

STATE OF VERMONT
PUBLIC SERVICE BOARD

Docket No. 7379

Joint Petition of North Country Cablevision, Inc. to sell)
substantially all of its Vermont assets, and Comcast of)
Connecticut/Georgia/Massachusetts/New Hampshire/)
New York/North Carolina/Virginia/Vermont, LLC, d/b/a)
Comcast, to own and operate North Country's cable)
television system located in the Towns of Bakersfield,)
Berkshire, Enosburg, Fairfield, Montgomery, and)
Richford, Vermont)

Entered: 3/21/2008

**CERTIFICATE OF PUBLIC GOOD ISSUED TO COMCAST OF
CONNECTICUT/GEORGIA/MASSACHUSETTS/NEW HAMPSHIRE/NEW YORK/NORTH
CAROLINA/VIRGINIA/VERMONT, LLC, PURSUANT TO 30 V.S.A. §§ 503 AND 504**

IT IS HEREBY CERTIFIED that the Public Service Board ("Board" or "PSB") of the State of Vermont on this date finds, adjudges, and hereby certifies that the ownership and operation of cable television systems by Comcast of Connecticut/Georgia/Massachusetts/New Hampshire/New York/North Carolina/Virginia/Vermont, LLC ("Comcast" or "Company"), in the towns of Albany¹, Bakersfield, Berkshire, Enosburg, Fletcher, Franklin, Montgomery, and Richford, will promote the public good subject to compliance with each of the following conditions:

1. For the duration of this Certificate of Public Good ("Certificate"), Comcast shall employ a Regulatory Affairs Manager separate from the Regional Manager position whose responsibility shall include oversight of Comcast's compliance with Vermont statutes, rules, orders, and other regulations governing cable operators.

2. If Comcast enters or has entered into an agreement to lease, sell, or otherwise provide or share facilities or services in Vermont to, or with, any of its affiliates, the agreement shall be

1. As to the towns of Albany, Fletcher, and Franklin, see condition 68, below.

reduced to writing, including the date, and shall be made available to the Department of Public Service ("Department") and the Board upon request.

3. Comcast shall file tariffs and all individual customer agreements for its cable services with the Board to the extent required by Vermont law.

4. For the purpose of calculating the gross revenue tax under 30 V.S.A. § 22, Comcast shall use the following definition of gross revenues: all cash, credit, property of any kind or nature, or other consideration received directly or indirectly by Comcast derived from the operation of its cable systems in Vermont including, but not limited to, monthly fees charged to subscribers for basic service; monthly fees charged to subscribers for any optional service; pay television fees; pay-per-view fees, premium-service fees, monthly fees charged to subscribers for any tier of service other than basic service; installation, disconnection and reconnection fees; late fees charged to subscribers; leased-channel fees; fees, payments, or other consideration received from programmers; fees, payments, or other consideration received from third parties for lease of space on either fiber or coaxial cable; converter rentals or sales; studio rental, production equipment and personnel fees; advertising revenues; and revenues from home shopping networks and revenues from Internet access service until such time that a gross revenue tax is paid on such revenues as telecommunications services.

5. For purposes of calculating funding for Public, Educational, and Governmental ("PEG") access in the absence of an agreement otherwise, Comcast shall use the definition of gross revenues in the preceding paragraph except that Internet-access service revenues shall be excluded from the calculation unless and until Congress, the Federal Communications Commission, or a court of competent jurisdiction or governmental agency of competent jurisdiction issues a final ruling or order, not subject to appeal, that such revenues shall be included in such a calculation of gross cable-service revenues.

6. Comcast shall not itemize on subscriber bills the Vermont gross revenue tax, imposed on Comcast pursuant to 30 V.S.A. § 22, unless Vermont law allows such itemization.

7. Comcast shall fund a statewide cable advisory board which shall be self governing and independent of Comcast to provide public input on community needs and to serve as a vehicle

for two-way communication with the Company. At least annually, Comcast shall request to meet with the statewide advisory board.

8. At least once every two years, Comcast's senior Vermont management shall invite city and town government officials in the certificated towns for the purpose of exchanging information about community needs and the Company's plans. If there is a PEG Access Management Organization ("AMO") or AMOs serving the former North Country system, the AMO or AMOs shall also be invited to these meetings. Such meetings may be held under the auspices of a regional planning commission or other appropriate regional entity. The Company shall submit summaries of these meetings, including the recommendations made by participants and the Company's response, to participants, the Board, and the Department.

