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**Regional Market Plan Update
1991-1996**

**USAGE BASED PRICING (UBP) STRATEGIES
AND
THE "MARKETING" OF UBP**

**BSS Marketing Strategic Planning
10-15-90**

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USAGE BASED PRICING (UBP)

DEFINITION

Usage Based Pricing (UBP) is a pricing structure in which customers are billed for local exchange service on the basis of their usage. UBP plans will vary somewhat from one jurisdiction (state) to another, but they will typically consist of a fixed monthly charge which is intended to cover the fixed cost associated with providing access to the network and a variable charge which varies depending on call frequency, call duration, call distance, and time of day. The Market and Regulatory environment of each state will be a key component in the design of state specific UBP plans; however, the optional design incorporates expanded local calling areas via 7-digit dialing.

REASONS FOR USAGE BASED PRICING

CUSTOMERS

- o Meet customers' EAS needs.
- o Promote equity
 - Ensures that total paid by any individual for service depends on individual usage.
- o Promote efficiency
 - Provides customer incentive to make economic choices.
- o Provide flexibility
 - Allows customer to tailor application, service options, and cost to individual needs.
- o Support universal service commitment through a lower buy-in rate for access to the network.

COMPANY

- o Meet customer Extended Area Service (EAS) needs.
- o Reduce toll vulnerability.
- o Remove unsustainable subsidies.
- o Position for Information Age.
- o Address resale issues.
- o Address price parity issues.

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- o Address Interconnection issues.
- o Address cross elasticity issues.

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BELLSOUTH EMPLOYEE COMMUNICATIONS PLAN

USAGE BASED PRICING

I. INTRODUCTION

Establishing employee awareness, understanding, and positive perception of usage based pricing (UBP) for local telephone service is a key to the successful achievement of the corporation's UBP objectives. Employees can be our most credible advocates of the concept and our plans with other stakeholders. They are also customers, so our success in achieving their support will portend our success with our customers, especially residential.

Implementation of this plan requires close coordination of employee communications efforts across the corporation with primary focus on BellSouth Corporate, Southern Bell, South Central Bell and BellSouth Services. To be successful, it will require consistency and repetition in communication of the key messages. Existing organizational structures will be used whenever possible. This effort--while overseen by corporate public relations--will require the support and resources of all the entities to succeed.

II. PURPOSE

Create an internal environment supportive of the corporation's objectives to implement usage based pricing for local exchange service

Phase 1

- establish awareness, understanding and positive perception of UBP before state filings

Phase 2

- support state filings

III. AUDIENCES:

1. Employees and retirees of BellSouth companies
2. Segmented audiences, to be targeted for special communications.

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IV. UBP EMPLOYEE RESEARCH SCHEDULE

It is essential to measure current employee perceptions and test the key messages before beginning a corporate-wide plan.

Conduct qualitative research
(Focus groups)

Results of focus group research

Conduct quantitative research

Quantitative survey results available to:

- serve as a benchmark of current employee understanding and attitudes
- test effectiveness of messages

Quantitative research to test progress (Annually)

V. MESSAGE AREAS

Identifying a small number of messages which are credible and supportable is critical to the plan. Central messages (or themes) which relate in a meaningful way to the audience will define the issue in order to favorably shape perception. They will also provide important focus to the campaign.

Since establishing effective messages is a key, it is essential that they be tested with the audience first. This will be accomplished through research (discussed above). The following are the initial message areas to be tested:

- Why we can't continue status quo
- Customer benefits
- User pays
- Company and employee opportunities

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STAKEHOLDER RELATIONSHIPS

Review key stakeholder positions on usage based pricing, understand the underlying rationale, and identify appropriate action plans for those positions.

RECOMMENDATIONS

Establish stakeholder relationships teams in each state, chaired by Public Relations (see Section II. B.).

Implement the general stakeholder relationships framework described in this document at the regional and state level (see Section III.).

I. Why Stakeholder Relationships?

A. Management Tool

- Public confrontations are adversarial, win-lose, save face situations
- Stakeholder relationships attempt to achieve maximum overall cooperation between stakeholders and the company's objectives through identification and management of external pressures
- Stakeholder relationships increase the probability of identifying issues and developing successful strategies

B. Stakeholder Experiences in Other Regions

- Common threads of success
 - o Relationships and plans are transportable; applicable in multiple areas and issues
 - o Recognition of long term nature and importance of stakeholder relationships process
 - o Early identification of key stakeholders
 - o Impact studies on particular groups and individuals
 - o Extensive employee and customer education early in the process
 - o Concerted efforts to work with key stakeholders
 - o Flexibility and willingness to compromise without losing focus

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- Common threads of failure
 - o Failure to communicate with stakeholders
 - o Loss of control of issue

C. Stakeholder Experiences Within Region

- Positive stakeholder reaction
 - o Perception of UBP as problem solution, e.g., EAS or Universal Service
- Negative stakeholder reaction
 - o Resistance to change
 - o Perception of USP as a solution to a problem that does not exist, e.g., "if it isn't broken, don't fix it"
 - o Knowledgeable, heavy users fear dramatic increase in costs
 - o Lack of understanding of rate plan by organized groups concerned about rate impacts, e.g., volunteer groups

