

Before the  
**FEDERAL COMMUNICATIONS COMMISSION**  
Washington, D.C. 20554

In the Matter of )  
 )  
Cox Communications, Inc. )  
and Times Mirror Cable )  
Television, Inc. )  
 )  
Rate Complaints )

**ORDER**

Adopted: December 1 , 1995

Released: December 1, 1995

By the Commission:

**I. INTRODUCTION**

1. The Commission has before it a Proposed Resolution submitted by Cox Communications, Inc. and its subsidiaries (collectively "Cox")<sup>1</sup> that will resolve over 400 rate complaints filed against Cox regarding the rates that Cox charged for cable programming services from September 1, 1993 through June 30, 1995,<sup>2</sup> including complaints as to which the Cable Services Bureau ("Bureau") has issued orders. For the reasons stated below, and

---

<sup>1</sup> Cox recently acquired the cable assets of Times Mirror Cable Television, Inc. ("Times Mirror"). References herein to Cox systems include such cable assets.

<sup>2</sup> At issue are 317 complaints filed against Cox covering the period September 1, 1993 through May 14, 1994, and 99 complaints filed against Cox covering the period of May 15, 1994 through June 30, 1995. Cox filed benchmark and cost of service justifications in response to these rate complaints.

based upon our review of the record, we find that the Resolution,<sup>3</sup> including the modifications, serves the interests of Cox's subscribers by, among other things, bringing finality and stability to its cable programming service tier ("CPST") rates and improving the availability of customer programming choices. We also believe that adoption of the Resolution is consistent with the Commission's responsibility under the Cable Television Consumer Protection and Competition Act of 1992 ("1992 Cable Act") to ensure that consumers' interests are protected in the receipt of cable services.

## II. BACKGROUND

2. The 1992 Cable Act gave the Commission and local franchising authorities jurisdiction over the cable programming and equipment rates of cable systems that did not face effective competition, as defined by that Act. Specifically, the 1992 Cable Act provides that with respect to cable systems that are not subject to effective competition, local franchising authorities may regulate the rates for the basic service tiers ("BSTs") pursuant to guidelines established by the Commission, and that the Commission may regulate the rates for the CPSTs.<sup>4</sup> In enacting the legislation, Congress stated its intent that the 1992 Cable Act be implemented to ensure that ". . . consumer interests are protected in the receipt of cable service."<sup>5</sup>

3. The Proposed Resolution provides that Cox will refund, in the form of credits on subscribers' bills, \$7.1 million, plus interest, to approximately one million of Cox's CPST subscribers in the communities listed in Exhibits 1 and 3 to the Proposed Resolution. Cox will provide the refunds no later than during its January 1996 billing cycle or its first monthly billing cycle beginning 60 days after the effective date of this Order, whichever is later.

4. In addition, Cox will eliminate charges for regulated additional outlets as of the later of its January 1996 billing cycle or its first monthly billing cycle beginning 60 days after the effective date of this Order, whichever is later. Where additional outlet charges are eliminated, Cox may increase its CPST rates to cover certain programming costs that were previously reflected in the additional outlet charges that will be eliminated. These increases will not cause Cox's rates to increase beyond the rates set forth in Exhibit 3 to the Proposed Resolution.

---

<sup>3</sup> Attached to this Order as Attachment A. We note that Cox sold its cable system in the community of Bullhead City, Arizona prior to the release of the Proposed Resolution, thus the community of Bullhead City, Arizona is not subject to the Resolution, and has been removed from Exhibit 5 of Attachment A. See Letter from Peter H. Feinberg to the Federal Communications Commission (September 8, 1995).

<sup>4</sup> Communications Act of 1934, as amended, § 623(a)(2), 47 U.S.C. § 543(a)(2).

<sup>5</sup> Pub. L. No. 102-385 § 2(b)(4), 106 Stat. 1460 (1992); see also H.R. Rep. No. 628, 102d Cong. 2d Sess. at 34 (1992).

5. Under the Proposed Resolution, Cox, at its discretion, may move a maximum of any four regulated services to a single migrated product tier ("MPT") in each of its franchise areas in which it did not offer an a la carte package. Cox must set the initial rate for an MPT at a level, per channel, that does not exceed the price of the channel on the rate regulated tier from which the channel was moved. Cox may add any number of new services to an MPT and may increase the price for an MPT by up to \$0.20 for each channel added plus the amount of the channel's license fee. Cox may increase the price of an MPT to cover inflation and increases in external costs. On or after March 1, 1997, Cox may reclassify each MPT as a new product tier ("NPT"), as defined in the Commission's *Going Forward* rules.<sup>6</sup> The Proposed Resolution further provides that if, in any Consolidated System<sup>7</sup> on which Cox elects to offer an MPT, an NPT is offered in part of such system, and the MPT and NPT would be priced differently, then Cox may adjust the MPT and NPT rates on a revenue neutral basis so that a uniform rate for the MPT and NPT may be established. The uniform rate will be established on the basis of the NPT rate in effect on August 1, 1995 (subject to adjustments that could have been taken on the NPT if it had been an MPT) and the permitted MPT rate. All such uniformly priced MPTs and NPTs shall be subject to the conditions on MPT price increases set forth in the Proposed Resolution.

6. Under the Proposed Resolution, Cox may avail itself of any applicable modifications of any law or regulation governing the CPST rates, except that Cox shall provide refunds pursuant to the terms of the Proposed Resolution and shall not seek additional compensation for services provided on or before June 30, 1995. The Proposed Resolution further provides that Cox's current rates are found to be justified and therefore not unreasonable. Cox admits no violation of, or failure to conform to, any applicable laws, rules or regulations by agreeing to the terms of the Proposed Resolution.

7. On September 14, 1995, the Commission adopted an Order<sup>8</sup> instructing the Bureau staff to serve all complainants and relevant local franchise authorities with the Proposed Resolution. Accordingly, copies of the Order were mailed to 91 local franchise authorities and 323 complainants other than local franchising authorities. The Order provided a 30-day period in which the served persons were entitled to submit comments on the proposal. Thirty-seven written comments were received by the Commission reflecting the views of 20 local

---

<sup>6</sup> 47 C.F.R. § 76.987 and subsequent amendments thereto.

<sup>7</sup> "Consolidated System" means a cable system which is managed and operated by Cox as a unified system and which consists of one or more systems formerly owned by Times Mirror and one or more systems owned by Cox but never owned by Times Mirror (including systems acquired by Cox at any time after February 1, 1995, which are integrated into the unified system) in which the system or systems formerly owned by Times Mirror provided collective offerings of a la carte channels that were created between April 1, 1993 and September 30, 1994 and are now classified as NPTs.

<sup>8</sup> Order, FCC 95-396 (September 15, 1995).

franchising authorities<sup>9</sup> and 24 complaints other than local franchising authorities.<sup>10</sup>

### III. DISCUSSION

8. Comments were received from four local franchising authorities supporting the Proposed Resolution.<sup>11</sup> In addition, three subscribers filed comments supporting the Proposed Resolution. Oppositions were filed reflecting the views of 16 local franchising authorities. These local franchising authorities included communities where the Bureau has issued decisions on appeal from BST rate orders involving Cox,<sup>12</sup> and communities in which the Bureau issued CPST rate orders involving Cox.<sup>13</sup> Comments from 15 subscribers opposing

---

<sup>9</sup> The local franchising authorities filing comments were the cities of Peoria, Arizona and Ironton, Ohio; the Town of Fountain Hills, Arizona; the California cities of Imperial Beach, National City, Escondido, Chula Vista, San Diego, La Mesa, Poway, Laguna Beach, San Clemente, San Juan Capistrano, Lake Forest, Mission Viejo, Laguna Hills and Laguna Nigel, Irvine, the Rhode Island Division of Public Utilities ("Rhode Island") and the Cable Television Review Commission of the County of San Diego, California ("San Diego County").

The California cities of Irvine, Laguna Beach, San Clemente, San Juan Capistrano, Lake Forest, Mission Viejo, Laguna Hills and Laguna Nigel ("Cities") filed consolidated comments. The Cities' consolidated comments were received at the Commission on October 18, 1995, one day after the end of the comment period. The City of Imperial Beach filed comments on November 2, 1995. No motions for extension of time pursuant to 47 C.F.R. § 1.46 were submitted. There has been no opposition filed against acceptance of these late-filed comments. Therefore, in order to provide a full and complete record and because no party will be prejudiced by acceptance of these comments, we hereby waive the requirement for filing a motion for extension of time and accept these comments.

<sup>10</sup> The comments from complainants other than local franchising authorities included comments from the Utility Consumers' Action Network, a non-profit consumer advocacy organization in San Diego, California.

<sup>11</sup> This group consists of the cities of Peoria, Arizona; Escondido, California; Ironton, Ohio and the Town of Fountain Hills, Arizona.

<sup>12</sup> On April 7, 1995 the Bureau released Consolidated Order DA 95-743 which resolved Cox's appeals of the BST reviews of the California cities of Chula Vista, San Diego, La Mesa and Poway.

<sup>13</sup> See comments of the Cities.

the Proposed Resolution also were filed.<sup>14</sup> The comments raised various concerns, as further discussed below, including among others, the authority and procedures that were followed to effectuate the Proposed Resolution; the effect of the Proposed Resolution on rates and additional outlet charges; the decision to permit Cox to create MPTs; and whether specific communities could be exempted from the terms of the Proposed Resolution. We address these concerns below and set forth modifications to the Proposed Resolution.

#### A. Authority and Procedures in Negotiating the Proposed Resolution

9. As an initial matter, we set forth the Commission's regulatory authority to approve the Proposed Resolution. The Communications Act provides the Commission with wide discretion to resolve rate cases, including through the settlement process. Section 4(i) of the Communications Act authorizes the Commission to "perform any and all acts . . . not inconsistent with [the] Act, as may be necessary in the execution of its functions."<sup>15</sup> Section 4(j) provides that the "Commission may conduct its proceedings in such manner as will best conduce to the proper dispatch of business and to the ends of justice. . . ."<sup>16</sup> We believe that sections 4(i) and 4(j) allow the Commission to consider proposed resolutions to resolve rate complaints. Proposed resolutions are not in any way inconsistent with the 1992 Cable Act, which requires the Commission to adopt regulations creating "fair and expeditious procedures for the receipt, consideration, and resolution of complaints"<sup>17</sup> since they protect consumers' statutory interests in being charged CPST rates that are not unreasonable. They are also "necessary" to the execution of the Commission's business and the ends of justice because they conserve regulatory and private resources and resolve large numbers of proceedings, while ensuring that consumers' interests in CPST rates that are not unreasonable are protected. The Commission's authority to resolve cases has been affirmed in an analogous context.<sup>18</sup>

10. We further believe that Congress' desire to simplify cable rate regulation supports the adoption of an expeditious means of resolving complaints that will afford adequate protection for the subscribers, complainants and operators. Thus, the Commission has authority to consider the Proposed Resolution and to determine, after review and consideration of comments, that the rates set forth in the Proposed Resolution are not unreasonable. Nonetheless, to the extent the submission of the Proposed Resolution and our action on it requires a waiver of our rules, we find such a waiver to be in the public interest for the

---

<sup>14</sup> Six subscribers filed comments neither supporting nor opposing the Proposed Resolution.

<sup>15</sup> 47 U.S.C. § 154(i).

<sup>16</sup> 47 U.S.C. § 154(j).

<sup>17</sup> 47 U.S.C. § 543(c)(1)(B).

<sup>18</sup> See *New York State Dep't of Law v. FCC*, 984 F.2d 1209 (D.C. Cir. 1993).

reasons specified in Sections C through E, and also because the Proposed Resolution will ensure the expeditious resolution of a large number of rate complaints while protecting consumers' statutory interest in CPST rates that are not unreasonable.