9. Comcast shall at all times provide a reasonable quality of service, having regard to Federal Communications Commission minimum service standards, available technology, subscriber interest, and costs. Comcast shall at all times offer a reasonably broad range of programming, having regard to available technology, subscriber interest, the revenues and potential revenues of the systems, and costs. The Board shall, to the extent permitted by law, retain jurisdiction to prescribe broad categories of programming.

10. Prices for services not subject to rate regulation shall at all times be reasonable, having regard to the costs of providing such services.

11. If Comcast does business in the State of Vermont under any name other than the name in use on the date of the Order in this Docket, it shall file a notice of the new tradename, along with a copy of its Vermont Secretary of State's Tradename Certificate, with the Clerk of the Public Service Board and the Department thirty (30) days prior to doing so.² At the time of filing its Annual Report pursuant to 30 V.S.A. § 22, Comcast shall also file with the Board the following:

- (1) a copy of Comcast's PEG Access Report under PSB Rule 8.419 (formerly referred to as a PEG Access Plan) and a description of its access facilities and services and the use thereof during the preceding calendar year or annual period;

2. For a corporate name change, see 11 V.S.A. § 4.01 and 30 V.S.A. § 231. Petitioner may wish to contact the Clerk of the Board for assistance.

(2) subject to Paragraph 42 of this Certificate, a report of all written consumer complaints and notations regarding oral and telephone complaints received during the preceding calendar year or annual period;

(3) a map sufficiently outlining the service territory and describing its existing plant and any extensions and replacements planned for commencement or completion within one calendar year from the close of the preceding calendar year or annual period, and a separate map identifying the fiber runs and node locations supporting the current service areas, which shall be maintained as confidential and proprietary;

(4) a listing of services, the rates charged for each service as of the date of the filing of the report, a statement of any changes in any such rates from the preceding calendar year or period and a statement of the revenue derived from each service during such calendar year or annual period;

(5) a statement of significant changes to be implemented during the current calendar year or annual period in Comcast's business structure, operating procedures and services to be offered;

(6) a balance sheet, an income statement, a statement of changes in financial condition and a statement of assets used and useful for the provision of service in Vermont, all as of the close of the preceding calendar year or annual period;

(7) a current copy of the complete corporate System of Accounts applied to operations in Vermont, if different from that previously filed;

(8) house-count surveys of all unserved areas of the franchised territory, both at the ends-of-lines and unserved interior areas, and a construction budget providing for construction of all areas identified as meeting Comcast's tariffed criteria for line extensions without a contribution-in-aid-of-construction; and

(9) the annual calculation of the Minimum Qualifying Density ("H") for the purpose of Comcast's line-extension policy in accordance with the formula set forth in the Order in Docket 6101.

12. Comcast shall at all times comply with Vermont law and all applicable regulations, as they may be amended from time to time.

13. Comcast shall comply with all regulations of the Federal Communications Commission, including the regulations governing commercial leased access. Compliance with the commercial leased-access rules requires Comcast to provide non-discriminatory access to its facilities to all video programmers qualified by the leased-access regulations to such access.

14. This Certificate shall expire eleven (11) years from the date of this Certificate.

15. This Certificate shall be subject to revocation upon good cause, including a substantial

or continuous failure to abide by its material terms.

16. This Certificate may not be transferred without the consent of the Public Service Board.

PEG Access

17. Comcast shall designate channel capacity for noncommercial community programming and provide support for PEG access pursuant to PSB Rule 8.400 et seq. The channel(s) may not be used to cablecast programs for profit, political or commercial fundraising in any fashion. Unused capacity may be utilized by the Company. In the event the PEG access user elects not to fully program its channel(s), the Company may reclaim unused time on those channels.

18. Comcast shall work with local community leaders, school officials and the current producers of community programming to develop a plan to meet the cable-related community access needs of the former North Country system. Such plan shall take into consideration the rebuild and upgrade of the system and the community's desire to maintain locally-produced community programming and shall comply with PSB Rule 8.400. Until a final agreement and plan is implemented, and to the extent practicable during construction, rebuild and upgrade work, Comcast will continue to support the local community programming in the manner in which it has been provided by North Country.

