STATE OF SOUTH CAROLINA)
)
(Caption of Case))

IN THE MATTER OF THE JOINT APPLICATION OF CIMCO COMMUNICATIONS, INC. AND COMCAST PHONE OF SOUTH CAROLINA, INC. FOR APPROVAL OF THE TRANSFER OF ASSETS AND CUSTOMER BASE)

BEFORE THE PUBLIC SERVICE COMMISSION OF SOUTH CAROLINA

COVER SHEET

DOCKET NUMBER: 2009 - 417 - C

(Please type or print)
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DOCKETING INFORMATION (Check all that apply)

☐ **Emergency Relief demanded in petition**

☒ **Request for item to be placed on Commission's Agenda expeditiously**

☐ **Other:**

INDUSTRY (Check one)	NATURE OF ACTION (Check all that apply)		
☐ Electric	☐ Affidavit	☐ Letter	☐ Request
☐ Electric/Gas	☐ Agreement	☐ Memorandum	☐ Request for Certification
☐ Electric/Telecommunications	☐ Answer	☐ Motion	☐ Request for Investigation
☐ Electric/Water	☐ Appellate Review	☐ Objection	☐ Resale Agreement
☐ Electric/Water/Telecom.	☐ Application	☐ Petition	☐ Resale Amendment
☐ Electric/Water/Sewer	☐ Brief	☐ Petition for Reconsideration	☐ Reservation Letter
☐ Gas	☐ Certificate	☐ Petition for Rulemaking	☐ Response
☐ Railroad	☐ Comments	☐ Petition for Rule to Show Cause	☐ Response to Discovery
☐ Sewer	☐ Complaint	☐ Petition to Intervene	☐ Return to Petition
☒ Telecommunications	☐ Consent Order	☐ Petition to Intervene Out of Time	☐ Stipulation
☐ Transportation	☐ Discovery	☒ Prefiled Testimony	☐ Subpoena
☐ Water	☐ Exhibit	☐ Promotion	☐ Tariff
☐ Water/Sewer	☐ Expedited Consideration	☐ Proposed Order	☐ Other:
☐ Administrative Matter	☐ Interconnection Agreement	☐ Protest	
☐ Other:	☐ Interconnection Amendment	☐ Publisher's Affidavit	
	☐ Late-Filed Exhibit	☐ Report	

Print Form Reset Form

ELLIS : LAWHORNE

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November 13, 2009

FILED ELECTRONICALLY
The Honorable Charles L.A. Terreni
Chief Clerk
South Carolina Public Service Commission
Post Office Drawer 11649
Columbia, South Carolina 29211

RE: Joint Application of CIMCO Communications, Inc. and Comcast Phone of South Carolina, Inc. for Approval of the Transfer of Assets and Customer Base
Docket No. 2009-417-C, ELS File No. 2096-11677

Dear Mr. Terreni:

Enclosed is the **Verified Testimony of Beth Choroser** filed on behalf of CIMCO Communications, Inc. ("CIMCO") and Comcast Phone of South Carolina, Inc. ("Comcast Phone") (together, "Applicants") in the above-referenced docket.

The return date in this Docket has passed without intervention. Applicants request expedited review of the application in this Docket. Accordingly, Applicants waive their right to a formal hearing in this matter. I have discussed this matter with counsel for the ORS, and I understand that the ORS does not object.

Please have this item listed on the agenda for next weekly Commission meeting, scheduled for November 19, 2009.

If you have any questions or need additional information, please do not hesitate to contact me.

Very truly yours,

John J. Pringle, Jr.