D. Requirements for Successful Stakeholder Relationships

- Early identification of stakeholders during planning of UBP offerings
- General, regional stakeholder relationships framework
- Identification and commitment of resources and stated responsibility for stakeholder relationships
- Current, accurate, stakeholder-specific usage data as key input to thorough, carefully scheduled, state-specific stakeholder relationships plans
- Analysis of and communication with key stakeholders prior to implementation efforts
- Flexibility to utilize stakeholder input
- Customer education and understanding
- Appropriate positioning of state issues
- Consistent messages
- Positioning of UBP as solution to a problem
- Implementation of plans by local contacts
- Full capability to provide comparative billing

II. Implementation of Stakeholder Relationships Process

A. Establish Regional Stakeholder Relationships Team

- Team composition

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- o BellSouth Corporate Public Relations/Issues Management representative - Chairperson
 - o Representative from BellSouth Corporate Media Relations
 - o BellSouth Services representatives from Corporate Affairs, Pricing & Economics, Regulatory, and Marketing
 - o Representatives from BOC Headquarters Public Relations and Regulatory
- Responsibilities of regional team operating within the general stakeholder relationships process described in Section III, using internal and/or external resources
 - o Determine whether need exists for external resources
 - o Implement general stakeholder relationships process for regional/national stakeholders
 - o Provide training and assistance to state teams
 - o Communicate results of regional studies to BOC Headquarters Public Relations for distribution to state teams
 - o Establish regional, stakeholder information database containing results of regional/national and state-specific studies
- B. Establish State Stakeholder Relationships Teams
- Team composition
 - o State Public Relations representative - chairperson
 - o Representatives from Public Affairs/Regulatory, Premise Marketing, Business Service Center, Residence Service Center, Public Communications, and Issues Management
 - Responsibilities of state team operating within the general stakeholder relationships process described in Section III, using internal and/or external resources
 - o Determine whether need exists for external resources
 - o Implement general stakeholder relationships process for state-specific stakeholders.
 - o Adapt stakeholder information developed by the regional stakeholder relationships team to the needs of the state
 - o Provide stakeholder information and plans to the regional stakeholder relationships team for possible adaptation and use throughout the region

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III. Stakeholder Relationships Process

A. Define the Issue and Sub-Issues

Example -

Issue - Implementation of universal usage based pricing for business.

Sub-Issues - Perception of increased cost of business services and products on consumers.

Perception that information/enhanced services more beneficial to business.

Perception that residence customers will be next to lose flat rate option.

Perception that UBP is hidden rate increase.

Perception that UBP is inappropriate pricing for telecommunications industry.

Perception that all customers and/or customer groups will experience rate increases.

Some businesses will pay less; some will pay more.

Etc.

B. Identify All Current and Potential Stakeholders, Stakeholders Groups, and/or Stakeholder Coalitions

- Comprehensive identification of sub-issues facilitates process
- General categories such as news media, general public, business customers, residence customers, employees, consumer organizations, stockholders, state regulators, state legislators, unions, retirees, enhanced service providers, business organizations/associations, charities, educational institutions, government agencies, etc.
- Specific members of general categories

C. Prioritize List of Stakeholders Based on Those Considered Most Critical to Attaining Objectives

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- Focus resources
 - Identify limited resource areas
- D. Develop Individual Stakeholder Profiles for Stakeholders Considered Most Critical
- Include history of past encounters
 - Assess expected behavior and effectiveness
- E. Identify Reasons/Rationale/Concerns Underlying Expected Behavior
- Identify sensitivities
 - Identify where stakeholder buy-in is possible
- F. Identify and Assess Significant Patterns and Trends Among Stakeholder Positions
- Cross-tabulate stakeholders and reasons/rationale/concerns
 - Identify areas of agreement and disagreement among stakeholders
- G. Evaluate Potential for Stakeholder Alliances/Coalitions
- Logical or illogical
 - Cooperative or threatening (to the company)
- H. Develop Specific Stakeholder Action Plans
- Redefine issue as appropriate
 - Conduct usage studies
 - Develop education/awareness/communications programs
 - Develop media responses
 - Establish timelines
 - Begin preliminary negotiations, e.g., dialogue groups
- I. Implement Action Plans
- Schedule speeches, presentations, etc., and present usage findings
 - Implement comparative billing as required
 - Utilize media effectively
- IV. Enhancements to Stakeholder Relationships Process
- A. External Expertise
- Specialists in strategic planning

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- o National or international telecommunications consultants with wide-ranging contacts both inside and outside the industry, e.g., A. D. Little, Inc.
 - o Most beneficial when completed task can be applicable across the region
- Specialists in stakeholders relationships/issues management
 - o Telecommunications consultants experienced in market research, market assessment, and stakeholder relationships/issues management and experienced with the regulatory environment, e.g., Touche Ross
 - o Most beneficial when an approach must be targeted to specific stakeholders
 - Specialists in third party ally development
 - o Consultants having access to and experience with third party groups such as the elderly, the disabled, ethnic groups, women and consumer activists, environmentalists, civic and community groups, etc., e.g., The Pires Group
 - o Most beneficial when third party validation from organizations unallied with the company is necessary for public policy success
- B. Strategic Partnering
- Issues symposiums
 - Joint studies with PUC, legislative committees, consumer advisory panels, state universities, etc.

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Usage Based Pricing (UBP) Status Report
BellSouth Region

Southern Bell States

Florida

--The MarketReach plan, which was effective March 17, 1990, is a two-year UBP experiment (mandatory for business, optional for residence) in the Lake Mary wire center of the Sanford exchange. A six month tracking report and the results of a customer focus group are due to the Commission in November. In addition, SB will survey all Lake Mary business customers during the first quarter of 1991 to determine their satisfaction with the plan. These results will be reported to the Commission.

