

CITY OF BOSTON HEARING FOR THE RENEWAL OF THE
OPEN VIDEO SYSTEM OF
RCN TELECOM SERVICES OF MASS., LLC
& THE LICENSE TRANSFER APPLICATION
FOR
STONEPEAK INFRASTRUCTURE PARTNERS



BOSTON TEA PARTY SHIPS & MUSEUM

Wednesday, March 17, 2021
10:00 AM

(via Webex, Boston.gov and Boston City TV)

RCN Open Video License Transfer and Renewal Hearing, March 17, 2021 10:00 a.m.

The Mass. Updated Open Meeting Law Guidance (Revised June 9, 2020) during the COVID-19 pandemic requires notice to the public that this meeting is being recorded and is provided under alternative means of public access to technology that enables the public to clearly follow the proceedings of the public body in real time.

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CITY OF BOSTON HEARINGS

RENEWAL OF THE OPEN VIDEO SYSTEM OF
RCN TELECOM SERVICES OF MASS., LLC

LICENSE TRANSFER APPLICATION FOR
STONEPEAK INFRASTRUCTURE PARTNERS

*Wednesday, March 17, 2021
10:00 AM
(via Webex, Boston.gov and Boston City TV)*



AGENDA:

Welcome

City of Boston Presentation

Mike Lynch, Broadband & Cable, Boston Department of Innovation and Technology (DoIT)

Gerard L. Lederer, Partner BBK Law, outside counsel for Boston

RCN Telecom Services of Massachusetts Presentation and Response

Jeff Carlson, Vice President and General Manager

Thomas K. Steel, Vice President for Regulatory and Law

Michael Nilsson, Harris, Wiltshire & Grannis, Counsel to Stonepeak Infrastructure Partners

BNN Media

General Manager Glenn Williams &

Board President Justin Petty

Public Comment

DIGITAL EQUITY DURING AND POST COVID-19:

Broadband by Cable Providers:

Comcast, RCN & Verizon have responded!



- Boston has many broadband providers -- Comcast, Verizon, RCN, Starry, NetBlazr, etc.
- RCN, along with Comcast & Verizon, are facilities-based cable providers, thereby licensed by the City.
- All three kept the **“Keep America Connected”** pledge of broadband & wireless providers to keep folks connected during the COVID-19 pandemic.
- All three also offered versions of affordable broadband
- RCN & Comcast offer Senior Discount programs for cable TV.
- We also have a robust City-use network - BoNET - for city services, public safety, schools, libraries, etc.

Hearing Notices

Published in the Boston Herald, March 3rd and 10th, 2021

City website:

www.boston.gov/departments/broadband-and-cable/cable-competition-boston

City Record:

www.boston.gov/sites/default/files/file/2021/03/03.15.2021%20City%20Record.pdf

City Clerk's Public Notices:

www.boston.gov/public-notice

Boston PEG TV Channels:

Boston PEG channels	Verizon FiOS	Comcast	RCN
BNN Community	2160 (HD)	23	83
BNN News & Info	2161 (HD)	9	15
Boston City TV	962	24	13

LEGAL NOTICES

LEGAL NOTICES



CITY OF BOSTON MASSACHUSETTS
DEPARTMENT OF INNOVATION & TECHNOLOGY,
BROADBAND & CABLE

CITY OF BOSTON HEARING FOR THE
OPEN VIDEO SYSTEM LICENSE RENEWAL AND
TRANSFER APPLICATION
OF RCN TELECOM SERVICES OF MASS., LLC

WEDNESDAY, MARCH 17, 2021, 10:00 a.m.
Boston City Hall, Room 801, Boston,
Massachusetts

The City of Boston will hold a License Transfer & Renewal Hearing on behalf of the Issuing Authority for the Open Video System (OVS) License of RCN Telecom Services of Massachusetts, LLC, to be held virtually on Wednesday, March 17, 2021, at 2:00 p.m.

Please be advised that instructions for attending and participating in the virtual hearing will be posted, along with the Hearing agenda and relevant materials, at: www.boston.gov/departments/broadband-and-cable/cable-competition-boston

A copy of the FCC Form 394 will also be available for review at the link above.

