

STATE OF VERMONT
PUBLIC UTILITY COMMISSION

Case No. 19-4845-PET

Petition of Southern Vermont Cable)
Company for consent, pursuant to 30)
V.S.A § 109, to sell substantially all of its)
Vermont assets to Comcast of)
Connecticut/Georgia/Massachusetts/New)
Hampshire/New York/North Carolina/)
Virginia/Vermont, LLC, approval,)
pursuant to 30 V.S.A. § 505, of such)
entity's abandonment of cable-television)
service in Vermont and revocation of its)
Certificates of Public Good)

Petition of Comcast of Connecticut/)
Georgia/Massachusetts/New Hampshire/)
New York/North Carolina/Virginia/)
Vermont, LLC for a Certificate of Public)
Good, pursuant to 30 V.S.A. §§ 503 &)
504 and Vermont Public Utility)
Commission Rule 8.200, to own and)
operate the cable-television systems in)
Vermont currently owned and operated by)
Southern Vermont Cable Company)

PROPOSED FINDINGS OF FACT
AND
CONCLUSIONS OF LAW
OF
COMCAST AND SOUTHERN VERMONT CABLE COMPANY

Southern Vermont Cable Company ("SVCC"), and Comcast of Connecticut/Georgia/Massachusetts/New Hampshire/New York/North Carolina/Virginia/Vermont, LLC ("Comcast") propose the following Findings of Fact and Conclusions of Law in support of the Joint Petition they filed¹ with the Public Utility Commission ("Commission") described below.

¹ The Joint Petitioners included a list of documents required to be filed with the application, including a list of entities to whom the Applicant mailed a copy of the Application, the Vermont Secretary of State Certificate of Authority, and a statement indicating how the Applicant will comply with (a) the criteria known as the EMCO

Petitioner Comcast also submits a revised proposed Certificate of Public Good, included with this filing as Exhibit DMG-2 Revised.

Introduction

SVCC and Comcast respectfully request that the Commission (1) issue a certificate of consent for the sale of the assets to Comcast; (2) approve the acquisition of the SVCC system by Comcast; (3) issue a new CPG to Comcast to serve the towns of Newfane, Putney, Townshend and Dover and (4) approve SVCC's abandonment of cable service. Comcast has met the statutory requirements of 30 V.S.A. §504 and Commission Rule 8.214 ("EMCO" Criteria) for issuance of a CPG and has demonstrated that it has the financial, technical and commercial capability to acquire, own and operate the SVCC cable system. SVCC asks for approval to abandon its system. It has offered valid justifications for the sale to Comcast and abandonment of its service. Scialabba, pf. test. A. 7.

A hearing was held on April 3, 2020 during which the testimony and exhibits of Comcast and SVCC witnesses and the testimony and exhibits of the Department witnesses were introduced without objection. The matter is ready for decision.

PROPOSED FINDINGS OF FACT

I. Joint Petition

1. On December 11, 2019, Comcast and SVCC filed a joint petition for approval of the following: (1) acquisition by Comcast of the cable television system owned and operated by SVCC; (2) revocation of SVCC's Certificate of Public Good ("CPG"); and (3) issuance of a new CPG to Comcast to serve the towns of Newfane, Putney, Townsend and Dover² with certain conditions. See Joint Petition, Representations of Comcast, page 3, para. 2.

criteria; and (b) the criteria of 30 V.S.A. §504. Each of the criteria were addressed in the pre-filed testimony of Daniel Granville and the Department witnesses.

² Comcast is authorized to serve the towns of Dummerston and Jamaica.

2. Comcast is petitioning for a stand-alone CPG to serve the towns of Newfane, Putney and Townshend, which are currently served by SVCC and for which Comcast does not have a CPG, as well as the Town of Dover, which SVCC is authorized to serve but does not presently serve and for which Comcast does not have a CPG. Joint Petition, para. 6.

3. Comcast filed its Application for a CPG and supporting testimony and exhibits, along with the testimony of SVCC's supporting testimony and exhibits with the Vermont Public Utility Commission ("PUC" or "Commission"), pursuant to 30 V.S.A. §515, seeking approval of the Joint Petition, execution of the sale and migration of SVCC customers to the Comcast network. Purvis pf. test., A.5, 6; Glanville pf. test., A.4; Comcast Exhibit DMG-10, page 2.

4. Comcast filed Supplemental Testimony of Daniel Granville on March 25, 2020, identifying and attaching as exhibits additional discovery responses and the Memorandum of Understanding ("MOU") entered into between Comcast and Brattleboro Community Television ("BCTV") on March 3, 2020, designating BCTV to continue as the PEG Access Management Organization ("AMO") for the provision of public, educational and governmental ("PEG") programming and services to SVCC cable television customers in the Towns of Dummerston, Jamaica, Newfane, Putney and Townshend. Glanville Supplemental pf. test. A.4; Comcast Exhibit DMG-10, at para. 3.

5. Abandonment of service by SVCC will be consistent with the public interest. The transaction will promote the general good of the State of Vermont and benefit SVCC's current customers into the future. Scialabba, pf. test. A.6, 7.

6. Upon approval of the Joint Petition, execution of the sale and migration of SVCC customers to the Comcast network, Comcast will own and operate the SVCC system. Purvis, pf. test. A.5.; Glanville pf. test., A.5.

7. The Department of Public Service supports the acquisition of SVCC by Comcast and the abandonment of service by SVCC. Purvis, pf. Test. A.6.

II. Legal Standard for Cable television CPG's.

Under Section 109 of Title 30, a corporation subject to the jurisdiction of the Commission may not make a sale constituting 10 percent or more of its property used for public service operations except after opportunity for a hearing and a finding by the Commission that the sale will promote the general good of the State.