--Plans are underway to provide Lake Mary residence customers with Comparative Bills, beginning in December, 1990.

--A MarketReach type tariff is tentatively planned for filing first or second quarter, 1991, in all exchanges in the Orlando LATA.

--The Comparative Billing promotion of the Local Measured Service options in Brevard County will provide Comparative Bills from April through September, 1990, to customers who would be winners with LMS. Six month summaries will also be provided to winners. To date the effectiveness of Comparative Billing in Brevard County is limited with residence penetration increasing from 3.42% to 3.62% and business penetration increasing from 1.01% to 1.66%.

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Southern Bell States (Cont'd)

Florida (Cont'd)

--A subcommittee of the SB UBP/EAS Implementation Team met on August 1 to begin planning for the Florida statewide usage studies. Guidelines are being prepared for the local Florida UBP Team to use in selecting the offices to study.

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010.1100

DATE: October 25, 1991

TO: J. A. Drummond, President - Marketing

FROM: J. F. Wise, Operations Manager - Marketing - Local & Toll

SUBJECT: October 28, 1991 Presentation to State Presidents

This letter is to provide you with information regarding our upcoming Local/Toll Plan presentations to the State Presidents on October 28, 1991.

The key points that we plan to make are:

11.

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Copies of the presentation graphics to be used by Butch Malone and Tom Hamby are attached for your information.

If you would like to discuss this, please call me at 205-977-5534 or at home at 205-991-0893.

Attachments

cc: R. Odom
V. Jobson
J. North
T. Hamby
W. Malone

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MEMO

Date: October 125, 1991
To: Judy North
From: Jeff Wise
Subject: Local/Toll Plan Presentation

The last chart in Butch Malone's presentation is where we will address your concerns regarding business office and budget impacts.

I will be happy to discuss with you at any time.

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**STRATEGIES, PLANS &
QUANTIFICATION**

BUTCH MALONE

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SITUATION ANALYSIS

10XXX COMPETITION

3 -

1+ COMPETITION

5 -

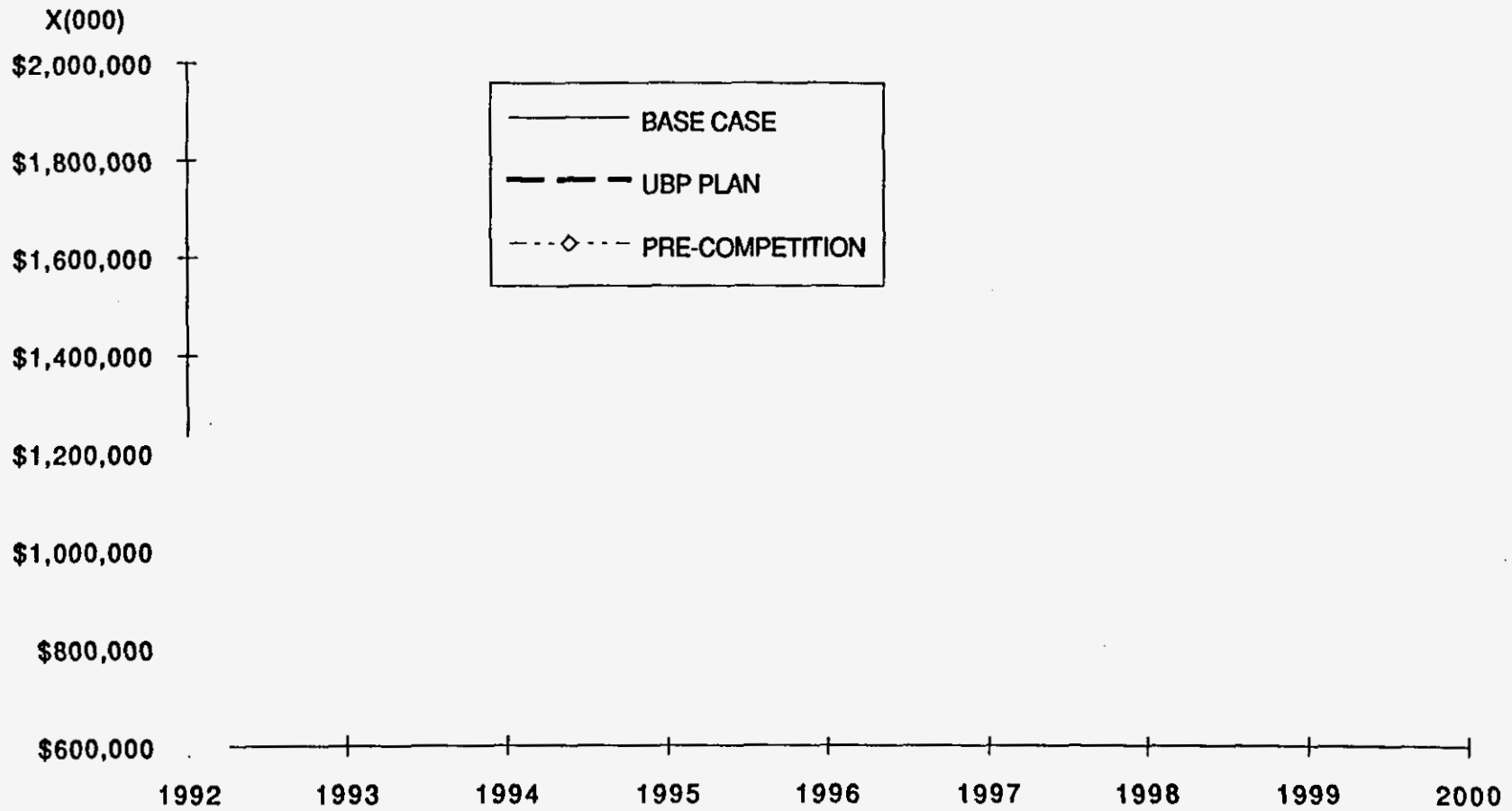
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INTRALATA TOLL 10XXX & 1+ REVENUE IMPACT



