

THE STATE CORPORATION COMMISSION
OF THE STATE OF KANSAS

Before Commissioners: Mark Sievers, Chairman
Thomas E. Wright
Shari Feist Albrecht

In the Matter of the Application of Time)
Warner Cable Midwest, LLC Filing for Kansas) Docket No. 13-TWMC-206-VSA
Video Service Authorization.)

ORDER GRANTING VIDEO SERVICE AUTHORIZATION

NOW, the above-captioned matter comes before the State Corporation Commission of the State of Kansas ("Commission") for consideration and decision. Having reviewed its files and records and being duly advised in the premises, the Commission makes the following findings:

1. On September 19, 2012, Time Warner Cable Midwest, LLC ("TWC") filed an Initial Application for a state-issued Video Service Authorization, as authorized by K.S.A. 12-2023 and K.A.R. 82-15-1.

2. TWC's filing seeks authority to provide video service in the following service areas: Kansas City; Overland Park; Leavenworth; DeSoto; Bonner Springs; Lenexa; Leawood; Mission; Roeland Park; Fairway; Shawnee; Prairie Village; Merriam; Edwardsville; Mission Hills; Lansing; Johnson County; Lake Quivira; Leavenworth County; and Olathe. TWC has provided a four (4) page "Meets and Bounds" description of the requested service area footprint. The description is on file with the Commission in this docket and has been provided electronically in a format compatible with the Commission's mapping system.

3. K.S.A. 12-2023 states that the Commission shall issue a video service authorization permitting a video service provider to provide video service in the state, or amend a

video service authorization previously issued, within 30 days after receipt of a completed affidavit submitted by the video service applicant and signed by an officer or general partner of the applicant affirming:

- (1) The location of the applicant's principal place of business and the names of the applicant's principal executive officers;
- (2) that the applicant has filed or will timely file with the federal communications commission all forms required by that agency in advance of offering video service in this state;
- (3) that the applicant agrees to comply with all applicable federal and state statutes and regulations;
- (4) that the applicant agrees to comply with all lawful and applicable municipal regulations regarding the use and occupation of public rights-of-way in the delivery of the video service, including the police powers of the municipalities in which the service is delivered;
- (5) the description of the service area footprint to be served within the state of Kansas, including any municipalities or parts thereof, and which may include certain designations of unincorporated areas, which description shall be updated by the applicant prior to the expansion of video service to a previously undesignated service area and, upon such expansion, notice to the state corporation commission of the service area to be served by the applicant; including:
 - (A) The period of time it shall take applicant to become capable of providing video programming to all households in the applicant's service area footprint, which may not exceed five years from the date the authorization, or amended authorization, is issued; and
 - (B) a general description of the type or types of technologies the applicant will use to provide video programming to all households in its service area footprint, which may include wireline, wireless, satellite or any other alternative technology.

4. Commission Staff ("Staff") submitted a Report and Recommendation regarding the Initial Application on September 25, 2012, attached hereto and made a part hereof by reference. Staff found that TWC is properly registered with the Kansas Secretary of State's Office, its principal place of business is located at 6550 Winchester Avenue, Kansas City, Missouri, and TWC has provided a list of its key personnel contacts for regulatory and application matters. (See K.S.A. 12-2023(a)(1)). Staff verified that TWC is properly registered with the Federal Communications Commission regarding the Community Unit Identification

Numbers (“CUIDs”) for its requested service areas. (*See* K.S.A. 12-2023(a)(2)). Staff found that TWC agreed to follow all applicable federal, state, and municipal rules and regulations. (*See* K.S.A. 12-2023(a)(3)-(4)). Finally, Staff found that TWC states it will be able to provide service to 100% of households encompassed in its requested service area footprint within 5 years. (*See* K.S.A. 12-2023(a)(5)(A)). For ease of future reference, Staff is identifying the proposed service areas as follows: Johnson County, JOCO-01-TWMC-01; Leavenworth County, LVCO-02-TWMC-01; DeSoto, DEST-03-TWMC-01; Lake Quivira, LKQV-04-TWMC-01; Edwardsville, EDWS-05-TWMC-01; Leawood, LEWD-06-TWMC-01; Lenexa, LENX-07-TWMC-01; Prairie Village, PVLG-08-TWMC-01; Roeland Park, ROPK-09-TWMC-01; Shawnee, SHAW-10-TWMC-01; Lansing, LANS-11-TWMC-01; Mission Hills, MIHL-12-TWMC-01; Overland Park, OVPK-13-TWMC-01; Kansas City, KSCY-14-TWMC-01; Olathe, OLAT-15-TWMC-01; Fairway, FAIR-16-TWMC-01; Merriam, MERR-17-TWMC-01; Mission, MISS-20-TWMC-01; Leavenworth, LVNW-21-TWMC-01; and Bonner Springs, BNRS-22-TWMC-01.

