BEFORE THE
PUBLIC SERVICE COMMISSION
OF SOUTH CAROLINA

Docket No. 2008-326-C

In Re: Application of Time Warner Cable Information Services (South Carolina) LLC, d/b/a Time Warner Cable to Amend its Certificate of Public Convenience and Necessity to Provide Telephone Services in the Service Area of Fort Mill Telephone Co. and for Alternative Regulation	)

TESTIMONY OF
CHARLENE KEYS

ON BEHALF OF

TIME WARNER CABLE INFORMATION SERVICES (SOUTH CAROLINA), LLC

PUBLIC VERSION

Q. PLEASE STATE YOUR NAME, TITLE, AND BUSINESS ADDRESS FOR THE RECORD.

A. My name is Charlene Keys and I am Vice President and General Manager of Time Warner Cable's Columbia and Hilton Head Markets. My business address is 3347 Platt Springs Road, West Columbia, South Carolina 29170. My telephone number is (803) 744-5497 and my email address is Charlene.Keys@TWCable.com .

Q. WHAT ARE YOUR JOB RESPONSIBILITIES?

A. I oversee business operations, construction, technical operations, quality assurance and service delivery for Time Warner Cable's Voice, Video and Data lines of business.

Q. PLEASE GIVE A BRIEF DESCRIPTION OF YOUR BACKGROUND AND EXPERIENCE.

A. I joined Time Warner Cable in 2004 as Vice President and General Manager of Voice. I was responsible for leading the launch and management of the South Carolina division's residential voice service. I have also held senior management positions at KMC Telecom; MCI WorldCom, Inc.; Sprint Corporation and Civature Consulting. While serving as General Manager, Network Operations at Ameritech Corporation in Chicago, I was selected and successfully completed an executive exchange program with Deutche Telecom in Bonn and Berlin, Germany. I recently graduated from the Betsy Magness Leadership Institute, Women in Cable Telecommunications' flagship executive development program. I am an Executive Board member of Midlands Technical College Foundation Board, and the Columbia Chamber of Commerce. I am a Board Member of the Columbia Urban League and the Carolinas Chapter of Women in Cable Telecommunications. I recently received the Lincoln C. Jenkins, Jr. Award which recognized me as a trailblazer in promoting equal

opportunity and social justice during the Columbia Urban League's 41st Annual Equal Opportunity Day Dinner. I have a Master's Degree in Business Administration from Mercer University in Atlanta and a Bachelor's Degree in Business from the University of the State of New York.

Q. ARE YOU FAMILIAR WITH THE APPLICATION TIME WARNER CABLE INFORMATION SERVICES (SOUTH CAROLINA), LLC SUBMITTED TO THIS COMMISSION?

A. Yes.

Q. WHAT IS THE PURPOSE OF YOUR TESTIMONY?

A. The purpose of my testimony is to present evidence concerning our South Carolina operations and our proposal to expand services to include Fort Mill's service area.

Q. PLEASE DESCRIBE THE COMPANY'S SOUTH CAROLINA OPERATIONS.

A. We currently provide Digital Phone service in the service areas of Verizon, AT&T, Windstream, Hargray Telephone, Bluffton Telephone, and Horry Telephone Cooperative. We have approximately 1400 employees and 25 work locations in South Carolina.

Q. DESCRIBE THE FACILITIES USED TO PROVIDE VOICE SERVICES IN SOUTH CAROLINA.

A. Time Warner Cable owns and manages cable systems serving approximately 14.6 million customers in 33 states. We offer Digital Phone service over the same Time Warner Cable system facilities that are used to provide video and high-speed data services. We transmit signals using a laser-fed fiber optic cable from origination points known as "headends" and "hubs" to a group of distribution "nodes." Coaxial cable is used to deliver the signals from the individual nodes to the homes and businesses they serve. Our Digital Phone customers

use a voice enabled cable modem that connects to the cable in the customer's home or business. Our system allows the delivery of two-way video and broadband transmissions, which is essential to providing advanced video services, Road Runner high-speed data service and Digital Phone. Sprint Communications Corporation assists TWCIS in providing the Digital Phone service by routing voice traffic to and from destinations outside of our network using the public switched telephone network. Sprint also assists in delivering E911 service, porting telephone numbers, and delivering long distance traffic.