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LOCAL/TOLL RESPONSE vs COMPETITIVE IMPACT



COMBINED LOCAL/TOLL RESPONSE

COMPONENTS

- EXPANDED LOCAL CALLING PLAN
- TOLL REPRICING & SERVICE ENHANCEMENTS
- ADVERTISING & PROMOTIONS
- SALES TRAINING & SUPPORT
- SALES OBJECTIVES, INCENTIVES & COMPENSATION

IMPACT

9.
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USAGE BASED EXPANDED LOCAL CALLING AREA PLAN

COMPONENTS

- EXPANDED LOCAL CALLING (7-DIGIT)
- USAGE BASED
- INTEGRATION OF EXISTING & EXPANDED LCA

IMPLEMENTATION

- 8.
- 9.
- 10.
- 11.

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USAGE BASED EXPANDED LOCAL CALLING AREA PLAN

STRATEGIC FIT

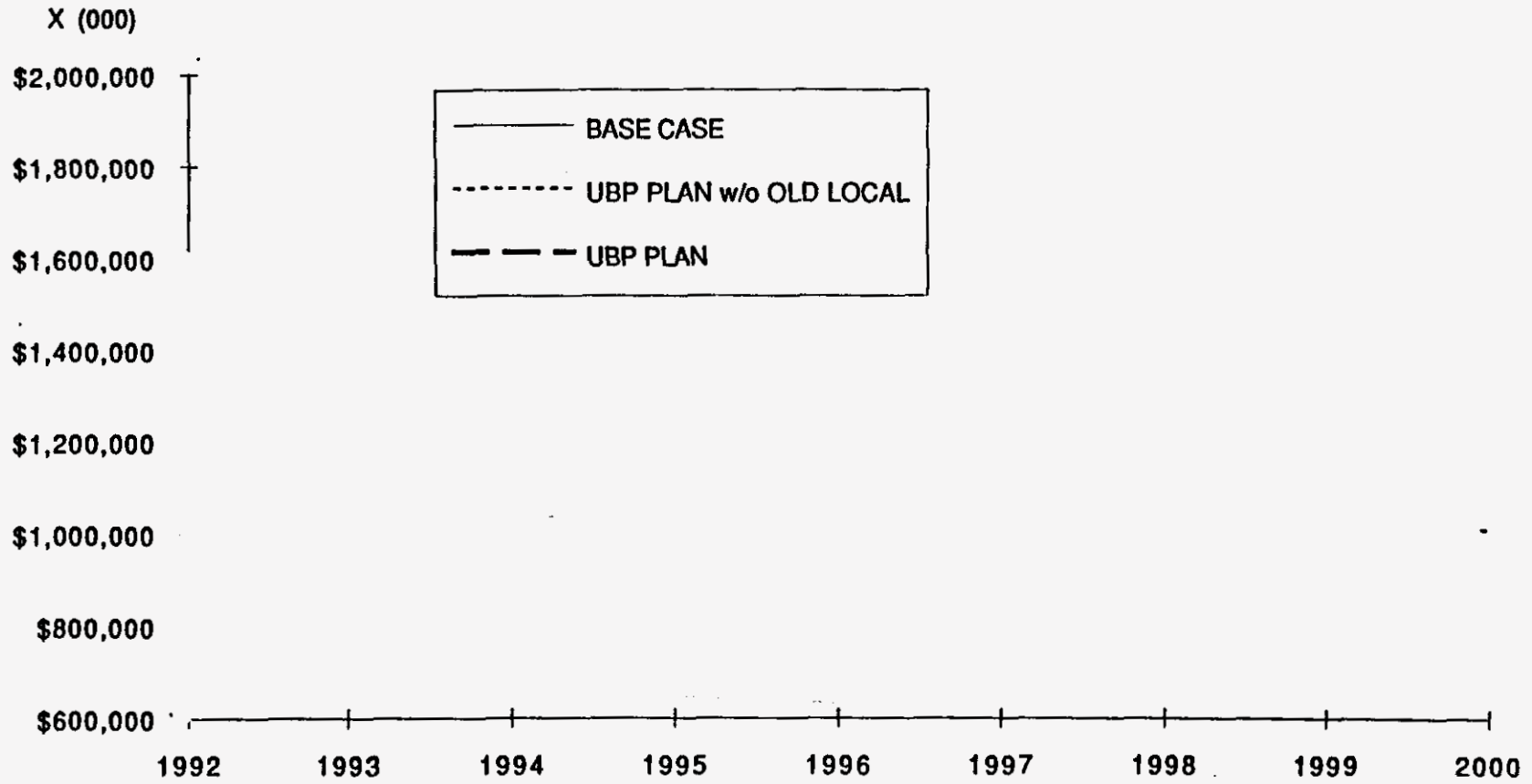
- **PUTS BELLSOUTH IN A POSITION TO IMPROVE SHAREHOLDER VALUE BY ENCOURAGING INCREASED USAGE OF OUR NETWORK (A KEY CORE COMPETENCY)**