5. Staff recommends approval of the Initial Application.

6. The Commission finds Staff’s findings to be reasonable and hereby adopts Staff’s recommendation of approving the Initial Application.

IT IS, THEREFORE, BY THE COMMISSION ORDERED THAT:

A. The Initial Application filed by TWC on September 19, 2012 for a Video Service Authorization is approved.

B. TWC is granted authority to provide video service as requested in the application. The grant of authority is subject to lawful operation of the video service by the applicant or its successor in interest.


C. The parties have fifteen (15) days, plus three (3) days if service of this order is by mail, from the date this order was served in which to petition the Commission for reconsideration of any issue or issues decided herein. K.S.A. 66-118b; K.S.A. 77-529(a)(1).

D. The Commission retains jurisdiction over the subject matter and parties for the purpose of issuing such further order, or orders, as it may deem necessary.

BY THE COMMISSION IT IS SO ORDERED.

Sievers, Chmn.; Wright, Com.; Feist Albrecht, Com.

Dated: OCT 05 2012


ORDER MAILED OCT 05 2012

Patrice Petersen-Klein
Executive Director

MRN

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Mark Sievers, Chairman
Thomas E. Wright, Commissioner

Sam Brownback, Governor

**STAFF REPORT AND RECOMMENDATION
UTILITIES DIVISION**

TO: Chairman Mark Sievers
Commissioner Thomas E. Wright
Commissioner Shari Feist Albrecht

STATE CORPORATION
COMMISSION

SEP 27 2012

FROM: Kelly Mabon, Telecommunications Analyst

PATRICE PETERSEN-KLEIN
EXECUTIVE DIRECTOR

DATE: September 25, 2012

DATE SUBMITTED TO EXECUTIVE DIRECTOR: 9/27/12

DATE SUBMITTED TO LEGAL: 9.27.12

DATE SUBMITTED TO COMMISSIONERS: 9-28-12

SUBJECT: Docket No. 13-TWMC-206-VSA
In the Matter of the Application of Time Warner Cable Midwest, LLC Filing for
Kansas Video Service Authorization.

EXECUTIVE SUMMARY:

On September 19, 2012, Time Warner Cable Midwest, LLC filed an Initial Application for state-issued Video Service Authorization, as authorized by K.S.A. 12-2023 and K.A.R. 82-15-1. Staff recommends approval of this Application.

Per K.S.A. 12-2023(a), Commission action in this matter is required not later than **Friday, October 19, 2012.**

ANALYSIS:

Time Warner Cable, Inc. (TWC) operates its cable systems through various indirect, wholly-owned subsidiaries, including Time Warner Entertainment-Advance/Newhouse Partnership d/b/a Time Warner Cable which was issued a Video Service Authorization (VSA) by the Commission in Docket No. 07-KCTC-1394-VSA. TWC is undertaking an internal reorganization to streamline operations. The reorganization will result in the cable operations being conducted through seven regional entities designed to simplify management reporting.

TWC explains the transaction will not result in a transfer of control. TWC will retain ultimate ownership and management authority of the cable systems in Kansas. TWC also assures the transaction will have no impact on the cable system operations or local staff and management.

The Company will be submitting a VSA Transfer Application in the near future to transfer the customer base and authorization from Time Warner Entertainment-Advance/Newhouse Partnership d/b/a Time Warner Cable to Time Warner Cable Midwest, an indirect, wholly-owned subsidiary of TWC.

The Applicant has identified its principal place of business as 6550 Winchester Avenue, Kansas City, Missouri, and provided the Company's key personnel contacts for Regulatory and Application matters.

The Applicant is properly registered with the Kansas Secretary of State's office as a Foreign Limited Liability Company. Its current status with the Secretary's office is Active and in Good Standing.

The Applicant is registered with the FCC as a Cable System Operator, as follows:

<u>Community Served</u>	<u>CUID #</u>
Kansas City	KS0045
Overland Park	KS0064
Leavenworth	KS0077
DeSoto	KS0081
Bonner Springs	KS0084
Lenexa	KS0087
Leawood	KS0088
Mission	KS0089
Roeland Park	KS0090
Fairway	KS0091
Shawnee	KS0092
Prairie Village	KS0093
Merriam	KS0094
Edwardsville	KS0096
Mission Hills	KS0213
Lansing	KS0260
Johnson County	KS0287
Lake Quivira	KS0419
Leavenworth County	KS0724
Olathe	KS0761

Staff has verified the above Community Unit Identification Number (CUID) via the FCC's Media Bureau's web site: <http://www.fcc.gov/mb/engineering/liststate.html>.