JJP/cr
cc: Shealy Boland Reibold, Esquire (via electronic mail service)
Brian Nixon, Esquire (via electronic mail service)
Enclosures

BEFORE THE PUBLIC SERVICE COMMISSION
OF THE STATE OF SOUTH CAROLINA

IN THE MATTER OF THE JOINT APPLICATION OF CIMCO COMMUNICATIONS, INC AND COMCAST PHONE OF SOUTH CAROLINA, INC. FOR APPROVAL OF THE TRANSFER OF ASSETS AND CUSTOMER BASE	)	DOCKET NO: 2009-417-C

1 **VERIFIED TESTIMONY OF BETH CHOROSER**

2 I, Beth Choroser, do hereby testify as follows in support of the Joint Application of
3 CIMCO Communications, Inc ("CIMCO") and Comcast Phone of South Carolina, Inc.
4 ("Comcast Phone") (together, "Applicants") filed with Public Service Commission of South
5 Carolina ("Commission") on October 6, 2009 for Approval of the Transfer of Assets and
6 Customer Base of CIMCO (the "Application").

7 **I. INTRODUCTION**

8 **Q: PLEASE STATE YOUR FULL NAME, BUSINESS ADDRESS AND POSITION.**

9 A: My name is Beth Choroser. My business address is One Comcast Center, 50th Floor,
10 Philadelphia, PA 19103. I am employed as Executive Director of Regulatory
11 Compliance for Comcast Cable Communications, LLC.

12 **Q: ON WHOSE BEHALF ARE YOU TESTIFYING?**

13 A: I am testifying on behalf of Comcast Phone.

14 **Q: PLEASE BRIEFLY DESCRIBE YOUR RESPONSIBILITIES FOR THE**
15 **APPLICANT.**

16 A: I am responsible for a wide variety of regulatory matters, including compliance with both
17 state and federal regulatory requirements.

1 **Q: PLEASE DESCRIBE YOUR BUSINESS EXPERIENCE AND EDUCATIONAL**
2 **BACKGROUND.**

3 A: I received a Bachelor of Arts degree from Pennsylvania State University and a Master of
4 Business Administration from Syracuse University. I have worked in various capacities
5 in both the communications industry and the electric utility industry. My experience
6 includes work in the areas of rates, billing, taxation, regulatory reporting, tariffs,
7 interconnection, numbering, and overall regulatory compliance. I have been with the
8 Comcast organization since 2000. From 2000 to 2003, I was the Manager of Regulatory
9 Compliance for the company's start-up commercial voice business, Comcast Business
10 Communications, LLC. I had responsibility for tariffs, billing compliance,
11 interconnection, regulatory reporting, end-user taxation, and surcharging. From 2003 to
12 the present, I have held positions of increasing responsibility in the company's voice
13 business, including promotion to my current position.

14 **Q: ARE ALL STATEMENTS IN THE APPLICATION TRUE, TO THE BEST OF**
15 **YOUR KNOWLEDGE, INFORMATION AND BELIEF?**

16 A: Yes.

17 **II. PURPOSE AND SUMMARY**

18 **Q: WHAT IS THE PURPOSE OF YOUR TESTIMONY IN THIS PROCEEDING?**

19 A: I submit this testimony on behalf of Comcast Phone to demonstrate that the Joint
20 Application for approval to transfer certain assets and customer base of CIMCO to
21 Comcast Phone meets appropriate regulatory criteria and is in the pubic interest.

22 **Q: PLEASE SUMMARIZE THE MAIN POINTS OF YOUR TESTIMONY.**

23 A: My testimony will address several major points:

- a description of the asset transfer transaction;
- a description of Comcast Phone's financial qualifications;
- a description of Comcast Phone's managerial and technical qualifications; and
- a demonstration that the asset transfer transaction is consistent with the public interest.

III. DESCRIPTION OF THE TRANSACTION

Q: PLEASE DESCRIBE THE PROPOSED TRANSACTION BETWEEN CIMCO AND COMCAST PHONE.

A: CIMCO and Comcast Phone and certain of its affiliates entered into an Asset Purchase Agreement as of September 16, 2009 whereby Comcast Phone will acquire the assets and customer accounts (including related data, databases, contracts and customer records needed to support the provision of telecommunications services to those customers) of CIMCO in the state of South Carolina (the "Transaction"). Additionally, Comcast Phone affiliates in other states will acquire CIMCO assets in those states. Comcast Phone intends to adopt the CIMCO tariffs currently on file with the Commission and will continue to serve customers under the same rates, terms and conditions set forth in those tariffs for the immediate future; therefore, except for the change of the actual entity providing the service, the Transaction will be seamless and transparent to the affected customers.