19. Comcast shall not be obligated to administer access services. Comcast shall submit a preliminary plan outlining the dedication of PEG facilities, such as channel capacity, studio feeds and remote origination sites within 90 days of completing the engineering design of the System rebuild and upgrade, and for the organization of an AMO to administer the PEG access services. Comcast shall provide quarterly updates to the Board, Department, local Select Boards, and school Superintendents until the plan is finalized. Comcast shall file with the Board, Department, local Select Boards, and school Superintendents a copy of the final plan within 30 days of execution.

20. If the Board has designated an entity to act as a statewide PEG AMO, Comcast shall upon request of the AMO provide as minimum support for the statewide PEG network the capability of transmitting signals from the statewide network to any PEG forward channel and transmitting to the statewide network signals originating on any PEG reverse channel on the

cable system. Such a request by the AMO for statewide PEG network capability is to be made at least one year prior to activation of the statewide channel on a Comcast system. Additionally, Comcast is not obligated to pay for statewide PEG programming content in addition to its PEG access obligations.

21. Comcast shall file with the Board and Department copies of any PEG access agreements, and any amendments thereto, within 30 days of execution.

22. Comcast must work with the relevant AMO prior to any PEG-access-channel reassignment and shall pay the access entity's reasonable costs of such reassignment. Comcast shall not reassign a PEG access channel without advance warning and consultation with the AMO.

23. Comcast shall provide fiber-optic or coaxial-cable drops, capable of two-way service and remote origination service, upon request, to every school, library, and PEG-access studio, and to at least one municipal building in every municipality in which it is obligated to provide cable service, upon request of the school, library, PEG entity or municipality. Comcast may provide the two-way service through a drop that is separate from any drop used to provide cable-television service or high-speed Internet access service to that entity. Comcast shall provide and activate each requested drop within 6 months of receiving a request from the respective school, library, AMO, or municipality, provided, however, that Comcast is able to obtain all necessary approvals and permits pursuant to Rule 3.700. This condition does not require Comcast to provide drops to buildings that are neither passed by nor located within 500 feet of cable plant unless an entity is willing to reimburse Comcast for the incremental cost of the non-standard installation. Comcast shall provide basic cable service at each coaxial drop and shall provide standard installation at no charge. Upon request, Comcast shall provide an entity described in this paragraph with a non-standard installation, provided the entity pays the difference in cost between the standard and non-standard installation.

24. At a minimum Comcast must provide the following PEG access outreach:

- (1) fund semi-annual, quarter-page advertising in local newspapers promoting PEG access programming and functions and assist AMOs in placing their channel programming in a local newspaper's television listing grid where such a listing is feasible;

(2) provide on-screen advertising and promotion of the PEG access channel programming and facilities; provide at least 1 gigabyte of space on the Company's server for each PEG access channel for purposes including, but not limited to, posting program listings, information about scheduling the use of the studio production facilities, post-production editing facilities, training, and scheduling time slots for airing programs on the public access channels; and links to local PEG access web sites related to programs on the channel; and

(3) allow PEG access groups to access Comcast's electronic programming guide and pay the fee so that the groups can have their schedules listed on that channel.

25. Comcast shall respond to reasonable requests by AMOs to communicate with Comcast's subscribers. Any direct costs incurred by the Company due to such communications that are over and above those normally incurred by the Company shall be borne by the requesting AMO.

26. Comcast and AMO shall reevaluate the digital equipment needs or other PEG access related cable system improvements at least twice during the term of this Certificate. Comcast shall provide additional capital funding for each such re-evaluation or upgrade based upon the criteria of Rule 8.405. If an agreement cannot be reached, the Board will exercise its authority under 30 V.S.A. § 509(a) or Rule 8.405(e) and open an investigation to consider the necessity and amount of the interim upgrade payments.

27. Comcast shall provide AMOs the ability to originate as many simultaneous live PEG programs on any part of its system as there are forward PEG channels on that part of the system. Comcast shall not be obligated to originate any quantity of simultaneous, system-wide broadcasts that exceeds the number of forward PEG channels activated in that part of the system with the smallest quantity of activated forward PEG channels.

