



July 21, 2010

To the FCC Chairman:

Julius Genachowski  
Chairman  
Federal Communications Commission  
445 12th Street, S.W.  
Washington, DC 20554

RE: MB Docket 10-56

Dear Chairman Genachowski:

We write to bring to your attention the recent Memorandum of Understanding ("MOU") negotiated by Comcast and NBCU with leading Hispanic advocacy organizations and negotiated in the context of the pending joint venture between Comcast and NBCU.

This MOU will yield numerous tangible and enhanced diversity results for the companies and the Latino community. Our organizations engaged in lengthy discussions with Comcast/NBCU executives and many of the commitments outlined in this MOU -- the creation of a Joint Diversity Council and the expanded commitment to carry independently-owned and - operated programming networks for instance -- will serve to benefit other communities of color as well.

The MOU focuses on five areas of importance to the Hispanic community: employment, procurement, philanthropy, governance and programming. The MOU's goals, along with Comcast and NBCU's pledges on workplace diversity, are to set a higher standard for the media industry. Comcast and NBCU will build upon their existing affirmative action plans to increase Hispanic hiring -- from senior management to entry-level employees -- by establishing focus groups to identify potential candidates, developing action plans for increasing director-level representation of Latinos, committing to having at least one person of color on the slate of every VP-and-above hire, and implementing a "boot camp" for mid-level VP candidates including no less than 80 percent diverse candidates.

As stated in the MOU, both companies will commit to deepen their company-wide supplier-diversity programs in key sectors such as advertising, construction, information technology, legal services, financial services, office furniture and supplies,

The Honorable Julius Genachowski

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and promotion and marketing. In this connection, the companies have committed to working with our organizations as well as other business organizations to identify potential minority-owned business partners in these areas.

Comcast has also pledged to provide new outlets for Spanish-language programming, including news and public affairs shows. Comcast will also launch a new Spanish-language multicast channel on Telemundo's digital broadcast spectrum. In addition, Comcast Cable committed to use its On Demand and On Demand Online platforms to feature Telemundo programming and to continue the expansion of mun2 – Telemundo's youth-focused sister channel – as well as other Latino content online.

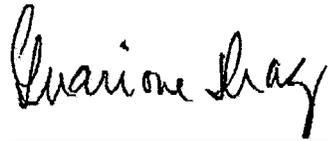
Comcast has expanded upon its earlier commitment to add independently-owned and -operated programming services, agreeing to add ten such channels over the next eight years following closing of the transaction. At least two of these channels will be American Latino-operated and will be added to the primary digital tier within 36 months. Two additional American Latino-owned channels will be added within six years of closing. With its new commitments to Spanish-language programming, offered through new outlets as well as via On Demand services, Comcast's offerings in this area should be enhanced and expanded for the Latino viewing community.

Comcast and NBCU have also committed to having their philanthropic efforts reflect a sharper diversity focus. For example, Comcast pledges to work with a new Hispanic Advisory Council to increase scholarship awards to Hispanic students, and both companies will increase support for internship and scholarship programs with Hispanic-led and Hispanic-serving organizations with proven track records in working with the Latino community. Finally, Comcast has pledged to name a U.S.-based Hispanic to its Board of Directors within 24 months of the deal's closing regardless of whether a board vacancy becomes available. Comcast will also establish a new nine-member, external Hispanic Advisory Council ("HAC"), that will be tasked with benchmarking the new company's efforts and advising Comcast on how best to realize the new goals outlined by the MOU and hold Comcast accountable to its commitments to the Hispanic community.

We strongly believe that the MOU between Comcast and NBCU and the Hispanic Leadership organizations seeks to promote the goals of expanding economic opportunity for Hispanic families and preserving and enhancing programming for Hispanic audiences, and view these commitments as stepping stones to a more responsive and responsible corporate citizenry.

Thank you for your consideration of our letter.