11. We find that the rates and refunds provided for in the Proposed Resolution are not unreasonable. The Proposed Resolution took into consideration certain offsets claimed by Cox and also the public interest benefit to consumers of prompt, certain relief. Moreover, although we do not rule on the merits of each of Cox's claims, we believe that it is fully consistent with the 1992 Cable Act to consider the benefits of avoiding the delays and uncertainty of litigation in setting rates within the range of reasonableness. Indeed, the courts have long recognized that regulatory agencies have broad discretion to choose among ratemaking methods and procedures in ratemaking determinations, provided that the rates are within a range of reasonableness.<sup>19</sup>

12. The Cities challenge the Proposed Resolution on the basis that the Commission does not have the authority to vacate the Bureau's Orders<sup>20</sup> concerning Cox's CPST rates and supersede them with the Proposed Resolution because the terms of the Proposed Resolution are contrary to those Orders. We disagree. All of the Bureau's Orders regarding Cox's rates are before the Bureau for reconsideration or before the Commission for review and we have the ability to review and modify these Orders.<sup>21</sup> There is nothing in our rules or regulations that precludes us from vacating these Orders in the context of a Proposed Resolution which establishes rates that are not unreasonable. Moreover, the Commission's authority to resolve disputes under Sections 4(i) and 4(j) of the Communications Act is undiminished by the existence of Bureau level orders. We find that modifying the Bureau's rate decisions involved with this case to be in the public interest because we find the rates provided for in the Proposed Resolution are not unreasonable and, as discussed in this Order, the settlement is in the public interest.

13. The Cities further challenge the Proposed Resolution on the basis that it was arrived at based on unlawful *ex parte* negotiations.<sup>22</sup> We again disagree with the Cities'

---

<sup>19</sup> See *FERC v. Pennzoil Producing Co.*, 439 U.S. 508, 517 (1979); *Permian Basin Area Rate Cases*, 390 U.S. 747, 797 (1968).

<sup>20</sup> The Proposed Resolution vacates Bureau Orders DA 94-1288, DA 95-661, DA 95-678, DA 95-696, DA 95-809, DA 95-810, DA 95-811, DA 95-813, DA 94-1334, DA 94-1335, DA 94-1336, DA 94-1337, DA 94-1338, DA 94-1339, DA 94-1340 and DA 94-1341. Cox filed a Petition for Reconsideration of DA 94-1334 through DA 94-1341 and filed Applications for Review for the remaining Orders.

<sup>21</sup> See 47 C.F.R. §§ 1.106 and 1.115.

<sup>22</sup> See Cities comments at 15.

position. In rate complaint cases, the proceedings are restricted.<sup>23</sup> Consequently, the parties generally may not make *ex parte* contact with the Commission at all. Generally, the only permitted communications are in writing with service to all interested parties.

14. An important exception to this general rule against *ex parte* contacts in restricted proceedings is in circumstances where the Commission staff requests further information of one of the parties for the resolution of issues or to obtain further information as provided in 47 C.F.R. § 1.1204(b)(7):

(b) *Exempt Ex Parte Presentations.* The following types of *ex parte* presentations are exempt from the prohibitions and requirements in § 1.1206 (non-restricted proceedings) and § 1.1208 (restricted proceedings) as follows:

. . . (7) The presentation is requested by the Commission or staff for the clarification or adduction of evidence or for resolution of issues, and the proceeding is a restricted proceeding which has not been designated for hearing, a non-restricted proceeding or an exempt proceeding. See 47 C.F.R. § 1.1204(b)(7).

15. The purpose of this exception is to permit the staff to seek the narrowing of issues in a proceeding, to attempt to settle a case or to supplement the record, so that the proceeding can be resolved on the basis of a more complete record, or through more expeditious procedures.<sup>24</sup> The Note to the *ex parte* exception in 47 C.F.R. § 1.1204(b)(7) further clarifies that if any such contact elicits new information, that information must be served on all parties to the proceeding.<sup>25</sup> The purpose of this provision is to ensure that interested parties have fair notice of the substance of the new information that has been provided and thus have a fair opportunity to provide their own views on the information. Under this standard, any presentations on the merits of the case that have not been included in previous pleadings must be placed in the record. The legality of these procedures was upheld in *New York State Department of Law v. FCC*.<sup>26</sup>

16. In the instant proceeding Cox contacted the Bureau staff expressing an interest in discussing a global resolution of the rate complaints. Because this conversation did not address the "merits or outcome" of the proceedings, it was not a communication covered by

---

<sup>23</sup> 47 C.F.R. § 1.1208(B).

<sup>24</sup> See 47 C.F.R. § 1.1202(a).

<sup>25</sup> If service would be unduly burdensome because of the number of parties involved or because the materials relating to the presentation are voluminous, the Commission may waive such service by issuing a public notice notifying parties that such materials are available for public inspection. See 47 C.F.R. § 1.1204(b)(7), Note.

<sup>26</sup> 984 F.2d 1209 (D.C. Cir. 1993).

the Commission's *ex parte* rules.<sup>27</sup> Subsequent to this contact, at the request of the Bureau staff, Cox provided new information. Pursuant to a Bureau public notice, information that was not already reflected in the pleadings, was placed in the record of the proceeding so as to allow comment on it.<sup>28</sup> Consistent with the Note to the *ex parte* exception in 47 C.F.R. § 1.1204(b)(7), the service provision was waived by the Bureau because it determined that service of this material on all parties to the proceeding would be unduly burdensome due to the large number of parties and volume of material involved. Instead a public notice was issued notifying the public that new information in the record was available for public inspection.<sup>29</sup> All complainants including local franchising authorities were served with the Proposed Resolution for the purpose of soliciting comment. In addition, local franchising authorities that were not complainants, and therefore not parties to the proceedings, were served for the purpose of providing an opportunity to comment where a proceeding existed with respect to their franchise areas. The Commission provided 30 days for comment on the Proposed Resolution. We conclude that the Bureau correctly followed the *ex parte* rules and all interested parties were given fair participation rights.

### **B. Preemption and Waiver of Notice Requirements**

17. The Proposed Resolution allows Cox to implement refunds and restructure its rates and services during the January 1996 billing cycle. Because of the short time between our approval and the January 1996 billing cycle, it will not be possible for Cox to provide 30 days' notice of a rate or service change to all of its affected customers, as required by sections 76.309(c)(3)(i)(B) and 76.964 of the Commission's rules. This is due to billing procedures and the timing of monthly billings. For example, if Cox were to give subscribers notice of a service change as a billing insert in December, subscribers who are billed at the beginning of the month would receive 30 days' advance notice of the change in service, but subscribers who are billed later in the month would not receive 30 days' advance notice of this change which will become effective at the beginning of January 1996.

18. We believe that on a one-time basis, preemption and waiver of advance notification requirements is appropriate in this case because prompt implementation will serve the public interest. Accordingly, we will grant a one-time waiver of the advance notice provisions of sections 76.309(c)(3)(i)(B) and 76.964 in order to allow Cox to implement the Resolution by January 1996. In addition, we believe that preemption of state and local notice requirements is appropriate in cases such as this where the local law conflicts with the

---

<sup>27</sup> See 47 C.F.R. § 1.1202(a).

<sup>28</sup> See Public Notice, "Additional Information Available for Public Inspection on Cox Communications, Inc.," DA 95-1983 (September 20, 1995).

<sup>29</sup> See *Id.*

agency's regulations or frustrates the purpose of the regulation.<sup>30</sup>

19. This preemption and waiver is provided on a one-time basis and only to the extent that it requires Cox to give advance notice of rate and service changes to subscribers for the period prior to January 1, 1996.<sup>31</sup> However, if a subscriber complains about a rate increase and cancels subscription to the relevant CPST within 30 days after the date of the first bill reflecting the CPST adjustment authorized by the Resolution, Cox must issue a refund for the incremental amount attributable to such increase. Accordingly, the preemption of state and local notice requirements and the waiver of Commission notice requirements will not injure subscribers. We also note, notwithstanding the foregoing, that nothing in this Order should be construed to preempt the authority of a local franchising authority to regulate the basic service tier and related equipment rates consistent with our regulations and orders.

### C. The Impact of the Resolution on Rates

#### i. Impact on BST Rates

20. The cities of Chula Vista, San Diego, La Mesa and Poway, California raised a concern that the wording of the Proposed Resolution could be interpreted to extend to BSTs and to enable Cox to raise its rates for BSTs. We clarify that the Proposed Resolution is not intended to interfere with the authority of local franchising authorities to regulate BST rates in their respective jurisdictions. Moreover, in order to address this concern, Cox has agreed to modify Paragraph 13 of the Proposed Resolution, which will now read in its entirety as follows (the italicized language being the addition):

The Resolution Order shall affirmatively state that any and all waivers of the Commission's rules, and any modifications to Commission forms, necessary to effectuate these terms are deemed to be granted. The Commission will not assert in any proceeding that Cox's compliance with the terms of this Resolution violates any Commission rule or order, and, in any proceeding before the Commission brought by a third party, a showing by Cox that it has complied with these terms shall constitute a defense to any claim that Cox's actions in meeting the terms constitute a violation of

---

<sup>30</sup> See *City of New York et al v. FCC*, 486 U.S. 57 (1988).

<sup>31</sup> See Implementation of Sections of the Cable Television Consumer Protection and Competition Act of 1992, 8 FCC Rcd 3652 (1993); Implementation of Sections of the Cable Television Consumer Protection and Competition Act of 1992; Rate Regulation, MM Docket Proposed Rulemaking, 9 FCC Rcd 4119, 4184 n. 182 (1994). The Commission preempted any local and state requirements that required cable systems give more than 30 days' notice of rate and service changes to subscribers where application of the local and state provisions would serve to prevent a system from bringing its rates into compliance with the new benchmark rules by the end of the refund deferral period.

any applicable Commission rule or order. *Notwithstanding the foregoing, nothing in this Resolution should be construed to preempt the authority of a local franchising authority to regulate the basic service tier and related equipment rates, consistent with the Commission's regulations and orders.*

We believe that this additional revision should alleviate the concerns raised.

ii. Impact on CPST Rates

a. Agreement with BST Rates

21. The cities of Chula Vista, San Diego, La Mesa and Poway, California commented that based on their understanding of the Bureau's decisions on appellate review of the BSTs in their communities, the CPST rates must be found unreasonable and CPST customers in their jurisdictions should be entitled to receive larger rate refunds for CPST services. We reject the argument that the outcome of CPST rate reviews must duplicate the outcome of BST rate reviews in the same jurisdiction.

22. The Congressional scheme of granting regulatory authority (1) to local franchising authorities for review of BST rates subject to the Commission's appellate review, and (2) to the Commission for review of CPST rates, leads to the Commission applying different standards of review when acting in its original and appellate functions, since each of these processes are separate and distinct. The purpose of the Commission's appellate review of BST rate orders is not to decide the issues *de novo*, but simply to ensure that there is a rational basis for the LFA's decision and that the local franchising authorities have correctly applied the Commission's rules, regulations and orders.<sup>32</sup> In contrast, the Commission reviews the CPST rate complaints *de novo*. The BST rate review is thus independent of, and need not impact, the CPST rate review.

b. Additional Outlet Charges

23. San Diego County supports the Proposed Resolution's elimination of the additional outlet charges. However, San Diego County, Rhode Island and the Cities assert that they are entitled to larger refunds associated with Cox's additional outlet charges. In particular, the Cities note that when compared, the Proposed Resolution's refund amount for additional outlet charges is much less than the refund amount ordered for additional outlet

---

<sup>32</sup> See Implementation of Sections of the Cable Television Consumer Protection and Competition Act of 1992; Rate Regulation, MM Docket No. 92-266, Report and Order and Further Notice of Proposed Rulemaking, 8 FCC Rcd 5361, 5731-5732 (1993) ("Rate Order").

charges in the Bureau's November 29, 1994 Orders.<sup>33</sup> The Cities argue that the record does not support any basis for the reduction in the additional outlet refund amount. San Diego County further contends that the Proposed Resolution fails to provide an adequate definition of those subscribers who are eligible to receive refunds for additional outlet charges. We believe that the record supports the Proposed Resolution's additional outlet refund amount.