Commission Rule 8.214 provides:

In determining whether to approve a petition requesting a certificate of public good for a cable system service area, the Commission is required to consider the following:

- (A) The criteria of 30 V.S.A. Chapter 13,³ and
- (B) The criteria set forth in Commission Rule 8.214, also known as the EMCO criteria:
 - (1) financial soundness and stability, both of the applicant generally and the particular proposal;
 - (2) the present proposed service offerings to customers, including the number of channels and the ability and capacity of the system to offer additional varied services in the future, and the ability to provide public access;
 - (3) the commitment to a construction and in-service schedule;
 - (4) the experience and ability of the applicant to run and manage a cable tv system;
 - (5) the rates proposed to be charged to customers;
 - (6) consumer policies, particularly re: complaints and problems;
 - (7) availability of service to maximum number of residences;

³ Sections 504(b) and (c) of Title 30.

- (8) the quality of the engineering and materials used in the system;
- (9) logical fit with neighboring systems.

Commission Rule 8.215 provides that if after a hearing, should one be required, and investigation, the Commission finds after considering the EMCO criteria the applicant's proposal to provide cable service to the proposed area would promote the general good of the state, "it shall issue a certificate of public good to such applicant."

To obtain a CPG for the ownership and operation of a cable television system under 30 V.S.A. §503, it must be found that the applicant complies with the criteria of Section 504(b) and (c), and the procedures set forth in 30 V.S.A. §§102 and 231.

Pursuant to Chapter 13 of Title 30, 30 V.S.A. §505 provides that no company holding a CPG under Chapter 13 "may abandon or curtail any service subject to the jurisdiction of the Commission or abandon all or any part of its facilities if it would thereby effect the abandonment, curtailment, or impairment of the service, without obtaining approval of the (Commission) . . . upon a finding by the Commission that the abandonment or curtailment is consistent with the public interest."

Comcast and SVCC have met these standards. Purvis, pf. test., A.6.

The Hearing Officer held a remote hearing on Friday, April 3, 2020, at which time all of the prefiled testimony and exhibits were admitted into the record.

III. Witness Summaries.

8. Daniel Glanville, Vice President of Government/Regulatory Affairs and Community Impact for Comcast's Western New England Region presented direct and supplemental testimony and Exhibits DMG-1 thru DMG-10 supporting the approval of the sale of SVCC's assets to Comcast and issuance of a CPG authorizing Comcast to serve SVCC's subscribers. Glanville, pf. test. A.2, 4; Glanville Supplemental pf. test. A.2.

9. Ernest Scialabba, President and owner of SVCC presented direct testimony in support of the Joint Petition. Mr. Scialabba has over 40 years' experience in the cable television

industry. He purchased the cable systems in the towns of Newfane and Putney from Gateway Cablevision and established SVCC in 1988. Scialabba, pf. test. A.3, 6, 7. He explained why the acquisition of SVCC's assets by Comcast and its ownership and operation of those assets will promote the general good of Vermont.

10. Carol Flint, Director of Consumer Affairs and Public Information Division ("CAPI") at the Department of Public Service ("Department"), presented direct testimony and Exhibit DPS-CMF-1 (Comcast Service Quality Report, Quarter Ending Dec. 31, 2019) providing the Department's analysis of Comcast's service quality, describing various comments filed and certain applicable criteria such as PEG programming, prohibition of discrimination, consumer complaints and problems, hours and location of operation, and consumer policies. Ms. Flint provided a recommendation regarding service quality metrics and reporting. In supporting the acquisition of SVCC by Comcast Ms. Flint presented the Department's recommendations during the transition period. Flint pf. test. A.4, 12; Purvis pf. test., A.4.

11. Scott Wheeler, the Department's Utilities, Finance and Economics Analyst, supported Exhibits DPS-SGW-1 and 2, and testified to the financial soundness and stability of Comcast as the acquiring entity, discussed the experience and ability of Comcast to run and manage a cable television system and discussed the rates proposed to be charged to SVCC customers. Mr. Wheeler testified Comcast has the financial capacity and experience to own, operate, run and manage the SVCC system. Wheeler pf. test., A.5, 7; Purvis pf. test. A.4.

12. Aaron Brassard, the Department's Fiber Optic Project Manager, presented direct testimony and sponsored Exhibit DPS-AJB-1 (Cable Route Map). Mr. Brassard addressed the technical and commercial soundness of Comcast. Mr. Brassard discussed certain applicable criteria such as facilities and equipment, capacity and service offerings and made recommendations pertaining to the migration of SVCC customers to the Comcast network. Mr. Brassard concluded

that Comcast has the technical and commercial capacity to own and operate the SVCC system. Brassard pf. test. A.4, 5-16, Purvis pf. test. A.4.

13. Clay Purvis, Director for Telecommunications and Connectivity for the Department, summarized the joint petition and identified the reasons the Department supports the Joint Petition. Mr. Purvis testified the transaction will promote the public good of the state, and recommends the Commission:

- a. issue a certificate of consent for the sale of SVCC assets to Comcast under 30 V.S.A. § 109; and
- b. approve the acquisition of the SVCC system by Comcast; and
- c. issue a new CPG to Comcast to serve the towns of Newfane, Putney, Townshend and Dover.

Purvis pf. test., A.6.

14. Clay Purvis testified it is the Department's position that Comcast has met the statutory requirements of 30 V.S.A. § 504 and Commission Rule 8.214 (i.e. the "EMCO" Criteria) for issuance of a CPG as demonstrated by the Department witnesses. He testified that Comcast has demonstrated that it has the financial, technical and commercial capability to acquire, own and operate the SVCC cable system, which will ultimately benefit SVCC customers. Purvis pf. test. A.3, 6.