Q: PLEASE DESCRIBE HOW CUSTOMERS WILL BE NOTIFIED OF THE TRANSACTION.

A: Written notification of the proposed migration of these customers' service to Comcast Phone will be provided to CIMCO's customers at least thirty (30) days prior to the anticipated closing date pursuant to Section 64.1120(e) of the Federal Communications

Commission's ("FCC") rules, 47 C.F.R. § 64.1120(e). The customer notification will advise customers of the following: (1) the pending change of long distance service selection to Comcast Phone; (2) there will be no charges associated with their change to Comcast Phone as their long distance carrier; (3) their current service will be provided at the same rates, terms, and conditions as those currently charged by CIMCO; and (4) they have the option to select a different service provider if they prefer. The notification also includes customer inquiry numbers, for both Comcast Phone and CIMCO that customers may call for more information. A copy of the Customer Notification Comcast Phone plans to provide is appended to the Application as **Exhibit B**.

Q: FOLLOWING THE CLOSING OF THE TRANSACTION, WHAT ACTION ARE THE APPLICANTS REQUESTING THAT THE COMMISSION TAKE?

A: Following the Transaction, Comcast Phone will hold the CIMCO assets and assume CIMCO's telecommunications operations in South Carolina. Therefore, CIMCO requests that, upon notification from CIMCO that the Transaction is complete, the Commission cancel CIMCO's Certificate of Public Convenience and Necessity granted by Commission Order No. 97-1004 in Docket No. 97-252-C.

Q: ARE APPLICANTS SEEKING A WAIVER OF ANY ANTI-SLAMMING REGULATIONS OR COMMISSION ORDERS THAT MAY APPLY?

A: Yes. Applicants respectfully request, to the extent necessary, that the Commission grant a waiver of any applicable anti-slamming regulations that may possibly be violated by changing customers' telecommunications service provider without obtaining the affirmative consent from each individual customer prior to the transfer. The purpose of such a requirement, like the FCC's anti-slamming rule, is to prevent unauthorized

changes of the telecommunications service provider of a customer. However, in cases where there is a mass migration of customers, the FCC rule provides for a streamlined notification procedure because the public notice and comment procedure is sufficient to ensure that the public interest is protected; thereby, negating the necessity for individual authorizations. As provided above, CIMCO and Comcast Phone will provide notification of the Transaction pursuant to Section 64.1120(e) of the FCC's rules. Accordingly, waiver of any applicable anti-slamming regulations or Commission Orders in the instant case is in the public interest because the Commission's review of the Transaction will ensure that the public interest is protected and it will ensure a quick, easy, and seamless transfer of customers while avoiding unnecessary service disruption or slamming complaints.

IV. FINANCIAL QUALIFICATIONS

Q: PLEASE DESCRIBE THE CURRENT CORPORATE STRUCTURE OF COMCAST PHONE.

A. Comcast Phone is an indirect, wholly owned subsidiary of Comcast Corporation.

Q: PLEASE DESCRIBE COMCAST PHONE'S FINANCIAL QUALIFICATIONS

A: As I previously stated, Comcast Phone is an indirect, wholly owned subsidiary of Comcast Corporation. As such, Comcast Phone relies on the financial resources of its ultimate corporate parent, Comcast Corporation (NASDAQ: CMCSA, CMCSK) to fund its telecommunications operations within the State of South Carolina. As demonstrated by the Form 10-K of Comcast Corporation, filed with the Securities and Exchange Commission for the period ended December 31, 2008, and appended to the Application

as **Exhibit A**, Comcast Corporation has the requisite financial qualifications to support the operations of Comcast Phone within the State of South Carolina.

V. MANAGERIAL AND TECHNICAL QUALIFICATIONS

Q: PLEASE DESCRIBE COMCAST PHONE'S MANAGERIAL AND TECHNICAL QUALIFICATIONS.