Sincerely,



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Guarione Diaz  
Cuban American National Council  
Vice Chair, HACR Board of Directors



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Lillian Rodriguez Lopez  
Hispanic Federation  
Chair, National Hispanic Leadership Agenda



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Rosa Rosales  
League of United Latin American Citizens  
Vice Chair, National Hispanic Leadership Agenda



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Janet Murguia  
National Council of La Raza  
Board Member, HACR and NHLA



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Alex Nogales  
President & CEO  
National Hispanic Media Coalition



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Ignacio Salazar  
SER-Jobs For Progress National, Inc.  
Chair, HACR Board of Directors

**MEMORANDUM OF UNDERSTANDING**  
**between**  
**COMCAST CORPORATION, NBC UNIVERSAL**  
**and**  
**THE HISPANIC LEADERSHIP ORGANIZATIONS**

THIS MEMORANDUM OF UNDERSTANDING (“MOU”), entered into on this 25th day of June, 2010, and made effective upon the closing of the joint venture between Comcast Corporation (“Comcast”) and NBC Universal (“NBCU”), is made by and among Comcast, NBCU, and the Hispanic Association on Corporate Responsibility (“HACR”), the National Hispanic Leadership Agenda (“NHLA”), and the National Hispanic Media Coalition (“NHMC”), collectively called for the purposes of this Agreement the “Hispanic Leadership Organizations.”

WHEREAS, while diversity is a core principle of the way in which Comcast and NBCU conduct their respective businesses, the Hispanic Leadership Organizations urge that Comcast and NBCU improve upon their current diversity efforts in the areas of workforce recruitment and retention, procurement, philanthropy and community investment, corporate governance, and programming;

WHEREAS, Comcast is dedicated to continuing and enhancing its commitment to diversity in connection with the proposed joint venture with General Electric (“GE”) with respect to NBCU and to incorporating and building upon Comcast’s and NBCU’s existing diversity programs;

WHEREAS, Comcast and NBCU wish to grow and strengthen their working relationships with national organizations representing Latino communities with the goal of maintaining and improving their diversity efforts;

WHEREAS, Comcast and NBCU strive to be industry leaders in the diversity arena and desire to have their business practices reflect their customer base in the communities where they operate; and

WHEREAS, Comcast remains committed to providing competitive and affordable video services to its customers, including its Spanish-speaking customers;

NOW THEREFORE, Comcast, NBCU, and the Hispanic Leadership Organizations have created this MOU to establish an action plan for their cooperative efforts after the closing of the transaction between Comcast and NBCU, on the diversity initiatives enumerated herein, with the stated objectives of maintaining and growing productive community partnerships with a wide variety of diverse organizations.

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## 1. Purpose

Comcast, NBCU, and the Hispanic Leadership Organizations share a belief that increased participation and involvement of all communities in which Comcast and NBCU do business across its enterprise, including the Latino community, will benefit those communities, Comcast, and NBCU.

Comcast, NBCU, and the Hispanic Leadership Organizations acknowledge that a reciprocal relationship is appropriate to achieve the goals, objectives, and overall spirit of this MOU.

This MOU is set forth primarily (1) to enhance the policies and programs by which Latinos may realize greater participation in the five focus areas listed in the MOU; and (2) to identify and pursue actions by which the Hispanic Leadership Organizations can support the growth of Comcast and NBCU's business within the Latino consumer market.

Nothing in this MOU is intended either to disadvantage or to provide favoritism to any community. While this MOU highlights efforts that Comcast and NBCU are currently undertaking to support the Latino community, there are and will continue to be many other ongoing efforts by the companies now, and by the combined company in the future that support myriad diverse communities and interest groups.

## 2. Scope

(a) **Comcast Structure.** This MOU is intended to cover all of Comcast's major operating subsidiaries, including Comcast Cable and Comcast Entertainment Group (which, upon closing of the transaction with GE, will include NBCU and NBCU's major operating subsidiaries including Universal Studios and Universal Theme Parks). References herein to "Comcast" are intended to encompass Comcast Corporation and the aforementioned operating subsidiaries. The parties recognize that the corporate structure of Comcast is specifically designed to respect the independence of each operating subsidiary and the decentralized nature of Comcast's management of its business. While Comcast is committed to these general diversity initiatives, it is understood that each operating subsidiary retains independent discretion to determine the best method to implement the initiatives within the parameters stated.

(b) **Comcast Entertainment Group.** It is understood that the new corporate shell, known as the Comcast Entertainment Group, will not be a publicly-traded company and, therefore, will not have an independent board of directors. Upon closing, Comcast will own 51 percent of Comcast Entertainment Group and manage these combined NBCU/Comcast programming assets. NBCU will essentially become a Comcast operating subsidiary which will be separately managed and will enjoy a significant degree of independence.