IV. The Two Companies - Southern Vermont Cable Company and Comcast

15. SVCC has a Certificate of Public Good, issued in Docket No. 7633 which authorizes SVCC to serve 11 communities: Brattleboro, Brookline, Dover, Dummerston, Jamaica, Marlboro, Newfane, Putney, Townsend, Wardsboro and Westminster, Vermont. Glanville pf. test. A.6; Exhibit DMG-3.

16. SVCC serves approximately 2,450 subscribers and has approximately 123 miles of cable plant in the towns of Dummerston, Jamaica, Newfane, Putney and Townshend. Scialabba pf. test., A.3; Glanville pf. test., A.8.

17. SVCC currently has assets in Dummerston, Jamaica, Newfane, Putney and Townsend. Glanville pf. test. A.6.

18. SVCC is authorized to provide cable television service but does not currently own assets or serve subscribers in the Towns of Brattleboro, Brookline, Dover, Marlboro, Wardsboro and Westminster, Vermont. Joint Petition, para. 3.

19. After Comcast's acquisition of SVCC's cable television system, SVCC will cease to own and operate cable television systems in Vermont, and, therefore SCVV will abandon (within the meaning of 30 V.S.A. §505) such ownership and operation which requires the Commission's approval under 30 V.S.A. §505, and its finding that such abandonment will be consistent with the public interest and its revocation of SVCC's CPG. Joint Petition, para. 7.

20. Comcast has an amended CPG, issued in Docket No. 8301 on January 13, 2017, and amended on September 27, 2019 pursuant to the Mediation Settlement Agreement dated July 11, 2019, to serve 197 communities in Vermont, including Brattleboro, Brookline, Dummerston, Jamaica, Marlboro, Wardsboro, and Westminster. Comcast does not have authority to serve three communities in which SVCC has assets: Newfane, Putney and Townshend. Glanville pf. test. A.6; Exhibit DMG-4 and 10, para. 11.

21. Comcast's cable television CPG issued in Docket No. 8301 was amended on September 27, 2019 pursuant to the Mediation Settlement Agreement ("MSA") dated July 11, 2019, for the Towns of Dummerston and Jamaica. Comcast Exhibit DMG-10, para. 11.

22. Comcast is requesting a CPG which includes the town of Dover, though SVCC does not have any assets or active cable plant in Dover. Glanville pf. test., A.6.

23. Comcast will provide SVCC's subscribers with quality customer service and will continue to invest in SVCC's systems. Scialabba pf. test., A.6; Glanville pf. test., A.7, 8, 9.

V. The Proposed Transaction - Asset Purchase Agreement

24. Comcast and SVCC have executed an Asset Purchase Agreement ("APA") pursuant to which SVCC will sell substantially all of its assets, such as accounts receivable and tangible personal property, to Comcast in exchange for financial consideration. SVCC will retain certain vehicles, real property and other equipment which Comcast will not need for providing service. Glanville pf. test., A.6.

25. Under the APA, SVCC must obtain all regulatory approvals to enable Comcast to acquire the assets and operate the SVCC system. Comcast must obtain a franchise agreement – a Certificate of Public Good - to enable it to serve the communities of Newfane, Putney and Townshend, as well as Dover. SVCC must obtain consent from the Commission to abandon its cable system. Petition at 2-3; Glanville pf. test., A.6; Comcast Exhibit DMG-10, Para. No. 5; Scialabba pf. test. A.7.

VI. Brattleboro Community Television - PEG Access Services and Funding

26. Both SVCC and Comcast hold contracts with BCTV for the provision of PEG access. BCTV's programming indicates a diverse offering, including concerts, music festivals, art shows and other cultural programs, as well as local meetings such as town government and educational programs about a broad range of topics. Flint pf. test., A.5; Purvis, A.4; Comcast Exhibit DMG-10, para. nos. 1-3.

27. SVCC designated BCTV as the PEG Access Management Organization for provision of PEG programming and services to SVCC cable television customers in the Towns of Dummerston, Jamaica, Newfane, Putney and Townshend. Comcast Exhibit DMG-10 at para. no. 3.

28. Pursuant to the terms of the March 29, 2010 PEG Agreement between Comcast and BCTV, BCTV currently receives operating funding equal to five percent (5.0%) and capital funding

equal to one-half percent (0.5%) of Comcast's gross revenue for the serviceable portions of the Towns of Brattleboro, Guilford, and Vernon. Comcast Exhibit DMG-10 at para. no. 2.

29. In accordance with Commission Rule 8.417, and pursuant to the terms of the May 15, 2019 Agreement between SVCC and BCTV, BCTV currently receives from SVCC funding equal to two and one-quarter percent (2.25%) of SVCC's gross revenue for the serviceable portions of the Towns of Dummerston, Jamaica, Newfane, Putney and Townshend. This is used to support the provision of the PEG access services and programming to SVCC's service territory. Glanville, Supplemental pf. test. A.4; Comcast Exhibit DMG-10, at para. no.4.

30. Upon the closing for the purchase of SVCC, which is contingent upon receiving the Commission's consent and approval for transfer of control and issuance of a cable television CPG to Comcast for the Towns of Dover, Newfane, Putney and Townsend, Comcast will assume the May 15, 2019 Agreement between SVCC and BCTV. Comcast Exhibit DMG-10 at para. no. 5.

31. Comcast and BCTV entered into an MOU dated as of March 3, 2020, designating BCTV as the PEG Access Management Organization for provision of public, educational and governmental programming and services to Comcast cable television customers in SVCC's service territory. The MOU outlines a gradual increase of the franchise fee from 2.25% to 5.0%. Glanville Supplemental. pf. test., A.4; Comcast Exhibit 10, para. 6.a.-d.

