



Comcast Cable
2501 McGavock Pike
Suite 1200
Nashville, TN 37214

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February 17, 2009

VIA HAND DELIVERY

Honorable Eddie Roberson, Interim Chairman
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, TN 37238

*In Re: Docket No. 09-00024; Application of Comcast of Southern Tennessee,
LLC, For State-Issued Certificate of Franchise Authority*

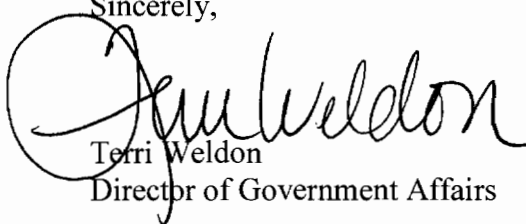
Dear Interim Chairman Roberson:

Enclosed please find an Amended Application of Comcast of Southern Tennessee, LLC for State-Issued Certificate of Franchise Authority being filed in connection with the above-referenced matter.

Should you have any questions, please do not hesitate to contact me at (615) 231-7704.

Thank you.

Sincerely,



Terri Weldon
Director of Government Affairs

Enclosures

BEFORE THE TENNESSEE REGULATORY AUTHORITY
Nashville, Tennessee

In Re: Amended Application of Comcast of Southern Tennessee, LLC, for a State-Issued Certificate of Franchise Authority.

Docket No. 09-00024

AFFIDAVIT OF JOHN H. RIDALL, JR.

STATE OF GEORGIA

COUNTY OF FULTON

I, John H. Ridall, Jr., in accordance with the requirements of the Competitive Cable and Video Services Act, Public Chapter 932 (the “Act”), state as follows:

I am an executive officer of Comcast of Southern Tennessee, LLC, where my title is President – Southern Division. As such, I am authorized to make this affidavit on behalf of Applicant Comcast of Southern Tennessee, LLC.

1. Name of Applicant:

Comcast of Southern Tennessee, LLC, (hereinafter referred to as “Applicant”).

2. Application Fee (Section 6(b)(1) of the Act):

An application fee, in the amount of five hundred dollars (\$500.00), is hereby submitted with this application. Such amount reflects the aggregate population of the service areas applied for in this application listed on Exhibit A in accordance with the most recent decennial census.

3. Compliance with Applicable Laws (Section 6(c)(1) of the Act):

Applicant agrees to comply with all applicable federal and state laws and regulations to the extent that such state laws and regulations are not in conflict with or superseded by the provisions of this part or other applicable law and will timely file with the FCC all forms required by the FCC in advance of offering cable services.

4. Description of Municipalities and/or Unincorporated Areas Within Counties to be Served in Whole or in Part (Section 6(c)(2) of the Act):

Applicant attaches as Exhibit A to this affidavit, and hereby incorporates by reference, its written description of the municipalities and unincorporated counties, if applicable, to be served, in whole or in part, by Applicant. Applicant is an “incumbent cable service provider,” as defined in Section 4(13) of the Act, in each of the respective service areas. In each case, unless otherwise noted, the geographical area within which Applicant will provide service, in whole or in part, is the entire municipality or unincorporated county identified on Exhibit A.

5. Provision of Cable Service to Service Areas (Section 6(c)(3) of the Act):

Applicant is currently providing cable service for purchase in each of the municipalities and unincorporated areas of counties identified in Exhibit A. Accordingly, Applicant currently satisfies the requirements of Section 6(c)(3) of the Act.

6. Indemnification (Section 6(c)(4) of the Act):

Applicant agrees to indemnify and hold harmless, in accordance with Section 19 of the Act, the state, municipality, county, and any employee or representative of the state, municipality or county, as well as any political subdivision of the state, individually and collectively, referred to in Section 19 of the Act as the “indemnitee.”

