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BEFORE THE ARIZONA CORPORATION COMMISSION

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Arizona Corporation Commission

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JUN 18 2010

ARIZONA CORPORATION COMMISSION  
SECRET CONTROL

**COMMISSIONERS**

- KRISTIN K. MAYES, Chairman
- GARY PIERCE
- PAUL NEWMAN
- SANDRA D. KENNEDY
- BOB STUMP

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JOINT NOTICE AND APPLICATION OF QWEST CORPORATION, QWEST COMMUNICATIONS COMPANY, LLC, QWEST LD CORP., EMBARQ COMMUNICATIONS, INC. D/B/A CENTURY LINK COMMUNICATIONS, EMBARQ PAYPHONE SERVICES, INC. D/B/A CENTURYLINK, AND CENTURYTEL SOLUTIONS, LLC FOR APPROVAL OF THE PROPOSED MERGER OF THEIR PARENT CORPORATIONS QWEST COMMUNICATIONS INTERNATIONAL INC. AND CENTURYTEL, INC.	)	DOCKET NOS.	T-01051B-10-0194 T-02811B-10-0194 T-04190A-10-0194 T-20443A-10-0194 T-03555A-10-0194 T-03902A-10-0194
	)	<b>PROCEDURAL COMMENTS AND PROPOSED SCHEDULE OF INTEGRA AND PAETEC</b>	

**INTRODUCTION**

On June 17, 2010, the Joint Applicants filed a proposal procedural schedule in this matter.<sup>1</sup> Eschelon Telecom of Arizona, Inc., Electric Lightwave, LLC, and Mountain Telecommunications of Arizona, Inc. (each doing business as Integra Telecom, and collectively "Integra") and McLeodUSA Telecommunications Services Inc., dba PAETEC Business Services ("PAETEC") respectfully submit these comments in response to the Joint Applicants' proposed schedule and to propose an alternative schedule.

Integra and PAETEC are Competitive Local Exchange Carriers ("CLECs") that provide competitive local exchange and other telecommunications services to small and medium sized business customers in Arizona. Both the Integra companies and PAETEC are parties to Arizona

<sup>1</sup> The Joint Applicants also filed a proposed protective order, but as it was just received yesterday late afternoon, Integra has insufficient opportunity to respond at this time.

1 interconnection agreements (“ICAs”) with Qwest Corporation (“Qwest”), entered into pursuant to  
2 Section 252 of the Telecommunication Act,<sup>2</sup> which set forth the terms and conditions under which  
3 they interconnect their networks. Integra and PAETEC also purchase Unbundled Network  
4 Elements (“UNEs”) and other wholesale services from Qwest and uses those UNEs and wholesale  
5 services to compete with Qwest in the retail market. The ability of Integra and PAETEC to  
6 effectively compete and serve their customers depends, to a large extent, on its ability to receive  
7 timely, efficient provisioning of high quality, reasonably-priced UNEs and wholesale services  
8 from Qwest.

9 The proposed merger of CenturyLink and Qwest may have a significant impact on the  
10 company’s ability and willingness to fulfill its legal obligations to provide UNEs and wholesale  
11 services to CLECs, including Integra and PAETEC. Because of the profound impact the merger  
12 may have on Arizona consumers and competition, Integra and PAETEC urge the Administrative  
13 Law Judge to establish a schedule that provides the time necessary to fully develop the factual  
14 record and thoroughly consider the implications that the merger will have for the public interest.

15 To that end, Integra and PAETEC propose the following schedule (with discovery  
16 commencing immediately):

- 17 June 22, 2010 – Procedural conference
- 18 September 24, 2010- Staff and Intervenor Direct Testimony
- 19 October 22, 2010- Joint Applicants’ Rebuttal Testimony
- 20 November 15-17, 2010- ALJ Hearings
- 21 December 15, 2010- Simultaneous Opening Briefs
- 22 January 5, 2011- Simultaneous Reply Briefs

23 Integra and PAETEC believe that this schedule would provide sufficient time for discovery  
24 and factual analysis while still allowing Qwest and CenturyLink to meet their announced target of  
25 the end of first quarter 2011 for closing the transaction. This schedule is shorter than the schedule  
26

27 <sup>2</sup> The Telecommunications Act of 1996 amended the Communications Act of 1934, 47 U.S.C. §151 et seq. Integra refers to these Acts collectively as the “Act.” See 47 U.S.C. § 252.

1 that has been ordered in Washington, which provides for an evidentiary hearing beginning on  
2 January 5, 2011, with the simultaneous exchange of post-hearing briefs on February 7, 2011.<sup>3</sup> In  
3 adopting that schedule, the Washington ALJ observed that “Staff stated that there are many  
4 additional issues raised with this proposed merger that may not have been brought before the  
5 Commission in other merger cases and that it would require further information and time to  
6 develop its case.”<sup>4</sup> The schedule ultimately adopted in that case represented a compromise  
7 between the schedule proposed by Washington Commission staff and the schedule proposed by  
8 the Joint Applicants. The proposed schedule is slightly longer than the anticipated schedule in  
9 Minnesota, where the Commission has requested that the ALJ provide her report by November 30,  
10 2010,<sup>5</sup> but only if that could be done “consistent with due process, full evidentiary development,  
11 and due deliberation.”<sup>6</sup> Finally, the proposed schedule is similar to the schedule in the Arizona  
12 US WEST/Qwest merger case, where the evidentiary hearing was held roughly eight months after  
13 the petition for approval of the merger was filed and the Commission issued its order  
14 approximately ten months after the petition was filed.<sup>7</sup>

## 15 DISCUSSION

16 CenturyLink and Qwest have, thus far, presented very little information regarding how the  
17 post-merger company will fulfill its wholesale obligations to CLECs. They have asserted only  
18 generally that the merger will not result in changes to the terms and prices for existing wholesale  
19 services in Arizona and that the terms of any existing interconnection agreements and any  
20 obligations under laws governing interconnection will not be impacted.<sup>8</sup> Any order approving the  
21 proposed merger should ensure, however, that there are specific enforceable commitments to back  
22

23 <sup>3</sup> A copy of the Prehearing Conference Order adopted in Washington is attached to these comments as  
24 Attachment A. The procedural schedule is Appendix B to that Order.

24 <sup>4</sup> Washington Prehearing Conference Order at ¶ 10.

25 <sup>5</sup> A copy of the Notice and Order for Hearing issued by the Minnesota Commission is attached to these  
26 comments as Attachment B.

26 <sup>6</sup> Minnesota Notice and Order for Hearing at p. 5.

