

# Summary of Material Modifications



IMPORTANT BENEFITS INFORMATION

## AT&T Flexible Spending Account Plan

This is a Summary of Material Modifications (SMM) to the Summary Plan Description (SPD) for the AT&T Flexible Spending Account Plan (Plan), dated December 2012.

Please keep this document for future reference.

**Distribution:** Distributed to active Employees of AT&T Companies, listed in "Appendix A: Participating Companies and Applicable Collective Bargaining Agreements" of this SMM, who may be eligible to participate as described in the "Eligibility and Participation" section of the SPD.

NIN: 78-30279

## IMPORTANT INFORMATION

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In all cases, the Summary Plan Description (SPD) for the AT&T Flexible Spending Account Plan (Plan) and all of its Summary of Material Modifications (SMMs) is the official document for the Plan which governs and is the final authority on the terms of the Plan. AT&T Inc. reserves the right to terminate or amend any and all of its employee benefit plans or programs at any time for any reason. Participation in the Plan is neither a contract nor a guarantee of future employment.

### **What is this document?**

This document is an SMM and describes recent changes to the SPD for the Plan.

This SMM contains a summary in English of your plan rights and benefits under the Plan. If you have difficulty understanding any part of this booklet, please contact the AT&T Benefits Center at **877-722-0020**, between 7 a.m. and 7 p.m. Central time Monday through Friday.

Este documento contiene un resumen de las modificaciones materiales (SMM), en ingles. Si usted tiene dificultad que entiende este SMM, entre en contacto con por favor el AT&T Benefits Center en **877-722-0020**, entre 7 a.m. and 7 p.m. CST, Lunes a Viernes.

### **What action do I need to take?**

You should review this SMM and your SPD in their entirety so that you can understand the details of your Plan. No other action is necessary.

### **How do I use this document?**

Keep this SMM with your Plan SPD and all other SMMs for future reference. They are your primary resource for your questions about the Plan.

### **Questions?**

If you have questions regarding information in this SMM or other questions about the Plan, call the applicable administrator listed in the "For More Information" section of this SMM.

Si usted tiene alguna dificultad en entender cualquier parte de este documento, entre en contacto por favor con el Administratador en la seccion de "For More Information."

## INTRODUCTION

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This SMM communicates certain changes under the Plan. While you should review the entire SMM, along with your SPD, please note the following list of important changes:

- Clarification of the eligibility provision of the Plan relevant to new Management Employee hires;
- Clarification that eligible reimbursements shall first be made from your Health Care Flexible Spending Account (FSA) and then from any company-sponsored health reimbursement account plans or programs in which you participate;
- A new “Appendix A: Participating Companies and Applicable Collective Bargaining Agreements,” effective Jan. 1, 2014;
- Updates to “Appendix B: Eligibility, Characterization of Employees Eligible to Enroll and Eligibility Waiting Period Matrix,” effective Jan. 1, 2014; and
- Contact information (websites, phone numbers and addresses) for Fidelity Investments, the new trustee/custodian that can receive Health Savings Account (HSA) Payroll Contributions effective Jan. 1, 2014.

## ELIGIBILITY AND PARTICIPATION

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The second paragraph of the “Eligible Employees” section on page 8 of the SPD is revised to read:

If you are a management Employee, your coverage effective date is the first of the month after you enroll.

## HEALTH CARE FSA

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The first paragraph of the “Health Care FSA” section on page 17 of the SPD is revised to read:

You may use your Health Care FSA to reimburse yourself for eligible health care expenses incurred on your or your Eligible Dependent’s behalf that are not reimbursed by any other health care plan. If you participate in the AT&T Health Reimbursement Account Program or any other company-sponsored health reimbursement account plan or program, reimbursements will first be made from your Health Care FSA.

## HSA PAYROLL CONTRIBUTIONS

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The Company has entered into an agreement with Fidelity Investments that, effective Jan. 1, 2014, designates Fidelity Investments as the HSA trustee/custodian that can receive HSA Payroll Contributions. Before-tax HSA Payroll Contributions under the Plan may only be made to an HSA custodian(s) or trustee(s) with whom the Company has entered into an agreement to accept before-tax HSA Payroll Contributions. Effective Jan. 1, 2014, HSA Payroll Contributions will no longer be transmitted to Optum Bank. As such, the third full paragraph on page 27 of the SPD and the call-out that follows are revised to read:

Many financial institutions offer HSAs. You may wish to check with your financial institution concerning the availability and terms of an HSA. To facilitate Employee participation in an HSA, the Company will permit Payroll deductions with respect to an HSA that you create at Fidelity Investments.

