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Partner

March 5, 2019

VIA ELECTRONIC MAIL

New York State Public Service Commission
Three Empire State Plaza
Albany, New York 12223-1350

Joint Petition of Charter Communications, Inc. and Time Warner Cable Inc. for Approval of a Transfer of Control of Subsidiaries and Franchises; for Approval of a Pro Forma Reorganization; and for Approval of Certain Financing Arrangements. Case: 15-M-0388

Re: Charter's Request for Extension of Time to file Applications for Rehearing and Extension of Deadline in Ordering Clause No. 4 of July 27, 2018 Order

Dear Chair Rhodes and Commissioners of the Public Service Commission:

Pursuant to the Commission's February 4, 2019 Order ("*February Extension Order*")¹ Charter Communications, Inc. respectfully requests that the Commission grant a limited further 30-day extension of certain deadlines in the above-referenced docket.

On July 27, 2018, the Commission issued an Order Confirming Missed June 2018 Compliance Obligation and Denying Good Cause Justification (the "*July Compliance Order*")² and an Order Denying Petitions for Rehearing and Reconsideration and Revoking Approval (the "*Revocation Order*")³ (collectively, the "July Orders"). Among other requirements, the *Revocation Order* directs Charter to "file a plan with the Secretary to the Commission within 60 days of the issuance of this Order, consistent with the discussion in this Order,"⁴ to discontinue services in New York six months following the submission of the plan (the "Six-Month Exit Plan").

¹ Case 15-M-0388, Order Granting Additional Extensions (Feb. 4, 2019) (confirming order issued Feb. 7, 2019).

² Case 15-M-0388, Order Confirming Missed June 2018 Compliance Obligation and Denying Good Cause Justification (July 27, 2018).

³ Case 15-M-0388, Order Denying Petitions for Rehearing and Reconsideration and Revoking Approval (July 27, 2018).

⁴ *Revocation Order* at 29.

The Commission has extended, pursuant to Pub. Serv. L. § 22, the deadline for Charter to apply for rehearing of the July Orders, and the Commission and the Secretary have each granted extensions of the time by which Charter is to file its Six-Month Exit Plan. Under the Commission's *February Extension Order*, issued in order to facilitate ongoing settlement discussions among Charter and the Department in the absence of potential interference from ongoing litigation, Charter's application for rehearing is currently due on or before March 6, 2019, and its Six-Month Exit Plan is due on April 3, 2019.⁵

"In light of" the parties' consideration of proposed settlement frameworks at the time of the order, the *February Extension Order* had anticipated that Charter and the Department would continue to work toward a term sheet and a full written agreement. Considerable time and resources have been deployed to analyze and consider proposed settlement frameworks, which have required extensive internal review both at Charter and by the Department. The parties have made considerable progress. They have now exchanged term sheets and reached agreement on many key issues. Further data analysis is still underway on certain passings under discussion, and additional time will allow the parties an opportunity to fully review the information exchanged, as well as to convert the term sheet into a fuller written agreement.

In light of this progress, there is good cause to further extend the deadlines so as to allow these discussions to continue. Absent a further extension as requested herein, Charter would be required to file its rehearing application by March 6, 2019, and is expected to pursue additional court proceedings by the same date.⁶ As previously indicated, the initiation of such proceedings would have the potential to divert the resources of both Charter and the Department from discussions regarding the July Orders and protracted litigation would be likely.⁷

Charter thus respectfully requests that the Commission further extend, by an additional 30 days, both the deadline to seek rehearing of the July Orders and the deadline to submit a Six-Month Exit Plan. The effect of these further extensions, if granted by the Commission, would cause Charter's applications for rehearing of the July Orders to be due by April 5, 2019, and the Six-Month exit plan to be due on May 3, 2019.

If you have any questions with regards to this request, please do not hesitate to contact the undersigned. We appreciate Your Honors' attention to this matter.

⁵ *February Extension Order* at 7.

⁶ Charter filed a Motion for Stay of the Commission's *Revocation Order* on November 19, 2018, which requested that the Commission stay the *Revocation Order* by November 26. Charter on February 28, 2019 renewed its request that the Commission act upon this motion for a stay, requesting a decision by Tuesday, March 5, 2019. The extensions requested by this letter, if granted, would allow the Commission to defer issuing a decision on the motion.

⁷ This request for an extension of these deadlines is without prejudice to Charter's ability to seek relief, either from the Commission or otherwise, from the *Revocation Order* and the *July Compliance Order*.

Respectfully submitted,

/s/ Maureen O. Helmer

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