

Meeting Minutes
Towns of Great Barrington, Lee, Lenox, Sheffield, and Stockbridge
Five Town Cable Advisory Committee Negotiating Subcommittee for Negotiating
Renewal Cable TV License with Charter Communications (Spectrum)
Monday July 10, 2023 at 3:00pm; Virtual Meeting over Zoom

Subcommittee members present: Linda Miller, Chair

Dennis Arseneau

Rene Wood

Rich Fredericks, Exec. Director, CTSBTV

Charter Communications:

Paul Abbot, Esq.; VP, Local Government Affairs

Trish McCausland, Esq., V-P, Associate General Counsel

Dan Reing, Esq.; Outside Counsel; Mintz

John Maher, Director, State Government Affairs

The meeting was called to order by Chair L. Miller at 3:02pm.

First discussed was PEG Capital Funding. D. Arseneau discuss the list of Cable TV contracts signed in MA during the 1stH2023 and their respective PEG Capital funding and built the case for why the CAC's PEG Capital request amount is within guidelines and reasonable. P. Abbot noted these were not Charter contracts, the surplus CTSB has, and that their offer of \$150,000 continues to be reasonable to them. He also noted that some contracts are not requesting PEG Capital funding and questioned how many contracts may have been signed during this timeframe, but not yet filed.

The Dover model – HD channel conversion for PEG channels specified in the contract to occur within a time frame, such as 2 years, at a capped expense, such as at/below \$7,000. This model was talked about for this contract renewal. However, P. Abbot has yet to be given the cost for conversion to HD and discussed putting in such an upgrade for 1 PEG channel at a fixed or below cost. D. Arseneau noted that in the contracts previously discussed, the licensee paid for the HD upgrade.

Discussion ensued on this matter including funding based on community by community basis; Charter's concern over CTSB's surpluses; statements of Charter not providing the same amount of funding as other contracts; and why should CTSB be penalized for its surplus funds? Decline in subscribers as well as new technologies – including Charter's new joint venture with Comcast for the Xumo box, which should impact the Cable TV market were also reviewed. Financial impact of all things in the Cable TV market versus the streaming market, which at present, no provider fees are paid for access to PEG channels/content.

The group next reviewed the updated Proposed Cable TV Renewal License, using DR 7-6-23, which followed RW6-5-23. Since the version D. Reing sent out did not include his comments, it will be resent.

Renewal License items discussed:

- Pedestal definition is OK as currently written
- Minor formatting issues and typo corrections

- 5th Whereas clause (p 5): CAC asked for some words to soften this with regard to the potential of adding a Boston DMA channel, which would be considered by the Licensee if financially feasible, etc. Charter will consider some additional language.
- D. Arseneau requested there be definitions for Cable TV System or Cable System and Channel rather than citing the Cable Act. D. Reing will provide such language.
- Additions to Complaint were accepted.
- Pedestal's definition was accepted.
- Section 2.6: to be reviewed by CAC but felt it was OK
- Section 2.7: language in grey was accepted
- Old 3.12: Town use of Licensee's poles and conduits: Sheffield is fine with leaving it out. Since each of the 5 towns signs their own agreement, Chair Miller has sent a letter to each of the Towns asking them for their input on this and Exhibit B. If information does not come in before license renewal is finalized, it will have to be resolved with each outstanding Town.
- R. Wood discussed 1 PEG channel below #100 in HD. She requested the number of viewers on the current three PEG channels, 1301-1303. P. Abbot said they would look into providing such numbers.
- Section 4.1: Grey highlights stay as is; dispute remains on channel number for the PEG channels.
- Section 5.2: Discussion and revision as Charter does not feel it is right to have in their contract with the Towns the statement of who the public access corporation will be. It was suggested that this be rewritten to say: "The Issuing Authority shall authorize a Public Access Corporation...between the Issuing Authority and the selected Public Access Corporation."
- Section 5.6: Charter recommends the greyed (f) be removed and the remaining () be re-lettered, as (f) is stated elsewhere in this section. CAC members will wait to see D. Reing's comments on this and have their answer at the next meeting. If this change is accepted, will need to change reference in (a) as no (h) will exist.
- (Although not discussed, attention needs to be paid to Section 5.13, given decisions made on other open issues re: this matter.)
- Section 7.3: Charter discussed the insurance will apply to each Town. See comments from D. Reing when his update is sent again with comments.
- Section 7.4: This performance bond will be for all five Towns, not a performance bond for each Town. However, (c) provides for immediate steps to be taken to reinstate the performance bond to the appropriate amount required herein - \$100,000. CAC needs to review.
- Section 7.5: R. Wood requested an increase in the number of days, from 30 days to 60/90 days. P. Abbot said he would look into it. If insurance cancelled, material breach of license has occurred.
- Section 7.7: greyed areas accepted.
- Section 7.8 engendered considerable discussion with R. Wood saying it would be easier for Charter to sit out the time, pay the liquidated damages and not resolve the issue. P. Abbot educated the CAC members in how a liquidated damages claim impacts Charter and the seriousness with which it is taken. There was no finalization on the amount/day nor the aggregate dollar amount in (c).

- Section 7.9: D. Reing pointed out the additional language to address CAC concerns. The CAC thanked him for this.
- Discussion of Exhibits:
 - EXHIBIT A: TOWN SERVICE AREA OR STRAND MAP – J. Maher has provided new Strand Maps for the 5 Towns.
 - EXHIBIT B: PUBLIC BUILDINGS TO BE PROVIDED CABLE SERVICE, INCLUDING ANY TOWN COAS LOCAL ORIGINATION SITES TO HAVE BEEN UPGRADED TO FIBER OPTIC SITES – See above discussion on this matter.
 - EXHIBIT C: PEG ACCESS CAPITAL FUNDING – under negotiation.
 - EXHIBIT D: GROSS ANNUAL REVENUES REPORT and PEG FEE CALCULATION QUARTERLY REPORT – In Charter’s court to finalize; P. Abbot said they will suggest the form mirror how they report their revenues.
 - EXHIBIT E: CALCULATION OF QUARTERLY PEG FEE PAYMENT QUARTERLY REPORT – In Charter’s court to finalize; P. Abbot said they will finalize and provide.
 - EXHIBIT F: FCC CUSTOMER SERVICE OBLIGATIONS - Charter has updated with latest FCC language.
 - EXHIBIT G: 207 CMR 10.00: BILLING AND TERMINATION OF CABLE SERVICE - Charter has updated with latest 207 CMR 10.00 language.

Next meeting was discussed and set for July 26th, Wed at 3pm via zoom, with a follow on meeting calendared for Wednesday 8/16 at 3pm.

Upon a motion by R. Wood and seconded by D. Arseneau, the meeting adjourned at 4:14pm.

Respectfully submitted,

Rene Wood

Sheffield’s Delegate to the 5 Town Cable Advisory Committee; Negotiations Subcommittee

Documents used in the meeting:

Agenda: 7/10/23

RW6-5-23 and DR 7-6-23 version of draft renewal license

Open Item list

Quotes from Chris Winfrey, Charter Communications CEO