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BOARD OF PUBLIC UTILITIES

JUN 21 2017

MAIL RECEIVED

June 21, 2017



**VIA HAND DELIVERY**

Irene Kim Asbury, Secretary  
Board of Public Utilities  
44 South Clinton Avenue, 3rd Floor  
Suite 314  
P.O. Box 350  
Trenton, New Jersey 08625-0350

**In the Matter of the Verified Joint Petition of Altice N.V. and Cablevision Systems Corporation and Cablevision Cable Entities for Approval to Transfer Control of Cablevision Cable Entities**

**BPU Docket No.: CM15111255**

**And**

**In the Matter of the Verified Joint Petition of Altice N.V. and Cablevision Systems Corporation, Cablevision Lightpath-NJ, LLC and 4Connections LLC for Approval to Transfer Control of Cablevision Lightpath-NJ, LLC and 4Connections, LLC and for Certain Financing Arrangements**

**BPU Docket No.: TM15111256**

Dear Ms. Asbury:

On behalf of Altice USA (hereinafter "the Company") and pursuant to N.J.A.C. 14:1-12.8 and the Board's Order in the above-captioned matters, effective May 27, 2016, we are providing this letter together with the attached affidavit of Paul Jamieson (hereinafter "Jamieson Affidavit"), the Company's Vice President, Government & Policy, to substantiate the Company's request for confidential treatment of the Company's employee report (hereinafter "Employee Report") submitted pursuant to the Board's Order at page 10, paragraph 1(f).

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FLORHAM PARK, NJ

PARAMUS, NJ

SPARTA, NJ

NEW YORK, NY

*Case Mgmt*  
*C. Artale*

*C. Vochari*

The Employee Report sets forth the total number of employees and total number of “customer facing” employees in New Jersey, and the total number of employees and total number of “customer facing” employees who work at the Newark Project Facility as of May 31, 2017. The Company has redacted data (hereinafter “the Redacted Data”) in the Employee Report because it contains highly confidential, proprietary, commercial information, which if disclosed, could place the Company at a competitive disadvantage. See Affidavit of Paul Jamieson (hereinafter “Jamieson Affidavit”), page 2, para. 4.

Confidential copies as well as public redacted copies of the Employee Report have been sent via Hand Delivery to the Office of Cable Television and Telecommunications. All notices under N.J.A.C. 14:1-12.7 or 12.9 should be provided to **Paul Jamieson, Esq., Altice USA, 1111 Stewart Avenue, Bethpage, New York 11714, telephone – (516) 803-2544, fax – (516) 803-2585, E-Mail [Paul.Jamieson@AlticeUSA.com](mailto:Paul.Jamieson@AlticeUSA.com)** and to the undersigned.

The Open Public Records Act (“OPRA”), N.J.S.A. 47:1A-1, et seq., sets forth the definition of a “government record”. Excluded from the definition of a “public record” and the concomitant obligation to disclose are “trade secrets and proprietary commercial or financial information obtained from any source” and “information which, if disclosed, would give an advantage to competitors or bidders.” N.J.S.A. 47:1A-1.1. The Board has denied requests for the release of information that could unfairly provide an advantage to competitors.<sup>1</sup>

In In the Matter of the Request for Solid Waste Utility Customer Lists, the New Jersey Supreme Court reviewed the authority of the Board to order that solid waste companies provide customer lists to the Board. In affirming the Board’s right to the proprietary information, the Court stated:

Even so, we recognize that the lists are of value to appellants, and that the Board should provide adequate safeguards against public disclosure. . . . The Board itself recognized the confidential nature of the lists by providing in the order that “these lists will not be available for inspection or use by other collectors or the public as such public inspection is unnecessary to the Board’s purposes in requiring the lists”.