24. Cox argued that the Commission had jurisdiction over the additional outlet charge issue only in those franchise areas where a complaint specifically mentioned the additional outlet charge. Thus, Cox contended that if a complaint did not specifically mention the additional outlet charge, the Commission had no authority to consider this charge in its rate review of Cox's systems. Cox also argued that its programming contracts required Cox to charge subscribers for additional outlets. Separately, Cox argued that if any refund liability existed for its additional outlet charges, the liability should be offset by programming costs Cox could have, but did not, charge in tier rates during the period under consideration. Cox also asserted that any additional outlet charge refund liability should be offset by the difference between its actual CPST rates and its maximum permitted rates in its cost of service filings. Cox based this argument on its belief that its actual CPST rates were less than its maximum permitted rates in the franchise areas for which it filed cost of service rate justifications.

25. Finally, Cox asserted that if any additional outlet liability existed it should be offset by "gap period adjustments" that Cox believed arose from the ruling in *Time Warner Entertainment Co. v. FCC*.<sup>34</sup> For the franchise areas for which it justified its rates with benchmark filings, Cox claimed that it was entitled to gap period adjustments to recover all external cost changes incurred, but not included in rates by an external cost adjustment, from September 30, 1992, to the first filing of an FCC Form 1210. Cox also requested credit for gap period adjustments against any refund liability for franchise areas for which it justified its rates with cost of service filings from January 1, 1994, to July 14, 1995.

26. While we do not rule upon the legitimacy of the specific issues and arguments raised by Cox with respect to additional outlet charges, we believe that the Proposed Resolution reaches a careful balance, ensuring that ratepayers pay reasonable rates while also recognizing that if this case were litigated, Cox might be entitled to certain offsets against a refund of the additional outlet charge. We reviewed the agreement and the terms and conditions proposed in the negotiations in their totality. With respect to the additional outlet charge, the refund amounts are in the public interest because they are fair to consumers and current charges for regulated additional outlets will be eliminated immediately. We believe that the expeditious resolution of these rate complaints is in the best interest of subscribers.

---

<sup>33</sup> The Proposed Resolution vacates Bureau Orders DA 94-1337, DA 94-1338, DA 94-1339, DA 94-1340 and DA 94-1341.

<sup>34</sup> 56 F 3d 151 (D.C. Cir. 1995).

The resolution of Cox's rate complaints benefit the subscribers not only by eliminating the additional outlet charge promptly in regulated and unregulated franchise areas and giving them an immediate refund, but also by bringing certainty to rates and avoiding future litigation expenses.

27. We note that it was unclear from the Proposed Resolution that Cox has agreed to eliminate its additional outlet charges in both its regulated and unregulated franchise areas. In order to clarify that Cox will eliminate its additional outlet charges in all of its franchise areas, Cox has agreed to modify Paragraph 12 (h), which will now read in its entirety as follows (the italicized language being the addition):

Cox shall eliminate the current charges for regulated additional outlets *and will also eliminate the same charges for additional outlets in unregulated areas* as of the later of the January, 1996 billing cycle or the first monthly billing cycle beginning 60 days after the Effective Date. If additional outlet charges are not removed until after the January, 1996 billing cycle, any amounts charged for additional outlets after that billing cycle shall be refunded to subscribers residing in the CUIDs listed in Exhibit 5.

28. San Diego County raises the concern that the Proposed Resolution allows Cox to raise its CPST rates to compensate for the elimination of the additional outlet charges. We note that the Proposed Resolution provides that where additional outlet charges are eliminated, Cox is allowed to increase the CPST rates to include programming costs allowed by our regulations that were previously included in the additional outlet charges.<sup>35</sup> San Diego County's concern is misplaced. The addition of this cost to the rates is already reflected in the rates set forth in Exhibit 3 to the Proposed Resolution.

29. San Diego County and the Utility Consumers' Action Network contest the failure of the Proposed Resolution to include subscribers who may have paid for additional outlets during only a portion of the regulation period, or subscribers who have paid these charges but subsequently cancelled their cable television service. We note that the Commission's regulations permit a cable operator, at its discretion, to implement a refund in one of two ways. The operator can identify actual subscribers or can use a prospective percentage reduction to the rates of the class of subscribers that currently subscribe to the service.<sup>36</sup> The rationale for this choice is that cable operators face constant changes to their subscriber base making it difficult, if not impossible, to identify all such former subscribers.<sup>37</sup> We are convinced that the expense associated with giving refunds to all former subscribers in the areas affected and identifying the exact parties eligible for a refund would be large and unduly burdensome to Cox. We conclude that the proposed refund to current subscribers only

---

<sup>35</sup> 47 C.F.R. § 76.923(h).

<sup>36</sup> 47 C.F.R. § 76.942(d).

<sup>37</sup> See Rate Order at 5866.

is consistent with our rules and is appropriate.

30. One commenter<sup>38</sup> suggests that we require Cox to eliminate charges for additional outlets immediately in lieu of the time frame set forth in the Proposed Resolution. We note that this Order effectively allows for the immediate elimination of the additional outlet charge. As discussed above, we are preempting state and local laws and waiving our rules which require advance notice of changes in rates or service in order to permit Cox to eliminate additional outlet charges in its January 1996 billing cycle. Moreover, under the Proposed Resolution, if additional outlet charges are not removed until after Cox's January 1996 billing cycle, any amount charged for additional outlets after that billing cycle shall be refunded to subscribers residing in the communities listed in Exhibit 5 to the Proposed Resolution.

31. Two individuals questioned why the Commission did not remove Cox's additional outlet charges upon the Commission's initial adoption of its regulation prohibiting such charges.<sup>39</sup> We note that the 1992 Cable Act provides the Commission with authority to review a cable operator's CPST rates and associated equipment charges upon the filing of a valid complaint. Our authority to review the CPST rates of a cable operator exists only in a community for which a complaint is filed. Until such time as a valid complaint is filed we have no authority to review a cable operator's CPST charges, even if they are in violation of our regulations. Cox's CPST rates became subject to our review upon the filing of the complaints under consideration in this proceeding. Our decision resolves these CPST rates as well as the additional outlet charges related to CPST services for the period subject to our review.

### iii. Migrated Product Tier and New Product Tier

32. Under the Proposed Resolution, Cox, at its discretion, may move a maximum of any four regulated services to a single migrated product tier ("MPT") in each of its franchise areas in which it did not offer an a la carte package. Cox must set the initial rate for an MPT at a level, per channel, that does not exceed the price of the channel on the rate regulated tier from which the channel was migrated. Cox may add any number of new services to an MPT and may increase the price for an MPT by up to \$0.20 for each channel added plus the amount of the channel's license fee. Cox may increase the price of an MPT to cover inflation and increases in external costs. On or after March 1, 1997, Cox may reclassify each MPT as a new product tier ("NPT"), as defined in the Commission's *Going Forward* rules. The Proposed Resolution further provides that if, in any Consolidated System on which Cox elects to offer an MPT pursuant to the Proposed Resolution, an NPT is then offered in part of such system, and if the MPT and NPT would be priced differently, then Cox may adjust the MPT and NPT rates on a revenue neutral basis such that a uniform rate for the MPT and NPT

---

<sup>38</sup> See comments of Philip Thorneycroft at 1.

<sup>39</sup> See comments of Dwight Turner and Judy Blankenship.

may be established on the basis of the NPT rate in effect on August 1, 1995 (subject to adjustments that could have been taken on the NPT if it had been an MPT) and the permitted MPT rate. All such uniformly priced MPTs and NPTs shall then be subject to the conditions on MPT price increases.

33. Commenters opposing this provision of the Proposed Resolution contend that the migration of channels to this tier will result in increased costs and decreased quality of programming on the remaining regulated tiers.<sup>40</sup> They also raise concerns that creating an MPT will result in rate increases for services already regulated and will force them to receive unwanted channels. We believe, however, that sufficient safeguards are in place which protect subscribers' interests.

34. Under the Proposed Resolution, Cox is allowed to create MPTs that do not exceed rate regulated prices on a per channel basis. Channels may be added to MPTs at a per channel price that we found acceptable in our *Going Forward* rules.<sup>41</sup> When these channels are later converted to NPTs, we believe market forces (including competition from CPSTs) will control the prices of the NPTs, thereby ensuring that the rates for these tiers will be reasonable. Further, the price for the regulated tiers from which services are migrated will decrease to the extent channels are migrated from regulated tiers, thereby ensuring that subscribers will not pay more for fewer channels on the regulated tiers.

35. The creation of MPTs and NPTs is intended to expand the programming choices available for subscribers. Subscribers need only buy the BST in order to select service on the MPT, there is no requirement to purchase the CPST in order to obtain MPT service. Cox has an incentive to maintain the quality of the CPSTs, because if subscribers perceive a decrease in quality in the CPSTs they may discontinue CPST service, resulting in a loss of revenue to Cox. Subscribers will have the choice to continue or discontinue services on any tier (except the BST) without affecting receipt of any other tier of service. Thus, the Proposed Resolution does not have the effect of forcing the receipt of unwanted services. Indeed, the creation of the MPT has the potential for increasing subscriber choices -- the CPST will continue to be offered as well as an MPT and consumers can choose to take either or both. In addition, new channels may be added to both tiers. For these reasons, we believe that it is in the public interest for us to grant a waiver of the Commission's rules to permit the formation of the MPT in the overall context of the Proposed Resolution.

---

<sup>40</sup> See, e.g., the comments of the City of Chula Vista, page 2 and the comments of Philip Zachary Lesch, page 2.

<sup>41</sup> Rate Regulation, MM Docket Nos. 92-266, 93-215, Sixth Order on Reconsideration, 10 FCC Rcd 1226 (1994).

#### D. Exempting Communities From the Proposed Resolution

36. Some local franchising authorities have requested an exemption of their communities from the terms of the Proposed Resolution because BST or CPST rates already have been adopted in their jurisdictions and the findings are inconsistent with the terms of the Proposed Resolution.<sup>42</sup> We must deny the request of these local franchising authorities to be exempted from the Proposed Resolution.

37. The Proposed Resolution has been reached as a company-wide resolution of all rate complaints against Cox pending before the Commission from September 1, 1993 to June 30, 1995. It serves as a measure that will bring a final resolution of all pending CPST complaints against Cox and will improve the availability of customer programming choices for over one million of Cox's CPST subscribers. Allowing communities or individuals to opt out or be exempt from the agreement, would substantially undermine the very purpose of the Proposed Resolution -- to provide a final resolution of the rate complaints and rate stability.

38. Further, we do not believe the local franchising authorities have provided a basis for establishing their entitlement to be exempted from the Proposed Resolution. Moreover, in reaching company-wide resolutions of rate complaints in the past, we have only allowed local franchising authorities the ability to "opt out" of the agreement where terms of the agreement have included issues that, while beneficial to all of the company's subscribers, included matters that were properly within the jurisdiction of those local franchising authorities. For example, in the Social Contract with Continental Cablevision, Inc.,<sup>43</sup> affected local franchising authorities had the opportunity to opt out of the provisions of the Social Contract where the Commission determined rates and refund liability for BSTs. In contrast, the Proposed Resolution only addresses matters relating to CPSTs and MPTs, which are outside the jurisdiction of the local franchising authorities.

39. We find that resolution of the CPST complaints in the affected communities is in the public interest. Also, as discussed above, the refund amount and rates agreed to in the Proposed Resolution are not unreasonable. Thus, we do not believe subscribers are harmed in precluding local franchising authorities from opting out of the Proposed Resolution.

---

<sup>42</sup> Included in this group are the City of San Diego and the Cities. In addition, the City of Poway, California asks to be excluded from the group of cities in which Cox can provide a MPT unless the Proposed Resolution clarifies that the MPT would be revenue neutral for existing services. As explained above, the MPT is essentially revenue neutral for existing services.

<sup>43</sup> See *In re Social Contract for Continental Cablevision*, DA 95-2160, released August 3, 1995.