27 <sup>7</sup> In the Matter of the Merger of the Parent Corporations of Qwest Communications Corporation, LCI  
International Telecom Corp., USLD Communications, Inc., Phoenix Network, Inc., and US WEST Communications  
Inc., ACC Docket No. T-01051B-99-0497, Decision No. 62672.

<sup>8</sup> Joint Notice and Application for Expedited Approval of Proposed Merger, ¶ 26.

1 up those assertions and that there are remedies in place in the event that those commitments are  
2 not fulfilled.

3 Moreover, even if the merger itself does not result in any immediate changes at the  
4 operating company level, this does not mean that, once the merger has been completed, Qwest's  
5 new owner, CenturyLink, will not begin to make changes that adversely affect CLECs, their  
6 customers, and competition in the State of Arizona. The companies have said that the "transaction  
7 is expected to create significant annual operating synergies of approximately \$575 million, which  
8 are expected to be fully realized three to five years following closing."<sup>9</sup> The company will,  
9 therefore, be under significant pressure to promptly begin to make changes to achieve these  
10 promised synergies. The Commission should inquire into how these synergies will be achieved  
11 and whether they will be achieved at the expense of performing wholesale obligations that are  
12 essential to maintaining competition in the State of Arizona. CenturyLink has said that ". . . key  
13 drivers of the transaction synergies will be reduced corporate overhead, elimination of duplicate  
14 functions, enhanced revenue opportunities, and increased operational efficiencies through the  
15 adoption of each company's most effective practices."<sup>10</sup> At the same time, CenturyLink describes  
16 any overlap with Qwest as "miniscule."<sup>11</sup> Therefore, synergies will not come in the areas of  
17 duplicative outside plant, sales forces, or other more typical consolidations. CenturyLink has an  
18 incentive to focus its "synergies" on its wholesale customers, as it could attempt to take their  
19 customers' revenue for itself if it eliminates its competitors. It is important, therefore, to analyze  
20 the source of the asserted synergies and their impact on customers and competition.

21 On information and belief, CenturyLink has very limited experience as a wholesale  
22 provider to CLECs and no experience with the kinds of obligations required of a Bell Operating  
23 Company ("BOC"). The Commission should examine the number and kind of wholesale CLEC  
24 orders processed by CenturyLink as compared to the number and kind of wholesale CLEC orders  
25 processed by Qwest, as well as the manner in which those orders are processed. CenturyLink did

26 <sup>9</sup> Application for Consent to Transfer Control, *In the Matter of Qwest Communications International, Inc. and*  
27 *CenturyTel, Inc. d/b/a CenturyLink*, WC 10-110, May 10, 2010 ("FCC Joint Application"), p. 21.

<sup>10</sup> FCC Joint Application, p. 21.

<sup>11</sup> FCC Joint Application, p. 23.

1 not go through a 271 process, like the regulatory proceedings and OSS third-party testing  
2 experienced by Qwest when it sought approval to enter the long distance market. As the CLECs'  
3 chief competitor, as well as their chief supplier, a post-merger company will have a strong  
4 incentive to behave in ways that make it more difficult and costly for CLECs to compete. This  
5 could lead to significant backsliding. These facts make it all the more important for the  
6 Commission to exercise caution.

7           Examples of the types of questions on which Integra and PAETEC anticipate the need for  
8 record development include whether the merged company would recognize and abide by its BOC  
9 and 271 obligations and whether it would have measures in place to avoid backsliding; what  
10 CLEC-facing systems, processes, and documentation the merged company would offer, for what  
11 time period, and with what type of ongoing support; which functions supporting CLECs would  
12 move locations, such as to Monroe, Louisiana, and whether an adequately sized and trained  
13 workforce is available in any such new location; whether the merged company would divert  
14 resources from maintaining the network, including copper that has not been retired, to its  
15 acquisition/integration efforts; what the merged company's policy would be as to copper  
16 retirement; whether and how the merged company would comply with state and federal laws,  
17 including the laws governing conditioned copper loops and rates including specifically UNE rates;  
18 and whether the merged company would prematurely seek to reduce UNE availability (*e.g.*, via  
19 forbearance petitions or reclassification of wire centers). Rather than an exhaustive list, Integra  
20 and PAETEC identify these questions to give the ALJ a more concrete sense of the potential  
21 concerns that the petition raises.

22           Additional discussion of the following *examples* may illustrate the type of questions that  
23 should be analyzed: 1) interconnection agreements; 2) Operational Support Systems ("OSS");  
24 3) the Change Management Process ("CMP") and mechanisms for notifying CLECs of changes;  
25 4) other wholesale agreements and tariffs; and 5) wholesale service quality.

1           **A.     Interconnection Agreements.**

2           Integra, PAETEC and other CLECs have invested substantial resources in negotiating and  
3 arbitrating interconnection agreements containing terms and conditions necessary to meet their  
4 needs and the needs of their customers. In general testimony filed in Washington in support of the  
5 application for approval of the Qwest/CenturyLink merger, a witness on behalf of the applicants  
6 stated: “All prices, terms and conditions of these agreements will remain in effect *until such time*  
7 *as they are renegotiated or expire by their own terms.*”<sup>12</sup> Many of the Qwest-CLEC  
8 interconnection agreements, including PAETEC’s ICA, are expired and in evergreen status or will  
9 be in evergreen status within a year or less (such as the Integra and Eschelon Arizona ICAs).  
10 Qwest and CLECs have operated under contracts in evergreen status for years and, in many cases,  
11 continue to operate under them today. The above-quoted Qwest testimony suggests that CLECs  
12 operating under expired or agreements soon-to-be in evergreen status are at risk as soon as the  
13 merger is completed. Moreover, upon information and belief, there are substantial differences in  
14 the robustness of the terms and conditions set forth in legacy Qwest interconnection agreements,  
15 perhaps reflecting more careful regulatory scrutiny that these agreements have engendered as an  
16 RBOC ICA, versus the CenturyLink template ICA from which the merged entity could attempt to  
17 insist on using as a starting point in ICA negotiations after the merger closes. Further record  
18 development is necessary to determine the details of the company’s post-merger plans regarding  
19 existing interconnection agreements between CLECs and Qwest.

20           **B.     Operational Support Systems (“OSS”).**

21           Integra, PAETEC and other CLECs rely on Qwest’s OSS in order to obtain access to  
22 network elements and wholesale services. The vast majority of Integra’s and PAETEC’s pre-  
23 ordering, ordering, provisioning, maintenance and repair, and billing functions are performed  
24 using Qwest’s existing systems. CLECs, including Integra and PAETEC, have expended  
25 substantial resources on systems and training to work with Qwest’s CLEC-facing systems and  
26 processes. An unwanted change in these systems would unnecessarily impose substantial burdens  
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<sup>12</sup> Direct Testimony of James P. Campbell, p. 10 (emphasis added).

