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BEFORE THE ARIZONA CORPORATION COMMISSION

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COMMISSIONERS

JEFF HATCH-MILLER, Chairman
WILLIAM A. MUNDELL
MARC SPITZER
MIKE GLEASON
KRISTIN K. MAYES

2005 AUG 30 A 10: 53

AZ CORP COMMISSION
DOCUMENT CONTROL

IN THE MATTER OF THE JOINT NOTICE OF
INTENT BY VERIZON COMMUNICATIONS,
INC. AND MCI, INC., ON BEHALF OF ITS
REGULATED SUBSIDIARIES.

DOCKET NO. T-01846B-05-0279
T-03258A-05-0279
T-03475A-05-0279
T-03289A-05-0279
T-03198A-05-0279
T-03574A-05-0279
T-02431A-05-0279
T-03197A-05-0279
T-02533A-05-0279
T-03394A-05-0279
T-03291A-05-0279

PROCEDURAL ORDER

BY THE COMMISSION:

On April 13, 2005, Verizon Communications, Inc. ("Verizon") and MCI, Inc. ("MCI") on behalf of their regulated subsidiaries (jointly "Applicants"), filed a Joint Notice of Intent with the Arizona Corporation Commission ("Commission") pursuant to A.A.C. R14-2-803 concerning Verizon's proposed acquisition of MCI.

By Procedural Order issued June 27, 2005, a hearing was scheduled in this matter commencing September 14, 2005 and other procedural filing dates were established.

On August 23, 2005, pursuant to Rule 33(c) and (d) of the Rules of the Supreme Court, Deborah R. Scott filed a Motion and Consent of Local Counsel for admission pro hac vice of Mary L. Coyne to appear on behalf of Verizon in the above-captioned matter. The Consent listed Deborah R. Scott of the law firm Snell & Wilmer, LLP, as the designated member of the State Bar with whom communication can be made and upon whom papers shall be served. No opposition to the Motion and Consent of Local Counsel for pro hac vice admission of Ms. Coyne has been received to date.

By Procedural Order issued August 25, 2005, Dieca Communications, Inc. dba Covad Communications Company ("Covad") was granted intervention in this proceeding.

1 On August 25, 2005, Covad filed a Motion to Withdraw its Intervention. To date, no
2 opposition to Covad's withdrawal request has been received.

3 On August 29, 2005, the Commission's Utilities Division ("Staff") filed a Request for an
4 Extension of Time to File Responsive Testimony. Staff seeks an extension of the current August 30,
5 2005 filing date, until September 2, 2005, due to a health emergency involving one of Staff's primary
6 witnesses. Staff indicates that the Applicants do not oppose the extension as long as the Applicants'
7 Rebuttal Testimony filing date is extended until September 9, 2005, and the September 14, 2005
8 hearing date remains unchanged.

9 IT IS THEREFORE ORDERED that Staff's request for an extension of the filing date of its
10 Responsive Testimony is granted and Staff's testimony shall therefore be filed by no later than
11 September 2, 2005.

12 IT IS FURTHER ORDERED that the Applicants' Rebuttal Testimony shall be filed by no
13 later than September 9, 2005.

14 IT IS FURTHER ORDERED that the Applicants shall file, by September 8, 2005, a list of all
15 new witnesses who did not previously file Direct Testimony on behalf of the Applicants.

16 IT IS FURTHER ORDERED that Covad's Motion to Withdraw Intervention is hereby
17 granted.

18 IT IS FURTHER ORDERED that Mary L. Coyne shall be admitted pro hac vice in the above-
19 captioned matter. Ms. Coyne's address for service of papers and other communication is:

20 Mary L. Coyne
21 2055 L Street, N.W., 5th Floor
22 Washington, D.C. 20036

23 IT IS FURTHER ORDERED that the address for service of papers and other communication
24 for the Arizona-licensed attorney designated as Deborah R. Scott, is:

25 Deborah R. Scott
26 Snell & Wilmer, L.L.P.
27 One Arizona Center
28 400 E Van Buren
Phoenix, AZ 85004

IT IS FURTHER ORDERED that all parties must comply with Rule 33 (c) and (d) of the

1 Rules of the Arizona Supreme Court with respect to practice of law and admission *pro hac vice*.

2 IT IS FURTHER ORDERED that withdrawal of representation must be made in compliance
3 with A.A.C. R14-3-104(E) and Rule 1.16 of the Rules of Professional Conduct (under Rule 42 of the
4 Rules of the Arizona Supreme Court). Representation before the Commission includes the obligation
5 to appear at all hearings and procedural conferences, as well as all Open Meetings for which the
6 matter is scheduled for discussion, unless counsel has previously been granted permission to
7 withdraw by the Administrative Law Judge.

8 IT IS FURTHER ORDERED that the Ex Parte Rule (A.A.C. R14-3-113 - Unauthorized
9 Communications) continues to apply to this proceeding as the matter has been scheduled for public
10 hearing, and the Rule shall remain in effect until the Commission's Decision in this matter is final
11 and non-appealable.

12 IT IS FURTHER ORDERED that the Administrative Law Judge may rescind, alter, amend,
13 or waive any portion of this Procedural Order either by subsequent Procedural Order or by ruling at
14 hearing.

15 Dated this 30th day of August, 2005

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17
18 

19 DWIGHT D. NODES
20 ASSISTANT CHIEF ADMINISTRATIVE LAW JUDGE

21 The foregoing was mailed/delivered
this 30th day of August, 2005 to:

22 Elaine M. Duncan
23 Vice President and General Counsel
Verizon California, Inc.
24 700 Van Ness Avenue
San Francisco, California 94102

Sherry F. Bellamy
Vice President and Associate General Counsel
Verizon Corporate Services Corp.
1515 North Courthouse Road, Suite 500
Arlington, Virginia 22201

25 Deborah R. Scott
26 Snell & Wilmer, L.L.P.
One Arizona Center
27 400 E Van Buren
Phoenix, Arizona 85004

Robert P. Slevin
Associate General Counsel
Verizon Corporate Services Corp.
1095 Avenue of the Americas
Room 3824
New York, New York 10036

1 Mary L. Coyne
2055 L Street, N.W., 5th Floor
2 Washington, D.C. 20036

3 Andrew B. Clubok
Kirkland & Ellis LLP
4 655 Fifteenth Street, N.W., Suite 1200
Washington, DC 20005

5 Thomas F. Dixon
6 Senior Attorney
MCI, Inc.
7 707 17th Street, Suite 4200
Denver, Colorado 80202

8 Thomas H. Campbell
9 Lewis and Roca LLP
40 North Central Avenue
10 Phoenix, Arizona 85004-4429

11 Richard B. Severy
MCI, Inc.
12 Director, State Regulatory
201 Spear Street, 9th Floor
13 San Francisco, California 94105

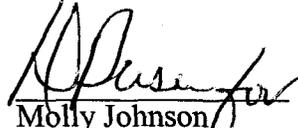
14 Marsha A. Ward
National Director – State Regulatory
15 Law & Public Policy
MCI, Inc.
16 6 Concourse Parkway, Suite 600
Atlanta, Georgia 30328

17 Michael W. Patten
18 ROSHKA HEYMAN & DeWULF
One Arizona Center
19 400 East Van Buren Street, Ste. 800
Phoenix, AZ 85004

20 Christopher Kempley, Chief Counsel
21 Maureen A. Scott, Attorney
Jason Gellman, Attorney
22 Legal Division
ARIZONA CORPORATION COMMISSION
23 1200 West Washington Street
Phoenix, AZ 85007

24 Ernest G. Johnson, Director
25 Utilities Division
ARIZONA CORPORATION COMMISSION
26 1200 West Washington Street
Phoenix, AZ 85007

By:


Molly Johnson
Secretary to Dwight D. Nodes