## E. Additional Concerns

40. The Office of the Mayor of National City, California and the Administrative Services Division of the City of Imperial Beach, California requested that their subscribers receive the same benefits of any reasonable rate reductions or refunds or other subscriber benefits as received by the City of Chula Vista, California. Cox's CPST rates in National City (CUID No. CA0419) and the City of Imperial Beach (CA 0421) were reviewed as part of the Proposed Resolution. Based upon that review it was determined that the rates for National City and the City of Imperial Beach did not exceed the maximum permitted CPST rate and that no refunds were due. No information was submitted that would warrant a different outcome.

41. One commenter<sup>44</sup> objected to the fact that the Proposed Resolution allows Cox to avoid admitting that it violated the Commission's rules. The very purpose of a resolution is to resolve the rate complaints, pay refunds to subscribers and set reasonable rates. The Proposed Resolution is an effort to reach a fair and equitable solution of all of the issues in a manner which is both reasonable and fair to all parties. This goal is achieved regardless of whether Cox admits wrongdoing.

42. Several commenters<sup>45</sup> expressed concern that Cox has no competition in the commenter's service areas. Even assuming the validity of this claim, we believe that the Proposed Resolution ensures that subscribers will not pay unreasonable rates for services because of the creation of price regulated MPTs and the limitations that have been placed upon the maximum permitted rates Cox may charge for all other regulated services. Thus, in the absence of effective competition we have acted as the statute requires to protect cable subscribers against unreasonable CPST rates.<sup>46</sup>

43. One commenter<sup>47</sup> stated that Cox should pay all the expenses of the investigation. This Commission is funded in part by taxpayer dollars and in part by regulatory fees paid by all cable operators. Our investigation of this matter is funded by our mix of funding sources. Our actions taken in resolving this matter, by providing for refunds, eliminating Cox's additional outlet charges and setting reasonable rates are intended to provide a benefit to the public by ensuring that rates for regulated CPST services are not unreasonable until such time that a competitive environment exists in which the marketplace can better influence the rates.

44. Two commenters have suggested that the Proposed Resolution does not

---

<sup>44</sup> See comments of Philip Thorneycroft at 2.

<sup>45</sup> See comments of Daniel Laviolette, Milton Lewis and Melvin Anthony.

<sup>46</sup> See 47 U.S.C. § 543(C)

<sup>47</sup> See comments of Daniel Laviolette.

appropriately address a contract that Cox allegedly had with them to provide Tier I and antenna service at a fixed cost with no additional channels or monthly charges.<sup>48</sup> Tier I and "antenna service" refer to BST services that are within the regulatory jurisdiction of the local franchising authorities and beyond the scope of this Proposed Resolution. The Proposed Resolution does not pass on BST services.

#### IV. CONCLUSION AND ORDERING CLAUSES

45. For the reasons discussed above, we conclude that it is in the public interest to adopt the Proposed Resolution with the modifications set forth in Paragraphs 20 and 27 above.

46. We further conclude that the maximum permitted rates as reflected by Cox's Form 1200 Series filings, as indicated for the CUIDs listed in Exhibits 2 and 3 to the Resolution, are justified and are therefore not unreasonable.

47. Accordingly, for the reasons set forth above, IT IS ORDERED that the Resolution attached to this Order as Attachment A, including the modifications noted in this Order, IS ADOPTED.

48. IT IS FURTHER ORDERED that all rate complaints under the jurisdiction of the Commission against Cox ARE GRANTED to the extent indicated herein, and DENIED in all other respects.

49. IT IS FURTHER ORDERED that all proceedings pending review before the Cable Services Bureau and the Commission with respect to rate complaints against the CPST rates of Cox which were filed between September 1993 through June 30, 1995 are resolved.

50. IT IS FURTHER ORDERED that all orders issued by the Cable Services Bureau and the Commission with respect to CPST rate complaints against Cox filed between September 1993 through the present are vacated and are superseded by this Resolution.

51. IT IS FURTHER ORDERED that any local franchising agreement or any state or local law or regulation that requires Cox to give more than 30 days notice of rates and service changes to subscribers for the period prior to January 1, 1996 is preempted.

52. IT IS FURTHER ORDERED that waivers of 47 C.F.R. §§ 76.309(c)(3)(i)(B) and 76.964 ARE GRANTED.

53. IT IS FURTHER ORDERED that a waiver of 47 C.F.R. § 1.46 IS GRANTED.

---

<sup>48</sup> See comments of Henry Dethlefs, III and Minnie Caniglia.

54. IT IS FURTHER ORDERED that the Cable Services Bureau is given delegated authority to oversee implementation of this Resolution Order.

55. IT IS FURTHER ORDERED that this Order is effective upon adoption.

FEDERAL COMMUNICATIONS COMMISSION

William F. Caton  
Secretary

**TERMS OF RESOLUTION****I. Introduction**

1. This Resolution finally resolves all cable programming service ("CPS") complaints pending against Cox Communications, Inc. and its subsidiaries, including those subsidiaries formerly owned by The Times Mirror Company (collectively, "Cox").

**II. Background**

2. Complaints have been filed with the Federal Communications Commission (the "Commission") pursuant to Section 76.950 of the Commission's regulations, 47 C.F.R. § 76.950, concerning the CPS rates charged by Cox in the CUIDs listed in Exhibits 2 and 3. Rate justifications were filed in response to such complaints.

3. The Commission's Cable Services Bureau (the "Bureau"), under delegated authority, has reviewed Cox's rate justifications pursuant to the Cable Television Consumer Protection and Competition Act of 1992, Pub. L. No. 102-385, 106 Stat. 1460 (1992) ("1992 Cable Act"), and the Commission's cable rate regulations. As a result of that review, the Bureau has determined that certain refunds are owed to subscribers.

4. Cox maintains that it has followed the letter and spirit of the Commission's cable rate regulations and the 1992 Cable Act in the rate justification filings, that its CPS rates do not exceed maximum permitted levels, and that no refunds are owed to subscribers.

5. Notwithstanding its position, Cox proposes to resolve all outstanding CPS complaints, under the terms set forth below.

**III. Definitions**

6. As used herein, the following definitions will apply:

- (a) "Consolidated System" means a cable system which is managed and operated by Cox as a unified system and which consists of one or more systems formerly owned by The Times Mirror Company and one or more systems owned by Cox (including any systems acquired by Cox after February 1, 1995 which are integrated into the unified system) in which the system or systems formerly owned by The Times Mirror Company provided a collective offering of *à la carte* channels that were created between April 1, 1993 and September 30, 1994, and which now are classified as NPTs.
- (b) "CPS" means cable programming service as defined in Section 76.901 of the Commission's rules, 47 C.F.R. § 76.901.
- (c) "CUID" means a geographic area served by Cox represented by the FCC

community unit identification number.

- (d) "Effective Date" means the date on which the Commission issues the Resolution Order approving this Resolution.
- (e) "Eligible Subscribers" means CPS subscribers of record to Cox's cable franchises listed in Exhibits 1 and 3 as of the date bills are issued reflecting Refunds.
- (f) "Form 1200 Series" filings means Forms 1200, 1210, and 1220 filed by Cox with the Commission through June 30, 1995 for the CUIDs listed on Exhibits 2 and 3.
- (g) "Form 393 Series" filing means Forms 393 filed by Cox with the Commission for the CUIDs listed on Exhibits 2 and 3.
- (h) "Going-Forward rules" means the Commission's rules adopted in the *Sixth Order on Reconsideration*, 10 FCC Rcd 1226 (1994), including all subsequent clarifications and amendments thereto.
- (i) "Interest" means the Internal Revenue Service rate of interest for tax overpayments.
- (j) "Migrated Product Tier" or "MPT" means a tier consisting of up to four (4) services moved from existing regulated tiers and to which other services may be added, as described below in paragraph 12.
- (k) "Refunds" means credits on subscriber bills.
- (l) "Resolution Order" means a final order issued by the Commission regarding the terms of the Proposed Resolution.

#### IV. Terms

7. Cox accepts the jurisdiction of the Commission over it and the subject matter of these rate resolutions for purposes of the Resolution Order approving these terms.

8. All Cox Form 393 Series and Form 1200 Series CPS rate cases in the CUIDs listed in Exhibits 2 and 3 for the period from the initial date of regulation through June 30, 1995 are finally resolved under the terms provided herein.

9. Cox agrees that these terms shall be incorporated by reference in the Resolution Order formally adopting these terms. Upon adoption of the Resolution Order, Cox and the Commission will each actively defend the Resolution Order adopting these terms against any appeal of, or other legal challenge to, the Resolution Order by any third party. Cox and the

Commission will reasonably cooperate in any such defense of these terms.

10. Cox agrees that any violation of the Resolution Order approving these terms shall constitute a violation of a Commission order, entitling the Commission to exercise any rights and remedies attendant to the enforcement of a Commission order.

11. These terms are for purposes of settlement only, and do not constitute an admission by Cox of any violation of, or failure to conform to, the 1992 Cable Act, the Commission's rules, or any other applicable law, rule, or policy.

12. In consideration for the resolution of Cox's Form 393 Series and Form 1200 Series CPS cases for the period from the initial dates of regulation through June 30, 1995, Cox hereby agrees to the following terms, conditions and procedures which will facilitate a fair and expeditious resolution of those matters in a manner that serves the public interest:

- (a) Cox will issue Refunds to the Eligible Subscribers in the amounts listed in Exhibits 1 and 3. Refunds will be reflected as a one-time credit on subscriber bills. The total Refund over all CUIDs, as specified in Exhibits 1 and 3, shall include applicable Interest. Cox has been fully compensated for services provided on or before June 30, 1995, and shall not seek additional compensation for services which were provided during that period. Notwithstanding the foregoing, Cox retains the right to recover costs for services rendered after June 30, 1995. Furthermore, the Commission will not assert in any proceeding that Cox's compliance with the terms of this Resolution violates any Commission rule or order, and, in any proceeding before the Commission brought by a third party, a showing by Cox that it has complied with these terms shall constitute a defense to any claim that Cox's actions in meeting the terms constitute a violation of any applicable Commission rule or order.
- (b) Cox will provide Refunds to Eligible Subscribers during the January 1996 billing cycle or the first monthly billing cycle beginning 60 days after the Effective Date, whichever is later.
- (c) The Resolution Order issued by the Commission will find that the maximum permitted rates as reflected by Cox's Form 1200 Series filings, as indicated for the CUIDs listed in Exhibits 2 and 3, are justified and therefore not unreasonable.
- (d) Cox, at any time at its discretion, may move a maximum of any four (4) regulated services to a single "Migrated Product Tier" in each of the CUIDs identified in Exhibit 4. Cox may not require the subscription to any other tier, other than the basic service tier, as a condition to subscribing to the MPT and may not require subscription to the MPT as a condition for subscription to any

other tier. The Commission acknowledges that the retiering of these services is permitted under Section 76.981(b) of the Commission's rules, 47 C.F.R. § 76.981(b); does not constitute a negative option under the 1992 Cable Act; and, when the MPT is offered, Cox will not be required to re-market that MPT to existing subscribers who previously received the services which were migrated. The Commission further acknowledges that these actions can be taken without regard to any state or local law which may be inconsistent with the terms of this subparagraph.

- (e) Cox will set the initial rate for an MPT at the same level, on a per channel basis, as is set for the applicable CUID's regulated tiers under subparagraph (c) above. Cox may add any number of new services to its MPT and may increase the price for the MPT up to \$0.20 plus the amount of the program license fee for each new service added. Cox may increase the price of an MPT for inflation and external costs and new services consistent with the Commission's rate regulations governing CPS tiers, and these new services shall not be considered new services added for purposes of the limit on service additions and rate increases pursuant to the Going-Forward rules.
- (f) On or after March 1, 1997, Cox may reclassify each MPT as a New Product Tier ("NPT"), as defined in Section 76.987 of the Commission's rules, 47 C.F.R. § 76.987, including subsequent clarifications or amendments thereto. These NPT's will be treated as all other NPTs under the Commission's rules. The Commission acknowledges that this reclassification is permitted under Section 76.981(b) of the Commission's rules, 47 C.F.R. § 76.981(b); does not constitute a negative option under the 1992 Cable Act; and does not require Cox to re-market the reclassified NPT to existing subscribers of the MPT. Nothing in this Resolution shall be construed to prevent Cox from creating other NPTs and/or offering *à la carte* channels pursuant to the Commission's rules. The Commission further acknowledges that these actions can be taken without regard to any state or local law which may be inconsistent with the terms of this subparagraph.
- (g) In any Consolidated System in which Cox elects to offer an MPT pursuant to subparagraph (d) and an NPT is then offered in part of such system, and if the MPT and NPT would be priced differently under the Commission's regulations and this Resolution, then Cox may adjust the MPT and NPT rates on a revenue neutral basis such that a uniform rate for the MPT and NPT may be established on the basis of the NPT rate in effect on August 1, 1995 (subject to adjustments that could have been taken on the NPT if it had been an MPT) and the MPT permitted rate. All such uniformly priced MPTs/NPTs shall otherwise be subject to the conditions of subparagraphs (e) and (f).