Q. DOES TWICS USE THE PUBLIC INTERNET TO TRANSPORT CALLS?

A. No. Unlike Internet phone providers such as Vonage, we do not use the public Internet to transport calls. "Internet protocol" describes the technology being used which digitizes information. The voice enabled cable modem converts the Digital Phone customer's voice from his telephone into Internet protocol packets that are sent onto the Time Warner Cable network. If the person being called is also a Time Warner Cable Digital Phone customer in South Carolina, then the call would be transported entirely in Internet protocol format, and the voice signals would be received by the receiving party's voice enabled modem. If the person being called is not a Time Warner Cable Digital Phone customer in South Carolina, then the Internet protocol voice packets would be routed to a media gateway device that \would convert the Internet protocol packets to traditional circuit switched voice signals and route the call to Sprint and, ultimately, to its final destination.

Q. PLEASE DISCUSS THE GROWTH OF THE DIGITAL PHONE MARKET.

A. As of September 30, 2008, we had 3.6 million Digital Phone customers nationwide. Our Digital Phone service is growing rapidly in South Carolina. ****BEGIN CONFIDENTIAL****

_____

_____ ****END CONFIDENTIAL****

Q. HOW DOES TWCIS MARKET ITS SERVICES?

A. TWCIS markets its Digital Phone services using direct mail and email campaigns to our current customers. We also advertise using local television commercials, newspaper advertising, and radio commercials.

Q. DOES TWCIS TARGET A PARTICULAR MARKET?

A. Time Warner Cable traditionally focused on residential customers so initially our focus was on residential Digital Phone customers. In 2007 we launched a commercial Digital Phone service known as Business Class Phone. Business Class Phone service is geared to small and medium-sized businesses. We have been offering video and high-speed data to businesses for over ten years so this commercial Digital Phone service allows us to offer a bundle of video, high-speed data, and voice services.

Q. TELL US WHY IT IS IMPORTANT TO BE ABLE TO BUNDLE SERVICES.

A. In addition to selling our services separately, we focus on marketing differentiated packages of multiple services and features, or "bundles" for a single price. Increasingly, our customers subscribe to two or three of our services. As of the end of 2007, 48% of Time Warner Cable's customers subscribed to two or more of our primary services. Those subscribing to a bundle receive a discount from the price of buying each service separately and have the convenience of a single monthly bill. The following table illustrates the growth in customers subscribing to bundled offerings over the last three years:

	December 31,		
	2007	2006	2005
		(in thousands)	
TWC customers with 2 primary services (video, HSD, voice)	4,703	4,647	3,099
TWC customers with 3 primary services (video, HSD, voice)	2,363	1,523	760

Q. WHAT OTHER BENEFITS DOES BUNDLING PROVIDE TO CUSTOMERS?

A. We are also developing features that operate across two or more of our services or cross-platform features. For example, we are beginning to offer Caller ID on TV feature that displays an incoming call on the customer's television set at no extra charge. We are now working on other cross-platform features such as "PhotoShowTV" which gives digital video subscribers who subscribe to our Road Runner service the ability to create and share their personal photo shows and videos with other Time Warner Cable video subscribers. We are also developing remote DVR management which would allow customers who subscribe to our DVR service to use the Internet to program their DVRs, and a residential phone web portal which allows subscribers to use the Internet to modify Digital Phone features, make payments and listen to voicemail.

Q. DESCRIBE TWCIS MARKETING STRATEGY.

A. Our marketing primarily focuses on bundles of video, high-speed data, and voice services offered in differentiated but easy to understand packages. It is essential in today's marketplace to be able to bundle service offerings to compete against bundled service offerings from our competitors.

Q. DOES FORT MILL TELEPHONE, DBA COMPORIUM, OFFER BUNDLED SERVICE OFFERINGS?

A. Yes, according to the Comporium website both Fort Mill Telephone and Rock Hill

Telephone currently offer bundles of local, long distance, wireless, cable television, high speed Internet and security services. It is my understanding that Fort Mill or a Comporium affiliate has been offering cable television service since the early 1970's.1 In addition to local franchises, one Comporium affiliate, Catawba Services, Inc. has a State-Issued Certificate of Franchise Authority to provide cable service in the City of Rock Hill. See Exhibit CK-1. According to the Comporium website they offer residential bundles of three to five of their products for savings of $10 to $25 per month. See Exhibit CK-2.