APPLICABILITY

- **PROVIDES IMPROVED REVENUE AND POTENTIAL FOR GROWING THE BUSINESS IN EITHER A 10XXX COMPETITIVE ENVIRONMENT OR A 1+ COMPETITIVE ENVIRONMENT**

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LOCAL/TOLL RESPONSE REVENUE IMPACT



USAGE BASED EXPANDED LOCAL CALLING AREA PLAN

KEY ASSUMPTIONS

BASE CASE:

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UBELCA PLAN:

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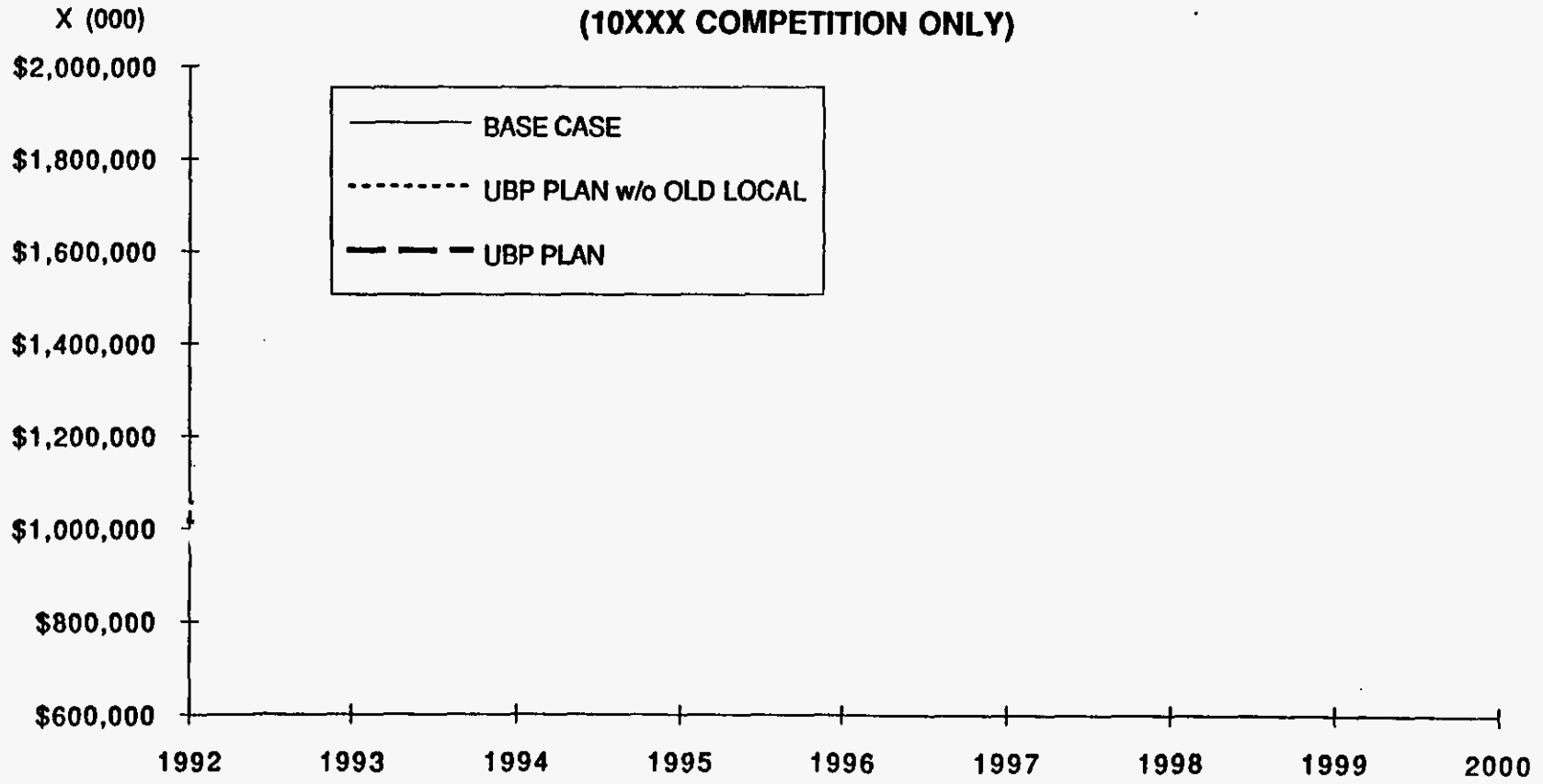
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**LOCAL/TOLL RESPONSE
REVENUE IMPACT
(10XXX COMPETITION ONLY)**



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STATE SPECIFIC ACTION PLANS

- **TARIFF FILINGS**

- **INTERDEPARTMENTAL IMPACTS**
 - 4 •
 -
 - 6 •
 -
 - 8 •
 - 9 •

- **STATE BUDGET IMPACT**

- **STAFF SUPPORT NEEDED FOR SUCCESS**

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APPROACH TO UBP

TOM HAMBY

34

APPROACH TO UBP

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RECOMMENDED UBP APPROACH

CONSISTENT STRUCTURE - REGIONWIDE

- TARIFFED STATEWIDE
- USAGE BASED RATES
- LARGER LOCAL CALLING AREA
- 7-DIGIT DIALING

REGIONWIDE AVAILABILITY

WHY RECOMMENDED UBP APPROACH?