A: Comcast Phone has superior technical and managerial qualifications to develop and maintain successful operations within the State of South Carolina, and to ensure the continued provision of quality services to South Carolina consumers. As clearly demonstrated by the biographies attached hereto as **Exhibit A**, members of Comcast Phone's senior management team have significant experience in the critical functions of communications network operations, OSS/BSS, product development, sales and marketing, business management and finance. These individuals have acquired superior expertise by their work in various segments of the communications industry prior to assuming their current managerial roles at Comcast Phone, and are highly qualified to manage the operations of Comcast Phone within the State of South Carolina.

VI. PUBLIC INTEREST CONSIDERATIONS

Q: WILL THE APPROVAL OF THE TRANSACTION SERVE THE PUBLIC INTEREST?

A: Yes. The Commission's approval of CIMCO's and Comcast Phone's Application would serve the public interest because the proposed Transaction will ensure that South Carolina telecommunications customers will continue to enjoy high quality telecommunications services at the same rates, terms and conditions as they currently enjoy. Moreover,

following the Transaction, the former CIMCO customers will continue to receive services from a technically, managerially and financially qualified carrier and will have access to expanded and more advanced service offerings going forward. CIMCO's expertise serving business customers joined to Comcast's established operations in other segments will enhance Comcast's ability to compete and bring consumers the benefits that derive from robust competition.

The Transaction will also promote competition in South Carolina by expanding the availability of innovative, high-quality, reliable and competitively-priced services thereby compelling other service providers within the State of South Carolina to improve their existing services, to increase the quality and efficiency of their operations, and to introduce innovative new services of their own. Moreover, the Transaction would make it more probable that South Carolina consumers will ultimately receive the benefits of downward pressure on prices, improved customer responsiveness and access to increasingly advanced technology.

Q. WILL COMCAST AGREE TO ASSUME THE SOUTH CAROLINA UNIVERSAL SERVICE FUND ("USF") AND GROSS RECEIPTS OBLIGATIONS OF CIMCO UPON TRANSFER OF CIMCO'S CUSTOMERS TO COMCAST?

A. Yes.

Q: DOES THIS CONCLUDE YOUR TESTIMONY?

A: Yes, it does.

EXHIBIT A

SUMMARY OF EXPERIENCE OF KEY PERSONNEL

Comcast Key Technical Management Personnel

Catherine Avgiris
Senior Vice President and General Manager of Voice Services
Comcast

Catherine Avgiris, Senior Vice President and General Manager of Voice Services, oversees all aspects of the voice business, including the Company's aggressive rollout of its interconnected voice over Internet protocol ("VoIP") service, Comcast Digital Voice®, now available to more than 46 million homes. Under Cathy's leadership, Comcast grown to become the largest competitive (non-ILEC) facilities-based voice provider in the country as well as the fourth-largest residential voice service provider in the U.S., milestones achieved in less than three years since introducing Comcast Digital Voice.

A 15-year veteran of the communications industry, Cathy's influence extends far beyond her success with the launch of Comcast Digital Voice. From 2003 to 2005, she served as the Senior Vice President of Finance for Comcast Cable and managed all financial and administrative activity for Comcast Online and Voice services. Prior to that, Cathy transformed the circuit-switched telephone business acquired from AT&T Broadband into a profitable and efficient business, making Comcast one of the largest non-Bell, facilities-based competitive local telephone providers in the U.S. Previously, Cathy helped formulate and execute a launch strategy that grew Comcast's High-Speed Internet business from 150,000 customers to the nation's largest ISP. Cathy began her career in the communications industry as a Regional Vice President of Finance and Operations managing cable systems in excess of 500,000 subscribers and helped execute one of the first digital cable launches for Comcast.