Q. DOES TWICS CURRENTLY OFFER CABLE SERVICES IN ANY OF THE FORT MILL SERVICE AREAS?

A. Yes. We are currently providing cable service to****BEGIN CONFIDENTIAL _____ **** END CONFIDENTIAL homes in the Fort Mill service territory. We are at a competitive disadvantage in those areas where we cannot offer to bundle voice services with our other service offerings.

Q. PLEASE TELL US ABOUT THE SERVICES TWCIS PROPOSES TO OFFER?

A. We would be offering the same facilities based Internet protocol based voice services and intrastate telecommunications services currently offered in the areas in which TWCIS is certificated in South Carolina. These services include Digital Phone interconnected VoIP services to retail residential customers, Business Class Phone interconnected VoIP services to retail business customers, and high capacity private line, point to point transmission/telecommunications services to wholesale and retail business customers. We would offer these services pursuant to the South Carolina Tariff No. 1 currently on file at the

1 In re Application of Fort Mill Telephone co. for certification of CATV Channel Facilities in and near Fort Mill; In Re Petition of Fort Mill Telephone Co. and Palmetto Cable TV, Inc. for Waiver, FCC file no. P-C-7389 & File No. W-602-13, 31 FCC2d 867.

Commission.

Q. DOES THIS CONCLUDE YOUR TESTIMONY?

A. Yes it does.

CERTIFIED TO BE A TRUE AND CORRECT COPY AS TAKEN FROM AND COMPARED WITH THE ORIGINAL ON FILE IN THIS OFFICE

NOV 2 0 2008

SECRETARY OF STATE OF SOUTH CAROLINA

STATE OF SOUTH CAROLINA
SECRETARY OF STATE

State-Issued Certificate of Franchise Authority

CATAWBA, INC.
(Provider)

SERVICE AREA SCHEDULE FOR:

CITY OF ROCKHILL
(Municipality/County)

Franchise fee rate:	5 %
Number of public, educational, and governmental (PEG) access channels to be provided upon request to municipality/ county	2

This Service Area Schedule is attached to, and included as part of the State-issued Certificate of Franchise Authority or Amended State-issued Certificate of Franchise Authority issued to the provider on MARCH 13, 2007. One schedule corresponds to one municipality or county.

Date: DECEMBER 15, 2008

Completed by: Wendy B. Holcombe
Office of the South Carolina Secretary of State

SERVICE AREA SCHEDULE

Form Revised by South Carolina Secretary of State May 2006

CERTIFIED TO BE A TRUE AND CORRECT COPY AS TAKEN FROM AND COMPARED WITH THE ORIGINAL ON FILE IN THIS OFFICE

NOV 20 2006

SECRETARY OF STATE OF SOUTH CAROLINA

STATE OF SOUTH CAROLINA
SECRETARY OF STATE

APPLICATION FOR A STATE-ISSUED CERTIFICATE OF FRANCHISE AUTHORITY

TYPE OR PRINT CLEARLY WITH BLACK INK

Pursuant to Section 58-12-310 of the 1976 South Carolina Code of Laws, as amended, the undersigned hereby applies for authorization to provide cable service over a cable system as a cable service provider in the State of South Carolina:

1. The name of the applicant is: Catawba Services, Inc. *

2. The street address of the applicant is: 330 E. Black Street (Street Address)

City	County	State	Zip Code
Rock Hill	York	SC	29730

The mailing address of the applicant is: P. O. Box 470, Rock Hill, SC 29731-6470

3. The municipalities and unincorporated areas of counties that are proposed to be served by the applicant are to be described in the accompanying Affidavit in Support of State-Issued Certificate of Franchise Authority. For each of the municipalities and unincorporated areas of counties so described, provide the name, address and telephone number for the person to whom to Notice of Application for a State-Issued Certificate of Franchise Authority should be provided.

Municipality/Area	Name & Title	Address	Telephone Number
City of Rock Hill	David B. Vehaun, Management Services Director,	P. O. Box 11706 (155 Johnston Street) Rock Hill, SC 29731	803-329-5557 803-329-8759 (fax)

Expiration Date of Current Franchise March 13 200

4. This application is accompanied by an affidavit signed by an officer or general partner of the applicant and fee as required by S.C. Code Section 58-12-310(B).