106 N.J. 508, 523-524 (1987) (citations omitted).

It is clear that our Legislature, the Board and the New Jersey Government Records Council (“GRC”) have recognized that businesses in New Jersey should not be placed at a competitive disadvantage because of their submission of information to state or local government agencies. As noted, the Legislature specifically excluded “information which, if disclosed, would give an advantage to competitors or bidders” from the disclosure requirements in OPRA. This has been confirmed by the GRC in Joseph Belth v. N.J. Department of Banking and Insurance, Complaint No. 2003-29, dated March 8, 2004. In that case, the complainant

<sup>1</sup> See, e.g., Application of Jersey Central Power & Light Co. for Approval of the Power Purchase Agreement Between Jersey Central Power & Light Co. and Freehold Cogeneration Associates, L.P., Docket No. EM92030359, 1994 WL 53504, #2, Order Granting Motion for Protective Order (N.J. B.P.U. Sept. 8, 1994).

requested a copy of records that would disclose the financial condition of an insurance company. In its decision, the GRC determined that the Department of Banking and Insurance had met its burden to show that the requested information is exempt under the "advantage to competitors" provision of OPRA and that the Department of Banking and Insurance had properly denied access to the information. The GRC reasoned that the information sought pertained to the insurance company's financial condition which if disclosed would give competitors an advantage. Therefore, New Jersey's approach is clear on its face. Adherence to this approach will serve to protect all competitors in the broadband market, will allow for fair competition, and will permit regulated entities to disclose information to state agencies in a fair and orderly manner.

N.J.A.C. 14:1-12.8 sets forth criteria for substantiating a claim for the confidential treatment of information. Subsection (a) (6) of the above regulation calls for a description of the harm that would befall the Company should the specified information be disclosed. As noted above and stated in the Jamieson Affidavit, the Company has removed the Redacted Data to avoid giving an advantage to competitors. It is clear that this information is highly confidential and proprietary in nature. See Jamieson Affidavit at page 2, paragraph 4.

Access to the Redacted Data would give competitors detailed information regarding the Company's deployment of human resources used to effectuate its business plans. In contrast, the Company would not have similar intimate knowledge of analogous data from its competitors. Therefore, analysis of the Redacted Data would be of great benefit to the Company's competitors resulting in a distortion of competition in New Jersey, to the Company's financial detriment. The Redacted Data could also affect the Company's relationships with its employees. Jamieson Affidavit at page 2, paragraph 5.

Moreover, it is clear that Commercial information that provides details on the Company's operations, including employment data, constitutes proprietary information and may adversely impact the Company's reputation and/or economic standing. The Employee Report is not a public document created by a public entity with public funds that may be routinely provided to the public. See, Jamieson Affidavit at page 2, paragraph 6.

In conclusion, it is respectfully submitted that the Redacted Data does not constitute a government record as that term is defined under N.J.S.A. 47:1A-1.1 and should be maintained by the Board of Public Utilities as confidential information. This information is clearly proprietary to the Company and, if released, would give an unfair, competitive advantage to its competitors that would have a significant adverse impact on the Company's financial position. Jamieson Affidavit at page 3, paragraph 9. Therefore, the clear prejudice to the Company requires continued confidential treatment of the Redacted Data.

Based on the foregoing, pursuant to N.J.A.C. 14:1-12.8 (a) (7), we ask that the Redacted Data be maintained by the Board in a confidential file for five (5) years from the date of this letter.

Respectfully submitted,

SCHENCK, PRICE, SMITH & KING, LLP



Sidney A. Sayovitz

Encls.

cc: Lawanda Gilbert, Director  
Office of Cable Television and Telecommunications (*via hand delivery*)  
Marilyn Davis, Altice USA (*via e-mail*)  
Paul Jamieson, Altice USA (*via e-mail*)

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(973) 539-1000  
Attorneys for Altice USA

