Scientific-Atlanta, Inc. Law Department Office of Corporate Compliance

Compliance

"The decisions made and the processes created to protect the company from civil or criminal allegations made by private parties or government regulators for arguably improper, unethical, or illegal actions or non-action."¹

In this regard, the Vice President & Chief Compliance Officer provides leadership for all aspects of Scientific-Atlanta's ethics, compliance and business conduct initiatives in order to promote legal, regulatory and policy compliance and to enhance the company's reputation as an ethics and compliance leader.

The position reports to the Audit Committee of the Board and to the Chief Legal Officer.

Key responsibilities:

- Monitor and oversee compliance issues throughout the world to ensure proper resolution.
- Evaluate company-wide compliance initiatives and policies for appropriateness, effectiveness and efficiency and facilitate change through the Corporate Compliance Committee.
- Insure that the company culture including the core values, beliefs and "how things are done" at S-A reflects a strong commitment to ethics and compliance.
- Ensure that adequate compliance monitoring systems are in place.
- Be responsible for and oversee the company's independent and confidential advice and reporting channel (the "Hotline").
- Ensure appropriate training is developed and implemented in all compliance areas.
- Evaluate management on compliance. This evaluation to be considered during performance reviews.
- Coordinate with senior management to assure consistency in the application and enforcement of all compliance standards.

¹ Source: General Counsel Roundtable working definition of "Compliance"