Date October 27, 2006

Signature

Bryant G. Barnes, President
Type or Print Name and Title

P. O. Box 470
Address
Rock Hill, SC 29731-6470

(803) 326-6009
Telephone Number

* The authorization sought is to commence March 13, 2007, the day following expiration of the applicant's current franchise issued by the City of Rock Hill, S. C.

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Set up your phones with the specific calling services you need. Choose one of our money-saving packages or custom design your own set of services using any or all of our different features.
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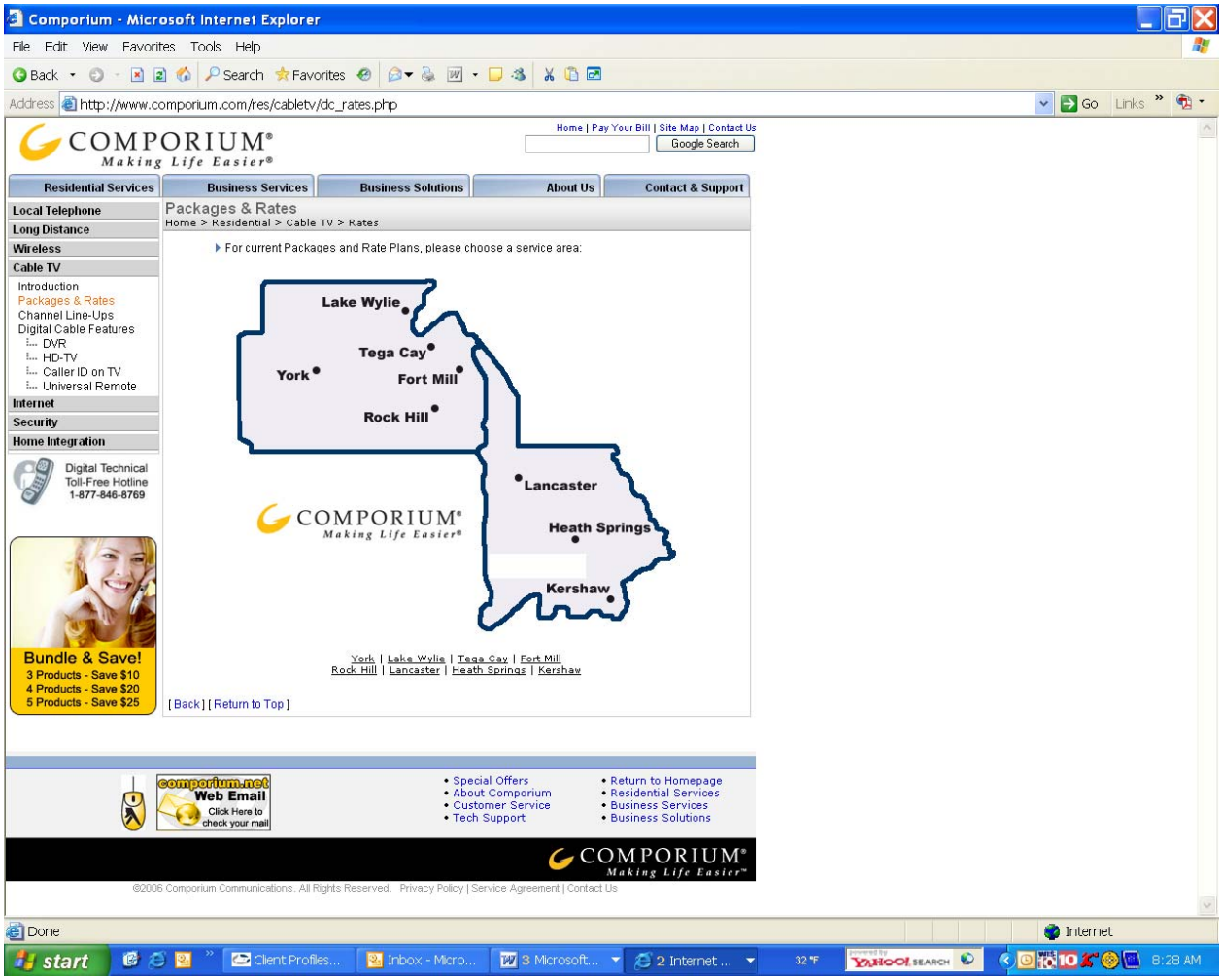
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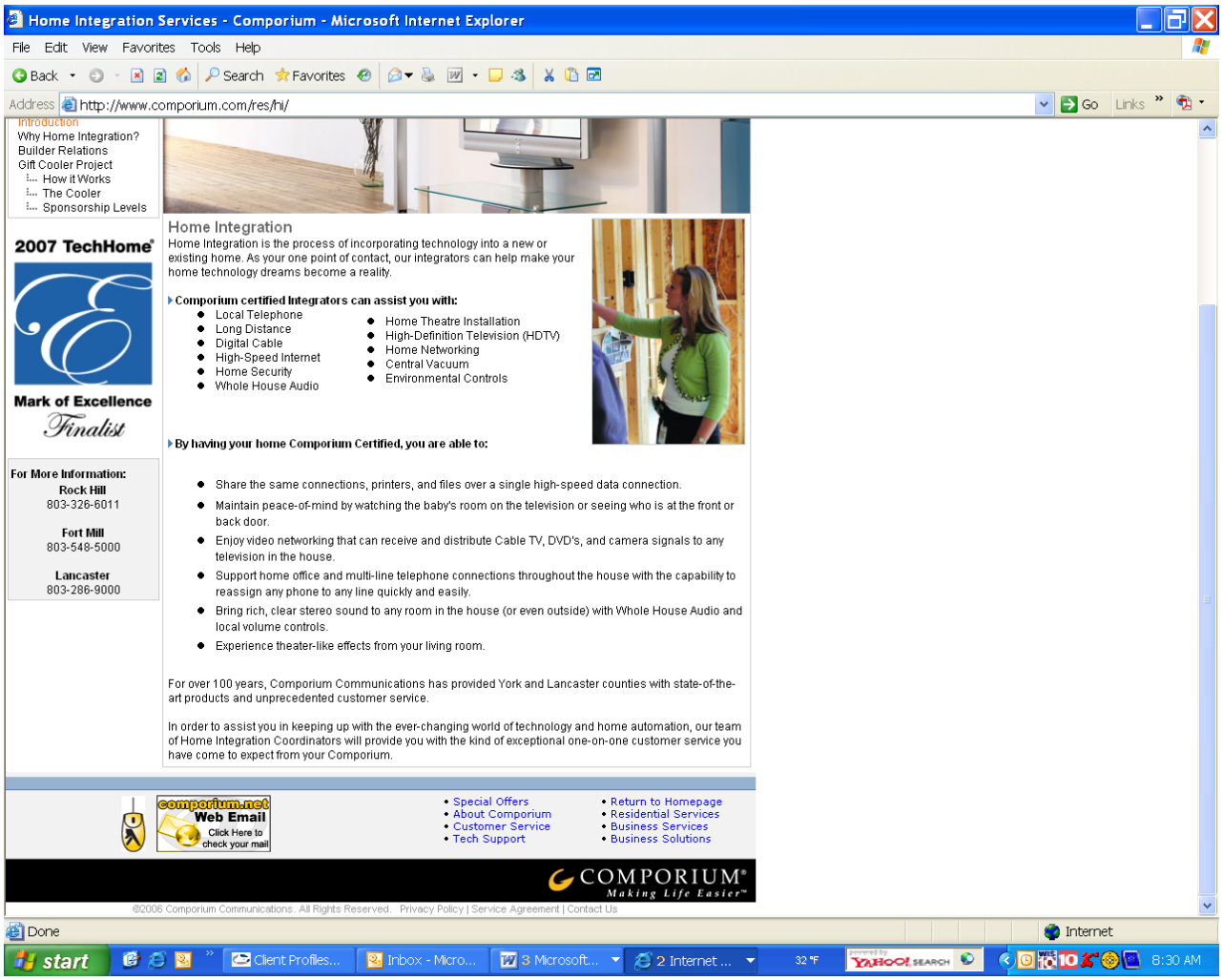
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Home Integration
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Comporium certified Integrators can assist you with:
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By having your home Comporium Certified, you are able to:
Share the same connections, printers, and files over a single high-speed data connection.