**AFFIDAVIT OF  
PAUL JAMIESON**

**IN THE MATTER OF THE VERIFIED JOINT :  
PETITION OF ALTICE N.V. AND :  
CABLEVISION SYSTEMS CORPORATION :  
AND CABLEVISION CABLE ENTITIES FOR :  
APPROVAL TO TRANSFER CONTROL OF :  
CABLEVISION CABLE ENTITIES :**

**BPU DOCKET NO. CM15111255**

**and**

**IN THE MATTER OF THE VERIFIED JOINT :  
PETITION OF ALTICE N.V. AND :  
CABLEVISION SYSTEMS CORPORATION, :  
CABLEVISION LIGHTPATH-NJ, LLC AND :  
4CONNECTIONS LLC, FOR APPROVAL TO :  
TRANSFER CONTROL OF CABLEVISION :  
LIGHTPATH-NJ, LLC AND 4CONNECTIONS :  
LLC AND FOR CERTAIN FINANCING :  
ARRANGEMENTS :**

**BPU DOCKET NO. TM15111256**

**STATE OF NEW YORK :  
: ss:  
COUNTY OF NASSAU :**

**I, PAUL JAMIESON, being of full age, being duly sworn, deposes and says:**

1. I am Vice President, Government and Policy, for Altice USA (hereinafter “the Company”).

2. I am familiar with the information referenced in this affidavit provided pursuant to the Order in the above-captioned matters issued by the New Jersey Board of Public Utilities issued on or

about May 26, 2016 (hereinafter "Board's Order"). I submit this affidavit in support of the Company's request for confidential and proprietary treatment of same. If called as a witness, I could and would testify competently to the same.

3. Page 10, Paragraph 1(f) of the Board's Order requires that the Company provide the Board with an annual employee report (hereinafter Employee Report) over a two-year period following the close of the merger transaction approved by the Board. This affidavit relates to the first of two Employee Reports required under the Board's Order.

4. The Employee Report sets forth the total number of employees and total number of "customer facing" employees in New Jersey, and the total number of employees and total number of "customer facing" employees who work at the Newark Project Facility as of May 31, 2017, which is the most recent time for which employee data could be collected. The Company has redacted data (hereinafter "the Redacted Data") in the Employee Report because it contains highly confidential, proprietary, commercial information, which if disclosed, could place the Company at a competitive disadvantage.

5. Access to the Redacted Data would give competitors detailed information regarding the Company's deployment of human resources used to effectuate its business plans. In contrast, the Company would not have similar intimate knowledge of analogous data from its competitors. Therefore, analysis of the Redacted Data would be of great benefit to the Company's competitors resulting in a distortion of competition in New Jersey, to the Company's financial detriment. The Redacted Data could also affect the Company's relationships with its employees.

6. Commercial information that provides details on the Company's operations, including employment data, constitutes proprietary information and may adversely impact the Company's

reputation and/or economic standing. The Employee Report is not a public document created by a public entity with public funds that may be routinely provided to the public.

7. The Redacted Data is not available to the general public and has not been publicly divulged. The Company policy is that this information is not to enter the public domain.

8. Maintaining the confidentiality of the Redacted Data will not harm the general public.

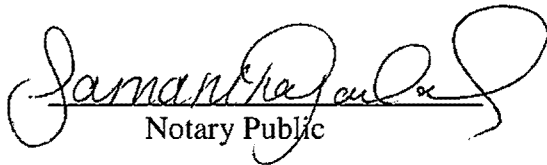
9. In view of the foregoing, it is clear that the Redacted Data is confidential and if disclosed, would give competitors an undue competitive advantage that would have a significant adverse impact on the Company's financial position. Therefore, the clear prejudice to the Company and the unfair advantage to its competitors require continued confidential treatment for at least five years from the date of this affidavit.

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PAUL JAMIESON

Sworn before me this  
20<sup>th</sup> day of June, 2017

  
Notary Public

**SAMANTHA M. PARDAL**  
Notary Public, State of New York  
No. 01PA6275026  
Qualified in Nassau County  
Commission Expires: January 14, 2021