32. When Comcast's products and services are introduced in the former SVCC system in the Towns of Dummerston, Jamaica, Newfane, Putney, and Townshend, Comcast cable television customers in the former SVCC system will have the same channel lineup, including the same PEG channel positions, as Comcast cable television customers in Brattleboro, Guilford and Vernon. Comcast Exhibit DMG-10 at para. 13.

33. When Comcast products and services are introduced in the former SVCC system on or before January 1, 2021, the capability for BCTV to have program listings and information on Comcast's Interactive Program Guide ("IPG") and on other Comcast program guides will be

extended to include the Towns of Dummerston, Jamaica, Newfane, Putney and Townshend. Comcast Exhibit DMG-10, at para. 16.

34. During this current proceeding, BCTV has brought certain signal quality and equipment issues to the attention of Comcast. Comcast Exhibit DMG-10, at para. 17

35. In order to resolve and improve the signal quality and equipment issues, Comcast has agreed to do the following work at 230 Main Street in Brattleboro, Vermont at no cost to BCTV:

- a. Install Ciena 3916 switch in the BCTV Studio.
- b. Install Ericsson X2 dual encoder in the BCTV Studio.
- c. Construct and land additional fiber pair from basement to the BCTV studio.
- d. Install fiber jumper from new fiber pair patch location to Ciena/Ericsson switch locations.

Comcast Exhibit DMG-10, at para.18.

36. Comcast will make commercially reasonable efforts to complete the work outlined above prior to introducing Comcast projects and services in the former SVCC system prior to January 1, 2021, and further warrants that the costs for this work will not be passed through to cable television subscribers nor will it be deducted from BCTV's operating and capital funding payments. Comcast Exhibit DMG-10, at para. 19.

VII. Comcast's Acquisition Will Benefit SVCC Customers.

37. SVCC has made significant capital investments in its system designing, upgrading, and rebuilding the SVCC cable system. SVCC has expanded its services to include digital and HD television channels, broadband internet service, and digital phone service. Scialabba pf. test. A.3, 6.

38. Technology continues to evolve rapidly, which necessitates the need for continued capital investment. There is an ongoing need to enhance and expand the products and services offered in order to remain competitive. Abandonment of service by SVCC is consistent with the public good

because service will continue allowing SVCC's customers to receive great service and more offerings from Comcast. Scialabba pf. test., A.6, 7; Glanville pf. test. A. 7, 8.

39. There is a need for continued capital investment as technology evolves and video competition continues to increase. The sale of SVCC's assets to Comcast will provide the technical, operational, and financial resources needed for continued support of SVCC's system. Glanville pf. test., A.7.; Scialabba, pf. test., A.6.

40. The sale of SVCC's assets to Comcast will increase the technical, operational, and financial resources available to support the system. Scialabba, pf. test., A.6, 7; Glanville pf. test., A.7, 8 and 9.

41. SVCC's system is contiguous to Comcast's system in Windham County as well as a portion of Comcast's system in Bennington County. This provides operational, infrastructure, and marketing efficiencies that will foster greater competition with national satellite-service providers, over-the-top-video providers, and incumbent telephone carriers. Glanville pf. test., A.7.

42. Comcast will provide increased reliability and network capacity which will enable former SVCC customers to enjoy the full suite of Comcast Xfinity TV services. Comcast will also introduce Comcast Business Services, which provide business-grade products and services for businesses of all sizes. Glanville pf. test., A.7; Scialabba pf. test. A.6, 7.

43. Currently SVCC serves approximately 2,450 Vermont customers with a 750-MHz headend and coaxial and fiber that runs totaling approximately 123 miles. SVCC already has co-located headend facilities at the Comcast headend serving Comcast's Brattleboro system and Comcast provides signal processing services to SVCC. Comcast plans to integrate the SVCC system into Comcast's fiber backbone to provide redundancy and reliability. Glanville pf. test., A.8; Scialabba pf. test., A.3.

44. Comcast's fiber network is closely monitored and maintained by area, regional and divisional personnel. Fiber restoration, plant maintenance, headend operations will be supported 24

hours a day, 365 days a year. SVCC's former subscribers will enjoy a more reliable network with greater capacity. Glanville pf. test., A.8.

45. Increased reliability and system capacity mean that Comcast will be able to offer more programming and service options to meet the diverse needs of former SVCC customers. SVCC currently offers three cable television service tiers, including a basic package with 19 analog channels. SVCC also offers four premium movie packages. SVCC offers a total of 127 channels, 51 of which are also available in HD, and digital music channels. Glanville pf. test. A.9; Exhibits DMG-5A and 5B.

46. Once SVCC's system is fully integrated, former SVCC customers will enjoy the same service offerings offered in Comcast's Windham County footprint. Comcast's lowest level of service, Limited Basic, currently includes 53 channels and also digital music channels. Glanville pf. test., A.9; also Exhibits DMG-6A and DMG-6B.

47. Former SVCC customers will have more choices for video service tiers, allowing them to choose the service tiers that best fit their interests and budget. Comcast will introduce and offer its X1 entertainment system and Xfinity On Demand, Comcast's video on demand service, providing access to more viewing choices. Glanville pf. test. A.9.

VIII. Comcast's Plan for Integrating SVCC System – Department's Recommendations

48. It will take approximately six months to fully integrate SVCC's system into Comcast's operations. During the transition, SVCC personnel will assist with operational activities, such as service installations, trouble calls, system maintenance, customer support, and billing and collections. Glanville pf. test., A.10.

49. Programming services – channel line-ups, cable services - will remain unchanged while SVCC is being integrated into Comcast's network and customer information is migrated to Comcast's customer support. Granville pf. test., A.10.

50. Comcast's engineering team will plan and oversee the integration of SVCC's infrastructure with Comcast's network and the IT and finance teams will oversee migration of all customer accounts to Comcast's billing system. The customer care team will oversee the transition of customer support from SVCC to Comcast. Granville pf. test., A.10.