- (h) Cox shall eliminate the current charges for regulated additional outlets and will also eliminate the same charges for additional outlets in unregulated areas as of the later of the January, 1996 billing cycle or the first monthly billing cycle beginning 60 days after the Effective Date. If additional outlet charges are not removed until after the January, 1996 billing cycle, any amounts charged for additional outlets after that billing cycle shall be refunded to subscribers residing in the CUIDs listed in Exhibit 5.
- (i) Cox may, at its discretion, adjust the CPS rates in the CUIDs listed in Exhibit 3 for any programming costs which have been incurred and which currently are reflected in the additional outlet charges that will be eliminated pursuant to subparagraph (h) above, simultaneously with, or subsequent to, the elimination of the additional outlet charges.
- (j) As of the Effective Date, any Bureau orders which concern CPS rates charged in the CUIDs listed in Exhibits 2 and 3 are vacated. This Resolution supersedes any such Bureau orders.
- (k) As of the Effective Date, Cox will withdraw the Applications for Review and the Petitions for Stay of any Bureau orders filed with the Commission for the CUIDs listed in Exhibits 2 and 3.
- (l) A copy of the Proposed Resolution shall be provided to each complainant and local franchising authority ("LFA") in the CUIDs listed in Exhibits 1 and 3 that filed a valid complaint on FCC Form 329 pursuant to Section 76.950 of the Commission's rules, 47 C.F.R. § 76.950, for comment. Further, Cox shall provide 30 days notice to all LFAs in CUIDs where subscribers were charged additional outlet fees that such fees will be removed in accordance with subparagraph (h).
- (m) Except as provided in paragraph (n) hereof, these terms may not be terminated or modified without the mutual written agreement of Cox and the Commission. The Commission's consent to any such modification shall be demonstrated by an order issued by the Bureau or, at the Commission's option, by the Commission itself.
- (n) Notwithstanding the terms hereof, Cox may avail itself of any applicable modifications of any law or regulation governing the CPS rates charged in any CUID listed in Exhibits 2 and 3, including the adoption by the Commission of any regulation governing rates as applied to the cable industry generally. These terms shall be superseded upon the effective date of such law or regulation, except that Cox, in any event, shall provide Refunds to Eligible Subscribers pursuant to these terms.

13. The Resolution Order shall affirmatively state that any and all waivers of the Commission's rules, and any modifications to Commission forms, necessary to effectuate these terms are deemed to be granted. The Commission will not assert in any proceeding that Cox's compliance with the terms of this Resolution violates any Commission rule or order, and, in any proceeding before the Commission brought by a third party, a showing by Cox that it has complied with these terms shall constitute a defense to any claim that Cox's actions in meeting the terms constitute a violation of any applicable Commission rule or order. Notwithstanding the foregoing, nothing in this Resolution should be construed to preempt the authority of a local franchising authority to regulate the basic service tier and related equipment rates, consistent with the Commission's regulations and orders.

14. These terms shall become effective when the Commission issues the Resolution Order approving these terms.

15. If any provision, clause, or part of this Resolution is invalidated, the remainder of this Resolution shall not be affected thereby and shall remain in effect; provided, however, that if such invalidation is material to this Resolution Cox and the Commission shall attempt in good faith to reconstitute the Resolution in a form that is, to the maximum extent possible, consistent with the original intent of the Resolution.

**"OLD COX" SYSTEMS - SUBJECT TO REFUND**

SYSTEM	FRANCHISE	GUID #	Date of Regulation	Refund*		6/30/95 CPS Subs	Refund* Per Sub
				No Interest	With Interest		
Gainesville/Ocala	Alachua County	FL0340	28-Feb-94	\$25,804	\$28,308	21,430	\$1.32
Gainesville/Ocala	Ocala, City of	FL0161	29-Nov-93	\$18,446	\$20,392	15,319	\$1.33
Hartford	Rocky Hill	CT0034	03-Sep-93	\$7,147	\$7,956	5,935	\$1.34
Hartford	Wethersfield	CT0035	03-Sep-93	\$10,929	\$12,167	9,076	\$1.34
Humboldt	Eureka, City of	CA0587	03-Jan-94	\$9,385	\$10,346	7,794	\$1.33
Pensacola/Ft. Walton	Pensacola, City of	FL0002	28-Sep-93	\$23,626	\$26,249	19,621	\$1.34
Roanoke	Roanoke County	VA0151	24-Sep-93	\$22,059	\$24,516	18,319	\$1.34
Santa Barbara	City of Carpinteria	CA0017	21-Sep-93	\$5,564	\$6,186	4,621	\$1.34
				\$122,980	\$136,120	102,115	\$1.33

\* The absolute amount of the Refund is fixed. Distribution of this amount will be on a per subscriber basis for those subscribers as of one or two months prior to the refund date. The 6/30/95 subscriber data and the refund per subscriber is for illustrative purposes only. However, the refund per subscriber before interest will be no less than \$1.10.

**"OLD COX" SYSTEMS - REGULATED SYSTEMS**

SYSTEM	FRANCHISE	CUID #	Maximum Permitted CPST Rate
Cleveland	Fairview Park. City of	OH0744	\$14.65
Cleveland	Lakewood. City of	OH0247	\$14.65
Cleveland	Olmsted Township	OH0920	\$14.65
Cleveland	Parma	OH0271	\$14.65
Cleveland	Parma Hts. City of	OH0306	\$14.65
Cleveland	Rocky River. City of	OH0305	\$14.65
Cleveland	Seven Hills. City of	OH0330	\$14.65
Gainesville/Ocala	Alachua County	FL0340	\$16.38
Gainesville/Ocala	City of Gainesville	FL0150	\$16.55
Gainesville/Ocala	City of Ocala	FL0161	\$13.02
Hampton Roads	Virginia Beach	VA0166	\$15.22
Hartford	Glastonbury	CT0032	\$14.91
Hartford	Manchester	CT0031	\$14.91
Hartford	Newington	CT0033	\$14.91
Hartford	Rocky Hill	CT0034	\$14.91
Hartford	South Windsor	CT0128	\$14.91
Hartford	Wethersfield	CT0035	\$14.91
Humboldt	Eureka	CA0587	\$15.58
Humboldt	Fortuna	CA0391	\$15.45
Humboldt	Humboldt County	CA0673	\$15.60
Middle Georgia	Bibb County	GA0131	\$16.36
Middle Georgia	Macon. City of	GA0033	\$16.43
Middle Georgia	Warner Robbins	GA0041	\$16.45
Myrtle Beach	Conway	SC0023	\$15.26
Myrtle Beach	Myrtle Beach	SC0025	\$15.31
Myrtle Beach	North Myrtle Beach	SC0037	\$14.68
New Orleans	Jefferson Parish	LA0098	\$13.39
New Orleans	Kenner	LA0076	\$13.45
New Orleans	New Orleans	LA0286	\$13.45
Oklahoma City	Oklahoma. City of-Old sys/Rebuil	OK0187	\$14.52/17.53
Omaha	Carter Lake. City of	IA0214	\$11.29
Omaha	Omaha. City of	NE0111	\$11.29
Pensacola/Ft. Walton	Escambia County	FL0001	\$12.80
Pensacola/Ft. Walton	Okaloosa County	FL0143	\$12.79
Pensacola/Ft. Walton	Pensacola. City of	FL0002	\$12.82
Quad Cities	Bettendorf	IA0031	\$13.03
Quad Cities	Davenport	IA0030	\$13.03
Quad Cities	East Moline	IL0106	\$14.47
Quad Cities	Eldridge	IA0158	\$13.03
Quad Cities	Moline	IL0105	\$14.47
Quad Cities	Rock Island County	IL1570	\$14.47
Quad Cities	Silvis	IL0107	\$14.47

"OLD COX" SYSTEMS - REGULATED SYSTEMS

SYSTEM	FRANCHISE	CUID #	Maximum Permitted CPST Rate
Rhode Island	Cranston	RI0013	\$13.97
Rhode Island	Johnston	RI0014	\$13.97
Rhode Island	Scituate	RI0032	\$13.97
Roanoke	Roanoke County	VA0151	\$14.66
Roanoke	Roanoke. City of	VA0150	\$14.31
Saginaw	Buena Vista Charter Township	MI0229	\$12.09
Saginaw	Charter Township of Bridgeport	MI1166	\$12.20
Saginaw	Saginaw Charter Township	MI0146	\$11.89
Saginaw	Saginaw. City of	MI0145	\$11.76
Saginaw	Township of Carrollton	MI0148	\$11.66
Saginaw	Township of Spaulding	MI0230	\$12.09
San Diego	Chula Vista	CA0329	\$15.41
San Diego	El Cajon	CA0330	\$18.57
San Diego	Imperial Beach	CA0421	\$15.41
San Diego	LaMesa	CA0332	\$18.57
San Diego	Lemon Grove	CA0878	\$18.57
San Diego	National City	CA0419	\$15.41
San Diego	Poway. City of	CA0334	\$18.57
San Diego	San Diego County-Old syst/Rebui	CA0420	\$9.79/18.57
San Diego	San Diego. City of-Old syst/Rebui	CA0335	\$9.79/18.57
San Diego	Santee	CA0337	\$15.41
Santa Barbara	City of Carpintena	CA0017	\$9.61
Santa Barbara	City of Santa Barbara	CA0023	\$9.63
Santa Barbara	County of Santa Barbara	CA1279	\$9.77
Spokane	Spokane County	WA0162	\$18.39
Spokane	Spokane. City of	WA0231	\$18.39