**IMPORTANT:** The HSA offered by Fidelity Investments is not an arrangement established or maintained by the Company. Rather, the Fidelity Investments HSA is established and maintained by Fidelity Investments, the HSA trustee. It is the Company’s intention to comply with Department of Labor guidance set forth in Field Assistance Bulletin No. 2004-1, which specifies that an HSA is not an ERISA plan if certain requirements are satisfied.

## CONTACT INFORMATION

The “Contact Information” table for Optum Bank beginning on page 56 of the SPD will be replaced with the following “Contact Information” table for Fidelity Investments.

<b>Contact Information</b>	
<b>Vendor</b>	
Name	Fidelity Investments
Type	HSA Payroll Contributions
Services Provided	HSA vendor that AT&T will automatically forward before-tax HSA Payroll Contributions.
<b>Vendor Contact Numbers</b>	
Contact Numbers Information	Contact Fidelity Investments
Domestic Telephone Number	<b>800-416-2363</b>
<b>Vendor Hours of Operation</b>	
Hours of Operation	<p><b>Service Center:</b> Monday through Friday from 7:30 a.m. to 11 p.m., excluding some holidays.</p> <p><b>IVR System:</b> The interactive voice response system is available 24 hours a day, seven days a week.</p>
<b>Vendor Website</b>	
Website Access Information	To access the website use this address:
Website	<b>netbenefits.com/att</b>

<b>Contact Information</b>	
<b>Vendor Mailing Address</b>	
<b>General Mailing Address</b>	
Mailing Address Information	General questions about an HSA may be sent to:
Domestic	Fidelity Investments P.O. Box 770001 Cincinnati, OH 45277-0036
<b>Claims</b>	
Claims Information	Contact Fidelity Investments for claims assistance. The HSA offered by Fidelity Investments is not an arrangement established or sponsored by the Company. It is the Company's intention to comply with Department of Labor guidance set forth in Field Assistance Bulletin No. 2004-1, which specifies that an HSA is not an ERISA plan if certain requirements are satisfied.
Claims Regular	Fidelity Investments P.O. Box 770001 Cincinnati, OH 45277-0036
Claims Overnight	Fidelity Investments 100 Crosby Parkway Covington, KY 41015-4325

## APPENDIX A: PARTICIPATING COMPANIES AND APPLICABLE COLLECTIVE BARGAINING AGREEMENTS

Appendix A of the SPD identifies the Participating Companies and Applicable Collective Bargaining Agreements and provides general information regarding which groups of Eligible Employees within a Participating Company are eligible to participate in the Plan.

The table is being updated to add Aio Wireless LLC as a new Participating Company and to remove certain Companies and Employee groups that no longer have Active Employees.

The table is revised as follows:

<b>Population Abbreviation</b>	<b>Participating Company Name and Acronym</b>	<b>Employee Group</b>	<b>Bargaining Unit</b>
AIS - CWA District 9	SBC Global Services, Inc. AIS	Bargained	SBC Global Services, Inc. - CWA District 9 (Appendix D to the AT&T West Core Contract - CWA District 9)
AIS - IBEW Local 134	SBC Global Services, Inc. AIS	Bargained	SBC Global Services, Inc. - IBEW Local 134 (Appendix F to the AT&T Midwest Core Contract - IBEW Local 21)
AIS - IBEW Local 21	SBC Global Services, Inc. AIS	Bargained	SBC Global Services, Inc. - IBEW Local 21 (Appendix D to the AT&T Midwest Core Contract - IBEW Local 21)
AIS - IBEW Local 494	SBC Global Services, Inc. AIS	Bargained	SBC Global Services, Inc. - IBEW Local 494 (Appendix G to the AT&T Midwest Core Contract - IBEW Local 21)
AIS - IBEW Local 58	SBC Global Services, Inc. AIS	Bargained	SBC Global Services, Inc. - IBEW Local 58 (Appendix E to the AT&T Midwest Core Contract - IBEW Local 21)
AIS - M	SBC Global Services, Inc. AIS	Management	N/A
AIS - NMNU	SBC Global Services, Inc. AIS	Nonmanagement Nonunion	N/A
AIS COS - CWA District 4	SBC Global Services, Inc. AIS	Bargained	SBC Global Services, Inc., COS - CWA District 4
AIS CPE - CWA District 4	SBC Global Services, Inc. AIS	Bargained	SBC Global Services, Inc. (CPE) - CWA District 4 (Appendix G to the AT&T Midwest Core Contract - CWA District 4)