1 on CLECs, which would reduce their ability, and resources available, to compete. Even more  
2 importantly, an unwanted system change could potentially result in disruption or even  
3 disconnection of service to Integra's and PAETEC's end users.

4 Moreover, data integrity is vitally important to assuring that end users are not adversely  
5 impacted. Qwest currently stores extensive Customer Proprietary Network Information ("CPNI")  
6 and other CLEC and end user data in its systems. If this data were lost, corrupted or otherwise  
7 negatively affected by an unwanted systems change, customers and CLECs could be critically  
8 affected. CenturyLink's plans with regarding to maintaining these systems is, accordingly, a  
9 significant concern for CLECs.

10 A detailed set of rules and procedures for managing support for OSS was developed in  
11 connection with Qwest's request under Section 271 of the Act<sup>13</sup> to enter the long distance market.  
12 Those procedures address initial implementation of connectivity between CLEC and the OSS  
13 interfaces, certification and re-certification, deployment of system releases, stable testing  
14 environments, various forms of testing, controlled production, and new releases. Ongoing support  
15 for OSS is generally managed through Qwest's Change Management Process ("CMP"), which  
16 was also initially developed with regulatory oversight in conjunction with Section 271.

17 The Qwest/CenturyLink merger application provides essentially no information regarding  
18 the systems and any ongoing support currently used by CenturyLink or those to be used after the  
19 proposed merger for CLEC customers. Further investigation regarding this critical area is plainly  
20 necessary.

21 **C. Change Management Process ("CMP") and Notices to CLECs.**

22 As described above, Qwest CMP was developed with regulatory oversight in connection  
23 with proceedings convened under Section 271. Integra participated in the CMP re-design process  
24 at that time and has since participated regularly in CMP. The procedures that govern CMP are  
25 outlined in an approximately 130-page CMP Document. The CMP Document is posted on  
26 Qwest's wholesale website and is Exhibit G to some CLEC interconnection agreements. While  
27

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<sup>13</sup> 47 U.S.C. § 271.

1 CLECs have encountered difficulty with CMP (such as Qwest unilaterally implementing  
2 unwanted changes over CLEC objection), the CMP nonetheless performs an essential function.  
3 Integra receives and reviews hundreds of notices a month, many of them issued via CMP. Qwest  
4 issues notices, for example, of CLEC-affecting changes to its processes and procedures that are  
5 reflected on Qwest's online Product Catalog ("PCAT"). CLECs need a mechanism to comment  
6 on, or object to, proposed ILEC changes and to submit their own requests because ILEC changes  
7 are not only internal to the ILEC but also have an effect on CLECs and how they may conduct  
8 business. Systems are used by both CLECs and the ILEC, and they need to coordinate  
9 development and updating of those systems over time.

10 The Qwest/CenturyLink merger application provides essentially no information regarding  
11 CMP, notices to CLECs, and the status of other training, education, and information provided to  
12 wholesale customers. Further investigation is necessary.

13 **D. Other Wholesale Agreements and Tariffs.**

14 After certain services were no longer available under Section 251, Qwest offered them to  
15 CLECs on a "commercial" basis. Record development is necessary regarding CenturyLink's  
16 willingness and ability to assume Qwest's obligations under its commercial agreements, current  
17 interstate special access tariff and intrastate tariffs, and other existing wholesale agreements.  
18 Evidence needs to be developed to determine CenturyLink's commitment to keep these  
19 arrangements in place.

20 **E. Wholesale Service Quality - Performance Indicator Definitions ("PIDs") and**  
21 **Performance Assurance Plans ("PAPs").**

22 The PIDs and PAPs were initially developed as part of regulatory proceedings related to  
23 Qwest's 271 bid. Qwest has recently made efforts in some states to reduce or eliminate the PIDs  
24 (the performance measures) and the PAPs (the self-executing remedies). Qwest has pointed to its  
25 track record, which it claims justifies these limitations, as a basis for limiting or eliminating the  
26 PIDs/PAPs. CenturyLink, however, has no track record with CLECs in Qwest territory in this  
27 regard. The impact on wholesale performance of a carrier unfamiliar with the wholesale

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1 obligations of an RBOC potentially acquiring an RBOC such as Qwest needs to be fully explored.  
2 Service quality, performance measures, and remedies are all areas requiring exploration in order to  
3 understand the impact of the proposed merger.  
4

5 WHEREFORE, Integra and PAETEC request that their proposed procedural schedule be  
6 adopted in this matter.

7 RESPECTFULLY SUBMITTED THIS 18<sup>th</sup> day of June, 2010

8 ROSHKA DEWULF & PATTEN, PLC

9  
10 By 

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- 1 Original and 13 copies of the foregoing
- 2 filed this 18<sup>th</sup> day of June 2010 with:
- 3 Docket Control
- 4 Arizona Corporation Commission  
1200 West Washington Street  
Phoenix, Arizona 85007
- 5 Copy of the foregoing hand-delivered/mailed
- 6 this 18<sup>th</sup> day of June 2010 to:
- 7 Belinda Martin, Esq.  
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By 

# ATTACHMENT

"A"

**BEFORE THE WASHINGTON STATE  
UTILITIES AND TRANSPORTATION COMMISSION**

In the Matter of the Joint Application of	)	DOCKET UT-100820
	)	
QWEST COMMUNICATIONS	)	ORDER 02
INTERNATIONAL INC. AND	)	
CENTURYTEL, INC.	)	PREHEARING CONFERENCE
	)	ORDER
For Approval of Indirect Transfer of	)	
Control of Qwest Corporation, Qwest	)	NOTICE OF PREHEARING
Communications Company LLC, and	)	CONFERENCE
Qwest LD Corp.	)	<b>(Set for December 8, 2010, 1:30 p.m.)</b>
	)	
	)	NOTICE OF HEARING
	)	<b>(Set for January 5-7, 2011, 9:30 a.m.)</b>
.....	)	

1 **PROCEEDING.** On May 13, 2010, Qwest Communications International Inc. (QCII) and CenturyTel, Inc. (CenturyLink) filed a joint application for expedited approval with the Washington Utilities and Transportation Commission (Commission) of the indirect transfer of control of QCII's operating subsidiaries, Qwest Corporation (Qwest Corp.), Qwest LD Corp. (QLDC) and Qwest Communications Company LLC (QCC) (collectively "Qwest") to CenturyLink.