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For over 100 years, Comporium Communications has provided York and Lancaster counties with state-of-the-art products and unprecedented customer service.
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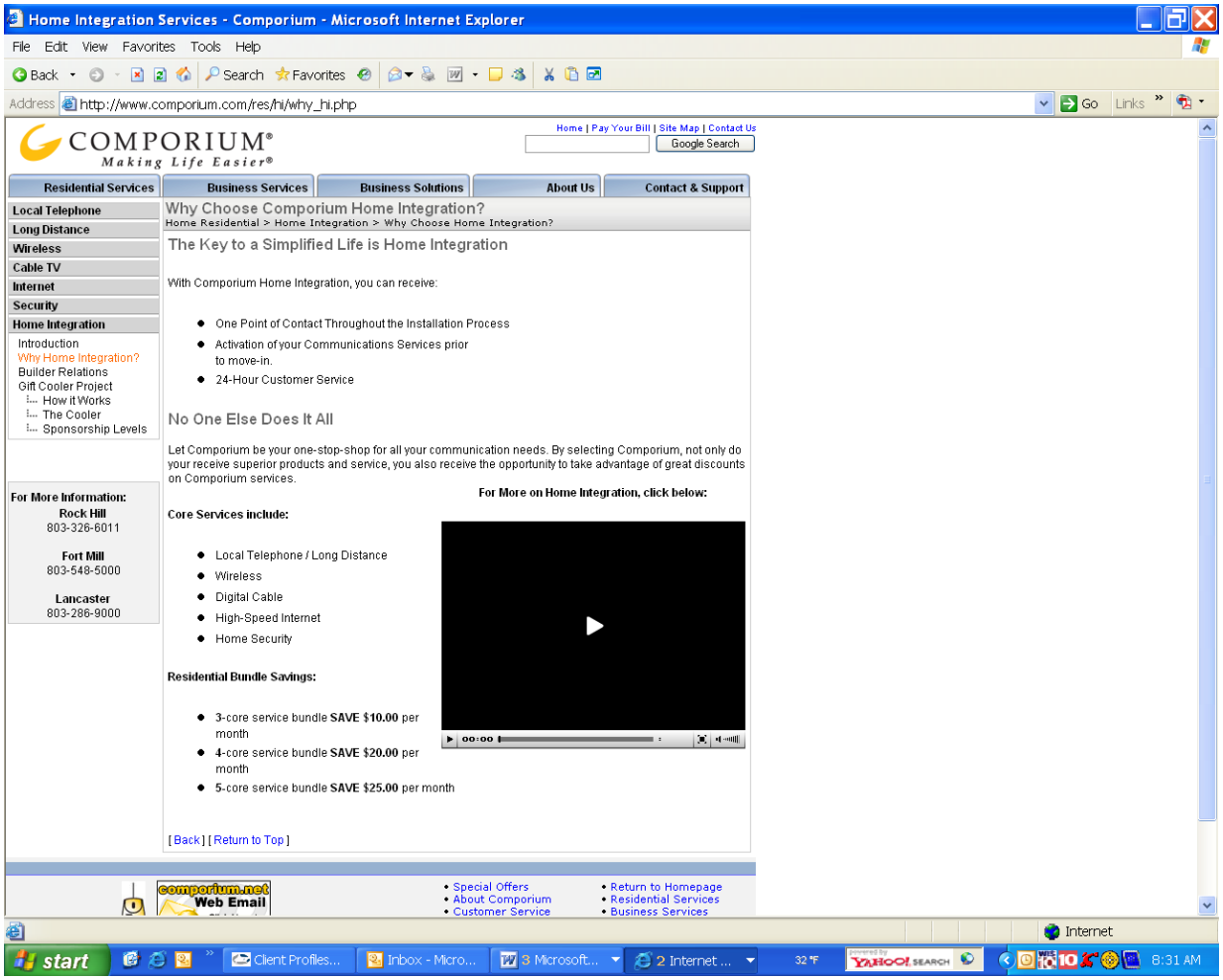
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Let Comporium be your one-stop-shop for all your communication needs. By selecting Comporium, not only do your receive superior products and service, you also receive the opportunity to take advantage of great discounts on Comporium services.
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