## FORMER TIMES MIRROR SYSTEMS - SUBJECT TO REFUND

SYSTEM	FRANCHISE	CUID #	Maximum Permitted Rate	Date of Regulation	Refund*		6/30/95 CPS Subs	Refund* Per Sub
					No Interest	With Interest		
Amherst/Palmer	Hardwick, Town of	MA0085	\$10.30	02-Feb-94	\$4,244	\$4,667	523	\$8.92
Amherst/Palmer	Monson, Town of	MA0022	\$9.86	02-Feb-94	\$16,619	\$18,275	2,048	\$8.92
Amherst/Palmer	Palmer, Town of	MA0024	\$9.63	02-Feb-94	\$35,380	\$38,906	4,360	\$8.92
Amherst/Palmer	Warren, Town of	MA0026	\$10.31	02-Feb-94	\$10,168	\$11,181	1,253	\$8.92
Chillicothe	Chillicothe, City of	OH0025	\$9.48	28-Feb-94	\$57,712	\$63,312	7,112	\$8.90
Community Cable C	Irvine, City of	CA0059	\$16.82	22-Aug-94	\$201,165	\$217,224	24,790	\$8.76
Greenfield, MA	Gill, Town of	MA0134	\$9.26	02-Feb-94	\$3,368	\$3,703	415	\$8.92
Greenfield, MA	Greenfield, Town of	MA0021	\$9.22	22-Nov-93	\$55,505	\$61,397	6,840	\$8.98
Ironton	Ironton, City of	OH0122	\$9.21	25-Feb-94	\$41,117	\$45,120	5,067	\$8.90
Lafayette	Lafayette, City of	IN0022	\$10.90	29-Nov-93	\$134,827	\$149,050	16,615	\$8.97
Lafayette	Shadeland	IN0994	\$10.84	02-Mar-94	\$2,727	\$2,991	336	\$8.90
Meriden	Cheshire, Town of	CT0006	\$9.46	03-Sep-93	\$63,100	\$70,247	7,776	\$9.03
Meriden	Meriden, Town of	CT0004	\$9.46	03-Sep-93	\$154,213	\$171,680	19,004	\$9.03
Meriden	Southington, Town of	CT0008	\$9.46	03-Sep-93	\$101,832	\$113,366	12,549	\$9.03
Norseman	Ada, City of	OH0085	\$8.61	04-Jan-94	\$9,235	\$10,179	1,138	\$8.94
Orange County	County of Orange	CA (See Note)**	\$8.88	22-Feb-94	\$236,058	\$259,113	29,090	\$8.91
Orange County	Dana Point, City of	CA0549**	\$9.08	08-Oct-93	\$103,171	\$114,536	12,714	\$9.01
Orange County	Laguna Beach, City of	CA0311**	\$8.85	26-Aug-94	\$90,942	\$98,162	11,207	\$8.76
Orange County	Laguna Hills, City of	CA1085**	\$9.04	08-Nov-93	\$55,959	\$61,971	6,896	\$8.99
Orange County	Laguna Niguel, City of	CA0316**	\$9.05	15-Nov-93	\$150,699	\$166,793	18,571	\$8.98
Orange County	Lake Forest, City of	CA1070**	\$9.05	26-Oct-93	\$109,257	\$121,120	13,464	\$9.00
Orange County	Mission Viejo, City of	CA0192/1345**	\$9.07	14-Oct-93	\$182,192	\$202,169	22,452	\$9.00
Orange County	San Clemente, City of	CA0193**	\$9.08	24-Sep-93	\$128,814	\$143,162	15,874	\$9.02
Orange County	San Juan Capistrano, City	CA0367**	\$9.01	25-Oct-93	\$68,910	\$76,399	8,492	\$9.00
Palos Verdes	Los Angeles, City of	CA0203	\$8.52	25-Feb-94	\$68,318	\$74,969	8,419	\$8.90
Palos Verdes	Rancho Palos Verdes, City	CA0200	\$8.87	15-Oct-93	\$98,107	\$108,856	12,090	\$9.00
Phoenix	Chandler, City of	AZ0105	\$12.66	22-Nov-93	\$198,138	\$219,170	24,417	\$8.98
Phoenix	Fountain Hills, City of	AZ0177	\$16.80	24-Mar-94	\$41,621	\$45,568	5,129	\$8.88
Phoenix	Marcopa County-Sun City	AZ0171	\$10.94	07-Sep-93	\$162,433	\$180,775	20,017	\$9.03
Phoenix	Mesa, City of	AZ0087	\$19.59	07-Dec-93	\$460,666	\$508,943	56,769	\$8.97
Phoenix	Peoria, City of	AZ0110	\$10.70	07-Dec-93	\$140,896	\$155,662	17,363	\$8.97
Phoenix	Phoenix, City of	AZ0053	\$13.74	26-Oct-93	\$1,519,171	\$1,684,123	187,211	\$9.00
Rhode Island	Rhode Island	RI0003/4/6/7/8/9	\$12.06	20-Oct-93	\$765,586	\$849,125	94,345	\$9.00
San Diego-Vista	Encinitas, City of	CA1341	\$11.49	01-Nov-93	\$76,766	\$85,059	9,460	\$8.99
San Diego-Vista	Escondido, City of	CA0085	\$11.64	16-Nov-93	\$250,300	\$277,007	30,845	\$8.98
San Diego-Vista	Oceanside, City of	CA0776	\$11.97	03-Sep-93	\$338,393	\$376,721	41,701	\$9.03
San Diego-Vista	San Diego County	CA0469	\$11.56	01-Nov-93	\$28,264	\$31,317	3,483	\$8.99
San Diego-Vista	San Marcos, City of	CA0600	\$11.62	09-Dec-93	\$80,028	\$88,401	9,862	\$8.96
San Diego-Vista	Vista, City of	CA0601	\$11.69	15-Oct-93	\$134,145	\$148,841	16,531	\$9.00
Springfield	Springfield, City of	IL0487	\$11.36	22-Feb-94	\$331,893	\$364,308	40,900	\$8.91
Sun City	Riverside County	CA0109	\$8.42	09-Oct-93	\$78,445	\$87,080	9,667	\$9.01
Weymouth	Weymouth, City of	MA0129	\$10.26	02-Feb-94	\$139,614	\$153,529	17,205	\$8.92
					\$6,930,000	\$7,664,178	854,000	\$8.97

NOTE: County of Orange CUIDs: CA0194; CA0675; CA0719; CA0723; CA0765; CA1084; CA1205; CA1243; CA1310

\* The absolute amount of the Refund is fixed. Distribution of this amount will be on a per subscriber basis for those subscribers as of one or two months prior to the refund date. The 6/30/95 subscriber data and Refund per subscriber is for illustrative purposes only.

\*\* CA agrees that it will not increase the rate for basic tier service in this CUID such that the combined rates for the basic service tier and the CPS tier do not exceed the combined maximum permitted level for both tiers as computed under the Commission's benchmark rules.

**COX COMMUNICATIONS, INC.  
ELIGIBLE FOR MIGRATED PRODUCT TIER**

<b>SYSTEM</b>	<b>COMMUNITY</b>	<b>FCC COMMUNITY UNIT ID #</b>
Bakersfield	Bakersfield	CA0327
Bakersfield	Kern County	CA-000
Cedar Rapids	Cedar Rapids	IA0079
Cedar Rapids	Hiawatha	IA0128
Cedar Rapids	Linn County-NO F.A.	IA0522
Cedar Rapids	Marion	IA0127
Chillicothe	Chillicothe, City of	OH0025
Cleveland	Broadview Heights	OH0863
Cleveland	Brooklyn Heights	OH0864
Cleveland	Fairview Park	OH0744
Cleveland	Lakewood	OH0247
Cleveland	Olmsted Falls	OH0745
Cleveland	Olmsted Township	OH0920
Cleveland	Parma	OH0271
Cleveland	Parma Heights	OH0306
Cleveland	Rocky River	OH0305
Cleveland	Seven Hills	OH0330
Gainesville/Ocala	Alachua County	FL0340
Gainesville/Ocala	Gainesville	FL0150
Gainesville/Ocala	Marion County	FL0160
Gainesville/Ocala	Ocala	FL0161
Hampton Roads	Chesapeake	VA0430
Hampton Roads	Currituck County	NC0787
Hampton Roads	Fort Story/US Army	VA0281
Hampton Roads	Naval Bases	VA0291
Hampton Roads	Norfolk	VA0139
Hampton Roads	Portsmouth	VA0140
Hampton Roads	US Coast Guard-Ports	VA-000
Hampton Roads	Virginia Beach	VA0166
Hartford	Glastonbury	CT0032
Hartford	Manchester	CT0031
Hartford	Newington	CT0033
Hartford	Rocky Hill	CT0034
Hartford	South Windsor	CT0128
Hartford	Wethersfield	CT0035
Humbolt	Arcata	CA0119
Humbolt	Blue Lake	CA0671
Humbolt	Eureka	CA0587
Humbolt	Ferndale	CA0633

**COX COMMUNICATIONS, INC.  
ELIGIBLE FOR MIGRATED PRODUCT TIER**

SYSTEM	COMMUNITY	FCC COMMUNITY UNIT ID #
Humbolt	Fortuna	CA0391
Humbolt	Humboldt County(1/2)	CA0673
Humbolt	Humboldt County(2/2)	CA0432
Humbolt	Rio Dell	CA0390
Humbolt	Trinidad	CA1286
Lubbock	Lubbock	TX0004
Middle Georgia	Bibb County (1/2)	GA0131
Middle Georgia	Bibb County (2/2)	GA0217
Middle Georgia	Centerville	GA0682
Middle Georgia	City of Byron	GA0180
Middle Georgia	Houston County	GA0132
Middle Georgia	Jones County	GA0194
Middle Georgia	Lake Wildwood	GA0191
Middle Georgia	Macon	GA0033
Middle Georgia	Monroe County	GA0684
Middle Georgia	Payne City	GA0154
Middle Georgia	Peach County	GA0683
Middle Georgia	Robins AFB	GA0133
Middle Georgia	Warner Robins	GA0041
Myrtle Beach	Atlantic Beach	SC0096
Myrtle Beach	Briarcliffe Acres	SC0235
Myrtle Beach	Conway	SC0023
Myrtle Beach	Horry County	SC0076
Myrtle Beach	Myrtle Beach	SC0025
Myrtle Beach	N. Myrtle Beach	SC0037
New Orleans	Gretna	LA0133
New Orleans	Harahan	LA0079
New Orleans	Jean Lafitte	LA0448
New Orleans	Jefferson Parish	LA0098
New Orleans	Kenner	LA0076
New Orleans	Lafourche Parish	LA0438
New Orleans	Orleans Parish	LA0286
New Orleans	Plaquemines Parish	LA0449
New Orleans	St. Charles Par/EAST	LA0191
New Orleans	Westwego	LA0171
Oklahoma City	Forest Park	OK0236
Oklahoma City	Oklahoma City	OK0187
Omaha	Carter Lake	IA0214
Omaha	Douglas County	NE0112

**COX COMMUNICATIONS, INC.  
ELIGIBLE FOR MIGRATED PRODUCT TIER**

SYSTEM	COMMUNITY	FCC COMMUNITY UNIT ID #
Omaha	Omaha	NE0111
Omaha	Sarpy County	NE0493
Pensacola/Ft. Walton	Cinco Bayou	FL0139
Pensacola/Ft. Walton	Crestview	FL0186
Pensacola/Ft. Walton	Destin	FL0313
Pensacola/Ft. Walton	Eglin AFB	FL0932
Pensacola/Ft. Walton	Escambia County	FL0001
Pensacola/Ft. Walton	Fort Walton Beach	FL0141
Pensacola/Ft. Walton	Freeport	FL0751
Pensacola/Ft. Walton	Hurlburt Field	FL0396
Pensacola/Ft. Walton	Mary Esther	FL0142
Pensacola/Ft. Walton	Niceville	FL0236
Pensacola/Ft. Walton	Okaloosa County	FL0143
Pensacola/Ft. Walton	Pensacola	FL0002
Pensacola/Ft. Walton	Shalimar	FL0145
Pensacola/Ft. Walton	Walton County/Tops <sup>1</sup>	FL0288
Quad Cities	Bettendorf	IA0031
Quad Cities	Davenport	IA0030
Quad Cities	East Moline	IL0106
Quad Cities	Eldridge	IA0158
Quad Cities	Hampton	IL0453
Quad Cities	Long Grove	IA0241
Quad Cities	Moline	IL0105
Quad Cities	Mount Joy	IA-none
Quad Cities	Panorama Park	IA0142
Quad Cities	Park View/Homeowners	IA0243
Quad Cities	Pleasant Valley	IA-none
Quad Cities	Riverdale	IA0141
Quad Cities	Rock Island Arsenal	IL0832
Quad Cities	Rock Island County	IL1570
Quad Cities	Scott County	IA0242
Quad Cities	Silvis	IL0107
Rhode Island	Burrillville	RI0038
Rhode Island	Cranston	RI0013
Rhode Island	Glocester	RI0037
Rhode Island	Johnston	RI0014
Rhode Island	Scituate	RI0032
Roanoke	Roanoke	VA0150
Roanoke	Roanoke County	VA0151
Roanoke	Vinton	VA0152