<b>Population Abbreviation</b>	<b>Participating Company Name and Acronym</b>	<b>Employee Group</b>	<b>Bargaining Unit</b>
AKI - M	Alascom, Inc. AKI	Management	N/A
BBI - CWA District 3	AT&T Billing Southeast, LLC BBI	Bargained	AT&T Billing Southeast, LLC - CWA District 3
BBI - M	AT&T Billing Southeast, LLC BBI	Management	N/A
BCS - CWA District 3	BellSouth Communication Systems, LLC BCS	Bargained	AT&T Southeast Core Contract - CWA District 3
BCS - M	BellSouth Communication Systems, LLC BCS	Management	N/A
BST - CWA District 3	BellSouth Telecommunications, LLC BST	Bargained	AT&T Southeast Core Contract - CWA District 3
BST - M	BellSouth Telecommunications, LLC BST	Management	N/A
BST (IS) - CWA District 3	BellSouth Telecommunications, LLC BST (IS)	Bargained	BellSouth Telecommunications, LLC (Internet Services) - CWA District 3
BST (ND & CA) - District 3	BellSouth Telecommunications, LLC BST (ND & CA)	Bargained	BellSouth Telecommunications, LLC (National Directory & Customer Assistance) - CWA District 3
BST (UO) - District 3	BellSouth Telecommunications, LLC BST (UO)	Bargained	BellSouth Telecommunications, LLC (Utility Operations) - CWA District 3
CINAIO - M	Aio Wireless LLC CINAIO	Management Effective Dec. 2013 employees transferred to this entity.	N/A

	<b>Participating Company Name and Acronym</b>	<b>Employee Group</b>	<b>Bargaining Unit</b>
<b>Population Abbreviation</b>			
CINW - CWA District 3	AT&T Mobility Services LLC CINW	Bargained	AT&T Mobility Services LLC - CWA District 3 (Black Contract)
CINW - CWA District 6	AT&T Mobility Services LLC CINW	Bargained	AT&T Mobility Services LLC - CWA District 6 (Purple Contract)
CINW - CWA Districts 1, 2, 4, 7, 9, 13	AT&T Mobility Services LLC CINW	Bargained	AT&T Mobility Services LLC - CWA Districts 1, 2, 4, 7, 9, 13 (Orange Contract)
CINW - IBEW Local 1547	AT&T Mobility Services LLC CINW	Bargained	AT&T Mobility Services LLC - IBEW Local 1547 (Blue Contract)
CINW - M	AT&T Mobility Services LLC CINW	Management	N/A
CINW - NMNU	AT&T Mobility Services LLC CINW	Nonmanagement Nonunion	N/A
ILB - CWA District 4	Illinois Bell Telephone Company ILB	Bargained	AT&T Midwest Core Contract - CWA District 4
ILB - IBEW Local 21	Illinois Bell Telephone Company ILB	Bargained	IBEW System Counsel T-3 (AT&T Midwest Contract)
ILB - M	Illinois Bell Telephone Company ILB	Management	N/A
INB - CWA District 4	Indiana Bell Telephone Company, Incorporated INB	Bargained	AT&T Midwest Core Contract - CWA District 4
INB - IBEW Local 21	Indiana Bell Telephone Company, Incorporated INB	Bargained	IBEW System Counsel T-3 (AT&T Midwest Contract)