(c) **NBC Memorandum of Understanding.** NBC currently is a party to a 2000 memorandum of understanding (the "NBC Memorandum") with a coalition representing the interests of various minority organizations. Comcast is prepared to honor the commitments in the NBC Memorandum, to the extent they remain relevant, including with respect to the

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programming assets that Comcast will contribute to the newly formed Comcast Entertainment Group.

### 3. Five Focus Areas

Comcast, NBCU, and the Hispanic Leadership Organizations have agreed to make commitments in the following areas that will be referred to as "Focus Areas" for the purposes of this MOU:

1. Corporate Governance
2. Employment/Workforce Recruitment & Retention
3. Procurement
4. Programming
5. Philanthropy & Community Investments

Within sixty (60) days of the closing of the joint venture, Comcast will develop a strategic plan, with advice from the Hispanic Leadership Organizations and others provided through the National Hispanic Advisory Council described below, that will address the five Focus Areas outlined above and that will detail goals and objectives for each of the Focus Areas. Immediately following execution of this MOU, Comcast will commence laying the groundwork and planning for the strategic plan (taking into account applicable legal requirements that Comcast Corporation and NBCU continue to be separate entities until closing of the joint venture).

### 4. Focus Area One -- Corporate Governance

(a) **Comcast Board of Directors.** Comcast has a relatively small Board of Directors ("Board") with limited opportunity to add directors. Nominees to Comcast's Board are determined by the Board's Governance and Directors Nominating Committee, which consists entirely of independent directors. In assessing candidates, the Committee takes into account diversity, as well as a variety of other qualifications, including professional knowledge; business, financial, and management expertise; industry knowledge; and entrepreneurial background and experience.

Comcast will appoint and/or elect to its Board of Directors a U.S.-based Hispanic with a demonstrated track record of commitment to the Hispanic community within twenty-four (24) months of the date of execution of the MOU regardless of whether there is a vacancy within that time period.

#### (b) **External Diversity Advisory Councils**

(i) **Structure and Purpose.** Comcast will establish external Diversity Advisory Councils (the "Councils," which collectively shall be known as the "Joint Council") to facilitate open communication over the development, monitoring, and evaluation of diversity initiatives, including those discussed herein. One of the Councils shall be the National Hispanic Advisory Council ("Hispanic Advisory Council"), which shall provide advice to the senior executive teams at Comcast and NBCU regarding the companies' development and implementation of a strategic plan to improve diversity practices at Comcast, including the five

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Focus Areas. In addition, Comcast intends to create other advisory councils, including the National African American Advisory Council; the National Asian American Advisory Council; and an advisory council composed of representatives of other diverse communities, including Native Americans, veterans, disabled, and lesbian/gay/bisexual/transgender.

**(ii) Members of Hispanic Advisory Council.** Within sixty (60) days of the execution of this MOU, Comcast will appoint nine (9) members to the Hispanic Advisory Council. The Hispanic Advisory Council will include at least one (1) senior executive or board member from each of the three Hispanic Leadership Organizations (HACR, NHLA, and NHMC), and at least two (2) additional persons who are senior executives or board members of one of those three organizations and/or, in the case of HACR and NHLA, of their member organizations. The Hispanic Leadership Organizations may propose to Comcast individuals for appointment to the Hispanic Advisory Council, and Comcast will retain complete discretion in making all appointments.

**(iii) Meetings.** The Joint Council will meet not less than two times per year. Comcast's Chairman and Chief Executive Officer will attend one of those meetings, including an individual meeting with the Hispanic Advisory Council. Comcast's internal Diversity Council ("Comcast Diversity Council"), including Comcast's Executive Vice President/Chief Diversity Officer and Chief Operating Officer, and NBCU's internal Diversity Council ("NBCU Diversity Council"), including NBCU's Executive Vice President, Diversity, as well as other senior executives of Comcast and its operating subsidiaries as appropriate, will participate in the twice-yearly meetings of the Joint Council and the Hispanic Advisory Council. Each Diversity Advisory Council, including the Hispanic Advisory Council, also will have the opportunity to interact with the Comcast and NBCU Diversity Councils in between formal meetings of the Joint Council, including additional meetings on an as-needed basis to offer advice on the strategic plan and to discuss progress under the plan.