MARKETABILITY

3●

- PROVIDES CUSTOMERS WITH ADDITIONAL VALUE
 - EAS
 - LOWER & MORE COMPETITIVE RATES
 - 7-DIGIT DIALING
- EASY TO UNDERSTAND
- EASY TO SELL VIA LARGE TEAM SERVICE CENTERS
- IMPROVED ADVERTISING EFFICIENCY & BRAND AWARENESS

WHY RECOMMENDED UBP APPROACH?

STRATEGIC

- 3 ●
 - LOWER RATES
 - SINGLE INTEGRATED RATE SCHEDULE
 - 7-DIGIT DIALING

- POSITIONS THE CORPORATION FOR REVENUE GROWTH

- 8 ●
 - USAGE STIMULATION FROM ADVERTISING

WHY RECOMMENDED UBP APPROACH?

OPERATIONAL

- CENTRALIZED STAFF SUPPORT
 - BILLING SYSTEM
 - ADVERTISING
 - M&Ps
- CONTINUING NEED TO INCREASE EFFICIENCY
- IMPROVE MANAGEMENT OF THE PRODUCT THROUGHOUT ITS LIFE CYCLE
 - FORECASTING
 - TRACKING
 - ANALYSIS
 - PRODUCT ENHANCEMENTS
- QUICKER RESPONSE TO MARKET OPPORTUNITIES

PROJECT STREAM SUMMARIES

GROUP I

Complex Business

Several projects are currently underway to simplify the processes of selling, ordering, and implementing ESSX® services. One team's objective is to replace the volumes of forms required to place and ESSX order by streamlining and mechanizing the ordering process. A second team's objective is to simplify the design of the product. Each of these efforts are aimed at reducing cost and improving service intervals so that selling time and sales revenues can be increased.

Forecasting and Budgeting

The Budget/Forecasting effort has focused on the design and development of new budget and forecasting processes. The forecasting team has completed the re-design of the forecasting process and the development of an implementation plan. The team is currently poised to implement the recommendations.

The Budget Process team is currently finishing the implementation planning stage of a recommended reengineered process. The implementation plan is a five phased effort that includes streamlining the current process and running a parallel process to assure a smooth transition in the final phase.

The new processes will link strategies and plans and optimizes the allocation of resources to achieve corporate goals.

Service Activation

The team that has been in place has analyzed and documented the current service activation process, from order initiation to service installation. As a result, they have identified short and medium term process redesign opportunities that reduce costs and enhance customer service, and are currently beginning to implement those process changes across the nine state region. Identified longer term reengineering opportunities will be incorporated into a Future State Service Activation model, and a migration path defined to allow the corporation to operationalize that model.

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PROJECT STREAM SUMMARIES

GROUP II

Central Office Operations

The Central Office project is an effort to redesign Central Office related processes, with equal emphasis on both the functions internal to the C.O. operations and the process interfaces with other business functions. The project is currently in the business analysis phase where process, functional and organizational opportunities are being identified. Project deliverables at this phase include the identification of key issues and processes to be addressed immediately, quantification of benefits to be achieved, and a project design for moving forward on these issues.

Complex Business II

The sales study aims to understand how we currently market and sell BST products and services to our business customers. The study will identify and prioritize the opportunities found across areas such as selling techniques, sales channels, organization structure, compensation plans, and product and sales strategy. From this study, specific projects will be recommended to improve business sales performance.

Information Technology

The IT Effectiveness project will resolve key issues and barriers to an orderly migration of BST's IT capability to "world class" status. This initial project, covering BST's Information Systems, User Management Group and appropriate Staff Support organizations, will focus on IT infrastructure and business linkage by addressing: long range systems plans; organization structure; skill training; human resource recruitment and assignment processes; management practices; system development methods and tools; system maintenance methods and tools; and performance measurement guidelines and targets. Heavy emphasis will be placed on creating an IT environment that enables BST to ensure information resources are focused on the creation and management of application functionality that provides the greatest business value.

Network Planning and Provisioning

This effort will focus on the Network Planning, Network Engineering, OPE and OPC functions and related business processes. Specific process reengineering emphasis will be placed on the planning and provisioning processes with the objectives of reducing expense related to the planning and provisioning process, improve work order cycle time, eliminate rework, improve the overall network quality, and ensure that capital investments are effectively deployed to minimize total cost to the business. Additionally, network deployment strategies will be effectively aligned with the business strategies to ensure that both customer needs and competitive challenges are proactively met.

PROJECT STREAM SUMMARIES

Repair and Maintenance Process

The Repair/Maintenance reengineering team, focusing in the IMC, I&M and CRSAB functions, will be reviewing, redesigning, and implementing process changes related to the repair and maintenance processes. Specifically this includes customer trouble receipt/screening, dispatch management and methodologies, proactive maintenance operations, facility rearrangements, and overall repair/maintenance process measurement indicators of cost, quality and performance.

