



State of Utah  
Department of Commerce  
Division of Public Utilities

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**MEMORANDUM**

**To:** Public Service Commission

**From:** Division of Public Utilities  
Philip Powlick, Director  
Bill Duncan, Telecommunications / Water Manager  
Ron Slusher, Utility Technical Consultant

**Date:** August 10, 2010

**Re:** In the Matter of the Application of Bresnan Broadband, LLC, the Application of Bresnan Broadband of Utah, LLC for the Informal Adjudication of Indirect Transfer of Control of Docket No. 10-2476-02.

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**RECOMMENDATION (Approve):**

The Division has reviewed the joint application and believes that the transfer of control is in the public interest. As a result of the acquisition, Bresnan should be in a better position to provide expanded and advanced telecommunications services because of improved financial stability and access to the technical and managerial abilities of the acquiring Company.

**EXPLANATION:**

On July 21, 2010, Bresnan Broadband, LLC (“Bresnan”) and Cablevision Systems Corporation (“Cablevision”) notified the Commission of a transaction which will result in a transfer of control of Bresnan to Cablevision.

Bresnan Utah is a limited liability company organized under the laws of the State of Utah with its principal place of business in Cedar City, Utah. Bresnan is a wholly-owned subsidiary of Bresnan Broadband Holdings, LLC. Bresnan holds a Certificate of Public Convenience and Necessity to provide local and long distance services in the state of Utah. Their certificate was granted on September 26, 2007 in docket number 07-22476-01.

Cablevision was founded in 1973 in Long Island, New York. They offer a wide range of operations that include advanced digital cable television services, voice and high-speed Internet services, and local media and programming services. Cablevision Lightpath, which is a

subsidiary of the Cablevision family, is a licensed competitive local exchange carrier in Connecticut, New Jersey and New York.

The companies have stated that through a series of merger transactions on June 13, 2010, BBHI Holdings LLC, a Delaware limited liability company, BBHI Acquisition LLC, a Delaware limited liability company, and CSC Holdings, LLC, a Delaware limited liability company, each of which are wholly owned subsidiaries of Cablevision Systems Corporation (“Cablevision”), entered into an Agreement and Plan of Merger (“Agreement”) with Bresnan Broadband Holdings, LLC, the ultimate parent of Bresnan Utah, and Providence Equity Bresnan Cable LLC, which owns 47.4% of Bresnan Broadband Holdings, LLC. Pursuant to the Agreement, BBHI Holdings LLC has agreed to acquire Bresnan Broadband Holdings, LLC and its subsidiaries on the terms set forth in the Agreement. Pursuant to the Agreement, at the closing BBHI Holdings LLC will merge with and into Bresnan Broadband Holdings, LLC, with Bresnan Broadband Holdings, LLC, being the surviving limited liability company. Bresnan Broadband Holdings, LLC, will become a direct wholly owned subsidiary of BBHI Holdings LLC and an indirect wholly owned subsidiary of Cablevision.

The transaction has been structured such that it will be transparent to Bresnan’s customers in Utah. Following the closing, Bresnan will continue as a going concern. The transaction will not affect the rates, terms or conditions under which Bresnan provides service in Utah, and will not cause disruption in the services received by Bresnan customers in Utah.

The Applicants submit that the transfer of control described herein will serve the public interest. Bresnan will continue to provide local and long distance telecommunications services to the citizens of Utah as it has to this date. Cablevision has experience in the operations and finances involving successful entities. Bresnan’s operations will remain customer service oriented. The Applicants believe the transaction will enhance the ability of Bresnan to expand its respective operations both in terms of service area coverage and offerings to customers of more products and services.

cc: Jerold C. Lambert, Bresnan Communications, LLC  
Michael Olsen, Cablevision Systems Corporation  
Michael Ginsberg, Assistant Attorney General, State of Utah