



PUBLIC NOTICE

Federal Communications Commission
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DA 13-510
Released: March 20, 2013

APPLICATIONS FILED FOR THE TRANSFER OF CONTROL OF BRESNAN BROADBAND HOLDINGS, LLC TO CHARTER COMMUNICATIONS, INC.

PLEADING CYCLE ESTABLISHED

MB Docket No. 13-77

Comment Date: April 19, 2013
Reply Comment Date: May 6, 2013

On February 25 and March 12, 2013, Charter Communications, Inc. (“Charter”), Cablevision Systems Corporation (“Cablevision”), and their respective subsidiaries (collectively, the “Applicants”) jointly submitted applications to the Commission seeking consent to the transfer of control of certain licenses pursuant to Section 310(d) of the Communications Act of 1934, as amended (the “Act”).¹ In addition, on February 27, 2013, the Applicants jointly submitted applications to the Commission seeking consent to the transfer of control of certain licenses pursuant to Section 214 of the Act.² The proposed transfer of control of these licenses is part of a larger transaction whereby a subsidiary of Charter will acquire control of Bresnan Broadband Holdings, LLC (“Bresnan”) and its subsidiaries from Cablevision.³

Charter, a Delaware corporation, is a facilities-based provider of bundled video, voice, and broadband Internet services in 25 states. It is also the fourth-largest cable television system in the United States. As of December 31, 2012, Charter provided services to approximately 5.4 million customers in its service territory, including approximately 4.0 million video customers, 1.9 million residential voice customers, and 3.8 million residential broadband customers. It also provides broadband and other communications services to approximately 467,000 small- and medium-sized commercial customers.⁴

Cablevision, a Delaware corporation, is a facilities-based provider of bundled video, voice, and broadband Internet services primarily in the tri-state area of New York, New Jersey, and Connecticut. In

¹ 47 U.S.C. § 310(d); *see also* 47 C.F.R. § 78.35.

² 47 U.S.C. § 214.

³ *Combined Application for Consent to Transfer Control of Domestic and International Section 214 Licenses, Bresnan Digital Services, LLC and its Subsidiaries to Charter Communications, Inc.* (filed Feb. 27, 2013) (“Section 214 Application”).

⁴ *Id.* at 2-3.

2010, Cablevision purchased Bresnan and its subsidiaries and affiliates,⁵ and thereafter provided video, voice, and broadband services to customers through Bresnan in Colorado, Montana, Utah, and Wyoming.⁶ As of December 31, 2012, Cablevision provided video service to approximately 3.2 million customers, voice service to approximately 2.4 million customers, and broadband service to approximately 3.0 million customers.⁷ Of this amount, Bresnan served approximately 304,000 video customers, 170,000 voice customers, and 292,000 broadband customers.⁸

On February 7, 2013, a subsidiary of Charter, Charter Communications Operating, LLC (“Charter Operating”), entered into a Purchase Agreement (“Agreement”) with CSC Holdings, LLC, a subsidiary of Cablevision, pursuant to which Charter will acquire Bresnan and its subsidiaries on the terms and subject to the conditions set forth in the Agreement. Upon completion of the transaction, Charter Operating will own 100 percent of the Bresnan membership units.⁹

The Applicants contend that the proposed transaction will serve the public interest. They state that the proposed transaction will allow Bresnan to continue to provide high-quality video, voice, and broadband products to both residential and business communities in its services areas. The Applicants also claim the transfer of control will not interrupt or degrade Bresnan’s services and that Charter’s financial and managerial support will enhance innovation of services and products for both Charter and Bresnan’s consumers. In addition, the Applicants assert that the transfer of control will strengthen Charter’s competitive position in the communications marketplace by allowing it to realize economic, marketing, and operational efficiencies.¹⁰

TRANSFER OF CONTROL APPLICATIONS

The file numbers and call signs of the Applicants’ facilities that are the subject of the applications to transfer control to Charter are listed below. Interested parties should refer to the transfer of control applications for a listing of the licenses. Parties should be aware that additional applications may have to be filed to identify any additional licenses and authorizations in the services noted. The Applicants have requested that the Commission’s grant of consent to the transfer of control of the licenses include consent for Charter to acquire control of (1) any authorizations or licenses issued to the Applicants or any of their subsidiaries or affiliates to the extent such authorizations are related to the Applicants’ cable television systems and wireless licenses affected by the transactions, during the Commission’s consideration of the applications and the period required for the consummation of the transactions following approval; (2) construction permits held by licensees involved in the transactions that mature into licenses after closing and that may have been omitted from the applications; and (3) applications that will have been filed by

⁵ *Application Granted for the Transfer of Control of Bresnan Communications, LLC to Cablevision Systems Corp.*, MB Docket No. 10-154, Public Notice, 25 FCC Rcd 13324 (IB, MB, WCB, WTB 2010).