7. Applicant Contact Information (Section 6(c)(5) of the Act):

- a. Applicant's principal place of business is located at:

One Comcast Center
1701 JFK Blvd.
Philadelphia, Pennsylvania 19103

- b. Applicant's telephone number is:

215-665-1700

- c. The principal executive Officers of the Applicant are:

A list of Applicant's executive officers is attached as
Exhibit B.

- d. The following persons are authorized to represent the Applicant before the
Tennessee Regulatory Authority:

Jeff Jacobs	215-286-8989
Tim Gage	678-385-5156
Richard Wolf	678-385-5178
Christopher McDonald	678-385-5257
Curtis Person	901-435-9904
Douglas Wells	678-385-5173

**8. Managerial, Financial, and Technical Qualifications of Applicant to
Provide Cable Service (Sections 6(c)(6) and 6(d)(2) of the Act):**

Section 6(d)(3) of the Act provides that an incumbent cable service provider (as defined by Section 4(13) of the Act) is deemed by operation of law to have the managerial, financial, and technical qualifications to obtain a state-issued Certificate of Franchise Authority; provided that the incumbent is not seeking a new service area which would double its current size of operations and the incumbent does not have cable assets of at least ten million dollars (\$10,000,000) in the state.

Applicant is an incumbent cable service provider as defined in Section 4(13) in each of the areas listed on Exhibit A and therefore is deemed by the operation of law to have the managerial, financial, and technical qualifications to provide cable service and to obtain a state-issued Certificate of Franchise Authority. Applicant is not seeking any new service areas in this application and currently has assets in the aggregate that total more than ten million dollars (\$10,000,000) in the state. Accordingly, no review of Applicant's managerial, financial, and technical qualifications is required or permitted by the Act.

9. Customer Service Complaint Handling Process (Section 6(c)(7) of the Act):

Customers of Applicant who have questions or complaints regarding their billing or service may contact customer service by calling toll free 1-800-COMCAST or online at <http://www.comcast.com>. The customer service policy of Applicant is provided in more detail and is attached as Exhibit C.

To the extent that a customer complaint remains unresolved after following this process, the customer may direct the matter to the Tennessee Regulatory Authority.

10. Notice to Affected Local Governing Authority (Section 6(c)(8) of the Act):

Notice has been provided to the affected local governing authorities for the service areas listed in Exhibit A of their right to receive a franchise fee consistent with the Act. Copies of the notification letters are attached as Exhibit D. Notice will be provided to other entities with facilities in the rights-of-ways in the areas listed in Exhibit A to the extent required by applicable local ordinances or resolutions.

11. Non-Discrimination and Service Deployment Requirements (Section 6(c)(9) of the Act):

Applicant agrees to comply with the requirements set forth in the Act, expressly including the applicable non-discrimination and service deployment requirements of Section 12 of the Act. Applicant acknowledges the provisions of Section 13 of the Act relative to enforcement of non-discrimination and deployment requirements.

In accordance with Section 12(a)(2) of the Act, Applicant certifies that it is not seeking to provide cable service in any “new areas.” Applicant certifies that at least twenty five percent (25%) of the households with access to its cable service in the areas identified in Exhibit A are low-income households.

In accordance with Section 12(a)(3) of the Act, Applicant certifies that it is not seeking to provide cable service to any “new areas.” Pursuant to this section, no annual report is required to be filed for service areas that are, or have been subject to, the provisions of a local franchise agreement.

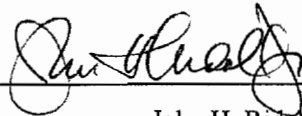
12. Notice to Affected Local Governing Entity Section 6(c)(10) of the Act):

Applicant is an incumbent cable service provider as defined in Section 4(13) of the Act and is currently providing cable service to the respective service areas listed in Exhibit A. Accordingly, each of the applicable local governing entities has received notice that the Applicant is providing cable service.

13. Minority Owned Business Participation Plan (Section 6(c)(11) of the Act):

Attached as Exhibit E is Applicant's Minority Owned Business Participation Plan and Applicant agrees to comply with the provisions of such plan in accordance with Section 14 of the Act.