The purpose of the hearing will be to review the FCC Form 394 transfer request received by the City of Boston on December 4, 2020. The Form 394 seeks approval for a transfer of control of the OVS Licensee from Radiate Holdings, LP, to Stonepeak Infrastructure Partners (Stonepeak.)

For further information, please call the Boston DoIT Broadband & Cable Office at (617) 635- 3112 or email: Cable@Boston.gov.

OVS License Renewal

10 year Cable Television Licenses which protect:

- Residents' cable TV & customer service
- Preserves dark fiber for the BoNet city network
- Support and broadcast BNN Media Channels,
- Provide more than \$10M annually for City and PEG
- Provide residential access to cable broadband service - which sits outside of the licenses.



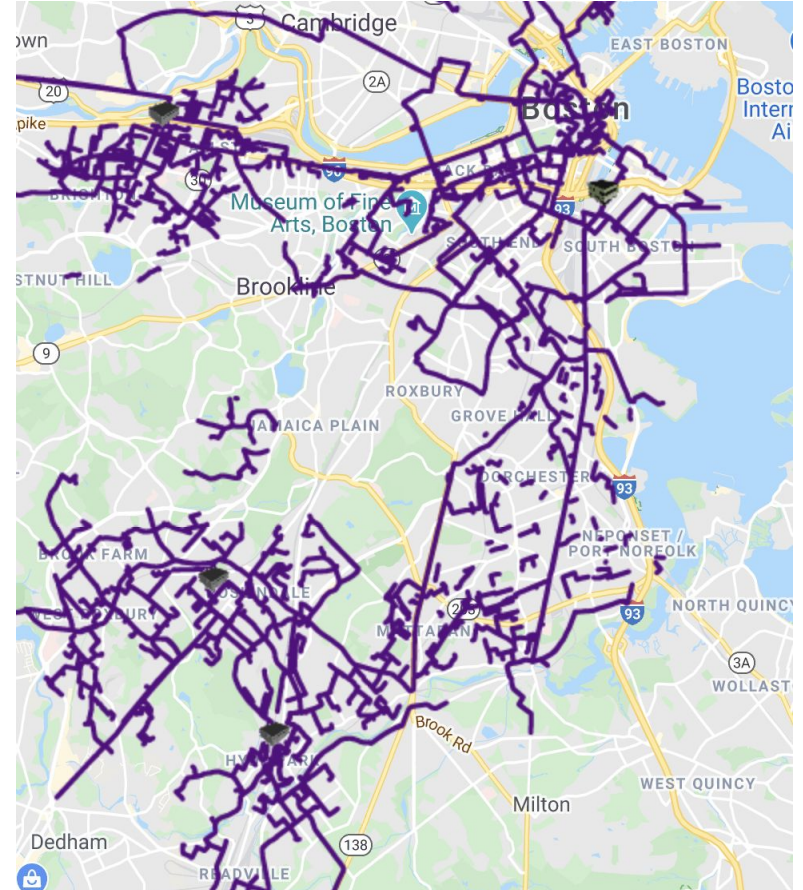
(Residential Communications Network)

The Transfer Request is available at:

www.boston.gov/departments/broadband-and-cable/cable-competition-boston under the heading: LATEST UPDATES

BOSTON HEARING FOR THE OPEN VIDEO SYSTEM (OVS) LICENSE RENEWAL & LICENSE TRANSFER APPLICATION (394) OF RCN TELECOM SERVICES OF MASS., LLC March 17, 2021

Who does RCN serve?



RCN in Boston, a timeline

July, 1999

RCN enters first Boston cable license with partner, Boston Edison

December, 2020

Stonepeak Infrastructure Partners files Transfer to purchase RCN Telecom Services. Patriot Media to still manage.

February, 2011

RCN Ownership Transfer to ABRY Partners/Yankee Cable

December, 2016

RCN Ownership Transfer to Radiate Holdings, a subsidiary of TPG Capital. Patriot Media to manage.

December, 2002

RCN seeks license relief, become Open Video System (OVS)



License Transfer in the world of cable

Four factors from state and federal rules and City License to be considered in determining a request for transfer of ownership.

