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**PUBLIC**

December 3, 2020

**VIA EMAIL: BOARD.SECRETARY@BPU.NJ.GOV**

Aida Camacho-Welch, Secretary

Board of Public Utilities

44 South Clinton Avenue

9<sup>th</sup> Floor

Trenton, NJ 08625

Re: In the Matter of the Notification of Pro Forma Internal Restructuring by Charter Communications, Inc. and Spectrum New York Metro, LLC, f/k/a Time Warner Cable New York City LLC, or in the Alternative, Petition for Approval of a Pro Forma Internal Reorganization  
Docket No. CO20090598  
Our File No. 41008.6000

Dear Secretary Camacho-Welch:

We write on behalf of Charter Communications, Inc. (“Charter”) and Spectrum New York Metro, LLC (“Petitioners”) in connection with the above-captioned matter.

On November 18, 2020, pursuant to post-closing condition number 10) of the Board of Public Utilities’ (the “Board”) October 14, 2020 Order in the above-captioned matter (the “Order”), Petitioners submitted certain required journal entries related to Petitioners’ internal reorganization (the “Journal Entries”).

Also on November 18, 2020, pursuant to post-closing condition number 14) of the Board’s Order, Petitioners submitted, inter alia, a fully signed and executed Reorganization Agreement.

By email dated November 20, 2020, Mr. Jeffrey Kaufman requested on behalf of the Board’s Staff that Petitioners submit in further satisfaction of post-closing conditions numbers 10) and 14) (i) revised Journal Entries and (ii) a fully signed and executed “Written Consent of the Manager of Spectrum New York Metro, LLC and Spectrum New Jersey, LLC” (the “Manager’s Consent”).

Pursuant to Mr. Kaufman’s November 20, 2020 email, we hereby enclose the revised Journal Entries and the Manager’s Consent.

Please note that in accordance with N.J.A.C. 14:1-12 et seq., Petitioners respectfully submit that the information contained in the revised Journal Entries and the Manager’s Consent is proprietary commercial information and, as such, that the submission does not constitute a government record

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under the New Jersey Open Public Records Act, P.L. 2001, c. 404 (N.J.S.A. 47:1A-1 et seq.). Such information is therefore exempt from public disclosure. To substantiate their confidentiality claim, Petitioners rely on the Affidavit of Michael A. Chowaniec, Vice President, State Government Affairs, of Charter, attached hereto. We have therefore included herewith both a “confidential” version of the revised Journal Entries and Manager’s Consent, with proprietary information having been disclosed, and a “public” version of the revised Journal Entries and Manager’s consent, with all such proprietary information having been redacted.

Should any questions arise or should you require additional information, please do not hesitate to contact me.

Very truly yours,

*Dennis C. Linken*

Dennis C. Linken

For the Firm

DCL/rj

cc: Lawanda R. Gilbert, Director (via email)  
Stefanie A. Brand, Director (via email)  
Maria Novas-Ruiz, Deputy Rate Counsel (via email)  
Robert Brabston, Esq., Deputy Executive Director (via email)  
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**STATE OF NEW JERSEY**  
**BOARD OF PUBLIC UTILITIES**

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and Spectrum New York Metro, LLC, f/k/a  
Time Warner Cable New York City LLC  
File No. 41008.1000

\_\_\_\_\_)  
In the Matter of the Request of Spectrum New York Metro, LLC, f/k/a Time Warner Cable New York City LLC, for Confidential Treatment of Certain Proprietary Information Contained in a Filing in Accordance with N.J.A.C. 14:1-12.8)

**AFFIDAVIT**

STATE OF CONNECTICUT )  
  )      SS:  
COUNTY OF FAIRFIELD )

Michael A. Chowaniec, being of full age and duly sworn according to law, does hereby depose and state as follows:

1. I am Vice President, State Government Affairs, of Charter Communications, Inc. (“Charter”), indirect parent company of Spectrum New York Metro, LLC, f/k/a Time Warner Cable New York City LLC (“SNYM,” and together with Charter, the “Petitioners”) and Spectrum New Jersey, LLC (“SNJ”). Through its wholly-owned indirect subsidiary, SNJ, Charter operates a cable television system serving fourteen municipalities in northern New Jersey, to wit:

Cliffside Park, Edgewater, Englewood Cliffs, Fairview, Fort Lee, Leonia,  
Little Ferry, Moonachie, Palisades Park, Ridgefield, Teterboro,

Englewood, and Little Ferry in Bergen County, and Guttenberg in Hudson County (hereinafter, collectively, the “Bergen System”).