2 **PREHEARING CONFERENCE.** The Commission convened a prehearing conference in this proceeding at Olympia, Washington on June 1, 2010, before Administrative Law Judge Marguerite E. Friedlander.

3 **PARTY REPRESENTATIVES.** Lisa Anderl, in-house counsel, Seattle, Washington, represents Qwest. Calvin K. Simshaw, in-house counsel, Vancouver, Washington, represents CenturyLink.

4 Jennifer Cameron-Rulkowski, Assistant Attorney General, Olympia, Washington, represents the Commission's regulatory staff (Commission Staff or Staff).<sup>1</sup> Simon

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<sup>1</sup>In formal proceedings, such as this, the Commission's regulatory staff participates like any other party, while the Commissioners make the decision. To assure fairness, the Commissioners, the presiding administrative law judge, and the Commissioners' policy and accounting advisors do

ffitch, Assistant Attorney General, Seattle, Washington, represents the Public Counsel Section of the Washington Office of Attorney General (Public Counsel).

5 Gregory J. Kopta, Davis, Wright, Tremaine, LLP, Seattle, Washington, represents Pac-West Telecomm, Inc. (Pac-West); tw telecom of Washington, LLC (tw telecom); McLeodUSA Telecommunications Services, Inc., d/b/a PAETEC Business Services (PAETEC); XO Communications Services, Inc. (XO Communications); Integra Telecom of Washington, Inc., Electric Lightwave, Inc., Advanced TelCom, Inc., and United Communications, Inc., d/b/a Unicom (collectively, Integra); Comcast Phone of Washington, LLC (Comcast);<sup>2</sup> and Charter Fiberlink WA-CCVII, LLC (Charter). Arthur A. Butler, Ater Wynne LLP, Seattle, Washington, represents Level 3 Communications, LLC (Level 3). Katherine K. Mudge, in-house counsel, Austin, Texas, represents Covad Communications Company (Covad). Michel Singer-Nelson, in-house counsel, Broomfield, Colorado, represents 360networks (USA) inc. (360networks). Stephen S. Melnikoff, General Attorney, Arlington, Virginia, represents The Department of Defense and All Other Federal Executive Agencies (DOD/FEA).

6 **PETITION TO INTERVENE.** On May 20, 2010, Integra filed a petition to intervene. Covad, DOD/FEA, tw telecom, and XO Communications filed petitions to intervene on May 24, 2010. On May 25, 2010, Level 3 sought intervention. On May 26, 2010, 360networks, Comcast, and Pac-West filed petitions to intervene. PAETEC sought intervention on May 27, 2010. On June 1, 2010, Charter filed a petition to intervene and orally sought intervention at the prehearing conference.

7 At the conference, counsel for Comcast stated that Comcast sought to withdraw its petition for intervention. Following the conference, Comcast filed a motion for leave to withdraw its petition. The motion is under review and will be addressed in a separate order. The remaining petitioners each demonstrated their substantial interest in this proceeding and that their participation will be in the public interest. There

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not discuss the merits of this proceeding with the regulatory staff, or any other party, without giving notice and opportunity for all parties to participate. *See, RCW 34.05.455.*

<sup>2</sup> Comcast indicated at the prehearing conference that it would be withdrawing its petition to intervene. While the Commission has received a motion for leave to withdraw the petition from Comcast, the Commission issued a bench request on June 9, 2010, seeking additional information from Comcast before rendering a decision on the motion for leave to withdraw the petition.

were no objections to the remaining petitions to intervene. The petitions filed by Integra, Covad, the DOD, tw telecom, XO Communications, Level 3, 360networks, Pac-West, PAETEC, and Charter are granted. Giving these petitioners party status is subject to the caveat that they will not be permitted to broaden the issues beyond those appropriate to consideration in this case under RCW 80.12, WAC 480-143.

- 8 **PROTECTIVE ORDER.** The Commission entered Order 01, a protective order in this docket under RCW 34.05.446, RCW 80.04.095, WAC 480-07-420 and WAC 480-07-423, on June 2, 2010, to facilitate discovery.
- 9 **DISCOVERY.** The parties are required to follow the Commission's discovery rules to the extent any formal discovery is required.
- 10 **PROCEDURAL SCHEDULE.** The parties were unable to agree on a procedural schedule. On June 1, 2010, Joint Applicants filed a proposed procedural schedule and presented the schedule at the prehearing conference. The remaining parties disagreed markedly with the Joint Applicants' proposed schedule and indicated that extensive discovery would need to be conducted. In particular, Staff stated that there are many additional issues raised with this proposed merger that may not have been brought before the Commission in other merger cases and that it would require further information and time to develop its case. Staff suggested dates that were, on average, four months later than those suggested by Joint Applicants. The parties, with the exception of Joint Applicants, support the dates proposed by Staff.
- 11 After careful consideration of both suggestions, the Commission finds that Joint Applicants' proposed procedural schedule is far too compressed for the level of complexity involved in this matter. Likewise, we find that Staff's proposed schedule, which allows Commission Staff, Public Counsel, and the other parties more than five months to put on their cases, is unreasonable. Thus, in an effort to balance the needs of the parties to conduct discovery and formulate arguments and the need to efficiently resolve this docket, the Commission adopts the procedural schedule detailed in Appendix B to this order.
- 12 Public Counsel is required to submit a copy of the public notice Qwest is required to issue in connection with this proceeding, or at the very least, an explanation of why consensus was not reached with Staff and the Joint Applicants on the content and

format of the public notice. The status report must be filed no later than July 1, 2010, by 3:00 p.m. If consensus is not reached at that time, the content and format of the public notice will be determined by the Commission.

- 13 Commission Staff and Public Counsel have jointly requested two public comment hearings in Qwest's service territory to allow consumers to provide input on the transaction. We take the request under advisement pending a determination that there is sufficient public interest in this matter to warrant the expense of holding one or more public comment hearings apart from the scheduled evidentiary hearings in Olympia.
- 14 *Cross-Examination Exhibits.* According to WAC 480-07-460(1), the Commission may require the parties to predistribute their cross-examination exhibits. It has been the Commission's practice to require the predistribution of cross-examination exhibits and to establish a deadline for that predistribution. In recent cases, the predistribution of cross-examination exhibits after the deadline established by the Commission has presented problems for both the Commission and other parties to the proceeding. To ensure that the parties and the Commission have adequate time to prepare for hearing and review proposed cross-examination exhibits, the Commission will enforce WAC 480-07-460(1)(c) and may exclude cross-examination exhibits distributed after the deadline absent a showing of good cause for the delay in timely pre-distributing such proposed exhibits. The deadline for filing cross-examination exhibits is **December 6, 2010.**
- 15 **NOTICE OF PREHEARING CONFERENCE.** The Commission will convene a prehearing conference in this matter on **December 8, 2010, at 1:30 p.m.**, in the Commission's Hearing Room, Second Floor, Richard Hemstad Building, 1300 S. Evergreen Park Drive S.W., Olympia, Washington, to mark exhibits, including exhibits on cross examination, if any, and to address any procedural matters that the parties may present. If no matters warrant attention, the conference will be cancelled.
- 16 **NOTICE OF HEARING.** The Commission schedules a hearing in this matter, to commence on Wednesday, **January 5, 2011, at 9:30 a.m.**, in Room 206, Richard Hemstad Building, 1300 S. Evergreen Park Drive S.W., Olympia, Washington. The hearing shall continue, if necessary, and conclude on Friday, January 7, 2011, in the same location.