51. The Department noted general concerns with cable system acquisitions regarding migration of the system and customers to as acquiring system. The Department recommended that for the first full quarter following completion of the transition of all SVCC customers to the Comcast system, Comcast provide an integrated service quality report. Purvis pf. test. A.7, 8.

52. The Department recommended that within six months of any order approving the joint petition, Comcast collaborate with the Department on a revised service quality plan to be filed with the State, with certain enhanced metrics, including timing of refunds and credits, number of outages greater than 24 hours and number of credits provided to customers for outages greater than 24 hours. Purvis pf. test. A.8.

53. The Department recommended that within 45 days of any order approving the joint petition, Comcast submit with the Commission a detailed migration plan subject to Department comment that includes plans for isolated migration testing to occur before implementation, and that any migration assistance, including set-top box and modem setup, be provided to SVCC customers at no charge. Purvis pf. test., A. 8.

54. Comcast has agreed to provide the Commission and the Department with a detailed migration plan forty-five (45) days after the Commission issues an order approving the Joint Petition. Glanville, Supplemental pf. test., A.3.

CONCLUSIONS OF LAW

Comcast has satisfied the requirements of 30 V.S.A. § 504 and the "EMCO" Criteria listed in Commission Rule 8.214(B), as demonstrated by the testimony of Comcast's witness and each of the Department's witnesses. Purvis pf. test. A.6.

In addition to the general findings set forth above, many of which support the underlying petition by SVCC and Comcast, the parties offer the following Conclusions of Law.

Financial Soundness and Stability
(30 V.S.A. §§ 109 and 231; and Commissions Rule 8.214(B)(1))

1. Comcast has the “financial soundness and stability” to provide the services and facilities at least on a par with those being provided by SVCC under its existing CPG. Glanville pf. test., A.19; Scialabba pf. test., A.6; Wheeler pf. test. A.5, 7.
2. Comcast has demonstrated that it has the financial, technical and commercial capability to acquire, own and operate the SVCC cable system, which will ultimately benefit SVCC customers. Purvis, pf. test., A.6.
3. Comcast Corporation is a financially stable Fortune 500 company and is a global media and technology company with network facilities covering portions of 39 states and the District of Columbia. Glanville pf. test., A. 19.
4. Comcast is a leading provider of video, high-speed Internet, digital voice, and other next-generation services and technologies to residential customers and small- and medium-sized businesses. Comcast currently owns and operates cable systems serving approximately 21.4 million video customers (as of September 30, 2019), including residential and business customers. Comcast also owns NBCUniversal, a global media, news and entertainment company. Glanville pf. test., A.19.
5. Having consistently invented, developed, deployed, and improved a wide range of new technologies, and services, Comcast has established a reputation as an industry leader in communications, technology, financial performance, and operational efficiency. Through its subsidiaries, Comcast Corporation will provide financial support as necessary to ensure that its systems, including the SVCC system, provide a quality of service that is competitive. Glanville pf. test., A. 19.

Provision of Service and Service Quality
(30 V.S.A. §§109, 504(b)(5) and (c)(1), (3); and Commission Rule 8.214(B)(2) and (5))

6. Programming services – channel line-ups, cable services – will remain unchanged while SVCC is being integrated into Comcast’s network and customer information is migrated to Comcast’s customer support. Glanville pf. test. A. 10.

7. Comcast offers a broad range of programming that includes basic service as well as enhanced packages. Its Digital Network Enhancement project provides 100% digital picture and sound to all Comcast television customers. Glanville pf. test., A.14; Brassard pf. test. A.5, 11.

8. Comcast maintains a Service Quality Plan (“SQP”) regarding measurement and reporting of its performance with respect to the customer service benchmarks found at 47 C.F.R. §76.309. Over the past thirteen years, Comcast’s performance, as measured by the SQP, has improved and it consistently meets or exceeds the benchmarks. Glanville pf. test., A.16; and Glanville Supplemental pf. test. A.5.

9. Comcast has demonstrated it has a competent staff that can provide adequate and prompt service and will respond quickly and comprehensively to customers and Department complaints and problems. Flint pf. test., A.7.

10. Comcast is committed to local operation and management of its cable television systems; it maintains call centers both in New England and nationwide, staffed by Customer Account Executives (“CAE”) trained to handle a wide variety of customer issues. Glanville pf. test., A.16.

11. Through its focus on local management, Comcast works with the Department’s Consumer Affairs and Public Information (“CAPI”) Division to resolve customer complaints and problems, taking into account the Commission’s Rules, the SQP and the needs of the customer. Glanville pf. test., A.16.

12. Currently, SVCC is not required to maintain an SQP or to file Service Quality reports. Once integration of SVCC’s system is complete, Comcast will be able to include the former SVCC

system in its quarterly Service Quality reporting. Glanville pf. test., A. 16; Glanville Supplemental pf. test. A.5.

13. Comcast anticipates reaching out to CAPI within thirty days after the closing for the sale of SVCC to establish a schedule for an updated service quality plan for all areas in the state of Vermont. Glanville, Supplemental pf. test., A.5.

14. Comcast currently provides a variety of convenient methods for its Vermont customers to contact the Company for assistance and will make these same methods available to SVCC's former customers, once the integration of SVCC's system is complete. Glanville pf. test., A.17.

Programming and Public Access
(30 V.S.A. §§ 504(b)(1) and (3) and Commission Rule 8.214(B)(6))

15. Comcast has adequate channel capacity and appropriate facilities for public, educational, or governmental use. It offers a broad range of public, educational and governmental programming. Glanville pf. test., A.11; Purvis pf. test., A.4.