28. Comcast shall create and maintain a plan for reasonable public access in accordance with Rule 8.401 and Rule 8.419. The Company shall keep a current PEG Access Report on file with the Board.

29. Board Rule 8.400 shall apply to Comcast, to any AMO with which Comcast may designate and contract, and to any organizations that seek Comcast's designation as an AMO. Comcast shall comply with Rule 8.400 as may be amended from time to time. Total operating funding within each system served by one or more AMOs shall not exceed 5% of the Company's annual gross revenues earned in that system. Unpaid balances owed by the Company shall earn interest at the legal rate (see 9 V.S.A. § 41a), commencing the day after the due date.

30. Comcast shall maintain PEG Policies and Procedures that ensure adequate and prompt resolution of technical and administrative matters that arise between Comcast and the AMO. Until and unless revised by Comcast in collaboration with its designated AMOs, Comcast will adopt Adelphia's PEG Policies and Procedures which include:

- (1) identification of the types of matters that have arisen in the past between the AMOs and Adelphia and which are likely to arise in the future, and the urgency demanded by the respective matters;
- (2) designation of an appropriate system-level or state-level Company liaison for each type of matter, on a system-by-system basis when necessary;
- (3) delineation of the responsibilities and authority of the designated Company liaison, including how that individual will be trained to handle the individual's role and time frames for response;
- (4) a mechanism for escalation of matters which have not been satisfactorily resolved by the liaison; and
- (5) a periodic review process for the AMOs and Comcast to jointly review the effectiveness of the procedures at least semi-annually.

31. At least annually, a Comcast representative shall meet with each AMO's governing board. The Comcast representative must have sufficient authority to be able to make binding promises on behalf of the Company.

32. At least annually, Comcast shall request to meet with the statewide advisory board constituted under Paragraph 7, above.

33. Comcast shall, on an annual basis, inform every municipality, school, library, and AMO in every system subject to this Certificate of the opportunity to have two-way capable drops placed at the locations described in Paragraph 22, above, and offer to meet to: (1) determine each entity's need for two-way capable drops; (2) in the case of municipalities, discuss the location(s) of such drop feed points within each municipality; and (3) negotiate the specific arrangements necessary for installation and maintenance of such drops. If requested by the qualifying entity, at least one two-way capable drop shall be installed at that entity's premises as soon as practicable, but not more than 6 months after receiving a request from the respective school, library, AMO, or municipality, provided, however, that Comcast is able to obtain all necessary approvals and permits pursuant to Rule 3.700. Comcast's obligation to install a two-way capable drop in response to a request from an eligible entity shall be ongoing. Comcast shall

submit with its Annual Report to the Board and the Department a status report of the installation of two-way capable drops, including the status of negotiations with the municipalities, schools, libraries, and AMOs with respect to such installation.

34. Upon request of an AMO, Comcast shall provide the AMO an in-house ability to control upstream signals from each remote origination site within the AMO's service territory.

35. Comcast shall provide 1 gigabyte of internet storage space to each designated AMO.

Line Extensions

36. Prior to April 15, 2008, Comcast shall assume and abide by North Country's line extension policy, including its CIAC policy, in effect as of December 31, 2007. Beginning April 15, 2008, line extensions shall be built without customer contribution in accordance with Comcast's annual calculation of the Qualifying Density ("H"), which determines the average density of equivalent year-round residential and business units passed per mile, starting at the nearest end of the existing trunk or distribution system, for the next calendar year. Thus both previously identified extensions and newly identified extensions are to be built.

37. For the purposes of determining whether a line extension should be built without a customer contribution:

- (1) Comcast shall count a dwelling as a year-round residential unit if the subscriber is paying for year-round service, regardless of the period of actual occupancy;
- (2) Comcast shall count a subscriber as verified if the subscriber has entered into a two-year contract for year-round service;
- (3) Comcast shall count seasonal dwellings as one-third of a year-round residential unit unless there is credible evidence that a higher or lower percentage should be used;
- (4) Comcast shall count seasonal subscribers that enter into two-year contracts on a pro-rata basis;
- (5) when counting residential units for the purpose of implementing its line-extension policy, Comcast shall count all dwellings within 500 feet of the proposed extension (customers may be charged for the costs of providing a service connection that exceeds the cost of a standard 300-foot drop);
- (6) when counting businesses for the purpose of implementing its line-extension policy, Comcast shall count each business if any part of the structure or structures

that comprise the business is within 500 feet of the proposed extension (customers may be charged for the costs of providing a service connection that exceeds the cost of a standard 300-foot drop);