- 17 **DOCUMENT PREPARATION AND FILING REQUIREMENTS.** Parties must file the original plus **twelve (12) copies** of the **unredacted** versions of all pleadings, motions, briefs, and other prefiled materials. Parties must also file the original and **three (3) copies** of any **redacted** version(s). These materials must conform to the format and publication guidelines in WAC 480-07-395 and WAC 480-07-460. The Commission prefers that materials be three-hole punched with *oversized* holes to allow easy handling. The Commission may require a party to refile any document that fails to conform to these standards.
- 18 All filings must be mailed or delivered to the Executive Director and Secretary, Washington Utilities and Transportation Commission, P.O. Box 47250, 1300 S. Evergreen Park Drive, S.W. Olympia, Washington 98504-7250. Both the post office box and street address are required to expedite deliveries by the U.S. Postal Service.
- 19 An electronic copy of all filings must be provided through the Commission's Web Portal ([www.utc.wa.gov/e-filing](http://www.utc.wa.gov/e-filing)) or by e-mail delivery to [records@utc.wa.gov](mailto:records@utc.wa.gov). Alternatively, parties may furnish an electronic copy by delivering with each filing a 3.5-inch IBM-formatted high-density diskette or CD including the filed document(s). Parties must furnish electronic copies in MS Word 6.0 (or later) supplemented by a separate file in .pdf (Adobe Acrobat) format. Parties must follow WAC 480-07-140(5) in organizing and identifying electronic files.
- 20 **ELECTRONIC SUBMISSION OF DOCUMENTS.** Electronic versions of all documents must be filed in accordance with WAC 480-07-140(6). Specifically, all documents must be filed in .pdf (Adobe Acrobat) format, supplemented by a separate file in .doc (MS Word), .wpd (WordPerfect), .xls (Excel), or .ppt (Power Point) format.
- 21 A copy of all filings must be provided through the Commission's Web Portal ([www.utc.wa.gov/e-filing](http://www.utc.wa.gov/e-filing)) or by e-mail delivery to [records@utc.wa.gov](mailto:records@utc.wa.gov). Alternatively, parties may furnish an electronic copy by delivering with each filing a 3.5-inch IBM-formatted high-density diskette or CD including the filed document(s). Parties must furnish electronic copies in MS Word 6.0 (or later) supplemented by a

separate file in .pdf (Adobe Acrobat) format. Parties must follow WAC 480-07-140(5) in organizing and identifying electronic files.

- 22 According to WAC 480-07-145(6), the parties may electronically submit documents to the Commission provided the electronic submission is received by 3:00 pm on the filing deadline and the Commission receives the original and required number of copies by 12:00 pm on the following business day. Parties must submit documents through the Commission's Web Portal ([www.utc.wa.gov/e-filing](http://www.utc.wa.gov/e-filing)) or by e-mail to [records@utc.wa.gov](mailto:records@utc.wa.gov) and file an original plus **twelve (12)** unredacted paper copies and an original plus **three (3)** redacted paper copies, of the documents with the Commission by the following business day. Parties must provide courtesy copies of their electronic submissions to the presiding administrative law judge at [mfriedla@utc.wa.gov](mailto:mfriedla@utc.wa.gov) and to the parties to the proceeding.
- 23 **ALTERNATE DISPUTE RESOLUTION.** The Commission supports the informal settlement of matters before it. Parties are encouraged to consider means of resolving disputes informally. The Commission does have limited ability to provide dispute resolution services; if you wish to explore those services, please call the Director, Administrative Law Division, at 360-664-1144.
- 24 **NOTICE TO PARTIES:** A party who objects to any portion of this Order must file a written objection within ten (10) calendar days after the service date of this Order, pursuant to WAC 480-07-430 and WAC 480-07-810. The service date appears on the first page of the order in the upper right-hand corner. Absent such objection, this Order will control further proceedings in this matter, subject to Commission review.

Dated at Olympia, Washington, and effective June 10, 2010.

WASHINGTON STATE UTILITIES AND TRANSPORTATION COMMISSION

MARGUERITE E. FRIEDLANDER  
Administrative Law Judge

APPENDIX A

PARTIES' REPRESENTATIVES  
DOCKET UT-100820

PARTY	REPRESENTATIVE	PHONE	FACSIMILE	E-MAIL
Qwest	Lisa Anderl Qwest Corporation 1600 7 <sup>th</sup> Avenue, Room 1506 Seattle, WA 98191	206-345-1574	206-343-4040	<a href="mailto:Lisa.Anderl@qwest.com">Lisa.Anderl@qwest.com</a>
CenturyLink	Calvin Simshaw CenturyLink 805 Broadway Vancouver, WA 98660	360-905-5958	360-905-5953	<a href="mailto:Calvin.simshaw@centurylink.com">Calvin.simshaw@centurylink.com</a>
Commission Staff	Jennifer Cameron-Rulkowski 1400 S. Evergreen Park Dr. SW P.O. Box 40128 Olympia, WA 98504-0128	360-664-1186	360-586-5522	<a href="mailto:JCameron@utc.wa.gov">JCameron@utc.wa.gov</a>
	Regulatory Analyst Tim Zawislak			<a href="mailto:Tim@utc.wa.gov">Tim@utc.wa.gov</a>
Public Counsel	Simon J. ffitc Public Counsel Section Office of Attorney General 800 Fifth Avenue, Suite 2000 Seattle, WA 98104-3188	206-389-2055	206-464-6451	<a href="mailto:simonf@atg.wa.gov">simonf@atg.wa.gov</a>
	Regulatory Analysts Stefanie Johnson Lea Daeschel			<a href="mailto:stefaniej@atg.wa.gov">stefaniej@atg.wa.gov</a> <a href="mailto:lead@atg.wa.gov">lead@atg.wa.gov</a>
	Legal Assistants Mary Harper Carol Williams			<a href="mailto:carolw@atg.wa.gov">carolw@atg.wa.gov</a> <a href="mailto:maryh2@atg.wa.gov">maryh2@atg.wa.gov</a>
Pac-West; tw telecom; PAETEC; XO Communications; Integra; Charter; and Comcast	Gregory J. Kopta Davis Wright Tremaine LLP 1201 Third Avenue Suite 2200 Seattle, WA 98101	206-757-8079	206-757-7079	<a href="mailto:gregkopta@dwt.com">gregkopta@dwt.com</a>