16. When Comcast's products and services are introduced in the former SVCC system in the Towns of Dummerston, Jamaica, Newfane, Putney and Townshend ("former SVCC system"), Comcast cable television customers in the former SVCC system will have the same channels and services as customers in Brattleboro, Guilford, and Vernon. Exhibit DMG-10; Glanville pf. test., A.14.

17. Comcast has adequate channel capacity and will continue to maintain the two public, educational and governmental access channels currently offered by SCVV. Glanville pf. test., A.11.

18. Comcast provides adequate and technically sound facilities and equipment, and excellent signal quality. Comcast's Vermont systems are operated and maintained to comply with the technical standards set forth in the FCC's rules and regulations as they apply to cable television

systems. Comcast maintains a hybrid fiber-optic/coaxial cable network, fully capable of carrying a minimum bandwidth of 750 MHz in all its Vermont systems. Glanville, pf. test., A.12.

19. Since Comcast's entry into Vermont in 2006, it has demonstrated its ability to launch advanced cable services to all customers across the State of Vermont similar to those being launched and broadly offered across New England and the country without regulatory requirement. Glanville pf. test., A.20.

20. Examples include the launch of multiple HD offerings, introduction of X1 Platform, advanced DVR services, and countless other cable service offerings. Comcast operates in a highly competitive video service environment and provides its customers offerings that demonstrate the latest technological advancements along with high value. Glanville pf. test., A.20.

21. Comcast will continue to partner with BCTV, the designated AMO providing PEG access services in SVCC's service territory as well as a portion of Comcast's Brattleboro, Vermont system. Glanville pf. test., A.20.

**Construction and In-Service Schedules
(Commission Rule 8.214(B)(3))**

22. Once integration is complete Comcast will begin migrating existing customers to Comcast services and Comcast services will be available to new customers. Glanville, pf. test. A.10.

23. The migration of SVCC's system and customers to Comcast's system will occur in three phases. The first phase has already begun as Comcast is currently doing preparatory work that does not require coordination with SVCC. Glanville, Supplemental pf. test., A3.

24. The preparatory work includes activities such as strategic planning, making necessary engineering changes to Comcast's facilities to support additional customers, and conducting network and systems testing. Glanville, Supplemental pf. test., A.3.

25. The second phase will begin once the Joint Petition is approved. During this time, SVCC will still own and continue to operate the cable television system. SVCC will notify customers

of the pending sale to Comcast. Calls from SVCC customers will be routed to a team of specially trained Comcast Customer Account Executives (“CAEs”). Glanville Supplemental pf. test., A.3.

26. Comcast will begin implementing planned engineering modifications that require coordination with SVCC. After SVCC notifies its customers of the sale, Comcast will begin communicating directly with SCVV customers by introducing Comcast products and services. Comcast will provide SVCC customers with information on what to expect during the migration process. Glanville, Supplemental pf. test., A.3.

27. The third phase will begin after the closing for the sale of SVCC. At this point Comcast estimates it will begin migrating SVCC customers to Comcast’s system. Customers will be notified in advance of their migration date. Comcast sales representatives will contact customers in advance to discuss Comcast services and pricing. These customers will be considered Comcast customers and therefore eligible for new customer promotions in the market at the time of their migration. Glanville, Supplemental pf. test., A.3, 4.

28. Comcast plans to offer free professional installation of service, although customers will also be given the option to request a self-installation kit. After migration, customer service inquiries will be routed and handled in accordance with Comcast’s usual customer service procedures. Comcast sales representatives will work with customers to find the combination of products and services that best fit the customer’s needs, interests and budget. Glanville, Supplemental pf. test., A.3, 4.

29. Forty-five days after the Commission approves the Joint Petition, Comcast will provide the Commission and Department a detailed migration plan. Glanville Supplemental pf. test., A.3.

Facilities

(30 V.S.A. §§ 109, 231, 504(b)(2) and (c)(2); and Commission Rule 8.214(B)(3), (7), (8), and (9))

30. Comcast is a leader in technology, communications and entertainment. Glanville pf. test., A.26.

31. Comcast will provide increased reliability and network capacity to former SVCC customers. Glanville pf. test., A.7, 8.

32. Comcast plans to integrate the SVCC system into Comcast's fiber backbone to provide redundancy and reliability. Glanville pf. test. A.8

33. Comcast provides adequate and technically sound facilities and equipment, and excellent signal quality. Comcast's system is part of a national, fiber-based backbone operated and maintained to comply with the technical standards set forth in the FCC's rules and regulations. Glanville, pf. test. A.12.

34. Comcast continues to invest in its Vermont infrastructure to support provision of advanced video services, such as HD TV, video on demand, and digital recorder ("DVR") service. Comcast completed its Digital Network Enhancement project in Vermont in 2012. This project provided customers with more HD programming, additional digital channels, more Xfinity on Demand content, and an improved television viewing experience with 100% digital picture and sound. Glanville pf. test., A.12.

35. Comcast complies with all State and federal laws and regulations and the National Electrical Safety Code. Comcast uses materials of good and durable quality in the construction of line extensions. Glanville, pf. test. A.15.

36. All work involved in construction, installation, maintenance, and repair of its cable systems is performed in a safe, thorough, and reliable manner and is in compliance with the "Safety Rules for the Installation and Maintenance of Electrical Supply and Communication Lines" of the National Bureau of Standards, U.S. Department of Commerce, the latest edition of the National

Electric Safety Code, as may be amended and revised from time to time, and all applicable federal, State, and municipal laws, ordinances and regulations. Glanville, pf. test., A.15.

37. The acquisition will expand Comcast's existing systems in Vermont and be a logical fit with neighboring systems that could potentially achieve a system migration from the SVCC system to the Comcast network with limited interruption to SVCC. Glanville pf. test. A.27; Brassard pf. test. A.15, and DPS-AJB-1.