(7) when counting business units for the purpose of implementing its line-extension policy, Comcast shall count each establishment as one-ninth in order to account for what would typically be expected to purchase cable service as one year-round unit;

(8) Comcast shall count multiple-unit business establishments such as hospitals, homes for the elderly and nursing homes, as a subscriber per unit if the occupants of the units can subscribe as individuals; the pro-rata scheme described in the April 28, 2000, Order of the Board in Docket 6101 should be employed if the subscribers are seasonal;

(9) in multiple-unit business establishments such as hospitals, homes for the elderly, nursing homes, hotels, motels and other lodging establishments where the occupants of the units cannot subscribe as individuals but where there is cable service to a number of the units, Comcast shall count the units in a manner similar to seasonal residential dwellings, with the ratio of units to equivalent year-round dwellings equal to the ratio of the unit rate to the basic service rate, plus one year-round subscriber for the business as a whole;

(10) in counting residential units and businesses for the purpose of implementing its line-extension policy, Comcast shall not count that part of the house drop (the facilities located between the dwelling and Comcast's distribution facilities generally located in the road right-of-way) constructed with coaxial cable as part of the line extension;

(11) homes with satellite service/dishes should be counted as 1/3 unless modified by the Board in accordance with this Condition (the workpapers filed with the results of the annual house-count survey shall be made to make the effect of the discount for satellite dishes identifiable); and

38. Comcast shall respond in writing within ten days to any information request from the Department or the Board concerning the status of line-extension plans or construction progress.

39. Comcast shall maintain and file annually a calculation of the cable service penetration rate for newly-built service areas where houses with satellite dishes have been counted as one-third of a house. Comcast or the Department may propose to adjust, and the Board, without amendment of this Certificate, may adjust or accept a proposal to adjust the equivalence factor applicable to homes with satellite dishes if the factor in the preceding Condition does not reflect Comcast's actual service penetration rate for recent line extensions.

40. As required by PSB Rule 8.313, Comcast shall perform and report annual unserved area house count surveys and shall prepare a schedule of street and road locations determined by the house count surveys to qualify for construction without contribution-in-aid-of-construction. The survey and schedule shall be filed as a component of, and concurrent with, Comcast's Annual Report to the Department. For purposes of the former North Country system, the 2008 Annual Report, to be filed April 15, 2009, will contain the first house count survey for Enosburg, Richford, Montgomery, Fairfield, and Berkshire.

41. Comcast shall provide quarterly reports to the Department on each line extension, providing the location of the extension, its length, the date the extension was determined as qualifying via a house count survey, the date pole applications for the extension were filed with the pole-owning utilities, the proposed and actual date for the engineering rideout, the date the make-ready report was received from the pole-owning utilities, the estimated and actual cost of the make-ready work, the estimated and actual date for completion of the make-ready work, the proposed and actual date construction of the extension commenced and the date the extension was completed.

42. All house count surveys to be filed with the Department shall be performed in accordance with the electronic house count procedures as required by Condition No. 37 to the Certificate of Public Good issued to Comcast in Docket No. 7077.

43. Beginning April 15, 2008, Comcast shall annually calculate Minimum Qualifying Density for the purpose of the Company's line-extension policy and shall report that calculation in its Annual Report to the Department. The calculation shall be performed using homes-passed, penetration, and revenue data from the Annual Report to the Department, as provided in the Docket 6101 Order. The calculation shall be performed using Comcast's average construction cost per mile for qualifying line extensions during the prior year as the assumed construction cost per mile. Comcast may use current data for all other parameters in the formula, including the carrying charge factor. To the extent possible, all elements of the formula should be based on the same time period. If audited financial statements are not available, Comcast shall use unaudited numbers. The recalculation of the Minimum Qualifying Density shall be subject to review by the Board.

Customer Service and Subscriber Notices

44. Comcast shall adhere to the customer service standards contained in 47 C.F.R. § 76.309.³ The Company must monitor its customer service performance in relation to all FCC and Board customer service standards on a monthly basis. Comcast shall maintain a service quality plan, developed in collaboration with the Department of Public Service, to ensure effective monitoring and adherence to state and federal standards.