	<b>Participating Company Name and Acronym</b>	<b>Employee Group</b>	<b>Bargaining Unit</b>
<b>Population Abbreviation</b>			
INB - M	Indiana Bell Telephone Company, Incorporated INB	Management	N/A
MIB - CWA District 4	Michigan Bell Telephone Company MIB	Bargained	AT&T Midwest Core Contract - CWA District 4
MIB - M	Michigan Bell Telephone Company MIB	Management	N/A
MIB - NMNU	Michigan Bell Telephone Company MIB	Nonmanagement Nonunion	N/A
NB - CWA District 9	Nevada Bell Telephone Company NB	Bargained	AT&T West Core Contract - CWA District 9
NB - M	Nevada Bell Telephone Company NB	Management	N/A
OHB - CWA District 4	The Ohio Bell Telephone Company OHB	Bargained	AT&T Midwest Core Contract - CWA District 4
OHB - M	The Ohio Bell Telephone Company OHB	Management	N/A
PB - CWA District 9	Pacific Bell Telephone Company PB	Bargained	AT&T West Core Contract - CWA District 9
PB - IBEW Local 1269	Pacific Bell Telephone Company PB	Bargained	Pacific Bell Telephone Company - IBEW Local 1269
PB - M	Pacific Bell Telephone Company PB	Management	N/A
SBCI-MSI - M	AT&T Mexico, LLC SBCI - MSI	Management	N/A

	<b>Participating Company Name and Acronym</b>	<b>Employee Group</b>	<b>Bargaining Unit</b>
<b>Population Abbreviation</b>			
SBC-MSI - M	AT&T Management Services, L.P. SBC - MSI	Management	N/A
SBCSI - CWA	AT&T Services, Inc. SBCSI	Bargained	AT&T Corp. Core Contract - CWA
SBCSI - CWA District 1	AT&T Services, Inc. SBCSI	Bargained	AT&T East Core Contract - CWA District 1
SBCSI - CWA District 3	AT&T Services, Inc. SBCSI	Bargained	AT&T Southeast Core Contract - CWA District 3
SBCSI - CWA District 4	AT&T Services, Inc. SBCSI	Bargained	AT&T Midwest Core Contract - CWA District 4
SBCSI - CWA District 6	AT&T Services, Inc. SBCSI	Bargained	AT&T Southwest Core Contract - CWA District 6
SBCSI - CWA District 9	AT&T Services, Inc. SBCSI	Bargained	AT&T West Core Contract - CWA District 9
SBCSI - CWA District 9 (SBLD)	AT&T Services, Inc. SBCSI	Bargained	AT&T Services, Inc. - CWA District 9 (SBLD)
SBCSI - IBEW	AT&T Services, Inc. SBCSI	Bargained	IBEW System Counsel T-3 (AT&T Corp. National Contract)
SBCSI - IBEW Local 21 (Core)	AT&T Services, Inc. SBCSI	Bargained	IBEW System Counsel T-3 (AT&T Midwest Contract)
SBCSI - M	AT&T Services, Inc. SBCSI	Management	N/A
SBCSI - NMNU Legacy T	AT&T Services, Inc. SBCSI	Nonmanagement Nonunion	N/A
SBCSI - NMNU MW CWA	AT&T Services, Inc. SBCSI	Nonmanagement Nonunion	N/A
SBCSI - NMNU MW IBEW	AT&T Services, Inc. SBCSI	Nonmanagement Nonunion	N/A
SBCSI - NMNU SW CWA	AT&T Services, Inc. SBCSI	Nonmanagement Nonunion	N/A