38. SCVV's system is contiguous to Comcast's system in Windham County and a portion of Comcast's system in Bennington County. The proximity of SVCC's system to Comcast's Brattleboro system will enable interconnections with Comcast's existing headend and hub facilities. As a result, Comcast will be able to provide the same level of service to former SVCC customers as is currently received by Comcast's Vermont customers, in full compliance with the terms of its CPG. Glanville pf. test., A.27.

39. Comcast will comply with the terms and conditions of its recently amended CPG and Commission Rule 8.313. Upon issuance of an order and CPG by the Commission, Comcast will file an updated Line Extension Tariff to include Dover, Newfane, Putney, and Townsend. Glanville pf. test. A.25.

40. Comcast continues to make network enhancements to its Vermont systems in order to offer additional services as they are developed. Glanville pf. test., A.26.

Customer Experience

(30 V.S.A. §§ 231, 504(b)(4) and (c)(3), (4) and (5); Commission Rule 8.214(B)(6))

41. Comcast will offer basic service in accordance with federal law. Comcast does not discriminate against any customer in the availability of cable television service. Comcast is subject to all other requirements of federal and state laws or regulations through the term of the CPG. Comcast may also negotiate discounted contracts from time to time with businesses and institutions

that, to the extent that this may be viewed as discrimination among customers of basic service, is permitted by federal law. Glanville, pf. test., A.13; Glanville Supplemental pf. test., A.3, 4.

42. The SVCC system will become part of an integrated regional network owned and operated by Comcast and supported by local area professionals. SVCC customers will receive the benefit of Comcast Corporation's Excellence in Operations ("XOC") Center (formerly known as its Network Operating Center) that manages the network 24 hours a day, 365 days a year. Comcast Corporation operates a national, fiber-based backbone to transport its signals. This provides an added layer of redundancy to the network for the benefit of Vermont customers. Glanville, pf. test., A.12.

43. Comcast has a competent staff that provides adequate and prompt service and will respond quickly and comprehensively to customer and Department complaints and problems pursuant to 30 V.S.A. §504(c)(3). Comcast provides exceptional customer service for a number of service quality metrics and has shown it meets or exceeds service quality metrics as evaluated by the Department. Flint pf. test. A.7.

44. Comcast currently offers a broad range of programming and, as a result of its Digital Network Enhancement project, provides 100% digital picture and sound to all Comcast cable television customers. Comcast cable television subscribers with HD equipment can receive more than 100 HD channels. See Exhibit DMG-6A for the Comcast residential products and services currently offered in Windham County. Once the integration of SVCC's system is completed, products and services offered by Comcast in Windham County will also be offered in SVCC's former service territory. Glanville, pf. test, A 14.

45. Comcast Corporation has more than 50 years of experience and ability in running and managing cable television systems. Comcast currently owns and operates cable systems that service approximately 21.4 million video customers (as of September 2019), including residential and business customers. Comcast has established a reputation as an industry leader in communications, technology, financial performance, and operational efficiency. Comcast is a leading provider of

video, high-speed Internet, digital voice, and other next-generation services and technologies to residential services and small and medium-sized businesses. Glanville pf. test., A.22.

46. Comcast provides service to over 105,500 video customers in Vermont (as of December 31, 2018) through a seasoned local management team working and living in Vermont and New England. Glanville pf. test., A.22.

47. Comcast is one of the nation's leading developers of information, communications and entertainment products and services. The network and product innovation are fueled by Comcast Labs, established to serve as the advanced technology arm of the company. As a result of this research and development, Comcast leads its video competitors in revolutionizing the television experience through its X1 Entertainment Operating System. Glanville pf. test. A.26.

48. Comcast currently provides a variety of convenient methods for its Vermont customers to contact the Company for assistance and will make these same methods available to SVCC's former customers, once the integration of SVCC's system is complete. These methods include contacting the Company by phone, via the My Account app, on the internet, and in person. Customers can either call 1-800-COMCAST (1-800-266-2278) or 1-800-XFINITY (1-800-934-6489) to speak with a CAEs, 24 hours a day, 7 days a week. The My Account app, available on both Android and iOS devices, provides another way for customers to contact Comcast. Other functions of the My Account app include providing customers with the ability to view their bill, make payments, make changes to their services, check for outages, troubleshoot service issues, manage service appointments and locate the closest Comcast service center or Xfinity Store. Glanville pf. test., A.17.

49. Customers with an internet connection can obtain assistance by visiting www.xfinity.com. At this dedicated self-service website, customers can view their account information, monthly bill statements, and payment history; make payments on their account; obtain information regarding services and products, including instructional videos; troubleshoot technical

issues, either in their own or by chatting with a CAE; check on service interruptions; and manage service appointments. Glanville pf. test., A.17.

50. Each year Comcast sends required notices to its Vermont customers, including the “Quality of Service Notice”, the “Billing Practices Notice”, and the “Complaint and PEG Notice”, which are all required by Vermont regulations, as well as the “Important Information Notice” which is required by federal law. Glanville pf. test., A.24; Exhibit DMG-8.

**Customer Rates
(Commission Rule 8.214(B)(5))**

51. Comcast operates in a very competitive market for video services in Vermont, where consumers can choose between multiple video service providers, including satellite providers, over-the-top programming providers such as Netflix and Hulu that use the internet, over the air broadcast stations, and in some areas, telephone companies, in addition to Comcast. Glanville pf. test., A.23.

52. Comcast provides customers with competitively priced basic cable service that includes a broad range of analog, digital, and HD channels. Comcast also offers a variety of service tiers so that customers can choose a level of service that best fits their viewing interests and budget. Glanville pf. test., A.23; Exhibit DMG-7A.