2. As part of my responsibilities, I am familiar with the operational aspects of the Bergen System and, hence, Petitioners’ request for confidentiality in this matter.

3. Pursuant to N.J.S.A. 48:5A-1 et seq., SNJ is a cable television company regulated with regard to the Bergen System by the New Jersey Board of Public Utilities (“BPU”).

4. The Board issued an Order on October 14, 2020, Docket No. CO20090598 (the “Order”), authorizing Charter and SNYM’s internal reorganization.

5. Condition number 10 of the Order required the filing of certain journal entries related to Charter’s and SNYM’s internal reorganization (the “Journal Entries”), which Petitioners submitted to the BPU on November 18, 2020.

6. Condition number 14 of the Order required, *inter alia*, the filing of the executed Reorganization Agreement by and among SNYM and SNJ, which Petitioners submitted to the BPU on November 18, 2020.

7. By email dated November 20, 2020, Mr. Jeffrey Kaufman requested on behalf of the BPU’s Staff that Petitioners submit in further satisfaction of conditions numbers 10 and 14 (i) revised Journal Entries, and (ii) a fully signed and executed “Written Consent of the Manager of Spectrum New York Metro, LLC and Spectrum New Jersey, LLC” (the “Manager’s Consent”). True and correct copies of the revised Journal Entries and the Manager’s Consent are submitted herewith.

8. Petitioners deems certain of the information contained in said revised Journal Entries and Manager’s Consent to be highly sensitive and proprietary. In light of the ever-increasing level of competition to which SNJ is subjected, which will only increase, Petitioners accordingly request that said information, as identified hereinbelow, be deemed confidential and proprietary and therefore not be disclosed to members of the public.

9. I make this affidavit in accordance with N.J.A.C. 14:1-12.8 to substantiate Petitioners' claim of confidentiality.

10. The revised Journal Entries contain confidential information, including information regarding (i) the value of assets of Charter and its subsidiaries and (ii) financial data related to their operations. The Written Consent also contains confidential information, including information regarding Charter and its subsidiaries' assets and operations. All of the foregoing information is hereby designated as "Confidential Information."

11. The Confidential Information consists of highly sensitive information pertaining to the Bergen System and/or operations that is confidential, proprietary and non-public and which therefore does not constitute a "government record" under N.J.S.A. 47:1A-1.1. The Confidential Information is not otherwise available to the public or to SNJ's competitors or potential competitors.

12. Disclosure of the Confidential Information would have a deleterious effect upon Petitioners and SNJ in terms of its competitive position. Disclosure would provide competitors and/or potential competitors with inside information about Petitioners and SNJ's operations or knowledge with respect to the Bergen System, its operations or its practices which would otherwise not be available to them. Because all of the information for which confidentiality is sought involves commercially sensitive or proprietary data, the disclosure of such information would provide competitors and/or potential competitors with valuable insights into Petitioners and SNJ's operational strengths and weaknesses. Access to this type of proprietary and sensitive information regarding Petitioners and SNJ's operations would facilitate the development of strategic and competitively harmful business responses by those competitors and/or potential competitors and could be used by Petitioners and SNJ's competitors and/or potential competitors in an attempt to discredit Petitioners and SNJ and to develop strategies designed to attract

Petitioners and SNJ's customers. Petitioners and SNJ's competitors and/or potential competitors should not be entitled to utilize Petitioners and SNJ's own inside information to their advantage.

13. For the foregoing reasons Petitioners respectfully requests that the BPU issue a determination that the Confidential Information is confidential and proprietary and, as such, that it should be exempt from public disclosure.

The foregoing statements are true and accurate to the best of my information, knowledge and belief.

A handwritten signature in black ink, appearing to read 'Michael A. Chowaniec', is centered on the page.

Michael A. Chowaniec

Dated: December 3, 2020