By initialing, the Applicant has agreed to comply with all applicable federal and state statutes and regulations and agrees to comply with all lawful and applicable municipal regulations regarding the use and occupation of public rights-of-way in the delivery of video services, including the police powers of the municipalities in which the service is delivered. (Application item #5).

The Application includes a four (4) page "Meets and Bounds" description of the service area. That description is on file with the Commission in this Docket and has been provided electronically in a format compatible with the Commission's mapping system. The Company states that it will be able to provide service to 100% of the households encompassed in that area within 5 years of the date the Commission grants the Application.

For ease of future reference, Staff is identifying¹ the proposed service area footprint, as follows: Johnson County, JOCO-01-TWMC-01; Leavenworth County, LVCO-02-TWMC-01; DeSoto, DEST-03-TWMC-01; Lake Quivira, LKQV-04-TWMC-01; Edwardsville, EDWS-05-TWMC-01; Leawood, LEWD-06-TWMC-01; Lenexa, LENX-07-TWMC-01; Prairie Village, PVLG-08-TWMC-01; Roeland Park, ROPK-09-TWMC-01; Shawnee, SHAW-10-TWMC-01; Lansing, LANS-11-TWMC-01; Mission Hills, MIHL-12-TWMC-01; Overland Park, OVPK-13-TWMC-01; Kansas City, KSCY-14-TWMC-01; Olathe, OLAT-15-TWMC-01; Fairway, FAIR-16-TWMC-01; Merriam, MERR-17-TWMC-01; Mission, MISS-20-TWMC-01; Leavenworth, LVNW-21-TWMC-01; and Bonner Springs, BNRS-22-TWMC-01.

RECOMMENDATION:

Staff recommends Commission approval of this Application with a service area footprint to be identified and known as Johnson County, JOCO-01-TWMC-01; Leavenworth County, LVCO-02-TWMC-01; DeSoto, DEST-03-TWMC-01; Lake Quivira, LKQV-04-TWMC-01; Edwardsville, EDWS-05-TWMC-01; Leawood, LEWD-06-TWMC-01; Lenexa, LENX-07-TWMC-01; Prairie Village, PVLG-08-TWMC-01; Roeland Park, ROPK-09-TWMC-01; Shawnee, SHAW-10-TWMC-01; Lansing, LANS-11-TWMC-01; Mission Hills, MIHL-12-TWMC-01; Overland Park, OVPK-13-TWMC-01; Kansas City, KSCY-14-TWMC-01; Olathe, OLAT-15-TWMC-01; Fairway, FAIR-16-TWMC-01; Merriam, MERR-17-TWMC-01; Mission, MISS-20-TWMC-01; Leavenworth, LVNW-21-TWMC-01; and Bonner Springs, BNRS-22-TWMC-01.

cc: Patrice Petersen-Klein, Executive Director
Jeff McClanahan, Director of Utilities
Christine Aarnes, Chief of Telecommunications

¹ For ease of future referencing, staff assigns a four field footprint number using the following convention: ABCD-xx-EFGH-yy, where ABCD is the four character abbreviation of the major city encompassed by the service area, xx is a two digit sequentially assigned number of the provider's service areas, EFGH is the four alpha character company code and yy indicating the version of the company's footprint where 01 is the initial version, 02 the first revision, etc.

PLEASE FORWARD THE ATTACHED DOCUMENT (S) ISSUED IN THE ABOVE-REFERENCED DOCKET
TO THE FOLLOWING:

NAME AND ADDRESS	NO. CERT. COPIES	NO. PLAIN COPIES
MICHAEL NEELEY, LITIGATION COUNSEL KANSAS CORPORATION COMMISSION 1500 SW ARROWHEAD ROAD TOPEKA, KS 66604-4027 ***Hand Delivered***		
MONIQUE CRAWFORD, ADMINISTRATOR, REGULATORY AFFAIRS TIME WARNER CABLE 13820 SUNRISE VALLEY DR HERNDON, VA 20171-4659		

ORDER MAILED OCT 05 2012

The Docket Room hereby certified that on this _____ day of _____, 20_____, it caused a true and correct copy of the attached ORDER to be deposited in the United States Mail, postage prepaid, and addressed to the above persons.