

STATE OF VERMONT
PUBLIC UTILITY COMMISSION

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)

Case No. _____

JOINT PETITION

This is a joint petition filed by Southern Vermont Cable Company ("SVCC"), a Vermont corporation, and Comcast of Connecticut/Georgia/Massachusetts/New Hampshire/New York/North Carolina/Virginia/Vermont, LLC, d/b/a Comcast ("Comcast"), a Delaware limited liability company. These companies make the following representations:

Representations of SVCC:

1. SVCC owns and operates a cable television system in Windham County, Vermont, serving approximately 2,450 subscribers in the Towns of Dummerston, Jamaica, Newfane, Putney, and Townshend, Vermont;
2. SVCC is the authorized operator of this system under the Certificate of Public Good ("CPG") issued in Docket No. 7633 (see Exhibit PET-1);
3. SVCC is also 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;
4. SVCC has accepted a proposal submitted by Comcast under which SVCC will sell substantially all the assets used by it to operate its cable television system in Vermont to Comcast, subject (among other conditions) to obtaining approvals required therefor;
5. Under Vermont law, this sale of assets by SVCC requires a finding by the Vermont Public Utility Commission ("Commission") that the sale will promote the general good of the state and its consent thereto under 30 V.S.A. §§ 109 and under SVCC's CPG;
6. The sale of SVCC's assets to Comcast will promote the general good of the state because it will help make available the full suite of services offered by Comcast, including Xfinity TV, Xfinity Internet, Xfinity xFi, and Xfinity Voice, and will ensure the continued operation and modernization of the system currently owned and operated by SVCC;
7. After the consummation of Comcast's acquisition of SVCC's cable television system, SVCC will cease to own and operate cable television systems in Vermont, and, therefore, SVCC 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, its finding that such abandonment will be consistent with the public interest and its revocation of SVCC's CPG; and

8. For the reasons stated in Paragraph 6, and as discussed in the prefiled testimony of Ernest Scialabba and Daniel Glanville, such abandonment will be consistent with the public interest.

Representations of Comcast:

1. Under the Certificate of Public Good issued by the Commission on January 13, 2017 and amended on September 27, 2019 in Docket No. 8301, Comcast is authorized to operate cable television systems in 197 designated cities, towns, and gores, of which 154 have active cable plant, including five communities in Windham County (see Exhibit PET-2);

2. Although contiguous to certain franchised towns, Comcast does not have a CPG for the Towns of Dover, Newfane, Putney, and Townshend;

3. Comcast submitted a proposal to acquire the cable television system owned and operated by SVCC for purposes of acquiring substantially all the assets owned by SVCC in Vermont;

4. Such acquisition will result in Comcast owning and operating a cable television system in four municipalities for which Comcast does not have a CPG, which requires that the Commission find that Comcast meets the criteria therefor under 30 V.S.A. § 504 and Commission Rule 8.214, find further that such ownership and operation will promote the public good and issue a CPG to that effect;

5. As (i) the sale of substantially all of the assets of SVCC will transfer ownership of SVCC assets to Comcast, (ii) Comcast commits to own and operate these assets initially in accordance with all of SVCC's existing CPG conditions, and following the integration of the

SVCC cable television system with Comcast's other cable television systems in Vermont, in accordance with terms and conditions substantially similar to the CPG conditions governing Comcast's ownership and operation of other Vermont cable television systems, and (iii) Comcast is an experienced, financially-strong operator of cable television systems in Vermont and the United States, the transactions described in this joint petition will increase the resources available to, and thereby help to ensure the continued operation of the cable television system now owned and operated by, SVCC in Vermont and, therefore, promote the general good of the state; and

6. 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.

Under Commission Rule 8.212, notice of this petition has been served upon the Clerk of the affected municipalities for the Towns of Brattleboro, Brookline, Dover, Dummerston, Jamaica, Marlboro, Newfane, Putney, Townshend, Wardsboro, and Westminster; the Superintendents of the school systems in each such municipality; and the Clerk of each municipality adjacent to such municipalities.

In support of the joint petition, SVCC and Comcast prefile the testimony of Mr. Ernest Scialabba and Mr. Daniel Glanville along with the Application for a Cable Television Certificate of Public Good required by Commission Rule 8.212 and other supporting exhibits. SVCC and Comcast request that the Commission:

a. Appoint a Hearing Officer to take evidence, make procedural rulings and prepare a Proposal for Decision for the Commission;

b. Promptly schedule a Scheduling Conference to rule on any requests to intervene, the scope of this proceeding and the schedule therefor; and

c. Issue an Order:

i. Finding that the sale of substantially all the assets of SVCC to Comcast will promote the general good of the state and consenting to the sale of such assets to Comcast under 30 V.S.A. § 109;

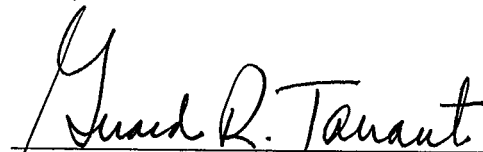
ii. Finding that abandonment of cable television service by SVCC will be consistent with the public interest and revoking SVCC's CPG; and

iii. Finding that Comcast meets the criteria established by 30 V.S.A. § 504 and Commission Rule 8.214 to issue a CPG to own and operate a cable television system in Vermont and issuing a CPG to that effect under 30 V.S.A. §§ 503 and 504.

Dated at Montpelier, Vermont, December 11, 2019.

COMCAST OF CONNECTICUT/GEORGIA/
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