⁶ Section 214 Application at 4.

⁷ *Id.* at 2.

⁸ Cablevision Systems Corp., *SEC Form 10-K for the Year Ended December 31, 2012*, at 3; *see also* Charter Communications, Inc., *Charter to Acquire Optimum West from Cablevision* (press release), Feb. 7, 2013, at <http://phx.corporate-ir.net/phoenix.zhtml?c=112298&p=irol-newsArticle&ID=1783127&highlight=> (visited Mar. 19, 2013).

⁹ Section 214 Application at 4.

¹⁰ *Id.* at 4-6.

such licensees relating to such cable systems and wireless licenses that are pending at the time of consummation of the transactions.¹¹

A. SECTION 214 AUTHORIZATIONS

1. Domestic

The Applicants filed a domestic section 214 application for consent to transfer control of Bresnan Digital Services, LLC; Bresnan Broadband of Colorado, LLC; Bresnan Broadband of Montana, LLC; Bresnan Broadband of Utah, LLC; and Bresnan Broadband of Wyoming, LLC to Charter.¹² The Applicants state that these subsidiaries offer competitive local exchange and long distance services in Colorado, Montana, Utah, and Wyoming and assert that the proposed transaction is entitled to presumptive streamlined treatment under section 63.03(b)(2) of the Commission's rules.¹³ Because the transaction involves authorizations from multiple Bureaus, we accept the application for non-streamlined processing.¹⁴

2. International

<u>File No.</u>	<u>Authorization Holder</u>	<u>Authorization Number</u>
ITC-T/C-20130227-00052	Bresnan Digital Services, LLC	ITC-214-20061117-00525

B. CABLE TELEVISION SERVICE APPLICATIONS

<u>File No.</u>	<u>Authorization Holder</u>	<u>Call Sign</u>
20130308AA-09	Bresnan Communications, LLC	WLY-634
20130308AB-09	Bresnan Communications, LLC	WHZ-748
20130308AC-09	Bresnan Communications, LLC	WLY-332
20130308AD-09	Bresnan Communications, LLC	WLY-861
20130308AE-09	Bresnan Communications, LLC	WBH-637
20130308AF-09	Bresnan Communications, LLC	WLY-563
20130308AG-09	Bresnan Communications, LLC	WLY-838
20130308AH-09	Bresnan Communications, LLC	WLY-839
20130308AI-09	Bresnan Communications, LLC	WLY-914

¹¹ *Application for Consent to Transfer Control of Wireless Licenses, Bresnan Broadband Holdings, LLC and its Subsidiaries to Charter Communications, Inc.*, Attachment 1 (filed Mar. 12, 2013); *Application for Consent to Transfer Control of Cable Television Relay Service Station License, Bresnan Broadband Holdings, LLC and its Subsidiaries to Charter Communications, Inc.*, Exhibit B-2 (filed Feb. 25, 2013).

¹² Section 214 Application at 1.

¹³ *Id.* at 6; *see also* 47 C.F.R. § 63.03(b)(2).

¹⁴ 47 C.F.R. § 63.03(c).

**C. PARTS 27, 90 AND 101- MISCELLANEOUS WIRELESS COMMUNICATIONS, PRIVATE
LAND MOBILE AND COMMON CARRIER POINT-TO-POINT FIXED MICROWAVE
LICENSES**

<u>File No.</u>	<u>Authorization Holder</u>	<u>Lead Call Sign</u>
0005656348	Bresnan Communications, LLC	WNKK403

EX PARTE STATUS OF THIS PROCEEDING

The proceeding this Notice initiates shall be treated as a “permit-but-disclose” proceeding in accordance with the Commission’s *ex parte* rules.¹⁵ Persons making *ex parte* presentations must file a copy of any written presentation or a memorandum summarizing any oral presentation within two business days after the presentation (unless a different deadline applicable to the Sunshine period applies).

Persons making oral *ex parte* presentations are reminded that memoranda summarizing the presentation must (1) list all persons attending or otherwise participating in the meeting at which the *ex parte* presentation was made, and (2) summarize all data presented and arguments made during the presentation. If the presentation consisted in whole or in part of the presentation of data or arguments already reflected in the presenter’s written comments, memoranda or other filings in the proceeding, the presenter may provide citations to such data or arguments in his or her prior comments, memoranda, or other filings (specifying the relevant page and/or paragraph numbers where such data or arguments can be found) in lieu of summarizing them in the memorandum. Documents shown or given to Commission staff during *ex parte* meetings are deemed to be written *ex parte* presentations and must be filed consistent with rule 1.1206(b).