45. Comcast may track and report customer service performance for the former North Country systems separately from its other Vermont systems until the product conversion and billing integration is complete. The first full quarter following the integration of the North Country system and conversion, the Company shall provide an integrated customer service performance report.

46. Quarterly, the Company must submit these data to the Department and the Board. Where quarterly performance falls more than 10 percent below any standard, or where performance does not meet any standard for two consecutive quarters, the Company must submit a corrective action plan within 30 days of the end of the reporting quarter indicating how it will regain the failed standards.

47. Should consumer complaints to the Department concerning Comcast exceed a rate of 2.5 escalations per 1000 customers, Comcast must track and analyze consumer complaints in a manner that will enable their periodic analysis. ("Escalation" is a complaint to the Consumer Affairs and Public Information Division of the Department ("CAPI") in which, following investigation, CAPI staff determines reasonably there is something the Company could and should have done differently prior to the consumer having to contact the Department for assistance.) Specifically, the Company must work with the Department to develop a complaint-tracking protocol that defines what is considered a complaint to the Company and complaint categories to be tracked. The system should permit customer-service and sales representatives to capture written, telephonic, e-mail, and face-to-face complaints and to allow easy tabulation and analysis of those complaints by system and topic. If this provision is triggered, on an annual

3. All references to sections of 47 C.F.R. are intended to refer to those sections as they shall be amended from time to time.

basis, the Company must submit a report to the Department and the Board indicating the number and nature of complaints received, how they were analyzed by the Company, what systemic issues were identified, and what responses were implemented to address those systemic issues. Measurement of the consumer-complaint rate to determine whether this provision is triggered shall be calculated on a calendar year basis. If this provision is triggered, the requirements of this provision will continue for the subsequent three years.

48. Comcast must respond to written inquiries from the Department regarding consumer complaints within 14 days commencing upon receipt by Comcast of the Department's written notification of a complaint. Written notification includes notification by electronic mail, facsimile, hand-delivery or U.S. mail. In any case in which the Company is unable to respond fully within seven days, by providing all information necessary to resolve the complaint, it must provide notice to the Department before the elapse of the initial 14 days that an extension of time is required. In no case may the total response time, including the initial 14 days and any extension, exceed 28 days. Although the initial transmittal of the complaint must be in writing, the Department and the Company are permitted to discuss the complaints in person or by telephone. In instances of an urgent matter as determined by the Department, such as imminent loss of service, Comcast shall provide, to the extent possible, expedited responses to the Department.

49. Comcast shall annually cause to be mailed to each of its subscribers a notice, in the form previously approved by the Board, that: (1) states that the Board and the Department desire to hear the views of subscribers regarding the quality of services provided by the Company and as to the reasonableness of the terms upon which such services are provided; (2) informs the subscribers how they may communicate their views to the Board, to the Department and to the Company; and (3) provides the notices required by Board Rule 8.431 and 47 C.F.R. § 76.1602(b)–(c).

50. On or before January 30 of each year, Comcast shall certify to the Board, under oath, that it has distributed the notice during the previous calendar year.

51. Comcast shall annually notify all subscribers of the complaint and appeal procedure for complaints against any PEG access entity and complaints against the Company itself.

52. If Comcast decides to raise rates more than once in any calendar year, Comcast shall include with its rate-change notice to the Board, and provide a copy to the Department of, a written explanation of the circumstances or other reasons that necessitate Comcast's need to increase its rates.

53. Comcast shall provide outage credit and/or refunds to customers without the necessity of the customer contacting Comcast in those instances in which Comcast knows an outage has occurred and has affected a particular system or portion of a system. Comcast's outage-credit policies and practices shall at all times be consistent with PSB Rule 8.343.

54. Comcast shall treat all written complaints from subscribers in accordance with 47 C.F.R. § 76.1619(b) and PSB Rule 8.345. Comcast shall not limit such responses to those complaints that cannot be resolved by a customer-service representative.

55. Comcast shall ensure that all customer notices are in plain English, at no greater than a sixth-grade reading level, and that type sizes and layouts are sufficient to render the notices readable to the average consumer. The Flesch-Kincaid Reading Level test, or equivalent instrument that may widely supersede it, shall be used to determine compliance with the grade-level requirement.

