

- BEFORE THE PUBLIC SERVICE COMMISSION OF UTAH -

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In the Matter of the Application of Bresnan )  
Broadband of Utah, LLC for Informal ) DOCKET NO. 10-2476-02  
Adjudication of Indirect Transfer of Control ) REPORT AND ORDER  
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ISSUED: September 2, 2010

By The Commission:

This matter is before the Commission on the Application of Bresnan Broadband of Utah, LLC (Bresnan) for Informal Adjudication of Indirect Transfer of Control to Cablevision System Corporation (Cablevision). The Application was filed on July 1, 2010. The Application contains all the required information required by Utah Admin. Code R.746-349-7.A.1.

The Commission issued a public notice and notice of hearing on July 21, 2010. The notice allowed for the submission of comments by any interested party regarding the Application. There were no objections lodged against the Application.

The Division of Public Utilities (Division) submitted its recommendation on August 10, 2010. It recommended approving the Application.

Pursuant to Utah Admin. Code R746-349-7.A.2, the administrative law judge of the Commission held a hearing on Thursday, August 19, 2010. Thor Nelson, Steve Snarr, and Michael Olsen appeared telephonically and were counsel for Bresnan and Cablevision. Witnesses for Bresnan and Cablevision were Jerry Lambert, Shawn Beqaj and Adam Falk. Assistant attorney general, Michael Ginsberg, was counsel for the Division. Ron Slusher was witness for the Division. No one appeared at the hearing objecting to the Application. The

Division proffered that its recommendation at the hearing would remain the same as submitted in its written recommendation.

A review of the Application provides an overview of the proposed transaction which will result in the transfer of control of Brenan to Cablevision. Brenan has a certificate of public convenience and necessity (CPCN) to provide local exchange telecommunications services in and around cedar City, Utah. Regarding Cablevision, the applicant states:

Cablevision is a leading telecommunications, media, and entertainment company with a portfolio of operations that includes advanced digital cable television services, voice and high-speed Internet services, and local media and programming services. In addition to its position as the fifth largest cable television system operator in the United States, Cablevision also possesses significant experience in successful management of competitive local exchange carriers through the longstanding operation of its Cablevision Lightpath subsidiary, which possesses CPCNs . . . in Connecticut, New Jersey, and New York. Cablevision prides itself on the quality of its service to customers – a commitment exemplified by the recent award to Cablevision Lightpath of the New York Public Service Commission’s Commendation for Excellent Service for the twelfth consecutive year.

*Application*, p.2.

Brenan also described the transfer of control:

The indirect transfer of control will result from the proposed merger of Brenan Utah’s ultimate parent company, Brenan Broadband Holdings, LLC, with a wholly-owned subsidiary of Cablevision. As a result of the merger, Brenan Broadband Holdings, LLC will become a wholly-owned subsidiary of Cablevision, giving Cablevision indirect control of Brenan Utah. No immediate change in the organizational structure of Brenan Utah is anticipated as a result of the indirect transfer of control, and the company will continue without interruption to operate under and within the requirements of the CPCNs issued to it by the Utah PSC.

There being no opposition to the granting of the Application, the Commission will presume that the approval of the transaction is in the public interest for the reasons set forth in the Application.

ORDER

The Application for the approval of the indirect transfer of control of Bresnan Broadband of Utah, LLC to Cablevision System Corporation is granted.

Pursuant to Sections 63G-4-301 and 54-7-15 of the Utah Code, an aggrieved party may request agency review or rehearing of this Order by filing a written request with the Commission within 30 days after the issuance of this Order. Responses to a request for agency review or rehearing must be filed within 15 days of the filing of the request for review or rehearing. If the Commission does not grant a request for review or rehearing within 20 days after the filing of the request, it is deemed denied. Judicial review of the Commission's final agency action may be obtained by filing a petition for review with the Utah Supreme Court within 30 days after final agency action. Any petition for review must comply with the requirements of Sections 63G-4-401 and 63G-4-403 of the Utah Code and Utah Rules of Appellate Procedure.

DATED at Salt Lake City, Utah, this 2<sup>nd</sup> day of September, 2010.

/s/ Ruben H. Arredondo  
Administrative Law Judge

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Approved and confirmed this 2<sup>nd</sup> day of September, 2010, as the Report and Order of the Public Service Commission of Utah.

/s/ Ted Boyer, Chairman

/s/ Ric Campbell, Commissioner

/s/ Ron Allen, Commissioner

Attest:

/s/ Julie Orchard  
Commission Secretary  
G#68236