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PROJECT STREAM SUMMARIES

GROUP III

- Business Office Revenue Recovery* The reengineering project will focus specifically on the collections related business processes. Improvement in margin performance and cost of capital will be targeted through reductions in net bad debt uncollectables and unpaid live collections.
- Business Office Sales and Service Excellence* The project focus here will be within the Business Office operations with emphasis on both the customer contact processes and the service order error handling functions. Customer contact patterns and approaches will be reviewed, staffing model effectiveness enhanced, along with roles and responsibilities of the Business Office functions and related processes redesigned. Impact will be seen in revenue performance and customer service improvements.
- Organizational Alignment* This will be a multi phased effort that will align the structure, systems, human resources and accountabilities of BellSouth Telecommunications, to best support the reengineered major business processes and strategic direction of the company. It will include clarifying roles and responsibilities and defining the relationships between line organizations and staff functions for significantly increased customer service.
- Regulatory* Business processes such as rate development and filing processes will be reviewed and streamlined with organizational rightsizing in line with the redefined business processes. Additionally it will include roles and responsibility definition and alignment of regulatory strategies to support and align with the BST business strategy.

BELLSOUTH TELECOMMUNICATIONS, INC. BUSINESS REENGINEERING ACTIVITIES

BST WORK PROCESSES

GROUP I

1. Complex Business (ESSX)
2. Comptrollers - CORE
3. Data Center Consolidation
4. Forecasting & Budgeting
5. Service Activation

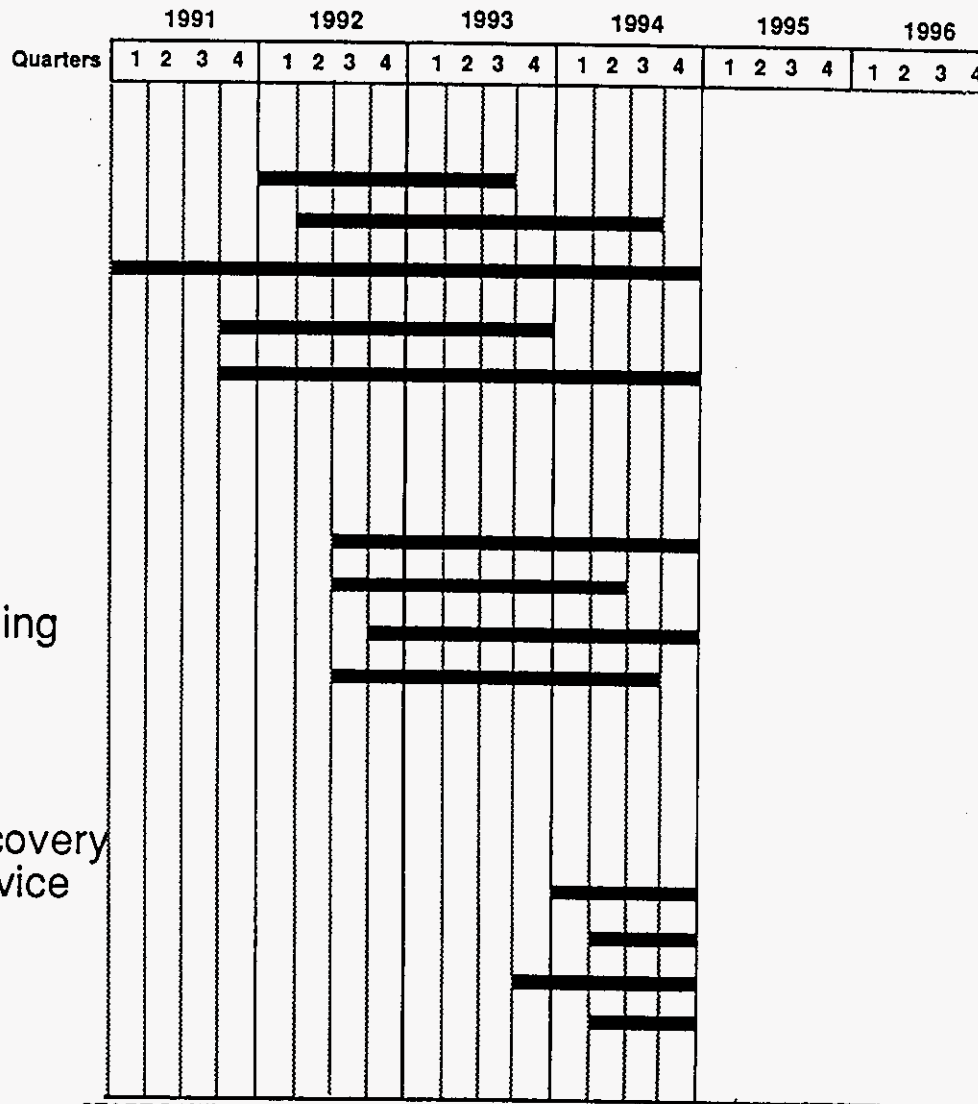
GROUP II

6. Central Office Operations
7. Information Technology
8. Network Planning & Provisioning
9. Repair Maintenance Process

GROUP III

10. Business Office Revenue Recovery
11. Business Offices Sales & Service
12. Organizational Alignment
13. Regulatory

Total Reengineering



START DATE: Project Start Date
 END DATE: Completion of Implementation
 ISSUE DATE: 9/28/92

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November 16, 1992

Memorandum to: F. D. Ackerman, President & Chief Executive Officer

From: T. D. Strickland, Assistant Vice - President Reengineering

Subject: BellSouth Telecommunications, Inc. (BST) Reengineering
Force Reduction Summary by Functional Entities

In response to your request, attached is a BST Reengineering Force Reduction Summary by work processes and by functional entities. Exhibit I is the "FORCE IMPACT" summary presented at the 11/10/92 Executive Policy Council meeting. Exhibit II displays force reduction by total employees and by BST functional entities.