56. Comcast shall provide customers at the time of any service order with a clear and understandable description of the terms, conditions, rates, and charges for all requested services and appropriate alternatives, which shall include the least-cost alternatives to the requested service. The Company shall disclose, at a minimum, any non-recurring charges, such as for installation, the recurring charges for services, any charges that apply to a change in service or periods in which such charges are waived and information about equipment, policies and procedures.

57. Comcast shall list the toll-free telephone number of the Department of Public Service on its bills and in the "complaint procedures" section of its annual notices along with the following language: "You should first try to resolve any complaint or dispute directly with Comcast. If you remain unsatisfied by Comcast's response, you may request assistance from the Vermont Department of Public Service Consumer Hotline by calling 1-800-622-4496."

58. Comcast shall ensure that its "complaint procedure" and any other relevant sections of the annual notice provided to consumers in compliance with 47 C.F.R. § 76.102(b) identifies the "Vermont Public Service Board" as the local franchising authority for all Vermont systems. At no time shall Comcast represent to customers, either in writing or orally, that the municipalities are the local-franchising authorities in Vermont.

59. Comcast shall at all times ensure that its annual customer notice is specific and detailed with respect to Vermont policies and procedures and that all contents are consistent with the Company's Vermont tariff.

60. Comcast shall provide all customers at the time of installation with a clear, written notice complying with 47 C.F.R. § 76.1618 that the basic tier of service is available, its cost per month and a list of all services included in the basic tier.

61. Comcast shall ensure compliance with 47 C.F.R. § 76.309(c)(3), which requires that refund checks due to customers shall be issued no later than (a) the earlier of the next billing cycle following resolution of the request or 30 days, or (b) the return of equipment supplied by the operator if service is terminated.

Institutional Networks

62. Comcast, or its duly designated agent, shall develop and submit a proposal within the time provided in a request for proposal ("RFP"), or if no time is specified then within 90 days, in response to any qualified RFP issued by a state or local government agency, educational institution (accredited elementary schools, secondary schools, colleges and universities and libraries open to the general public) or educational or governmental access entity ("institutions") seeking an institutional network for voice, video or data within its franchised area. An RFP should permit a minimum of 90 days for response and shall be deemed qualified if it contains the following information: the specific locations to be linked (which may include interconnection points with other cable systems or telecommunications providers to be determined later); the desired transmission capacity or amount of dark optical fiber; and a description of the desired applications to be operated over the institutional network. Comcast, or its duly authorized agent, shall not be required to construct dedicated facilities for institutional networks, where facilities

shared with other services and networks meet the requirements of the institutions. Fulfillment of an RFP involving dark fiber shall not require interconnection of that dark fiber with Comcast's hybrid fiber coaxial grid or with any of the Company's headends, nor shall the institution or the users have access to or rights in those headends. It is understood that Comcast will, at most, lease dark fiber but not sell it. It is understood that Comcast may decline to fulfill an RFP requiring dark fiber if the necessary labor and/or material is unavailable or is not available on customary and satisfactory terms.

63. Comcast's obligation with respect to Paragraph 62, above, will be waived in the event, and only to the extent, that Comcast can not comply due to events beyond its control such as Force Majeure events as described in this paragraph. Comcast shall diligently perform its obligations under this subparagraph, but conditions may arise that prevent or delay its performance because of causes beyond Comcast's reasonable control including, without limiting the generality of the foregoing, flood, earthquake, hurricane, ice storm, blizzard, fire, explosion, war, riot, civil disturbance, labor disturbance, strike, sabotage, and restraint by court that, by exercise of due diligence and foresight, Comcast could not have been expected to avoid. If Comcast is rendered unable to fulfill any obligations by reason of such causes, it shall be excused from performing for the time and to the extent it is prevented or delayed from so doing, but shall exercise due diligence to correct such inability with all reasonable dispatch.

64. Comcast's, or its duly designated agent's, response to a qualified RFP shall include the terms and conditions, including but not limited to rates, tolls or charges, under which it would make available the institutional network to the requesting entity. Charges for institutional networks shall not exceed Comcast's, or its duly authorized agent's, fully-allocated costs, including a rate of return of 11.25%, to provide the network.