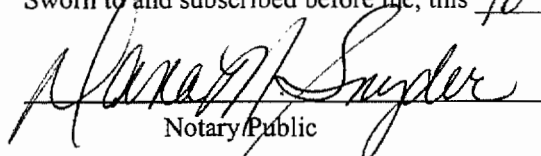
FURTHER AFFIANT SAYETH NOT.



John H. Ridall, Jr.

**STATE OF GEORGIA
COUNTY OF FULTON**

Sworn to and subscribed before me, this 10th day of February, 2009



Notary Public

My commission expires: March 24, 2012

EXHIBIT A

I. SERVICE AREAS AND CORRESPONDING LEGAL ENTITIES

Service Area - Cities

Allardt

Jamestown

Legal Entity

Comcast of Southern Tennessee, LLC

Comcast of Southern Tennessee, LLC

Service Area - Unincorporated

Fentress County

Comcast of Southern Tennessee, LLC

II. POPULATION (2000 decennial census)

Service Area - Cities

Allardt

Jamestown

Population

642

1,839

County

Fentress

Fentress

Service Area - Unincorporated

Fentress County

16,625

III. CONTACT INFORMATION

<u>Service Area - Cities</u> Allardt Jamestown	<u>Title</u> Mayor	<u>First Name</u> Philip Gwenith	<u>Last Name</u> Gernt Duncan	<u>Address 1</u> Town of Allardt City of Jamestown	<u>Address 2</u> P.O. Box 159 314 East Central Avenue	<u>City</u> Allardt Jamestown	<u>State</u> Tennessee Tennessee	<u>Zip Code</u> 38504 38556
<u>Service Area - Unincorporated</u> Fentress County		John	Mullinix	County of Fentress	P.O. Box 1128	Jamestown	Tennessee	38556



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**ADVANCED POINT
SUBJECT TO
CORRECTION**

MAP NO. 4235E
STATE OF TENNESSEE
ALLARDT
FENTRESS COUNTY
TENNESSEE

TENNESSEE DEPARTMENT OF TRANSPORTATION
LONG RANGE PLANNING DIVISION
IN COOPERATION WITH THE
U.S. DEPARTMENT OF TRANSPORTATION
FEDERAL HIGHWAY ADMINISTRATION

SCALE	2007	2006	2005
100	100	100	100
90	90	90	90
80	80	80	80
70	70	70	70
60	60	60	60
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FIELD NO. _____
 DATE _____
 LOCATION _____
 DRAWN BY _____
 CHECKED BY _____
 SCALE _____
 SHEET NO. _____ OF _____

LEGEND

- 1. ROAD
- 2. RAILROAD
- 3. CANAL
- 4. DRAINAGE
- 5. FENCE
- 6. POWER LINE
- 7. TELEPHONE LINE
- 8. WATER
- 9. SWAMP
- 10. CROPLAND
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FENNER & SMITH



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LEGEND

1	Interstate Highway
2	State Highway
3	County Road
4	Unimproved Road
5	Waterway
6	Settlement
7	Topography
8	Other



GENERAL HIGHWAY MAP
FENTRESS COUNTY
TENNESSEE

PREPARED BY
TENNESSEE DEPARTMENT OF TRANSPORTATION
PLANNING DIVISION
U.S. DEPARTMENT OF TRANSPORTATION
FEDERAL HIGHWAY ADMINISTRATION