	<b>Participating Company Name and Acronym</b>	<b>Employee Group</b>	<b>Bargaining Unit</b>
<b>Population Abbreviation</b>			
SBCSI - NMNU West CWA	AT&T Services, Inc. SBCSI	Nonmanagement Nonunion	N/A
SBCSI Tier 1 - CWA	AT&T Services, Inc. SBCSI	Bargained	AT&T Services, Inc., National Internet Contract - Tier 1 - CWA
SBCSI Tier 2 - CWA	AT&T Services, Inc. SBCSI	Bargained	AT&T Services, Inc., National Internet Contract - Tier 2 - CWA
SNET - CWA District 1	The Southern New England Telephone Company  SNET	Bargained	AT&T East Core Contract - CWA District 1
SNET - M	The Southern New England Telephone Company  SNET	Management	N/A
SWBT - CWA District 6	Southwestern Bell Telephone Company  SWBT	Bargained	AT&T Southwest Core Contract - CWA District 6
SWBT - M	Southwestern Bell Telephone Company  SWBT	Management	N/A
SWBT - NMNU	Southwestern Bell Telephone Company  SWBT	Nonmanagement Nonunion	N/A
TCORP - CWA	AT&T Corp.  TCORP	Bargained	AT&T Corp. Core Contract - CWA
TCORP - CWA District 1 (SNEDG)	AT&T Corp.  TCORP	Bargained	AT&T East Core Contract - CWA District 1 (SNEDG)
TCORP - IBEW	AT&T Corp.  TCORP	Bargained	IBEW System Counsel T-3 (AT&T Corp. National Contract)
TCORP - M	AT&T Corp.  TCORP	Management	N/A
TCORP - NMNU	AT&T Corp.  TCORP	Nonmanagement Nonunion	N/A

	<b>Participating Company Name and Acronym</b>	<b>Employee Group</b>	<b>Bargaining Unit</b>
<b>Population Abbreviation</b>			
TGCS - M	AT&T Global Communication Services, Inc. TGCS	Management	N/A
TGCS - NMNU	AT&T Global Communication Services, Inc. TGCS	Nonmanagement Nonunion	N/A
TGSI - M	AT&T Government Solutions, Inc. TGSI	Management	N/A
TSC - M	AT&T Support Services Company Inc. TSC	Management	N/A
TSRVC - CWA	Teleport Communications America, LLC TSRVC	Bargained	AT&T Corp. Core Contract - CWA
TSRVC - IBEW	Teleport Communications America, LLC TSRVC	Bargained	IBEW System Counsel T-3 (AT&T Corp. National Contract)
TSRVC - M	Teleport Communications America, LLC TSRVC	Management	N/A
TSRVC - NMNU	Teleport Communications America, LLC TSRVC	Nonmanagement Nonunion	N/A
TTSC - M	AT&T Technical Services Company, Inc. TTSC	Management	N/A
TVI - M	AT&T of the Virgin Islands, Inc. TVI	Management	N/A
TVI - NMNU	AT&T of the Virgin Islands, Inc. TVI	Nonmanagement Nonunion	N/A

	<b>Participating Company Name and Acronym</b>	<b>Employee Group</b>	<b>Bargaining Unit</b>
<b>Population Abbreviation</b>			
TWPS - M	AT&T World Personnel Services, Inc. TWPS	Management	N/A
WIB - CWA District 4	Wisconsin Bell, Inc. WIB	Bargained	AT&T Midwest Core Contract - CWA District 4
WIB - M	Wisconsin Bell, Inc. WIB	Management	N/A
WIB - NMNU	Wisconsin Bell, Inc. WIB	Nonmanagement Nonunion	N/A

## APPENDIX B: ELIGIBILITY, CHARACTERIZATION OF EMPLOYEES ELIGIBLE TO ENROLL AND ELIGIBILITY WAITING PERIOD MATRIX

Appendix B is being revised to remove certain groups that are no longer active, to update a group that is now active (BLS Special Represented) and to update the group acronyms for Active Employee changes. As revised, Appendix B will read as follows:

Eligible Employee Group	Characterization of Employees Eligible to Enroll	Eligibility Waiting Period
<b>Management Employees (except Expatriate Employees)</b>	Regular Full-Time Regular Part-Time Temp Full-Time Temp Part-Time Term Full-Time Term Full-Time	None
<b>Management Expatriate Employees*</b>  <b>*Exception: AT&amp;T Government Solutions, Inc. (TGSi) Expatriates follow TGSi benefits. Except as noted.</b>	Regular Full-Time Regular Part-Time Temp Full-Time Temp Part-Time Term Full-Time Term Full-Time	None
<b>Nonmanagement Nonunion Employees (NMNUs) with Management Level Benefits include:</b> AIS-CWA District 9 (CA/NV) AIS-NMNU Southeast Region NMNU TCORP NMNU	Regular Full-Time Regular Part-Time Temp Full-Time Temp Part-Time Term Full-Time Term Full-Time	None
<b>AIS-CPE-CWA District 4</b>	Regular Full-Time Regular Part-Time Temp Full-Time Temp Part-Time Term Full-Time Term Part-Time	None
<b>AIS-COS-CWA District 4</b>	Regular Full-Time Regular Part-Time Temp Full-Time Temp Part-Time Term Full-Time Term Part-Time	None