Does the new owner have the necessary:

- 1. Managerial experience to operate the system;*
- 2. Technical expertise to operate the system;*
- 3. Financial capability to operate the system; and,*
- 4. Legal ability to operate the system?*

License Transfer in the world of cable

RCN and Stonepeak will address:

1. How Will the System's Ownership Change?
2. Who is Stonepeak Infrastructure Partners?
3. How Is The Transaction Being Financed?
4. How Will the System's Ownership Change?
5. Who Will Manage and Run the System? (Who is Patriot?)
6. What are the Benefits of the Transaction (to the City and its residents who will be subscribers?)



STONEPEAK
INFRASTRUCTURE PARTNERS



RCN Telecom Services of Massachusetts Presentation and Response

Jeff Carlson, Vice President and General Manager

Thomas K. Steel, Vice President for Regulatory and Law

Michael Nilsson, Harris, Wiltshire & Grannis, Counsel to Stonepeak Infrastructure Partners

RCN/Radiate/Stonepeak Proposed Transfer of Control City of Boston

Michael Nilsson

HARRIS, WILTSHIRE & GRANNIS LLP

Counsel for Stonepeak

March 17, 2021

Introduction

- The proposed transaction involves an indirect transfer of control of RCN's parent company from one private equity fund to another.
- Applicants have submitted voluminous materials to Boston
- Rather than revisiting those materials, this presentation offers a very high-level summary of the effects of the proposed transaction on Boston and on RCN subscribers.

What the Proposed Transaction Means

- From Boston's perspective as franchise authority, the proposed transaction changes nothing at all.
- We do not propose to transfer the *franchise*. Rather, RCN will remain the franchisee and retain responsibility for compliance.
- This means that Boston can rely on RCN itself for legal and financial qualifications to operate a cable system.

What the Proposed Transaction Means

- In the short term, the proposed transaction will change nothing for Boston subscribers.
- Stonepeak chose this particular transaction because it believes that RCN's management and operations are excellent.
- Stonepeak has no plans to substantially change RCN's operations or management—including Tom Steel.
- This means that Boston can rely on RCN itself in terms of management and technical qualifications.

What the Proposed Transaction Means for Boston Subscribers in the Long Term

- The transaction promises to make additional resources available to RCN.
- Stonepeak manages \$29 billion in investments and has a demonstrated history of providing resources to its portfolio companies and helping them grow.
- Additional resources may be used to improve the network, improve customer service, or otherwise enhance RCN's offerings.
- In the long term, the proposed transaction promises to make RCN's service more competitive with Comcast and other incumbents.

Audit and Review Process

- RCN participated in an audit and has agreed in principle to safeguards proposed by the auditor.
- As required by the franchise, RCN has paid for the City's expenses (up to \$10,000) in reviewing and administering the proposed transfer.



BNN Media

General Manager Glenn Williams &

Board President Justin Petty



SERVING BOSTON



CORE BENEFITS



- Create hyper-local content to inform our community

- Nonprofit organizations, public agencies, and institutions that serve Bostonians can reach their target audience

- Access to targeted community marketing and promotion

- Access to computers, and equipment for content creation

Variety of media/information distribution arms, reachable 24 hours/day, 7 days/week, all year long



SKILLS & TRAINING

Provides residents, Non-Profit Organizations, and Public Service Agencies low-cost media and technology training

Provides opportunities for organizations and individuals to get their messages out without technological infrastructure and training

Provides skill development and acquisition to Boston residents and employees of non-profit organizations in areas of public speaking, design, marketing, promotions, design thinking, project management, and a variety of other soft and hards skills

NON-COMMERCIAL

The flexibility of content creation without the limitations placed on the content's commerciality

Ability to create more substantive long-form programming that serves the community without financial restrictions

PANDEMIC RELATED BENEFITS

Like commercial stations, we have developed the skills, and tools for our producers to pivot and create content throughout the pandemic.



Public Comments

CITY OF BOSTON:

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Comments period open through March 19, 2021:

www.boston.gov/departments/broadband-and-cable/cable-competition-boston