1:50,000
1967

EXHIBIT B

Officers and Directors

Comcast of Southern Tennessee, LLC

Officer Name	Title
Brian L. Roberts	Chairman
Stephen B. Burke	President
John Ridall	President - Southern Division
Michael J. Angelakis	Chief Financial Officer
	Executive Vice President
Gerard J. Lewis, Jr.	Chief Privacy Officer
	Vice President - Content, Technology and Information
	Deputy General Counsel
Tony G. Werner	Chief Technology Officer
	Executive Vice President
David L. Cohen	Executive Vice President
	Assistant Secretary
Madison E. Bond	Executive Vice President - Content Acquisition
David A. Scott	Executive Vice President - Finance and Administration
John D. Schanz	Executive Vice President - National Engineering and Technology Operations
David N. Watson	Executive Vice President - Operations
Arthur R. Block	Senior Vice President
	Assistant Treasurer
	Secretary
Douglas Gaston	Senior Vice President
	General Counsel
	Assistant Secretary
Ernest A. Pighini	Senior Vice President
	Controller
Lawrence J. Salva	Senior Vice President
Peter Kiriacoulacos	Senior Vice President
	Chief Procurement Officer
Jonathan L. Ozor	Senior Vice President - Ad Sales
Kevin C. Cuddihy	Senior Vice President - Ad Sales
Robert S. Pick	Senior Vice President - Corporate Development
Catherine Avgiris	Senior Vice President and General Manager, Voice Services
Anand Kini	Senior Vice President - Financial Planning and Analysis
Sheila R. Willard	Senior Vice President - Government Affairs
Thomas R. Nathan	Senior Vice President - Legal and Regulatory Affairs
	Deputy General Counsel
	Assistant Secretary
Gregory R. Butz	Senior Vice President - Product Marketing and Development
Livingston L. Biddle	Senior Vice President - Real Estate Investments
C. Stephen Backstrom	Senior Vice President - Taxation
Brian Rankin	Vice President
	Deputy General Counsel
Kathryn Koles	Vice President

	Deputy General Counsel
David C. Carter	Vice President and General Manager - Ad Sales
Jeffrey H. Stone	Vice President and General Manager - Ad Sales
Serena D. Dickerson	Vice President and General Manager - Ad Sales
Barry Corcoran	Vice President - Ad Sales Finance and Accounting
Mark Ebetino	Vice President - Ad Sales Technical Operations
Kathryn Daley	Vice President - Business Operations
Joseph Rodriguez	Vice President - Business Services
Teresa Fasick	Vice President - Compensation, Benefits and HR Administration
John Wuerdeman	Vice President - Customer Care
David W. Slabaugh	Vice President - Engineering
Joe Pell	Vice President - Engineering
Carl Vance	Vice President - Engineering and Advanced Services
Mark A. Davis	Vice President - Engineering Technology
William E. Dordelman	Vice President - Finance
	Co-Treasurer
Darren Rish	Vice President - Finance and Accounting
Joseph F. DiTrollo	Vice President - Financial Operations
Chris McDonald	Vice President - Government Affairs
Zakee Rashid	Vice President - Government Relations
Kimberly Matthews	Vice President - Human Resources
William Strahan	Vice President - Human Resources Compensation and Benefits
Steven C. Gillenwater	Vice President - Human Resources Field Operations and Labor Relations
Andrew C. Topping	Vice President - Labor and Employment
	Deputy General Counsel
Jeffrey T. Danner	Vice President - Marketing
Terry W. Kennedy	Vice President - Marketing
William Sweeney	Vice President - Marketing
Jeffrey E. Smith	Vice President - Marketing, Facilities and General Operations
	Deputy General Counsel
Susan Portwood	Vice President - Marketing and Sales
Ellen C. Rosson	Vice President - Operations
Jennifer Goldman	Vice President - Programming and Marketing Analysis
Janine W. Morse	Vice President - Project Management
Ray Purser	Vice President - Public Relations
Gerald C. O'Brien	Vice President - Real Estate
Loretta L. Simon	Vice President - Real Estate
Chuck Sargent	Vice President - Sales and Marketing
Zinah Mineyahl	Vice President - Technical Operations
Daniel Sanders	Vice President - Voice Services
Mark Furman	Vice President and General Manager - CSS
Brian Kenna	Division Senior Vice President - Finance and Accounting
Glenn R. Wasser	Division Senior Vice President - Sales and Marketing
Scott Calloway	Division Vice President - Operations
Roger E. Griffin	Division Vice President - Communications and Community Affairs