The purpose of the two annual meetings will be to provide the Joint Council, and where appropriate each individual Diversity Advisory Council, with briefings on relevant, non-confidential company business plans and operations as to the operating subsidiaries within the scope of this MOU; to review progress on diversity initiatives, including under the Monitoring and Evaluation provisions herein; and to solicit advice on how Comcast and each Council can work collaboratively to improve performance on diversity initiatives.

Comcast will directly fund and/or reimburse all reasonable travel and hotel expenses for the members of the Hispanic Advisory Council associated with attending meetings of the Council and of the Joint Council.

**(iv) Liaisons.** The chief diversity officers of Comcast and NBCU will designate appropriate staff members to serve as liaisons to the Hispanic Advisory Council to, among other things, facilitate communication between the Hispanic Advisory Council, Comcast, and NBCU concerning the Focus Areas, as well as to address administrative issues such as scheduling meetings, coordinating logistics and travel, preparing meeting agendas, recording and distribution of minutes, and facilitating post-meeting action items.

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## 5. Focus Area Two -- Employment/Workforce Recruitment and Retention

Comcast and NBCU will increase Latino representation at all levels of their respective organizations. This Focus Area will focus on four key areas: senior management, mid-level management, entry-level employment opportunities, and current employment levels at Comcast and NBCU. As it relates to all four key areas, Comcast and NBCU will continue to build and/or leverage development programs that focus on building leadership talent.

(a) **Current Initiatives.** Comcast and NBCU each has established corporate-wide diversity programs, affirmative action plans, and a variety of other measures related to recruitment, development, and retention to enhance diversity, including Latino representation, in their workforces.

Each organization has an internal Diversity Council consisting of senior leaders from their respective organizations. The diversity programs at each organization are active and reflect the organizations' commitments to a diverse workforce through training, recruitment, leadership development, and retention programs. Both organizations also have established partnerships with key multicultural professional associations designed to attract talent for their respective workforces.

Comcast Cable and NBCU are two of the largest industry supporters of The Emma Bowen Foundation for Minority Interests in Media ("Emma Bowen"), a unique five-year internship program that provides minority students with the opportunity to work for partner companies, like Comcast and NBCU, during summers and school breaks from the summer following their junior year in high school until they graduate from college. Upon program completion, Emma Bowen students are integrated into Comcast's and NBCU's recruitment pipelines. Today, Comcast employs six Emma Bowen students as regular employees, and NBCU employs nine Emma Bowen students as regular employees.

(b) **Enhancing Workforce Diversity.** Looking forward, Comcast and NBCU are committed to be industry leaders in the arena of workforce diversity and, therefore, will recruit and retain more Latinos so that their workforces more accurately reflect the communities they serve.

Comcast will continue its commitment to increase diversity in its leadership ranks, including at the vice president and director levels and above. Consistent with its affirmative action goals, Comcast actively will take steps to recruit Latinos in its workforce. The following initiatives will be implemented:

(i) Development of a Latino forum and action plan to increase director-level representation of Latinos.

(ii) Creation of focus groups with minority groups, including Latinos, with the objectives of gaining insight, creating opportunities, and identifying high potential employees.

(iii) Implementation of a boot camp program for mid-level vice president candidates, including no less than 80 percent diverse candidates.

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(iv) With cooperation from the Hispanic Advisory Council, identification of search firms with track records of successfully recruiting diverse pools of talent, including Latino talent, to partner with the company in identifying diverse leaders.

Further, Comcast will continue its commitment to enhancing minority representation in the leadership ranks of the organization by requiring a diverse pool of candidates for all hires at the vice president level and above. Comcast is committed to having at least one person of color on every slate for all positions at the vice president level or above, including its executive leadership and business leaders.

NBCU will make more announcements in the coming year of additional hires of high-level Latino executives in other key positions. In addition, NBCU will roll out an annual online diversity training module to cover all regular NBCU employees.

Comcast and NBCU will support and partner with organizations training Latinos in all facets of the entertainment industry. In addition, Comcast and NBCU will continue to develop career-path programs, including mentoring programs designed to enhance the promotion potential of identified talent, moving individuals from entry-level, to mid-level, to senior management.