65. Comcast, or its duly designated agent, shall not charge institutions for construction or extension of facilities used for institutional networks that are required to meet other obligations under its Certificate or provide services to other customers, either directly or through an affiliate. Comcast, or its duly authorized agent, may charge institutions a proportional share of line extensions not otherwise required that will be used for institutional networks but may also be used to serve cable customers.

66. If Comcast submits a proposal in response to an RFP for an institutional network in accordance with Paragraph 62 above, and said proposal is accepted by the requesting entity, then Comcast shall be obligated to provide service on the terms of the RFP or pursuant to the contract with the entity.

67. Comcast, or its duly designated agent, shall respond 24 hours a day, 7 days per week to outages or degradation of service below contracted service for institutional networks. If a reported problem with an institutional network cannot be corrected immediately, Comcast staff, or its duly designated agent's staff, shall promptly explain the status to the institution in person or via phone and provide the approximate time in which the problem will be resolved. A Comcast representative, or its duly designated agent, will verify with the institution that services are working either in person or via telephone before the trouble call is closed out. Comcast, or its duly authorized agent, shall provide institutions to which it provides institutional networks with a local manager to whom the institution can escalate unresolved problems.

Miscellaneous

68. With respect to the towns of Albany, Fletcher, and Franklin the following terms apply:

- (a) Construction into the above-named towns by Comcast shall be required only when such construction is in accordance with its line extension tariff.
- (b) In no event shall Comcast be required to overbuild any existing cable television system.

69. Subject to applicable law, including statutes governing or rules and regulations promulgated by the Federal Communications Commission, Comcast shall respond to and negotiate with any digital-broadcast service broadcasting in Vermont, including but not limited to any service that provides High Definition TV or Standard Definition TV multicast services, commercially-reasonable terms for the carriage of such services on Comcast's system. This condition requires Comcast to use its best efforts to reach agreement on such terms but does not require that Comcast reach agreement for such carriage.

70. Comcast shall upgrade the former North Country System to 750 MHz bandwidth or more within two years of closing the acquisition in order to offer advanced video services

equivalent in scope and features to the service it offers in its Williston, Vermont, system.

Comcast shall report to the Board and Department the completion date of any such upgrade, or shall report within two years of closing the acquisition. Comcast shall semi-annually file reports with the Board and Department summarizing the progress made and work remaining on the upgrade and integration of the North Country system.

71. Comcast shall provide each AMO and each school, public library, and municipality within its service area with a cable modem and Internet access at no charge. The Internet service provided to an AMO's base production facility shall be commercial-class service.

72. Comcast shall provide the Board, the Department, affected municipalities, and affected AMOs with complete descriptions of all rebuilds and upgrades at least 90 days prior to the commencement of construction, and in all cases sufficiently in advance to allow time for meaningful comments and possible integration of those comments into the construction project.

73. Comcast shall provide a channel with a reasonable amount of Vermont-related programming on its Vermont systems.

74. At least annually, Comcast must report to the Board and the Department on services that are being provided to customers of Comcast systems in the New England region but that are not available to Vermont customers. If some services are available to one-half or more of Comcast's non-Vermont customers in the New England region that are not offered in Vermont, the Department may petition the Board to require Comcast to either justify the disparity or make those services available here.

75. Comcast shall discuss major changes in the delivery of customer service and other aspects of operations, such as installation and repair and system architecture, with the Board and Department prior to finalizing plans and in sufficient time for meaningful input from regulators. Comcast shall inform the Board and Department in writing of major changes in the delivery of customer service and other aspects of operations at least 30 days prior to implementation.

76. Comcast may petition the Federal Communications Commission within 90 days of receiving a Certificate of Public Good, for effective competition status.

Dated at Montpelier, Vermont, this 21st day of March, 2008.

s/ James Volz)

) PUBLIC SERVICE

s/ David C. Coen)

) BOARD

s/ John D. Burke)

) OF VERMONT

OFFICE OF THE CLERK

FILED: March 21, 2008

ATTEST: s/ Susan M. Hudson

Clerk of the Board

NOTICE TO READERS: This decision is subject to revision of technical errors. Readers are requested to notify the Clerk of the Board (by e-mail, telephone, or in writing) of any apparent errors, in order that any necessary corrections may be made. (E-mail address: psb.clerk@state.vt.us)