Eligible Employee Group	Characterization of Employees Eligible to Enroll	Eligibility Waiting Period
<b>AIS-CWA</b>	Regular Full-Time Regular Part-Time Temp Full-Time Temp Part-Time Term Full-Time Term Part-Time	None
<b>AIS-IBEW Local 21</b>	Regular Full-Time Regular Part-Time Term Full-Time Term Part-Time	None
<b>AIS-IBEW Local 58</b>	Regular Full-Time Regular Part-Time Term Full-Time Term Part-Time	None
<b>AIS-IBEW Local 134</b>	Regular Full-Time Regular Part-Time Term Full-Time Term Part-Time	None
<b>AIS-IBEW Local 494</b>	Regular Full-Time Regular Part-Time	None
<b>CINW-CWA District 1, 2, 4, 7, 9, 13</b> <b>CINW-CWA District 3</b> <b>CINW-CWA District 6</b>	Regular Full-Time Regular Part-Time	First of the month following completion of one month NCS
<b>CINW-IBEW Local 1547</b>	Regular Full-Time Regular Part-Time	None
<b>BLS Represented</b> – Which includes: BBI-CWA District 3 SBC-Ops-CWA District 3 SBCSI-CWA District 3 BAPCO-CWA District 3 BCS-CWA District 3 BST-CWA District 3 (except as noted under BLS Special Represented)	Regular Full-Time Regular Part-Time	None

Eligible Employee Group	Characterization of Employees Eligible to Enroll	Eligibility Waiting Period
<b>BLS Special Represented</b> – Which includes: BST(IS)-CWA District 3 BST(UO)-CWA District 3 BST (ND & CA)-CWA District 3	Regular Full-Time Regular Part-Time	Not Applicable
<b>East Region Core-CWA District 1</b>	Regular Full-Time Regular Part-Time Temp Full-Time Temp Part-Time	None
<b>TCORP-CWA</b>	Regular Full-Time Regular Part-Time	None
<b>TCORP-IBEW</b>	Regular Full-Time Regular Part-Time	None
<b>Midwest Region Core-CWA District 4</b>	Regular Full-Time Regular Part-Time Regular Limited Term Full-Time Regular Limited Term Part-Time	None
<b>Midwest Region Core-IBEW</b>	Regular Full-Time Regular Part-Time Term Full-Time Term Part-Time	None
<b>PB-IBEW Local 1269</b>	Regular Full-Time Regular Part-Time Term Full-Time Term Part-Time	None
<b>Southwest Region Core-CWA District 6</b>	Regular Full-Time Regular Part-Time Temp Full-Time Temp Part-Time	None
<b>West Region Core-CWA District 9</b>	Regular Full-Time Regular Part-Time Term Full-Time Term Part-Time	None



## FOR MORE INFORMATION

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If you have any questions regarding the information provided in this SMM, contact the appropriate vendor listed below.

Who	How to Contact
<b>AT&amp;T Benefits Center</b> Eligibility and Enrollment Vendor	<b>877-722-0020 (domestic)</b> <b>1-847-883-0866 (international)</b> Customer service representatives are available Monday through Friday from 7 a.m. to 7 p.m. Central time. <b>resources.hewitt.com/att</b>
<b>ADP Benefit Services KY, Inc.</b> Benefits Administrator	<b>800-283-3211 (domestic)</b> <b>1-502-267-4900 (international)</b> <b>800-952-0450 (hearing impaired)</b> Customer service representatives are available Monday through Friday from 7 a.m. to 7 p.m. Central time. <b>mypendingaccount.adp.com</b>
<b>Fidelity Investments</b> HSA Vendor	<b>800-416-2363</b> Customer service representatives are available Monday through Friday from 7:30 a.m. to 11 p.m. Central time, excluding holidays. <b>netbenefits.com/att</b>