**COX COMMUNICATIONS, INC.  
ELIGIBLE FOR MIGRATED PRODUCT TIER**

<b>SYSTEM</b>	<b>COMMUNITY</b>	<b>FCC COMMUNITY UNIT ID #</b>
Saginaw	Bridgeport Township	MI1166
Saginaw-	Buena Vista Township	MI0229
Saginaw	Carrollton Township	MI0148
Saginaw	Kochville Township	MI1165
Saginaw	Saginaw	MI0145
Saginaw	Saginaw Township	MI0146
Saginaw	Spalding Township	MI0230
Saginaw	Zilwaukee	MI0147
San Diego	Chula Vista	CA0329
San Diego	El Cajon	CA0330
San Diego	Imperial Beach	CA0421
San Diego	La Mesa	CA0332
San Diego	Lemon Grove	CA0878
San Diego	National City	CA0419
San Diego	Poway	CA0334
San Diego	San Diego County	CA0420
San Diego	San Diego, City of	CA0335
San Diego	Santee	CA0337
Santa Barbara	Carpenteria	CA0017
Santa Barbara	Santa Barbara	CA0023
Santa Barbara	Santa Barbara County	CA1279
Santa Barbara	Ventura County	CA-001
Spokane	Millwood	WA0296
Spokane	Spokane	WA0231
Spokane	Spokane County	WA0162
Washington Courthouse	Washington Courthouse, City of	OH0045

**ALL FORMER TIMES MIRROR SYSTEMS  
(Sorted by System, then Community)**

<b>Commun. ID No.</b>	<b>SYSTEM</b>	<b>COMMUNITY</b>	<b>ST</b>	<b>COUNTY</b>
	<b>Amherst/Palmer</b>			
MA0019	Amherst/Palmer	Amherst, Town of	MA	Hampshire
MA0085	Amherst/Palmer	Hardwick, Town of	MA	Wooster
MA0022	Amherst/Palmer	Monson, Town of	MA	Hampton
MA0024	Amherst/Palmer	Palmer, Town of	MA	Hampton
MA0084	Amherst/Palmer	Pelham, Town of	MA	Hampshire
MA0025	Amherst/Palmer	Ware, Town of	MA	Hampton
MA0028	Amherst/Palmer	Warren, Town of	MA	Wooster
	<b>Ashland</b>			
KY0106	Ashland	Ashland, City of	KY	Boyd
KY0100	Ashland	Bellefonte (Fort Campbell)	KY	Boyd
KY0175	Ashland	Boyd County & Westwood	KY	Boyd
KY0101	Ashland	Flatwoods, City of	KY	Greenup
KY0702	Ashland	Greenup County	KY	Greenup
KY0102	Ashland	Raceland, City of	KY	Greenup
KY0099	Ashland	Russell, City of	KY	Greenup
KY0104	Ashland	Worthington, City of	KY	Greenup
	<b>Beaver Falls</b>			
PA0035	Beaver Falls	Beaver Falls, City of	PA	Beaver
PA2025	Beaver Falls	Chippewa Township	PA	Beaver
PA1347	Beaver Falls	Daugherty Township	PA	Beaver
PA0995	Beaver Falls	Eastvale Borough	PA	Beaver
PA2397	Beaver Falls	Fallston Borough	PA	Beaver
PA0996	Beaver Falls	New Brighton Borough	PA	Beaver
PA1876	Beaver Falls	Patterson Heights Borough	PA	Beaver
PA1346	Beaver Falls	Patterson Township	PA	Beaver
PA1085	Beaver Falls	Pulaski Township	PA	Beaver
PA1877	Beaver Falls	West Mayfield Borough	PA	Beaver
PA0810	Beaver Falls	White Township	PA	Beaver
	<b>Cambridge</b>			
OH0689	Cambridge	Adams & Cambridge Twps	OH	Guernsey
OH0114	Cambridge	Belle Valley, Village of	OH	Guernsey
OH0115	Cambridge	Caldwell (Outside)	OH	Guernsey
	Cambridge	Caldwell, City of	OH	Guernsey
OH0129	Cambridge	Cambridge, City of	OH	Guernsey

## EXHIBIT 5

**ALL FORMER TIMES MIRROR SYSTEMS  
(Sorted by System, then Community)**

<b>Commun. ID No.</b>	<b>SYSTEM</b>	<b>COMMUNITY</b>	<b>ST</b>	<b>COUNTY</b>
	<b>Casa Grande</b>			
AZ0047	Casa Grande	Casa Grande, City of	AZ	Pinal
	Casa Grande	Pinal County	AZ	Pinal
	<b>Chillicothe</b>			
OH1676	Chillicothe	Amanda, Village of	OH	Fairfield
OH1217	Chillicothe	Beaver Extensions	OH	Pike
OH1725	Chillicothe	Beaver Village	OH	Pike
OH0025	Chillicothe	Chillicothe, City of	OH	Ross
OH1678	Chillicothe	Clear Creek, Township of	OH	Fairfield
OH2053	Chillicothe	Fairfield/Pickaway County	OH	Pickaway
OH1728	Chillicothe	Jasper - Other	OH	Pike
OH1726	Chillicothe	Liberty Township (Londonderry)	OH	Ross
	Chillicothe	Oakland	OH	Fairfield
OH0455	Chillicothe	Ross County	OH	Ross
OH1681	Chillicothe	Tariton, Village of	OH	Pickaway
OH1685	Chillicothe	Washington Township	OH	Pickaway
	<b>Community Cable</b>			
	Community C. Co.	Anaheim, City of (Dev. Agmt.)	CA	Orange
CA0059	Community C. Co.	Irvine, City of	CA	Orange
CA0059	Community C. Co.	Irvine, City of (Rebuild area)	CA	Orange
CA1495/6	Community C. Co.	Marine Corps (El Toro/Tustin)	CA	Orange
CA0060	Community C. Co.	Newport Beach, City of	CA	Orange
CA1306	Community C. Co.	Orange County-Newport Coast	CA	Orange
CA1306	Community C. Co.	Orange, City of	CA	Orange
CA0681	Community C. Co.	Tustin	CA	Orange
CA0059	Community C. Co.	UCI Agreement	CA	Orange
	<b>Coshocton</b>			
OH1849	Coshocton	Conesville, Village of	OH	Coshocton
OH0116	Coshocton	Coshocton, City of	OH	Coshocton
OH1317	Coshocton	County Areas	OH	Tuscarwas
OH1316	Coshocton	Fresno	OH	Coshocton
OH0124	Coshocton	Newcomerstown	OH	Tuscarwas
	Coshocton	Port Washington	OH	Tuscarwas
OH0127	Coshocton	Warsaw, Village of	OH	Coshocton

**ALL FORMER TIMES MIRROR SYSTEMS  
(Sorted by System, then Community)**

<b>Commun. ID No.</b>	<b>SYSTEM</b>	<b>COMMUNITY</b>	<b>ST</b>	<b>COUNTY</b>
	<b>Defiance</b>			
OH1254	Defiance	Brunersburg (Noble Twp)	OH	Defiance
OH1759	Defiance	Defiance & Highland Twps	OH	Defiance
OH0055	Defiance	Defiance, City of	OH	Defiance
	Defiance	Dover Twp	OH	Fulton
	Defiance	Junction (Auglaize)	OH	Paulding
OH2090	Defiance	Ney, Village of	OH	Defiance
OH1352	Defiance	Pettisville(Clinton/German Twps)	OH	Fulton
OH1759	Defiance	Various Townships	OH	Fulton
OH0057	Defiance	Wauseon	OH	Fulton
	<b>Greenfield, MA</b>			
MA0070	Greenfield, MA	Buckland, Town of	MA	Franklin
MA0069	Greenfield, MA	Erving, Town of	MA	Franklin
MA0134	Greenfield, MA	Gill, Town of	MA	Franklin
MA0021	Greenfield, MA	Greenfield, Town of	MA	Franklin
MA0023	Greenfield, MA	Montague, Town of(Turners Falls)	MA	Franklin
MA0030	Greenfield, MA	Shelburne Falls, Town of	MA	Franklin
	<b>Greenfield, OH</b>			
	Greenfield, OH	Greenfield - Other	OH	Highland
OH0121	Greenfield, OH	Greenfield, City of	OH	Highland
	<b>Ironton</b>			
OH0230	Ironton	Coal Grove, City of	OH	Lawrence
	Ironton	Ironton-Other Twps	OH	Lawrence
OH0122	Ironton	Ironton, City of	OH	Lawrence
	<b>Lafayette</b>			
IN0449	Lafayette	Battleground, City of	IN	Tippecanoe
IN0451	Lafayette	Clinton County	IN	Clinton
IN0450	Lafayette	Dayton, Town of	IN	Tippecanoe
IN0022	Lafayette	Lafayette, City of	IN	Tippecanoe
IN0451	Lafayette	Mulberry, City of	IN	Clinton
IN0994	Lafayette	Shadeland, City of	IN	Tippecanoe
IN0452	Lafayette	Tippecanoe County	IN	Tippecanoe
IN0023	Lafayette	West Lafayette	IN	Tippecanoe
	<b>Logan</b>			
OH0900	Logan	Logan - Other	OH	Hocking
OH0027	Logan	Logan, City of	OH	Hocking

## EXHIBIT 5

**ALL FORMER TIMES MIRROR SYSTEMS  
(Sorted by System, then Community)**

Commun. ID No.	SYSTEM	COMMUNITY	ST	COUNTY
	<b>Marion</b>			
OH0590	Marion	Grand Prairie Township	OH	Marion
	Marion	Marion Township	OH	Marion
OH0074	Marion	Marion, City of	OH	Marion
	Marion	Pleasant Township	OH	Marion
	Marion	Prospect Township	OH	Marion
	<b>Meriden</b>			
CT0006	Meriden	Cheshire, Town of	CT	New Haven
CT0004	Meriden	Meriden, Town of	CT	New Haven
CT0004	Meriden	Meriden, Town of (Rebuild)	CT	New Haven
CT0008	Meriden	Southington, Town of	CT	Hartford
	<b>Midland</b>			
TX0526	Midland	Midland County	TX	Midland
TX0137	Midland	Midland, City of	TX	Midland
	<b>Napoleon</b>			
	Napoleon	Florida	OH	Henry
OH1353	Napoleon	Liberty Center, City of	OH	Henry
	Napoleon	Malinta	OH	Henry
OH0077	Napoleon	Napoleon, City of	OH	Henry
	<b>New Philadelphia</b>			
OH0196	New Philadelphia	Baltic	OH	Tuscarwas
OH0196	New Philadelphia	Barnhill, Village of	OH	Tuscarwas
	New Philadelphia	County & Wainwright	OH	Tuscarwas
OH0117	New Philadelphia	Dennison, City of	OH	Tuscarwas
OH0118	New Philadelphia	Dover, City of	OH	Tuscarwas
OH0126	New Philadelphia	Gnadenhutten, Village of	OH	Tuscarwas
OH0299	New Philadelphia	Midvale, City of	OH	Tuscarwas
OH0123	New Philadelphia	New Philadelphia, City of	OH	Tuscarwas
OH0195	New Philadelphia	Parrall, City of	OH	Tuscarwas
	New Philadelphia	Roswell	OH	Tuscarwas
OH0137	New Philadelphia	Strasburg, City of	OH	Tuscarwas
OH0125	New Philadelphia	Sugarcreek, Village of	OH	Tuscarwas
OH0541	New Philadelphia	Tuscarawas, City of	OH	Tuscarwas
OH0126	New Philadelphia	Uhrichsville, City of	OH	Tuscarwas