NBCU is committed to maintaining its unique Diversity Council and structure and to identifying additional forms of outreach and recognition. Spending on diversity initiatives and the overall NBCU Diversity budget has increased substantially over the past three years to ensure current programs and new initiatives are supported and expanded, and NBCU will continue to provide full support to its ambitious diversity program.

The Hispanic Advisory Council may be asked to assist Comcast and NBCU in reviewing and selecting executive leadership development programs, recommendations for Latino-owned executive search firms that may be helpful in finding and retaining Latino talent, and assistance in the development of internship programs aimed at exposing college and university-level students.

Comcast will continue to provide annual workforce-related data in a format consistent with its ongoing commitment to participate in reporting to HACR. This data will be provided to the Hispanic Advisory Council, as well as to the Hispanic Leadership Organizations upon request, subject to a non-disclosure agreement and with the understanding that the data is to be used only for internal discussions and progress report development with the Joint Council. For purposes of the benchmarking study and annual assessments described in Section 9 of this MOU, Comcast will provide the 2009 workforce-related data and annual updates thereafter.

## **6. Focus Area Three -- Procurement**

(a) **Current Initiatives.** Comcast Cable and NBCU currently spend significant amounts on minority-owned and minority-led suppliers and vendors. Both organizations partner with Latino organizations to enhance utilization of minority-owned enterprises. Comcast Cable also has a "second tier" procurement program designed to encourage its top suppliers to purchase goods and services from minority-owned vendors, including Latino-owned vendors.

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Comcast Cable and NBCU will continue to partner with the Latino business community and participate in procurement-related events, as they have in recent years. Comcast and NBCU will seek advice from the Hispanic Advisory Council to identify opportunities for spending with Latino-owned suppliers who can meet the companies' needs in agreed-upon categories.

**(b) Enhancing Procurement Diversity.** Comcast and NBCU will enhance diversity in its procurement of goods and services and company-wide supplier diversity activities, increasing the amount spent on diverse business partners, including Latino-owned enterprises. On a nationwide basis, Comcast and NBCU will strive to increase the percentage of business conducted with Latino-owned vendors to be on par with the percentage of Latino-owned businesses in the communities they serve.

As part of the Inclusion Initiative for law firms, Comcast will use its best efforts to include Latino-owned law firms that participate in the Initiative and will work with the Hispanic Advisory Council to identify qualified firms as Initiative participants.

Comcast will grow the diversity of its investment banking and banking partners through its minority banking program and through the development and expansion of relationships with minority investment firms, including Latino-owned firms. In addition, Comcast will continue to evaluate its second tier procurement program and work to find ways to expand it to create additional opportunities and an even greater impact, including expansion of second tier reporting to encompass more suppliers and automation of the reporting process.

Additionally, Comcast and NBCU will continue to partner with Hispanic organizations to enhance the utilization of minority-owned enterprises, specifically Hispanic-led chambers of commerce and/or other Hispanic-led business organizations at the national, regional, and local levels.

Going forward, NBCU will continue its robust procurement plan that will include a collaborative effort with the Hispanic Leadership Organizations to identify Latino vendors.

Comcast and NBCU will work together with the Hispanic Leadership Organizations, other leaders in Hispanic procurement, and/or the external Hispanic Advisory Council to identify opportunities for spending with Hispanic-owned suppliers in agreed-upon categories such as advertising, construction, information technology, legal services, financial services, office furniture and supplies, promotional marketing products, etc. In addition, Comcast and NBCU will identify opportunities that increase the number and qualification of suppliers in certain spending categories. Comcast and NBCU will continue to train its procurement category buyers to be aware of opportunities for inclusion, including opportunities for existing Hispanic suppliers to expand their portfolio of business with Comcast and NBCU.

Additionally, Comcast will continue to provide annual procurement-related data in a format consistent with its ongoing commitment to report to HACR. This data will be provided to the Hispanic Advisory Council, as well as to the Hispanic Leadership Organizations upon request, subject to a non-disclosure agreement and with the understanding that the data is to be used only for internal discussions and progress report development with the Joint Council.

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## 7. Focus Area Four -- Programming

(a) **Current Initiatives.** Comcast Cable is committed to maintain and improve its track record in bringing diverse programming to its subscribers. Comcast already offers the largest number of Spanish-language channels available from any multichannel video competitor in the U.S. Comcast also offers its subscribers a robust, diverse video-on-demand ("VOD") experience, including over 600 hours of Latino VOD content, the most of any multi-channel program distributor. Also, NBCU's minority programming efforts are enhanced by its ownership of Telemundo and mun2.