PARTY	REPRESENTATIVE	PHONE	FACSIMILE	E-MAIL
<b>Level 3</b>	Arthur A. Butler Ater Wynne LLP 601 Union Street, Suite 1501 Seattle, WA 98101-3981	206-623-4711	206-467-8406	<a href="mailto:aab@aterwynne.com">aab@aterwynne.com</a>
<b>360networks</b>	Michel Singer-Nelson 360networks (USA) inc. 370 Interlocken Blvd. Suite 600 Broomfield, CO 80021	303-854-5513	303-854-5100	<a href="mailto:Mnelson@360.net">Mnelson@360.net</a>
	Legal Assistant Penny Stanley			<a href="mailto:Penny.Stanley@360.net">Penny.Stanley@360.net</a>
<b>Covad</b>	Katherine K. Mudge Director, State Affairs & ILEC Relations Covad Communications Company 7000 N. Mopac Expressway, 2 <sup>nd</sup> Floor Austin, TX 78731	512-514-6380	512-514-6520	<a href="mailto:Kmudge@covad.com">Kmudge@covad.com</a>
<b>The DOD</b>	Stephen S. Melnikoff U.S. Army Litigation Center 901 N. Stuart Street, Suite 700 Arlington, VA 22203-1837	703-696-1643	703-696-2960	<a href="mailto:Stephen.Melnikoff@hqda.army.mil">Stephen.Melnikoff@hqda.army.mil</a>
	Regulatory Consultants Charles W. King Harry Gildea Robert Spangler			<a href="mailto:charlieking@snavely-king.com">charlieking@snavely-king.com</a> <a href="mailto:hgildea@snavely-king.com">hgildea@snavely-king.com</a> <a href="mailto:rwspong@centurytel.net">rwspong@centurytel.net</a>
<b>Administrative Law Judge</b>	Marguerite E. Friedlander 1300 S. Evergreen Park Dr. SW P.O. Box 47250 Olympia, WA 98504-7250	360-664-1285	N/A	<a href="mailto:mfriedla@utc.wa.gov">mfriedla@utc.wa.gov</a>

**APPENDIX B  
PROCEDURAL SCHEDULE  
DOCKET UT-100820**

<b>EVENT</b>	<b>DATE</b>
Company Direct Testimony and Exhibits	N/A
Technical Conference (parties only)	Wednesday, June 30, 2010
Public Comment Hearing in Spokane, Washington	Friday, August 20, 2010 (Tentative)
Public Comment Hearing in Olympia, Washington	Monday, August 23, 2010 (Tentative)
Settlement Conference (parties only)	Tuesday, August 31, 2010
Staff, Public Counsel and Intervenor Responsive Testimony and Exhibits	Monday, September 27, 2010
Company Rebuttal Testimony and Exhibits; Staff, Public Counsel and Intervenor Cross-Answering Testimony and Exhibits	Monday, November 1, 2010
Distribution of Cross Examination Exhibits	Monday, December 6, 2010
Prehearing Conference to Mark Exhibits	Wednesday, December 8, 2010
Evidentiary Hearing	January 5-7, 2011; as needed
Simultaneous Post-Hearing Briefs	Monday, February 7, 2011

# ATTACHMENT

"B"

BEFORE THE MINNESOTA PUBLIC UTILITIES COMMISSION

David C. Boyd  
J. Dennis O'Brien  
Thomas Pugh  
Phyllis A. Reha  
Betsy Wergin

Chair  
Commissioner  
Commissioner  
Commissioner  
Commissioner

In the Matter of the Joint Petition for Approval  
of Indirect Transfer of Control of Qwest  
Operating Companies to CenturyLink

ISSUE DATE: June 15, 2010

DOCKET NO. P-421, et al./PA-10-456

NOTICE AND ORDER FOR HEARING;  
ORDER APPROVING PROTECTIVE  
ORDER, REQUIRING CUSTOMER  
NOTICES, AND REQUIRING FILING OF  
SETTLEMENTS

**PROCEDURAL HISTORY**

On May 14, 2010, Qwest Communications International, Inc., Qwest Corporation, Qwest Long Distance Corporation and Qwest Communications Company LLC (collectively Qwest); and CenturyTel, Inc., SB44 Acquisition Company, CenturyTel Holdings Inc, CenturyTel of the Northwest, Inc, d/b/a CenturyLink, CenturyTel of Minnesota, Inc. d/b/a CenturyLink, CenturyTel of Chester, Inc. d/b/a CenturyLink, CenturyTel of Northwest Wisconsin, LLC d/b/a CenturyLink, CenturyTel Acquisition LLC d/b/a CenturyLink Acquisition, CenturyTel Solutions, LLC d/b/a CenturyLink Solutions, CenturyTel Fiber Company II, LLC d/b/a LightCore, a CenturyLink Company, CenturyTel Long Distance, LLC d/b/a CenturyLink Long Distance, Embarq Corporation, Embarq Minnesota, Inc. d/b/a CenturyLink, and Embarq Communications, Inc. d/b/a CenturyLink Communications, (collectively CenturyLink) filed a joint petition for approval of the indirect transfer of control of the Qwest Operating Companies to CenturyLink.

On May 19 and 20, 2010, the Commission issued notices seeking comments on the filing and on the appropriate procedural framework and schedule for acting on the filing.

The following parties filed comments in response to the notice:

- Integra Telecom of Minnesota, Inc.
- Velocity Telephone, Inc.
- Level 3 Communications, LLC
- McLeodUSA Telecommunications Services, Inc. d/b/a PAETEC Business Services; US Link, Inc. d/b/a TDS Metrocom; tw telecom, inc.; and Popp.com, Inc., filing jointly as the CLEC Coalition
- Minnesota Department of Commerce

Two of these parties, Integra and Velocity, also filed intervention petitions.

On June 3, 2010, the petitioners and the Minnesota Department of Commerce jointly filed, and asked the Commission to issue, a draft protective order governing access to, review of, and treatment of Trade Secret Information and Highly Sensitive Trade Secret Information disclosed in the course of this proceeding.