53. SVCC’s schedule is much simpler than Comcast’s, which offers a significantly wider variety of service tiers, making direct pricing comparisons difficult. Package prices offered by Comcast are not significantly higher than those offered by SVCC. Wheeler, pf. test. A.7.

54. SVCC customers will be considered new customers and will thus be eligible for Comcast new customer promotions in the market at the time of migration. Glanville Supplemental pf. test., A.5.

55. Comcast sales representatives will work with customers to find the combination of products and services that best fits the customer’s needs, interests and budget. Glanville Supplemental test., A.4.

56. Customers can visit either a Comcast service center or a Xfinity Store for assistance during normal business hours. Comcast also partners with Western Union to provide customers with another option for making payments and with The UPS Store to offer convenient and free equipment returns. Glanville pf. test., A.17.

57. Comcast provides various self-service tools to help customers troubleshoot issues, manage their account, and learn more about the features of their Comcast services. Customers can access these self-service tools either on the internet at www.xfinity.com, on their mobile device by using the My Account app, or on their television by using the My Account TV app on the X1 platform. Glanville pf. test., A.17.

58. There should be no material change for SVCC customers with respect to practices and policies for line extensions, disconnections, customer deposits, and billing practices. Comcast's policies related to line extensions are consistent with Vermont law and the conditions specified in Comcast's Line Extension Tariff (Commission Tariff No.1) on file with the Commission, with an effective date of March 17, 2010. Glanville pf. test. A.18.

59. Comcast's policies for disconnections, customer deposits and billing practices are consistent with Vermont law and waivers granted by the Commission. Once integration of SVCC's system is complete, Comcast will utilize the same disconnection notice it uses in its other Vermont systems. Glanville pf. test., A.18.

Benefits to Customers
(30 V.S.A. §§ 109 and 231)

60. Once fully integrated, Comcast will provide the same services and products currently offered in Comcast's Windham County footprint to SVCC customers. Glanville, pf. test. A.9.

61. Comcast will provide increased reliability and system capacity which allows the company to offer more programming and service options to SVCC customers. Glanville, pf. test. A.9.

62. The sale of SVCC assets to Comcast will increase the technical and operational resources currently available to SVCC customers with delivery of support twenty-four hours a day, seven days a week. Scialabba, pf. test. A.6.

63. SVCC has designated BCTV to provide PEG access services and programming. Comcast has executed a Memorandum of Understanding with BCTV regarding the continued provision of and funding for PEG access in SVCC's service territory. Glanville Supplemental pf. test. A.4.; Exhibit DMG-10.

**Effects on Competition
(30 V.S.A. §109)**

64. While SVCC and Comcast do not compete in the provision of cable television service or the provision of any other product of service, Comcast operates in a very competitive market for video services in Vermont. Glanville pf. test. A.23; Ex. DPS-AJB-1.

65. SVCC's system is contiguous to Comcast's system in Windham County as well as a portion of Comcast's systems in Bennington County. This provides operational, infrastructure, and marketing efficiencies that will foster greater competition with national satellite-service providers, over the top-video providers, and incumbent carriers. Glanville pf. test. A.7.

66. Comcast provides customers with competitively priced basic cable service that includes a broad range of analog, digital, and HD channels. Glanville pf. test. A.23.

67. Comcast also offers a variety of service tiers so that customers can choose a level of service that best fits their viewing interests and budget. Glanville pf. test., A.23; Exhibit DMG-6A.

**Commitment to Act as a Fair Partner in Business Transactions with Vermont Citizens
(30 V.S.A. §§ 109 and 231)**

68. Comcast commits that following integration of the SVCC system with Comcast's other cable systems in Vermont, Comcast will own and operate the former SVCC system and assets in accordance with terms and conditions of its CPG which shall be similar to the CPG conditions

governing Comcast's operation of its other Vermont cable television systems. Petition at 4; Glanville pf. test. A. 27, 28.

**Abandonment of Service by SVCC is in the Public Interest
(30 V.S.A. § 505)**

69. Based on the findings of fact and conclusions of law discussed above, the abandonment of service by SVCC is in the public interest.

CONCLUSION

The Joint Petition, direct and supplemental testimony, and exhibits have satisfactorily addressed all criteria and factors required by 30 V.S.A. Sections 109, 504 and 505 and Commission Rule 8.214.

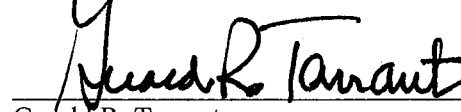
The sale of SVCC's assets by SVCC will promote the general good of the State and the Commission may issue a certificate of consent for the sale of SVCC assets to Comcast. The abandonment of service by SVCC will be consistent with the public interest since Comcast will be able to provide high quality service to former SVCC customers. The evidence supports approval of the acquisition of the SVCC system by Comcast and issuance of a new CPG to Comcast to serve the Towns of Newfane, Putney, Townshend and Dover.

The record demonstrates that the proposed sale of SVCC assets to Comcast will comply with all applicable statutory and regulatory criteria. The Joint Petitioners request that the Commission find pursuant to the above criteria that the acquisition by Comcast of the cable television system owned and operated by SVCC, revocation of SVCC's Certificate of Public Good, and issuance of a new CPG to Comcast to serve the Towns of Newfane, Putney, Townsend and Dover will promote the general good of the state, and that the Commission issue the revised proposed Certificate of Public Good to Comcast, allow such acquisition, and allow the abandonment of SVCC.

DATED at Montpelier, Vermont on 10th day of April, 2020.

COMCAST

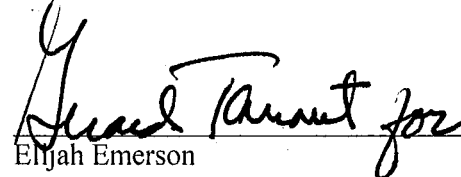
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