(b) **Enhancing Programming Diversity.** Comcast Cable will continue to bring new minority and independently owned networks to the market.

In their joint Public Interest Statement, filed with the Federal Communications Commission, on January 28, 2010, Comcast, GE, and NBCU pledged to expand the availability of over-the-air programming to the Latino community utilizing a portion of the digital broadcast spectrum of Telemundo's owned and operated stations. In furtherance of that commitment, within 12 months of closing the transaction, NBCU will launch a new Spanish-language multicast channel on Telemundo's digital broadcast spectrum, utilizing library programming that has had limited exposure. In addition, Comcast Cable committed to use its On Demand and On Demand Online platforms to feature Telemundo programming and to continue the expansion of mun2 availability.

Comcast also commits to adding at least ten new independently-owned and -operated programming services over the next eight years following closing of the transaction. This represents a modification of the commitment appearing in the FCC Public Interest Statement of January 28, 2010.

To that end, at least two of the new programming services to be added within three years of closing of the transaction will be American Latino-operated, English-language channels, and will be to the "D1" digital tier in added systems. Of the two new programming services, one will be added within 18 months and the other within 36 months of closing of the transaction. Two additional programming services in which American Latinos have a majority and/or substantial ownership interest will be added within the six-year period following closing of the transaction. Comcast will work closely with the Hispanic Advisory Council to help identify programming services in which American Latinos have a majority and/or substantial ownership interest.

Comcast also currently distributes programming services produced by independent entities that are American Latino owned or controlled or target the Latino community with English or Spanish language programming. Comcast will extend the D1 (or better) distribution of at least three (3) of such programming services (at least two (2) of the three (3) will be American Latino owned or controlled) within six (6) months of closing of the transaction by an aggregate of at least ten million (10,000,000) subscribers collectively, subject to negotiating on customary terms for extended distribution. The selection of such new or currently distributed programming services will be in Comcast's discretion.

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As noted in the Public Interest Statement with the FCC, there is no prospect that the proposed transaction will diminish Comcast's reliance on unaffiliated content. Following consummation of the proposed transaction, Comcast will continue to rely on other content providers to provide the vast majority of its video content. Comcast will not rely exclusively or even primarily on NBCU content.

In the joint Public Interest Statement, Comcast, GE and NBCU further committed to maintain or expand free content over the air and on the Internet for the duration of the joint venture.

In addition, Comcast Cable is committed to launching a package of 40-60 Spanish-language channels in all of its major Latino markets, with a balanced mix of programming serving all demographics and strongly promoting a diversity of Latino voices. Comcast Cable also will more than double its 600 hours of Latino VOD content, continue to add SAP-enabled offerings, and offer thousands of choices within a few years. As systems are converted to switched digital video architecture, and as its VOD server capacity grows, Comcast Cable will continue its commitment to expanding linear and VOD Spanish-language programming. Comcast Cable also will continue to work with content providers to deliver Latino content on its online Fancast Xfinity platform. At the request of the Hispanic Advisory Council, Comcast will be prepared to discuss the pricing and packaging of its Spanish-language and Hispanic-oriented programming for their information.

NBCU will build on previous and current efforts to increase and improve the presence of Latinos throughout all its programming, including entertainment, news, sports, and public affairs programming. NBCU will expand opportunities for Latinos both in front of and behind the camera. Examples of measurable outcomes will include increasing the number of Latino-themed or focused shows on primetime television (e.g., dramas, situation comedies, reality television, and entertainment/award specials); increasing the number of Latino show runners, producers, writers, and directors; and increasing the number of Latinos who appear on news and public affairs programs.

In addition, Telemundo just introduced a comprehensive news strategy to enhance and expand its news content across multiple platforms, including an increased investment in local newscasts at the Telemundo stations. This will include the launch of a weekly public affairs show in the first half of 2010. Comcast Cable and NBCU are committed to the production of local newscasts in the communities where stations are located. Further, as a result of the joint venture, NBCU will not reduce the number of current local Telemundo newscasts and will consider expanding local Telemundo newscasts. NBCU will continue to expand local content in Telemundo station newscasts.