On June 10, 2010, the case came before the Commission for initial procedural determinations.

## **FINDINGS AND CONCLUSIONS**

### **I. Jurisdiction and Referral for Contested Case Proceedings**

The Commission has jurisdiction over this petition under Minn. Stat. §§ 237.23 and 237.74, subd. 12.

The Commission finds that it cannot resolve the issue of whether the proposed merger is in the public interest on the basis of the record before it. That issue turns on numerous, specific facts that are best developed in formal evidentiary hearings. The Commission will therefore refer this case to the Office of Administrative Hearings for contested case proceedings under Minn. Stat. §§ 14.57 *et seq.*

### **II. Issues to be Addressed**

The ultimate issue in this case is whether the proposed merger is in the public interest under Minn. Stat. §§ 237.23 and 237.74, subd. 12. That issue includes the following issues:

- a. Whether the post-merger company would have the financial, technical, and managerial resources to enable the Qwest and CenturyLink Operating Companies to continue providing reliable, quality telecommunications services in Minnesota.
- b. What impact the transaction would have on Minnesota customers and on competition in the local telecommunications market.
- c. What impact the transaction would have on Commission authority.

The parties shall address the above issues in the course of contested case proceedings.

### **III. Procedural Outline**

#### **A. Administrative Law Judge**

The Administrative Law Judge assigned to this case is Barbara L. Neilson. Her address and telephone number are as follows: Office of Administrative Hearings, 600 North Robert Street, St. Paul, Minnesota 55101; (651) 361-7845. The mailing address of the Office of Administrative Hearings is P.O. Box 64620, St. Paul, Minnesota 55164-0620.

**B. Hearing Procedure**

- *Controlling Statutes and Rules*

Hearings in this matter will be conducted in accordance with the Administrative Procedure Act, Minn. Stat. §§ 14.57-14.62; the rules of the Office of Administrative Hearings, Minn. Rules, parts 1400.5100 to 1400.8400; and, to the extent that they are not superseded by those rules, the Commission's Rules of Practice and Procedure, Minn. Rules, parts 7829.0100 to 7829.3200.

Copies of these rules and statutes may be purchased from the Print Communications Division of the Department of Administration, 660 Olive Street, St. Paul, Minnesota 55155; (651) 297-3000. These rules and statutes also appear on the State of Minnesota's website at [www.revisor.mn.gov/pubs](http://www.revisor.mn.gov/pubs).

The Office of Administrative Hearings conducts contested case proceedings in accordance with the Minnesota Rules of Professional Conduct and the Professionalism Aspirations adopted by the Minnesota State Bar Association.

- *Right to Counsel and to Present Evidence*

In these proceedings, parties may be represented by counsel, may appear on their own behalf, or may be represented by another person of their choice, unless otherwise prohibited as the unauthorized practice of law. They have the right to present evidence, conduct cross-examination, and make written and oral argument. Under Minn. Rules, part 1400.7000, they may obtain subpoenas to compel the attendance of witnesses and the production of documents.

Parties should bring to the hearing all documents, records, and witnesses necessary to support their positions.

- *Discovery and Informal Disposition*

Any questions regarding discovery under Minn. Rules, parts 1400.6700 to 1400.6800 or informal disposition under Minn. Rules, part 1400.5900 should be directed to Marc Fournier, Public Utilities Rates Analyst, Minnesota Public Utilities Commission, 121 Seventh Place East, Suite 350, St. Paul, Minnesota 55101-2147, (651) 201-2214; to Kevin O'Grady, Public Utilities Rates Analyst, Minnesota Public Utilities Commission, 121 Seventh Place East, Suite 350, St. Paul, Minnesota 55101-2147, (651) 201-2218; or to Jeanne Cochran, Assistant Attorney General, 1100 Bremer Tower, 445 Minnesota Street, St. Paul, Minnesota 55101, (651) 296-2106.

- *Protecting Not-Public Data*

State agencies are required by law to keep some data not public. Parties must advise the Administrative Law Judge if not-public data is offered into the record. They should take note that any not-public data admitted into evidence may become public unless a party objects and requests relief under Minn. Stat. § 14.60, subd. 2.

- *Accommodations for Disabilities; Interpreter Services*

At the request of any individual, this agency will make accommodations to ensure that the hearing in this case is accessible. The agency will appoint a qualified interpreter if necessary. Persons must promptly notify the Administrative Law Judge if an interpreter is needed.

- *Scheduling Issues*

The times, dates, and places of evidentiary hearings in this matter will be set by order of the Administrative Law Judge after consultation with the Commission and the parties.

- *Notice of Appearance*

Any party intending to appear at the hearing must file a notice of appearance (Attachment A) with the Administrative Law Judge within 20 days of the date of this Notice and Order for Hearing.

- *Sanctions for Non-compliance*

Failure to appear at a prehearing conference, a settlement conference, or the hearing, or failure to comply with any order of the Administrative Law Judge, may result in facts or issues being resolved against the party who fails to appear or comply.

#### **C. Parties and Intervention**

The current parties to this case are Qwest, CenturyLink, the Department of Commerce, Integra Telecom of Minnesota, Inc., and Velocity Telephone, Inc. Other persons wishing to become formal parties shall promptly file petitions to intervene with the Administrative Law Judge. They shall serve copies of such petitions on all current parties and on the Commission. Minn. Rules, part 1400.6200.

#### **D. Prehearing Conference**

A prehearing conference will be scheduled by the Administrative Law Judge. The Office of Administrative Hearings will inform the parties and the Commission of its time, date, and place.

Parties and persons intending to intervene in the matter should participate in the conference, prepared to discuss time frames and scheduling. Other matters which may be discussed include the locations and dates of hearings, discovery procedures, settlement prospects, and similar issues. Potential parties are invited to participate in the pre-hearing conference and to file their petitions to intervene as soon as possible.

#### **E. Time Constraints**

Qwest and CenturyLink wish to complete the proposed merger as soon as possible and have requested expedited action on this petition. The Commission concurs, subject to the requirements of proper record development and informed decision-making.

The Commission therefore asks the Administrative Law Judge to conduct contested case proceedings as expeditiously as possible and requests that she submit her report by November 30, 2010, if that can be done consistent with due process, full evidentiary development, and due deliberation.

#### **IV. Application of Ethics in Government Act**

The lobbying provisions of the Ethics in Government Act, Minn. Stat. §§ 10A.01 *et seq.*, apply to rate setting cases. Persons appearing in this proceeding may be subject to registration, reporting, and other requirements set forth in that Act. All persons appearing in this case are urged to refer to the Act and to contact the Campaign Finance and Public Disclosure Board, telephone number (651) 296-5148, with any questions.

