTERVENOR COMPENSATION CLAIM PREPARATION **								
Item	**Year**	**Hours**	**Rate $**	**Basis for Rate***	**Total $**	**Hours**	**Rate**	**Total $**
Tadashi Gondai	2016	15	$115	$230/2 see Comment B	$1,725	15.00	115.00	$1,725.00
					***Subtotal:* $1,725**			***Subtotal:* $1,725.00**

COSTS

#	Item	Detail	Amount	Amount
	Printing	Printing costs for drafts and reviews of filings, as well as to review filings from other parties and the Commission	$20.00	$20.00
			TOTAL REQUEST: $144,045.50	**TOTAL AWARD: $144,045.50**

**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.

**Travel and Reasonable Claim preparation time typically compensated at ½ of preparer's normal hourly rate.

ATTORNEY INFORMATION

Attorney	Date Admitted to CA BAR[1]	Member Number	Actions Affecting Eligibility?
Robert Gnaizda	Jan. 9, 1962	32148	No
Tadashi Gondai	Dec 3, 2010	273186	No

C. CPUC Disallowances and Adjustments:

Item	Reason
[1]	The Commission notes that NAAC did not file comments to the claim, despite the citations.

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

PART IV: OPPOSITIONS AND COMMENTS
Within 30 days after service of this Claim, Commission Staff or any other party may file a response to the Claim (*see* § 1804(c))

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. The NAAC has made a substantial contribution to D.16-05-007.

2. The requested hourly rates for the NAAC's representatives 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 are reasonable and commensurate with the work performed.

4. The total reasonable compensation is $144,045.50.

CONCLUSION OF LAW

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

ORDER

1. The National Asian American Coalition is awarded $144,045.50.

2. Within 30 days of the effective date of this decision Charter Communications, Inc. (Charter), Time Warner Cable Inc. (TWC), Time Warner Cable Information Services (California), LLC (TWCIS), Advance/Newhouse Partnership (ANP), Bright House Networks, LLC (BHN) and Bright House Networks Information Services (California), LLC (Bright House) shall pay the National Asian American Coalition their respective shares of the award, based on their California-jurisdictional telecommunications revenues for the 2016 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 September 28, 2016, the 75th day after the filing of the National Asian American Coalition'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?**	No
Contribution Decision(s):	D1605007		
Proceeding(s):	A1507009		
Author:	Bemesderfer		
Payer(s):	Charter Communications, Inc. (Charter), Time Warner Cable Inc. (TWC), Time Warner Cable Information Services (California), LLC (TWCIS), Advance/Newhouse Partnership (ANP), Bright House Networks, LLC (BHN) and Bright House Networks Information Services (California), LLC (Bright House)		

Intervenor Information

Intervenor	Claim Date	Amount Requested	Amount Awarded	Multiplier?	Reason Change/Disallowance
National Asian American Coalition (NAAC)	7/15/2016	$144,045.50	$144,045.50	N/A	N/A

Advocate Information

First Name	Last Name	Type	Intervenor	Hourly Fee Requested	Year Hourly Fee Requested	Hourly Fee Adopted
Robert	Gnaizda	Attorney	NAAC	$570.00	2015	$570.00
Robert	Gnaizda	Attorney	NAAC	$575.00	2016	$575.00
Tadashi	Gondai	Attorney	NAAC	$225.00	2015	$225.00
Tadashi	Gondai	Attorney	NAAC	$230.00	2016	$230.00
Faith	Bautista	Advocate	NAAC	$165.00	2015	$165.00
Faith	Bautista	Advocate	NAAC	$165.00	2016	$165.00
Michael	Phillips	Expert	NAAC	$405.00	2015	$405.00

(END OF APPENDIX)