A graduate of Baruch College, Cathy holds a B.A. in Accounting and is a Certified Public Accountant in New York and Pennsylvania. Cathy is a member of the Accenture Women's Leadership Forum and Forum for Executive Women, and serves in leadership roles with the Women in Cable and Telecommunications (WICT) Philadelphia chapter. She also is president of the Ladies Philoptochos Nausica Organization. Cathy was named one of the "Top 15 Women in Business" by *PINK Magazine*, a national magazine for professional women, and has been honored with WICT's Liberty Award and as one of *Cableworld*'s "Most Powerful Women in Cable" and *Multichannel News*' "Wonder Women."

Sharon Desmond
Senior Vice President – Finance and Business Operations
Business Unit, Marketing & Product Development

Sharon is the Senior Vice President, Finance & Business Operations with financial oversight responsibility for products and services across the Business Units/Marketing & Product

Development organization at Comcast. Sharon joined Comcast in 1995 and held several management positions within the Internal Audit Department. In 2001, she joined Comcast Online, the emerging high-speed data business as Controller and was promoted to Vice President, Finance & Business Operations in 2003. Her responsibilities also extend to GuideWorks and TVWorks, joint ventures with Comcast cable partners.

She has a total of 23 years of financial and audit experience. Prior to joining Comcast, Sharon was a Manager at Deloitte & Touche in their Audit Practice. She has also held staff positions at other accounting firms and private companies.

Sharon earned a BS in accounting from Villanova University and is a Certified Public Accountant. She is a Betsy Magness Fellow, Class XIX; a member of Women in Cable Telecommunications (WICT) and serves in an advisory role for Cable and Telecommunications for Marketing (CTAM). She resides in Yardley, Pennsylvania and is active in the community volunteering with the Ladies Auxiliary of the VFW and as a Treasurer for Lower Bucks Lacrosse League.

William Solis
Vice President of Voice Service Delivery Operations

William Solis is the Vice President of Voice Service Delivery Operations. He is responsible for supporting service repair and provisioning activities for all Comcast voice service operations, including its regulated telecommunications service and interconnected voice over Internet protocol ("VoIP") service offerings.

Mr. Solis holds a Bachelor of Science degree in Civil Engineering from Michigan Technological University. He is a licensed professional engineer in the state of Colorado. He has been with Comcast and its predecessor companies for over 15 years. Mr. Solis has held a variety of executive, operational, provisioning, project management, and customer service positions supporting both commercial business and residential customers. He began his telecommunications career with Teleport Communications Group, which was subsequently purchased by AT&T. In 2000, Mr. Solis moved from AT&T Local Services to AT&T Broadband as Vice President to support national provisioning of AT&T Broadband's circuit-switched residential voice services. In 2004, following the acquisition of AT&T Broadband by Comcast, in addition to continuing to support provisioning and fulfillment activities of Comcast's existing circuit-switched and growing residential VoIP businesses, Mr. Solis oversaw network planning and interconnection transport engineering and access ordering, switch configuration planning and implementation, the legal demand center, customer voice billing operations, and carrier management departments.

COMMONWEALTH OF PENNSYLVANIA :

ss.

COUNTY OF PHILADELPHIA :

VERIFICATION

I, Beth Choroser, state that I am Executive Director of Regulatory Compliance for Comcast Cable Communications, LLC., that I am authorized to make this Verification on behalf of Comcast Phone of South Carolina, Inc., Applicant in the Joint Application of CIMCO Communications, Inc. and Comcast Phone of South Carolina, Inc. for Approval of the Transfer of Assets and Customer Base ("Application"), that the Verified Testimony being filed in connection with the foregoing Application was prepared under my direction and supervision; and that the statements in the foregoing document with respect to Comcast Phone of South Carolina, Inc. are true and correct to the best of my knowledge, information, and belief.

Beth Choroser

Beth Choroser
Executive Director of Regulatory Compliance
Comcast Cable Communications, LLC

Sworn and subscribed before me this 13th day of November, 2009.

Notary Public

My commission expires: 12/22/10

COMMONWEALTH OF PENNSYLVANIA
Notarial Seal
Michelle Hannon, Notary Public
City Of Philadelphia, Philadelphia County
My Commission Expires Dec. 22, 2010
Member, Pennsylvania Association of Notaries