George V. Stevenson III	Division Vice President - Finance and Accounting Division Controller
Jeff Brown	Division Vice President - Customer Care
Donna F. Gapen	Division Vice President - Human Resources
Dan Murphy	Division Vice President - Engineering
Timothy Gage	Division Vice President - Government Affairs
Mark Bricknell	Division Vice President - Information Technology
Sandie Zeigler	Division Vice President - Learning and Development
Eric Watts	Division Vice President - Local Management Centers
Tony A. Speller	Regional Senior Vice President
Douglas M. McMillan	Regional Senior Vice President - Operations
Eugene P. Shatlock, Jr.	Regional Senior Vice President - Operations
Filemon Lopez	Regional Senior Vice President - Operations
John Barrett	Regional Senior Vice President - Operations
Donald W. Borst	Regional Vice President - Business Operations
Janice M. Mobilia	Regional Vice President - Business Operations
Joe Cona	Regional Vice President - Business Operations
June Walz	Regional Vice President - Business Operations
Peter Knowles	Regional Vice President - Business Operations
Ronald Hummel	Regional Vice President - Business Operations
Steve Schwartz	Regional Vice President - Business Services
Jeff Stowell	Regional Vice President - Customer Care
Louis Woodson	Regional Vice President - Customer Care
Merlin Jensen	Regional Vice President - Customer Care
Thomas Cagney	Regional Vice President - Customer Care
Glenn Madison	Regional Vice President - Engineering
James Bibb	Regional Vice President - Engineering
James Reed	Regional Vice President - Engineering
Jeff Austin	Regional Vice President - Engineering
Robert Pladl	Regional Vice President - Engineering
Susan L. Reinhold	Regional Vice President - Engineering
Klay F. Fennell	Regional Vice President - Government and Community Affairs
Bill Ferry	Regional Vice President - Government Affairs
Douglas Wells	Regional Vice President - Government Affairs
James Andy Macke	Regional Vice President - Government Affairs
Angela Gray	Regional Vice President - Human Resources
Eileen Donahue	Regional Vice President - Human Resources
Helen Miranda Smith	Regional Vice President - Human Resources
Patti Carpenter	Regional Vice President - Human Resources
Rebecca Tilleson	Regional Vice President - Human Resources
Sonya Nelson	Regional Vice President - Human Resources
Sue Willower	Regional Vice President - Human Resources
Lawrence Schweber	Regional Vice President - Marketing
Sean Brushett	Regional Vice President - Marketing
Tom Zemaitis	Regional Vice President - Marketing

Vic Scarborough	Regional Vice President - Marketing
Gary Waterfield	Regional Vice President - Operations
Michael C. Hewitt	Regional Vice President - Operations
Steven L. Dvoskin	Regional Vice President - Operations
Thomas P. Autry	Regional Vice President - Operations
Virgil J. Caudill	Regional Vice President - Operations
Andrew P. Harris	Regional Vice President - Sales
Dale Elifrits	Area Vice President
Edward H. Dunbar, Jr.	Area Vice President
Richard A. Seamon	Area Vice President
Wendy Rasmussen	Area Vice President
William McKnight Brown	Area Vice President
Barbara A. Hagen	Market Vice President
John Gauder	Market Vice President
Kirk F. Dale	Market Vice President
Tim Horn	Market Vice President
Abu Khan	System Vice President/General Manager
Bill Watson	System Vice President/General Manager
Dave Troxel	System Vice President/General Manager
Elizabeth Fulcher	System Vice President/General Manager
Geoff Shook	System Vice President/General Manager
Kathleen McWilliams	System Vice President/General Manager
Mark Lipford	System Vice President/General Manager
Mike Davenport	System Vice President/General Manager
Mike Daves	System Vice President/General Manager
Ray Kistler	System Vice President/General Manager
Ronnie Colvin	System Vice President/General Manager
Sean O'Connell	System Vice President/General Manager
Trevor Yant	System Vice President/General Manager
Valerie L. Gillespie	System Vice President/General Manager
Michael Wilson	System Vice President - Government Affairs