**ALL FORMER TIMES MIRROR SYSTEMS  
(Sorted by System, then Community)**

Commun. ID No.	SYSTEM	COMMUNITY	ST	COUNTY
	<b>Newark</b>			
OH1012	Newark	Buckeye Lake, Village of	OH	Licking
OH0655	Newark	Granville Twp	OH	Licking
OH0702	Newark	Granville, Village of	OH	Licking
OH0600	Newark	Hanover, Village of	OH	Licking
OH0586	Newark	Heath, City of	OH	Licking
OH0890	Newark	Hebron, Village of	OH	Licking
	Newark	Muskingum Township	OH	Muskingum
OH0224	Newark	Newark, City of	OH	Licking
	Newark	Newark, Township of	OH	Licking
OH1178	Newark	St. Louisville, Village of	OH	Licking
OH0654	Newark	Various Twps	OH	Licking
	<b>Norseman</b>			
OH1723	Norseman	Ada Rural	OH	Hardin
OH0085	Norseman	Ada, Village of	OH	Hardin
OH0086	Norseman	Alger, Village of	OH	Hardin
OH1723	Norseman	Alvada(Big Springs Twp)	OH	Hardin
OH0087	Norseman	Bluffton, Village of	OH	Allen
OH0511	Norseman	Carey, Village of	OH	Wyandot
OH1729	Norseman	Chickasaw Twp/Maria Stein	OH	Mercer
OH0356	Norseman	Fort Loramie	OH	Shelby
OH1724	Norseman	Jenera, Village of	OH	Hancock
OH1730	Norseman	Kettlersville	OH	Shelby
OH1722	Norseman	McGuffey, Village of	OH	Hardin
OH0357	Norseman	Minster, Village of	OH	Auglaize
OH0358	Norseman	New Bremen, Village of	OH	Auglaize
OH1739	Norseman	North Star Township	OH	Darke
OH1761	Norseman	Orange Twp, Bluffton rural	OH	Hancock
OH1736	Norseman	Osgood	OH	Darke
OH1737	Norseman	Russia	OH	Shelby
OH0392	Norseman	Versailles	OH	Darke
OH0357	Norseman	Versailles Rural	OH	Darke
OH1738	Norseman	Yorkshire Township	OH	Darke

**ALL FORMER TIMES MIRROR SYSTEMS  
(Sorted by System, then Community)**

Commun. ID No.	SYSTEM	COMMUNITY	ST	COUNTY
	<b>Orange County</b>			
CA0656	Orange County	Camp Pendleton(Also in SD)	CA	San Diego
CA0549	Orange County	Dana Point, City of	CA	Orange
CA0311	Orange County	Laguna Beach, City of	CA	Orange
CA1085	Orange County	Laguna Hills, City of	CA	Orange
CA0316	Orange County	Laguna Niguel, City of	CA	Orange
CA1070	Orange County	Lake Forest, City of	CA	Orange
CA1345	Orange County	Mission Viejo, City of	CA	Orange
	Orange County	Orange County-Aegean Hills	CA	Orange
	Orange County	Orange County-Aliso Viejo	CA	Orange
	Orange County	Orange County-Cota De Caza	CA	Orange
	Orange County	Orange County-Dove Canyon	CA	Orange
	Orange County	Orange County-El Moro Beach	CA	Orange
CA1310	Orange County	Orange County-Foothill Ranch	CA	Orange
	Orange County	Orange County-Rancho Cielo	CA	Orange
CA1205	Orange County	Orange County-Rancho SM	CA	Orange
	Orange County	Orange County-Trabuco/Silverado	CA	Orange
Several	Orange County	Orange County-Tustin Heights	CA	Orange
CA0193	Orange County	San Clemente, City of	CA	Orange
CA0367	Orange County	San Juan Capistrano, City of	CA	Orange
	<b>Palos Verdes</b>			
	Palos Verdes Pen.	Fort MacArthur AFB	CA	Los Angeles
CA1448	Palos Verdes Pen.	Los Angeles County	CA	Los Angeles
CA0203	Palos Verdes Pen.	Los Angeles, City of (San Pedro)	CA	Los Angeles
CA1027	Palos Verdes Pen.	Naval Housing	CA	Los Angeles
CA0201	Palos Verdes Pen.	Palos Verdes Estates	CA	Los Angeles
CA0201	Palos Verdes Pen.	Palos Verdes Estates(New Area)	CA	Los Angeles
CA0200	Palos Verdes Pen.	Rancho Palos Verdes	CA	Los Angeles
CA0202	Palos Verdes Pen.	Rolling Hills	CA	Los Angeles
CA0905	Palos Verdes Pen.	Rolling Hills Estates	CA	Los Angeles

**ALL FORMER TIMES MIRROR SYSTEMS  
(Sorted by System, then Community)**

<b>Commun. ID No.</b>	<b>SYSTEM</b>	<b>COMMUNITY</b>	<b>ST</b>	<b>COUNTY</b>
	<b>Phoenix</b>			
AZ0128	Phoenix	Buckeye, Town of	AZ	Maricopa
AZ0105	Phoenix	Chandler, City of	AZ	Maricopa
AZ0177	Phoenix	Fountain Hills, Town of	AZ	Maricopa
AZ0147	Phoenix	Glendale, City of	AZ	Maricopa
AZ0176	Phoenix	Goodyear, Town of	AZ	Maricopa
AZ0321	Phoenix	Guadalupe, Town of	AZ	Maricopa
AZ0129	Phoenix	Litchfield Park, City of	AZ	Maricopa
AZ0147	Phoenix	Maricopa County-Glendale area	AZ	Maricopa
AZ0148	Phoenix	Maricopa County-Mesa area	AZ	Maricopa
AZ0246	Phoenix	Maricopa County-Phoenix area	AZ	Maricopa
AZ0112/171	Phoenix	Maricopa County-Sun City/SC West	AZ	Maricopa
AZ0131	Phoenix	Maricopa County-Sun Lakes	AZ	Maricopa
	Phoenix	MDS	AZ	Maricopa
AZ0087	Phoenix	Mesa, City of	AZ	Maricopa
AZ0087	Phoenix	Mesa, City of (Rebuild area)	AZ	Maricopa
AZ0001	Phoenix	Paradise Valley, Town of	AZ	Maricopa
AZ0110	Phoenix	Peoria, City of	AZ	Maricopa
AZ0053	Phoenix	Phoenix, City of	AZ	Maricopa
AZ0053	Phoenix	Phoenix, City of (Ahwatukee)	AZ	Maricopa
	Phoenix	SMATV-Glendale	AZ	Maricopa
	Phoenix	SMATV-Other	AZ	Maricopa
AZ0170	Phoenix	Surprise, Town of	AZ	Maricopa
AZ0036	Phoenix	Tempe, City of	AZ	Maricopa
AZ0111	Phoenix	Youngtown, Town of	AZ	Maricopa
	<b>Rhode Island</b>			
RI0006	Rhode Island	State of RI-Coventry, Town of	RI	Kent
RI0007	Rhode Island	State of RI-E. Greenwich	RI	Kent
RI0004	Rhode Island	State of RI-N. Providence, Town of	RI	Providence
RI0003	Rhode Island	State of RI-Providence, City of	RI	Providence
RI0008	Rhode Island	State of RI-Warwick, City of	RI	Kent
RI0009	Rhode Island	State of RI-W. Warwick, Town of	RI	Kent

**ALL FORMER TIMES MIRROR SYSTEMS  
(Sorted by System, then Community)**

<b>Commun. ID No.</b>	<b>SYSTEM</b>	<b>COMMUNITY</b>	<b>ST</b>	<b>COUNTY</b>
	<b>San Diego</b>			
CA0704	San Diego	Camp Pendleton	CA	San Diego
CA1341	San Diego	Encinitas, City of	CA	San Diego
CA0085	San Diego	Escondido, City of	CA	San Diego
CA0085	San Diego	Leisure Village/Oceanside Srs	CA	San Diego
CA0776	San Diego	Oceanside, City of	CA	San Diego
CA0469	San Diego	San Diego County-Escondido area	CA	San Diego
CA0640	San Diego	San Diego County-Ramona	CA	San Diego
CA0469	San Diego	San Diego County-Rancho Santa Fe	CA	San Diego
CA0469	San Diego	San Diego County-San Marcos	CA	San Diego
CA0469	San Diego	San Diego County-Vista	CA	San Diego
CA0600	San Diego	San Marcos, City of	CA	San Diego
CA1342	San Diego	Solana Beach, City of	CA	San Diego
CA0601	San Diego	Vista, City of	CA	San Diego
	<b>Springfield</b>			
IL0465/6	Springfield	Ball, Curan, Gardner, Bissell Twps (Beck)	IL	Sangamon
IL0114	Springfield	Grandview, Village of	IL	Sangamon
IL0113	Springfield	Jerome, Village of	IL	Sangamon
IL0111	Springfield	Leland Grove, City of	IL	Sangamon
IL0386	Springfield	Rochester, Village of	IL	Sangamon
IL0112	Springfield	Southern View, Village of	IL	Sangamon
IL1109	Springfield	Spaulding, Village of (Beck)	IL	Sangamon
IL0487	Springfield	Springfield, City of	IL	Sangamon
IL0091	Springfield	Woodside, Springfield Twps	IL	Sangamon
	<b>Sun City</b>			
	Sun City	Beaumont, City of	CA	Riverside
CA0109	Sun City	Riverside County	CA	Riverside
	<b>Texarkana</b>			
TX0612	Texarkana	Bowie County	TX	Bowie
TX0611	Texarkana	Nash, City of	TX	Bowie
AR0072	Texarkana	Texarkana, City of	AR	Miller
TX0227	Texarkana	Texarkana, City of	TX	Bowie
TX0228	Texarkana	Wake Village, City of	TX	Bowie

**ALL FORMER TIMES MIRROR SYSTEMS  
(Sorted by System, then Community)**

<b>Commun. ID No.</b>	<b>SYSTEM</b>	<b>COMMUNITY</b>	<b>ST</b>	<b>COUNTY</b>
	<b>Washington</b>			
PA1230	Washington	Amwell Township	PA	Washington
PA2776	Washington	Buffalo Township	PA	Washington
PA0606	Washington	Canton Township	PA	Washington
PA3004	Washington	Chartiers Township	PA	Washington
PA0607	Washington	East Washington Borough	PA	Washington
PA0608	Washington	North Franklin Township	PA	Washington
PA2647	Washington	South Franklin Township	PA	Washington
PA0609	Washington	South Strabane Township	PA	Washington
PA0610	Washington	Washington, City of	PA	Washington
	<b>Washington Courthouse</b>			
OH1741	Washington C.H.	Bloomingsburg, Village of	OH	Fayette
	Washington C.H.	County Areas	OH	Fayette
OH0990	Washington C.H.	Jeffersonville, Village of	OH	Fayette
OH1742	Washington C.H.	Milledgeville, Village of	OH	Fayette
OH1743	Washington C.H.	Octa, Village of	OH	Fayette
	Washington C.H.	Richland, Township of	OH	Fayette
OH0591	Washington C.H.	Sabina, Village of	OH	Clinton
OH0390	Washington C.H.	Union Township	OH	Fayette
OH0045	Washington C.H.	Washington C.H., City of	OH	Fayette
	<b>Waverly</b>			
OH0525	Waverly	Waverly - Other	OH	Pike
OH0128	Waverly	Waverly, City of	OH	Pike
	<b>Weirton</b>			
WV0992	Weirton	Brooke County	WV	Brooke
WV0991	Weirton	Hancock County	WV	Hancock
WV0020	Weirton	Weirton, City of	WV	Brooke
	<b>Weymouth</b>			
MA0129	Weymouth	Weymouth, Township of	MA	Norfolk

**EXHIBIT 5**

**ALL FORMER TIMES MIRROR SYSTEMS  
(Sorted by System, then Community)**

<b>Commun. ID No.</b>	<b>SYSTEM</b>	<b>COMMUNITY</b>	<b>ST</b>	<b>COUNTY</b>
	<b>Williamsport</b>			
PA0183	Williamsport	Armstrong, Township of	PA	Lycoming
PA0184	Williamsport	Duboisstown, Borough of	PA	Lycoming
PA0185	Williamsport	Fairfield, Township of	PA	Lycoming
PA0773	Williamsport	Hepburn Township of	PA	Lycoming
PA0186	Williamsport	Loyalsock, Township of	PA	Lycoming
PA0776	Williamsport	Lycoming, Township of	PA	Lycoming
PA0187	Williamsport	Montoursville, Borough of	PA	Lycoming
PA0189	Williamsport	Old Lycoming, Township of	PA	Lycoming
	Williamsport	Piatt Township	PA	Lycoming
PA0190	Williamsport	So. Williamsport, Borough of	PA	Lycoming
PA0191	Williamsport	Susquehanna, Township of	PA	Lycoming
PA0192	Williamsport	Williamsport, City of	PA	Lycoming
PA0193	Williamsport	Woodward, Township of	PA	Lycoming