In proceedings governed by rule 1.49(f) or for which the Commission has made available a method of electronic filing, written *ex parte* presentations and memoranda summarizing oral *ex parte* presentations, and all attachments thereto, must be filed through the electronic comment filing system available for that proceeding, and must be filed in their native format (*e.g.*, .doc, .xml, .ppt, searchable .pdf). Participants in this proceeding should familiarize themselves with the Commission’s *ex parte* rules.

GENERAL INFORMATION

The applications referenced herein have been found, upon initial review, to be acceptable for filing. The Commission reserves the right to return any application if, upon further examination, it is determined to be defective and not in conformance with the Commission’s rules or policies. Interested parties must file comments or petitions to deny no later than **April 19, 2013**. Replies or oppositions to comments and petitions must be filed no later than **May 6, 2013**. All filings concerning matters referenced in this Public Notice should refer to **DA 13-510** and **MB Docket No. 13-77**, as well as the specific file numbers of the individual applications or other matters to which the filings pertain.

¹⁵ 47 C.F.R. §§ 1.1200 *et seq.*

Pursuant to sections 1.415 and 1.419 of the Commission's rules, interested parties may file comments and reply comments on or before the dates indicated above.¹⁶ Comments may be filed using the Commission's Electronic Comment Filing System (ECFS).¹⁷

- Electronic Filers: Comments may be filed electronically using the Internet by accessing the ECFS: <http://fjallfoss.fcc.gov/ecfs2/>.
- Paper Filers: Parties who choose to file by paper must file an original and one copy of each filing. If more than one docket or rulemaking number appears in the caption of this proceeding, filers must submit two additional copies for each additional docket or rulemaking number.

Filings can be sent by hand or messenger delivery, by commercial overnight courier, or by first-class or overnight U.S. Postal Service mail. All filings must be addressed to the Commission's Secretary, Office of the Secretary, Federal Communications Commission.

- All hand-delivered or messenger-delivered paper filings for the Commission's Secretary must be delivered to FCC Headquarters at 445 12th St., SW, Room TW-A325, Washington, DC 20554. The filing hours are 8:00 a.m. to 7:00 p.m. All hand deliveries must be held together with rubber bands or fasteners. Any envelopes and boxes must be disposed of before entering the building.
- Commercial overnight mail (other than U.S. Postal Service Express Mail and Priority Mail) must be sent to 9300 East Hampton Drive, Capitol Heights, MD 20743.
- U.S. Postal Service first-class, Express, and Priority mail must be addressed to 445 12th Street, SW, Washington DC 20554.

Additionally, filers must deliver courtesy copies by email to the following Commission staff:

- The Commission's duplicating contractor, Best Copy and Printing, Inc., Portals II, 445 12th Street, S.W., Room CY-B402, Washington, D.C. 20554, 1-800-378-3160, fcc@bcpiweb.com;
- Jim Bird, Office of the General Counsel, at TransactionTeam@fcc.gov;
- Jeff Tobias, Wireless Telecommunications Bureau, at Jeff.Tobias@fcc.gov;
- Jodie May, Competition Policy Division, Wireline Competition Bureau, at Jodie.May@fcc.gov;
- David Krech, Policy Division, International Bureau, at David.Krech@fcc.gov;
- Wayne McKee, Engineering Division, Media Bureau, at Wayne.McKee@fcc.gov;

¹⁶ 47 C.F.R. §§ 1.415, 1.419.

¹⁷ See *Electronic Filing of Documents in Rulemaking Proceedings*, 63 FR 24121 (1998).

- Johanna Thomas, Industry Analysis Division, Media Bureau, at Johanna.Thomas@fcc.gov.

People with Disabilities: To request materials in accessible formats for people with disabilities (braille, large print, electronic files, audio format), send an e-mail to fcc504@fcc.gov or call the Consumer & Governmental Affairs Bureau at 202-418-0530 (voice), 202-418-0432 (tty).

Further Information: Please contact Johanna Thomas at (202) 418-7551, Johanna.Thomas@fcc.gov, or Marcia Glaberman at (202) 418-7046, Marcia.Glaberman@fcc.gov. Press inquiries should be directed to Janice Wise at (202) 418-8165 or Janice.Wise@fcc.gov.

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