NBCU will increase news and information choices for Hispanic viewers, including a plan to produce with an independent producer a weekly business news program. In addition, NBCU will increase Latino-themed entertainment programming, including a plan to co-produce and air a primetime network Latino-themed awards entertainment special, subject to NBCU's right to approve the producer.

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Comcast Cable will annually report their programming statistics and other information detailed in this section. This data will be provided to the Hispanic Advisory Council, as well as to the Hispanic Leadership Organizations upon request, for internal discussions with the Hispanic Advisory Council and for preparation of external progress reports by Advisory Council members and/or Hispanic Leadership Organizations. In addition, Comcast Cable will participate in an effort to benchmark its performance. Comcast will also work to persuade other multi-channel video programming distributors ("MVPDs") to join these benchmarking efforts so that it is an industry-wide practice.

## 8. Focus Area Five -- Philanthropy and Community Investment

(a) **Current Initiatives.** Comcast and NBCU recognize the importance of investing in minority-led organizations, including Latino organizations, and the programs and services provided by minority organizations to their respective communities. Further, Comcast and NBCU understand that corporate and foundation contributions are important to the communities where they do business and are consistent with responsible business practices.

Comcast has three community investment priorities – Building Tomorrow's Leaders, Expanding Digital Literacy, and Promoting Community Service – with diversity as an underpinning in each of these areas. In general, with a large percentage of the Latino population residing in urban areas, Comcast's support of organizations with a broad national footprint ensures that a significant portion of its cash and in-kind contributions are making a difference in the lives of communities of U.S. Latinos.

NBCU also is committed to a wide range of community investment initiatives in the Latino community. For more than ten years, NBCU has made education a priority in its philanthropic and corporate giving programs. The NBCU Foundation supports many organizations, including organizations dedicated to advancing the interests of Latino communities.

(b) **Enhancing Diversity in Community Investment.** While more specific benchmarks may be established in consultation with the Hispanic Advisory Council, Comcast and NBCU will commit to increase their philanthropic efforts to support Hispanic-led and Hispanic-serving institutions.

In addition, Comcast makes the following commitments to enhance its investment in the Latino community specifically and the minority community generally:

(i) In the past two years, the percentage of awards made to Latinos in The Comcast Leaders and Achievers Scholarship Program increased by 34%, representing more than 10% of the total awards. Comcast and the Hispanic Advisory Council will work cooperatively to increase outreach to Hispanic students and schools in predominantly Hispanic communities for this program.

(ii) Comcast and NBCU will increase support for internship and scholarship programs of Hispanic-led and Hispanic-serving organizations with proven track records in working with the Latino community. In addition, Comcast and NBCU will work with

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their respective Human Resources Departments to ensure that graduates of these programs are being considered for entry level positions.

(iii) Comcast will expand its Comcast Cares Day focus to add organizations being served in Latino communities and to increase the number of organizations that are serving Latino beneficiaries.

(iv) Comcast will ensure the locations of its programs through the Comcast Digital Connectors program are in diverse communities, including specifically Latino communities.

(v) Comcast will further promote and communicate about the positive work and impact of its Latino partners, by increasing the provision of public service announcements, social media communications, advertising, and media placement (both locally and nationally).

Comcast and NBCU agree to continue and expand their outreach to Latino students and schools by collaborating with leading Latino national and local organizations to identify and consider funding of education-focused programs that will have an impact in the communities served by NBCU businesses.

Comcast will continue to provide annual philanthropic and community investment-related data in a format consistent with its ongoing commitment to report to HACR. This data will be provided to the Hispanic Advisory Council, as well as to the Hispanic Leadership Organizations upon request, subject to a non-disclosure agreement and with the understanding that the data is to be used only for internal discussions and progress report development with the Joint Council.

## 9. Monitoring and Evaluation of Progress

Within sixty (60) days of the execution of this MOU, Comcast will lay the groundwork for and begin planning to conduct a benchmark study of the initiatives set forth herein, against which future progress will be measured and monitored, with the goal of completing the study within ninety (90) days of closing of the joint venture. The benchmark study will include both Comcast Cable and Comcast Entertainment Group. On an annual basis thereafter, Comcast will conduct an assessment of progress on the initiatives. The annual assessment will be scheduled for review by the Hispanic Advisory Council at one of the meetings with the Comcast and NBCU Diversity Councils for the purposes of seeking input and recommendations for strategies to improve performance on the enumerated diversity initiatives.