Directors

None

EXHIBIT C

1. CUSTOMER COMPLAINT PROCEDURES

If you have a complaint regarding your cable television service or your bill, please call the local customer service number listed on the How To Reach Us insert or our toll-free telephone number which is available 24 hours a day, seven days a week. You can also visit the local business office at the address listed on the How To Reach Us insert. Alternatively, if you wish to put your comments in writing, your letter should be addressed to Comcast at the local address listed on the How To Reach Us insert. We will promptly try to resolve your complaint. If we are unable to resolve your complaint, we will notify you that we are unable to do so and explain the reason why.

If you are dissatisfied with our resolution of your complaint, or we are unable to resolve your complaint, you may direct the matter to the Tennessee Regulatory Authority ("TRA"). Please refer to your monthly cable bill or call the local customer service number listed on the How To Reach Us insert for the name, address, and telephone number of the TRA.

2. SERVICE PROBLEMS

If you experience a problem with picture or signal quality, you should review your television and/or VCR owner's manual for proper adjustment. If the problem does not clear up, you should call the local customer service number listed on the How To Reach Us insert and describe the problem to a customer service representative.

In order to correct the problem, we may need access to your premises. If required, a service call will be scheduled at a time convenient to you. We will make all reasonable efforts to resolve any complaints you have concerning the quality of our signals promptly and efficiently. Excluding conditions beyond our control, we will respond to a service interruption no later than twenty-four hours after receipt of notification. We respond to other service problems no later than the next business day after notification. If our service technician is unable to correct the problem to your satisfaction we will, at your request, schedule a second service appointment. If we remain unable to correct the problem you will be notified of this fact and the reason why.

If you are dissatisfied with our resolution of your service problem, you may direct the matter to the TRA. Please refer to your monthly cable bill or call the local customer service number listed on the How To Reach Us insert for the name, address, and telephone number of the TRA.

EXHIBIT D



Comcast Cable Communications, Inc
5720 Asheville Highway
Knoxville, TN 37924
Tel: 865.637.5411
Fax: 865.862.5092

February 12, 2009

County Mayor John Mullinix
P.O. Box 1128
101 Main Street
Jamestown, Tennessee 38556

Re: Comcast Application for State-Issued Certificate of Franchise Authority

Dear County Mayor John Mullinix:

As you may be aware, the Competitive Cable and Video Services Act (Tennessee Public Chapter 932) (the "Act") establishes a new franchise process for cable and video service providers. In accordance with the Act, Comcast is providing you with a copy of its application for a State-Issued Certificate of Franchise Authority to provide cable service in Fentress County (the "Community"). This letter will also constitute notice to the Community of its right to receive a franchise fee consistent with the Act.

Should you have any questions concerning this, please contact the undersigned.

Very truly yours,

A handwritten signature in black ink that reads "Russell Byrd". The signature is written in a cursive, flowing style.

Russell Byrd
Director, Government Affairs

Attachment



Comcast Cable Communications, Inc
5720 Asheville Highway
Knoxville, TN 37924
Tel: 865.637.5411
Fax: 865.862.5092

February 12, 2009

Mayor Phillip Gernt
P.O. Box 159
2015 Michigan Avenue
Allardt, Tennessee 38504

Re: Comcast Application for State-Issued Certificate of Franchise Authority

Dear Mayor Phillip Gernt:

As you may be aware, the Competitive Cable and Video Services Act (Tennessee Public Chapter 932) (the "Act") establishes a new franchise process for cable and video service providers. In accordance with the Act, Comcast is providing you with a copy of its application for a State-Issued Certificate of Franchise Authority to provide cable service in Allardt (the "Community"). This letter will also constitute notice to the Community of its right to receive a franchise fee consistent with the Act.