Both Information Technology and Organizational Alignment have been included in the Executive department until more details are available. The BST work processes are at various stages of definition and, consequently, there will be some changes as reengineering proceeds. We will be hosting a meeting later this week to ensure accuracy in tracking the benefits outlined by BST Reengineering. Please call me if you have any questions or would like to discuss this matter further.


Attachment

cc: Group Presidents
J.G. Butler
B.M. Dunn
W.H. Groce
L.L. Schoolar

[REDACTED]
 BellSouth Telecommunications, Inc. (BST)
 Force Impact (Cumulative)

	<u>1992</u>	<u>1993</u>	<u>1994</u>	<u>1995</u>	<u>1996</u>
<i>Craft</i>	0	783	3,645		
<i>Management</i>	<u>0</u>	<u>252</u>	<u>1,553</u>		
<i>Total Employees</i>	0	1,035	5,198		

EXHIBIT II

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BELLSOUTH TELECOMMUNICATIONS, INC. (BST)
REENGINEERING FORCE SUMMARY
(SORTED BY WORK PROCESSES)
1993 (cum.)

	<u>Comptrollers</u>	<u>Executive</u>	<u>Legal</u>	<u>Marketing</u>	<u>Network</u>	<u>Regulatory</u>	<u>Services</u>	<u>TOTAL</u>
<u>GROUP I</u>								
1								
2								
3								
4								
5								
TOTAL								
<u>GROUP II</u>								
6								
7								
8								
9								
TOTAL								
<u>GROUP III</u>								
10								
11								
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13								
TOTAL								
TOTAL REENGINEERING								

EXHIBIT II

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FOIA23Z 00444

BELLSOUTH TELECOMMUNICATIONS, INC. (BST)
REENGINEERING FORCE SUMMARY
(SORTED BY WORK PROCESSES)
1994 (cum.)

	<u>Comptrollers</u>	<u>Executive</u>	<u>Legal</u>	<u>Marketing</u>	<u>Network</u>	<u>Regulatory</u>	<u>Services</u>	<u>TOTAL</u>
<u>GROUP I</u>								
1	COMPLEX BUSINESS (ESSX)							
2	COMPTROLLERS - GORE							
3	DATA CENTER CONSOLIDATION							
4	FORECASTING & BUDGETING							
5	SERVICE ACTIVATION							
	TOTAL							
<u>GROUP II</u>								
6	CENTRAL OFFICE OPERATIONS							
7	INFORMATION TECHNOLOGY							
8	NETWORK PLANNING & PROVISIONING							
9	REPAIR MAINTENANCE PROCESS							
	TOTAL							
<u>GROUP III</u>								
10	BUSINESS OFFICE REVENUE RECOVERY							
11	BUSINESS OFC. SALES & SVC EXCELLENCE							
12	ORGANIZATIONAL ALIGNMENT							
13	REGULATORY							
	TOTAL							
	TOTAL REENGINEERING							

EXHIBIT II

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FOIA23Z 00445

BELLSOUTH TELECOMMUNICATIONS, INC. (BST)
REENGINEERING FORCE SUMMARY
(SORTED BY WORK PROCESSES)
1995 (cum.)

	<u>Comptrollers</u>	<u>Executive</u>	<u>Legal</u>	<u>Marketing</u>	<u>Network</u>	<u>Regulatory</u>	<u>Services</u>	<u>TOTAL</u>
<u>GROUP I</u>								
1	COMPLEX BUSINESS (ESSX)							
2	COMPTROLLERS - CORE							
3	DATA CENTER CONSOLIDATION							
4	FORECASTING & BUDGETING							
5	SERVICE ACTIVATION							
	TOTAL							
<u>GROUP II</u>								
6	CENTRAL OFFICE OPERATIONS							
7	INFORMATION TECHNOLOGY							
8	NETWORK PLANNING & PROVISIONING							
9	REPAIR MAINTENANCE PROCESS							
	TOTAL							
<u>GROUP III</u>								
10	BUSINESS OFFICE REVENUE RECOVERY							
11	BUSINESS OFC. SALES & SVC EXCELLENCE							
12	ORGANIZATIONAL ALIGNMENT							
13	REGULATORY							
	TOTAL							
	TOTAL REENGINEERING							

EXHIBIT II

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FOIA23Z 00446

BELLSOUTH TELECOMMUNICATIONS, INC. (BST)
REENGINEERING FORCE SUMMARY
(SORTED BY WORK PROCESSES)
1996 (cum.)

1996

	<u>Comptrollers</u>	<u>Executive</u>	<u>Legal</u>	<u>Marketing</u>	<u>Network</u>	<u>Regulatory</u>	<u>Services</u>	<u>TOTAL</u>
<u>GROUP I</u>								
1	COMPLEX BUSINESS (ESSX)							
2	COMPTRROLLERS - CORE							
3	DATA CENTER CONSOLIDATION							
4	FORECASTING & BUDGETING							
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	TOTAL							
<u>GROUP II</u>								
6	CENTRAL OFFICE OPERATIONS							
7	INFORMATION TECHNOLOGY							
8	NETWORK PLANNING & PROVISIONING							
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<u>GROUP III</u>								
10	BUSINESS OFFICE REVENUE RECOVERY							
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12	ORGANIZATIONAL ALIGNMENT							
13	REGULATORY							
	TOTAL							
	TOTAL REENGINEERING							