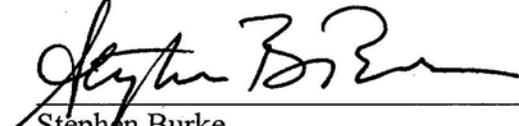
Comcast will continue to provide to the Hispanic Advisory Council annual corporate governance, workforce, procurement, and philanthropic and community investment-related data in a format consistent with its ongoing commitment to report to HACR. This data will be provided to the Hispanic Advisory Council, as well as to the Hispanic Leadership Organizations upon request, subject to a non-disclosure agreement and with the understanding that the data is to be used only for internal discussions with the Joint Council. Comcast Cable will annually report their programming statistics and engage in benchmarking practices as described in the Programming Section of this document.

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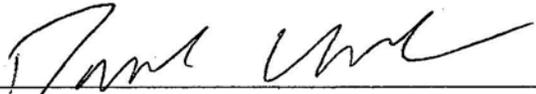
**10. Effective Date**

This MOU will take effect upon the closing of the joint venture between Comcast and NBCU. The parties agree that, in anticipation of closing, they will continue their discussions over matters contained in this MOU and will begin to work cooperatively to lay the groundwork for initiatives herein, including the formation of the Councils.

**COMCAST CORPORATION**

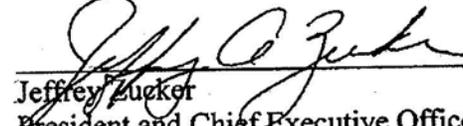
  
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Stephen Burke  
Chief Operating Officer

Date: June 26, 2010

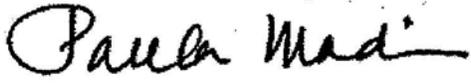
  
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David L. Cohen  
Executive Vice President and  
Chief Diversity Officer

Date: June 25, 2010

**NBC UNIVERSAL**

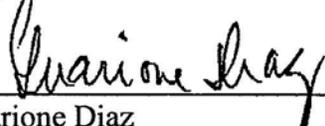
  
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Jeffrey Zucker  
President and Chief Executive Officer

Date: June 25, 2010

  
\_\_\_\_\_  
Paula Madison  
Executive Vice President, Diversity

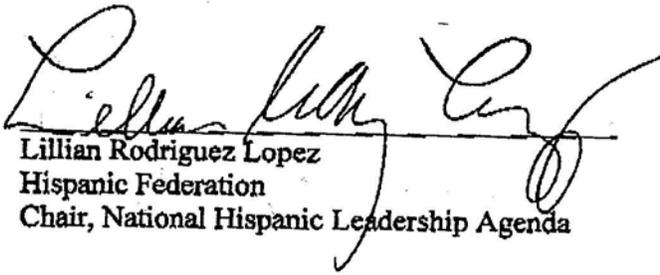
Date: June 25, 2010

**FOR HISPANIC LEADERSHIP ORGANIZATIONS:**

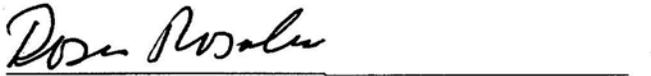
  
\_\_\_\_\_  
Guarione Diaz  
Cuban American National Council  
Vice Chair, HACR Board of Directors

Date: June 25, 2010

CONFIDENTIAL

  
Lillian Rodriguez Lopez  
Hispanic Federation  
Chair, National Hispanic Leadership Agenda

Date: 6-28-10

  
Rosa Rosales  
League of United Latin American Citizens  
Vice Chair, National Hispanic Leadership Agenda

Date: June 25, 2010

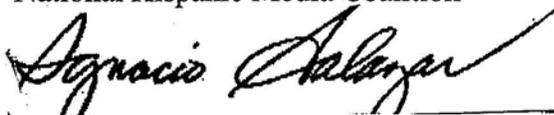
  
Janet Murguía  
National Council of La Raza  
Board Member, HACR and NHLA

Date: 6/25/2010



Alex Nogales  
President & CEO  
National Hispanic Media Coalition

Date: June 25, 2010



Ignacio Salazar  
SER-Jobs For Progress National, Inc.  
Chair, HACR Board of Directors

Date: June 25, 2010