Should you have any questions concerning this, please contact the undersigned.

Very truly yours,

A handwritten signature in black ink that reads "Russell Byrd". The signature is written in a cursive, flowing style.

Russell Byrd
Director, Government Affairs

Attachment



Comcast Cable Communications, Inc.
5720 Asheville Highway
Knoxville, TN 37924
Tel: 865.637.5411
Fax: 865.862.5092

February 12, 2009

Mayor Gwenith Duncan
314 E. Central Avenue
Jamestown, Tennessee 38556

Re: Comcast Application for State-Issued Certificate of Franchise Authority

Dear Mayor Gwenith Duncan:

As you may be aware, the Competitive Cable and Video Services Act (Tennessee Public Chapter 932) (the "Act") establishes a new franchise process for cable and video service providers. In accordance with the Act, Comcast is providing you with a copy of its application for a State-Issued Certificate of Franchise Authority to provide cable service in the City of Jamestown (the "Community"). This letter will also constitute notice to the Community of its right to receive a franchise fee consistent with the Act.

Should you have any questions concerning this, please contact the undersigned.

Very truly yours,

A handwritten signature in black ink that reads "Russell Byrd". The signature is written in a cursive, flowing style.

Russell Byrd
Director, Government Affairs

Attachment

EXHIBIT E

MINORITY-OWNED BUSINESS PREPARATION PLAN

Comcast hereby sets forth its business plan for actively soliciting bids from minority-owned businesses and awarding contracts to such businesses when establishing, providing or expanding cable services and related support facilities in Tennessee. This business plan includes information regarding promoting, increasing, and improving the quality of the overall participation of minority, women, and service-disabled veteran-owned business enterprises in its purchases of materials and services.

1. TERMS AND TERMINOLOGY

For purposes of this plan, unless the context otherwise requires:

- A. "Comcast" refers to the Comcast entities listed in Exhibit A to the Application. Except where otherwise indicated, the information in this Plan is provided with respect to Comcast as a whole.
- B. "Minority-Owned Business(es)" means a business that is solely owned, or at least fifty-one percent (51%) of the assets or outstanding stock of which is owned, by an individual(s) who personally manages and controls the daily operations of such business and who is impeded from normal entry into the economic mainstream because of:
 - 1) past practices of discrimination based on race, religion, ethnic background, or sex including, but not limited to, women;
 - 2) a disability as defined in T.C.A. Section 4-26-201 including, but not limited to, disabled veterans; or
 - 3) past practices of racial discrimination against African-Americans.
- C. "Minority-Owned Business Participation Plan" means a business plan for actively soliciting bids from Minority-Owned Businesses and awarding contracts to such businesses when establishing, providing or expanding cable services and related support facilities. Such Plan includes the following information:
 - 1) A proposal for purchasing goods and services from Minority-Owned Businesses;
 - 2) Information on programs to provide technical assistance to such businesses; and
 - 3) A statement of intent to follow its Minority-Owned Business Plan.

2. SUPPLIER DIVERSITY POLICY STATEMENT

Qualified, dependable, diverse partners provide Comcast with the goods and services needed to continue growing and serving our customers. Small and diverse suppliers provide us with new perspectives, insights, and understandings that enable us to innovate, compete, and tailor our business to existing and emerging markets. Comcast believes that small and diverse suppliers, who instill competitiveness into the bidding process, make all of our vendors work harder to give us their best possible product. Ultimately, our diverse supplier partnerships

empower both parties to create jobs, strengthen communities, and build value for our shareholders. As such, it is the policy of Comcast:

- A. to promote, increase, and improve the quality of the overall participation of minority, women, veteran, and service-disabled veteran-owned business enterprises in its purchases of materials and services;
- B. to provide maximum practical opportunity to minority, women, veteran, and disabled veteran-owned business enterprises to participate as suppliers of materials and services to Comcast; and
- C. to encourage subcontracting opportunities for minority, women, veteran, and disabled veteran-owned business enterprises by requiring Supplier Diversity Participation Plans from its prime suppliers.