#### **V. Ex Parte Communications**

Restrictions on ex parte communications with Commissioners and reporting requirements regarding such communications with Commission staff apply to this proceeding from the date of this Order. Those restrictions and reporting requirements are set forth at Minn. Rules, parts 7845.7300-7845.7400, which all parties are urged to consult.

#### **VI. Protective Order Approved**

The petitioners included a draft protective order in their initial filing, and the Commission requested comments on the draft in its May 19 and 20 notices seeking comments. The Department of Commerce (Department) was the only party to address the issue, and on June 3, the Department and the petitioners filed a revised protective order, which they stated adequately protects the interests of all parties and the public interest.

The Commission has reviewed the June 3 draft order, concurs that it is reasonable and appropriate, and issues the order today in this docket.

#### **VII. Settlements Must be Transparent and Must be Filed**

At the June 10 meeting the Department of Commerce and all parties present agreed that any settlement reached between any of the parties in this case should be transparent and filed as part of the case record. The Commission concurs and will so require.

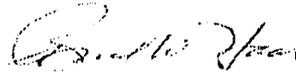
#### **VIII. Customer Notice**

It is important that Minnesota customers of Qwest and CenturyLink operating companies have notice of the proposed merger and opportunity to comment on it. The Commission will therefore require both petitioners to notify all Minnesota customers, using a mailing separate from the customers' normal billings. The mailing will inform customers that they may file comments with the Commission by mail, by telephone, or by using the interactive "comment" feature on the Commission's website. It must be completed as soon as reasonably possible.

**ORDER**

1. The Commission refers this case to the Office of Administrative Hearings for contested case proceedings, as set forth above.
2. This Commission accepts and adopts the draft Protective Order filed by petitioners and the Department of Commerce on June 3, 2010.
3. All settlement agreements reached between any of the parties in this case shall be transparent and shall be filed as part of the record of this case.
4. As soon as reasonably possible, petitioners shall notify their Minnesota customers of the proposed merger, using a mailing separate from any normal billing mailing. The separate mailing shall inform customers that they may submit comments on the proposed merger to the Commission by mail, via the "Comment on an Issue" button on the Commission's internet homepage, or by telephone. The mailing shall include the Commission's telephone number, 651-296-7124, its toll free telephone number, 800-657-3782, and its fax number, 651-297-7073.
5. This order shall become effective immediately.

BY ORDER OF THE COMMISSION



Burl W. Haar  
Executive Secretary



This document can be made available in alternative formats (i.e., large print or audio tape) by calling (651) 201-2202 (voice). Persons with hearing or speech disabilities may call us through Minnesota Relay at 1-800-627-3529 or by dialing 711.

ATTACHMENT A

BEFORE THE MINNESOTA OFFICE OF ADMINISTRATIVE HEARINGS  
600 North Robert Street  
St. Paul, Minnesota 55101

FOR THE MINNESOTA PUBLIC UTILITIES COMMISSION  
121 Seventh Place East Suite 350  
St. Paul, Minnesota 55101-2147

In the Matter of the Joint Petition for Approval MPUC Docket No. P-421, et al./PA-10-456  
of Indirect Transfer of Control of Qwest  
Operating Companies to CenturyLink OAH Docket No.

**NOTICE OF APPEARANCE**

Name, Address, Mailing Address, and Telephone Number of Administrative Law Judge:

Barbara L. Neilson, Office of Administrative Hearings, 600 North Robert Street,  
St. Paul, Minnesota 55101; Mailing Address: P.O. Box 64620, St. Paul, Minnesota 55164-0620;  
Telephone Number: (651) 361-7845.

TO THE ADMINISTRATIVE LAW JUDGE:

You are advised that the party named below will appear at the above hearing.

NAME OF PARTY:

ADDRESS:

TELEPHONE NUMBER AND E-MAIL ADDRESS:

PARTY'S ATTORNEY OR OTHER REPRESENTATIVE:

OFFICE ADDRESS:

TELEPHONE NUMBER AND E-MAIL ADDRESS:

SIGNATURE OF PARTY OR ATTORNEY \_\_\_\_\_

DATE: \_\_\_\_\_



First Name	Last Name	Email	Company Name	Address	Delivery Method	View Trade Secret	Service List Name
Michael	Ahern	ahern.michael@dorsey.com	Dorsey & Whitney, LLP	Suite 1500 50 South Sixth Street Minneapolis, MN 554021498	Paper Service	No	OFF_SL_10-456_Official
Julia	Anderson	Julia.Anderson@state.mn.us	Office of the Attorney General-DOC	1400 BRM Tower 445 Minnesota St St. Paul, MN 551012131	Electronic Service	Yes	OFF_SL_10-456_Official
Linda	Chavez	linda.chavez@state.mn.us	Department of Commerce	85 7th Place E Ste 500  Saint Paul, MN 55101-2198	Electronic Service	Yes	OFF_SL_10-456_Official
Cathy	Ciucas	cathy.ciucas@embarq.com	Embarq Minnesota, Inc.	30 E 7th St Ste 1630  St. Paul, MN 55101	Electronic Service	No	OFF_SL_10-456_Official
Gregg M.	Corwin	gcorwin@gcorwin.com	Gregg M. Corwin & Associate Law Office, P.C.	1660 S. Highway 100, Ste 508E  St. Louis Park, MN 55416-1534	Paper Service	No	OFF_SL_10-456_Official
Burt W.	Haar	burl.haar@state.mn.us	Public Utilities Commission	Suite 350 121 7th Place East St. Paul, MN 551012147	Electronic Service	Yes	OFF_SL_10-456_Official
JoAnn	Hanson	joann.hanson@qwest.com	Qwest Corporation	Room 2200 200 South Fifth Street Minneapolis, MN 55402	Electronic Service	No	OFF_SL_10-456_Official
John	Lindell	agorud.ec@state.mn.us	Office of the Attorney General-RUD	900 BRM Tower 445 Minnesota St St. Paul, MN 551012130	Electronic Service	Yes	OFF_SL_10-456_Official
Dan	Lipschultz	lipschultz@moss-barnett.com	Moss & Barnett	4800 Wells Fargo Center 90 South Seventh Street Minneapolis, MN 55402	Paper Service	No	OFF_SL_10-456_Official
susan S.	Masterion	N/A	CenturyLink	315 S. Cathoun St., Ste 500  Tallahassee, FL 32301	Paper Service	No	OFF_SL_10-456_Official