3. PROPOSAL FOR PURCHASING GOODS AND SERVICES FROM MINORITY-OWNED BUSINESSES

Comcast promotes the purchasing of goods and services from Minority-Owned Businesses through its comprehensive Small and Minority Owned Business Preparation Plan which incorporates the following:

- A. Comcast employs a full-time Senior Manager of Supplier Diversity who reports to Comcast's Executive Director of Procurement. This individual is responsible for coordinating and managing Comcast's supplier diversity program and providing leadership, relationship management, and tactical direction to vendors looking to conduct business with Comcast.
- B. Comcast employs Directors of Purchasing along with procurement support staff in each of Comcast's four operating divisions who actively participate in advancing Comcast's supplier diversity initiatives and who are responsible for encouraging the inclusion of minority-owned vendors in the competitive bid process accomplished through the use of the following tactics:
 - 1) Training programs for procurement personnel that emphasize the importance of diversity initiatives and techniques to find qualified minority-owned suppliers to compete on bid opportunities.
 - 2) Establishment of supplier diversity goals.
 - 3) Development and use of a "score card" to measure actual versus goal for supplier diversity efforts.
 - 4) Partner with minority-owned and women business organizations. (See Section 4, below)
 - 5) Regularly update external communications regarding supplier diversity.
- C. To assist potential vendors in determining their eligibility to participate in Comcast's Supplier Vendor Diversity Program, Comcast publishes the Program's criteria and qualifications on its website, www.comcast.com.¹

¹ Comcast's "Criteria and Qualifications" document can be accessed on the web using the following link:
<http://www.comcast.com/corporate/about/diversity/suppliers/criteria.html>

4. BUSINESS PARTNERSHIP INITIATIVES

Comcast is partnering with the following organizations, in an effort to identify qualified Minority-Owned Businesses.

- A. National Minority Supplier Diversity Council ("NMSDC"): Comcast is a national member of this organization. Additionally, we partner with eight of the local councils in order to find qualified minority-owned businesses with which to partner.
- B. Women's Business Enterprise National Council ("WBENC"): Comcast actively participates with WBENC nationally. Additionally, we partner with six local councils in order to find qualified women-owned business with which to partner.
- C. Women in Cable and Telecommunications ("WICT"): This is a cable-specific organization that assists Comcast in identifying and developing female leaders within the cable & telecommunications industries.
- D. National Association for Minorities in Cable ("NAMIC"): This is a cable-specific organization that assists Comcast in identifying and developing minority leaders within the cable industry.
- E. National Veteran Owned Business Association ("NaVOBA")
- F. Walter Kaitz Foundation: advocates for diversity in the cable and telecommunications industries. Comcast is an annual sponsor of the Walter Kaitz Fundraising Dinner and the Supplier Diversity Connection seminars at the National Cable Television Association ("NCTA") and Society of Cable Television Engineers ("SCTE") conferences.
- G. National Association of Women Business Owners ("NAWBO").
- H. Comcast also partners with numerous Chambers of Commerce that work to support supplier diversity.
- I. Member of Mid-South Minority Business Council which provides access to their database of certified minority-owned businesses.
- J. Member of Memphis Chapter of Black Business Association ("BBA")
- K. Member of Memphis Chapter of Hispanic Business Alliance ("HBA").

5. STATEMENT OF INTENT TO FOLLOW THE MINORITY-OWNED BUSINESS PARTICIPATION PLAN

Pursuant to this plan, Comcast shall strive to maximize participation of Minority-Owned Businesses through both prime and second tier contracting opportunities and shall strive to achieve a level of minority business participation representative of the population demographics of the state of Tennessee. On or before January 31 of each year, Comcast will prepare and submit an annual report to the Tennessee Regulatory Authority concerning Comcast's Minority-Owned Business Participation Plan and compliance with such plan.

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