

Gregory M. Romano
General Counsel - Northwest Region



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November 11, 2009

VIA ELECTRONIC MAIL AND FEDERAL EXPRESS

Public Utilities Commission of Oregon
Attention: Filing Center
550 Capitol Street N.E., Suite 215
Salem, OR 97301-2551

Re: Docket No. UM 1431 - Joint Application of Verizon Communications Inc. and Frontier Communications Corporation for an Order Declining to Assert Jurisdiction Over, or, in the Alternative, Approving the Indirect Transfer of Control of Verizon Northwest Inc.; Confidential and Highly Confidential Non-Disclosure Agreements

Dear Filing Center:

Enclosed please find the following documents:

Signatory Page, Order No. 09-197 – signed by Charles H. Carrathers, Thomas R. Parker, Joseph M. Ruggiero, Christopher Oatway, Eugene M. Eng, Timothy J. McCallion, and Stephen E. Smith on behalf of Verizon

Superseding Highly Confidential Information Agreement – signed by Charles H. Carrathers, Thomas R. Parker, Joseph M. Ruggiero, Christopher Oatway, Eugene M. Eng, Timothy J. McCallion, and Stephen E. Smith on behalf of Verizon

If you have questions, please do not hesitate to contact me.

Sincerely,

A handwritten signature in cursive script that reads "Gregory M. Romano".

Gregory M. Romano

GMR:pl

Enclosures

cc: Kevin L. Saville
Gene Eng
.See Certificate of Service

UM 1431
CERTIFICATE OF SERVICE

I hereby certify that I have this day served this document upon all of the following parties, as follows:

Public Utilities Commission of Oregon

Attention: Filing Center
550 Capitol Street N.E., Suite 215
Salem, OR 97301-2551
VIA FEDERAL EXPRESS & EMAIL

Charles L. Best
Attorney at Law
1631 NE Broadway, Suite 538
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chuck@charleslbest.com
VIA EMAIL

G. Catriona McCracken **

Staff Attorney
Citizens' Utility Board of Oregon
610 SW Broadway, Suite 308
Portland, OR 97205
catriona@oregoncub.org
VIA EMAIL & CONFIDENTIAL
DOCUMENTS SENT VIA U.S. MAIL

Gordon Feighner **

Utility Analyst
Citizens' Utility Board of Oregon
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gordon@oregoncub.org
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DOCUMENTS SENT VIA U.S. MAIL

Michael T. Weirich

Department of Justice
1162 Court Street NE
Salem, OR 97301-4096
michael.wieirich@state.or.us
VIA EMAIL & CONFIDENTIAL
DOCUMENTS SENT VIA U.S. MAIL

Kevin L. Saville
Frontier Communications of America, Inc.
2378 Wilshire Blvd.
Mound, MN 55364
kevin.saville@frontiercorp.com
VIA EMAIL

Bob Jenks **

Executive Director
Citizens' Utility Board of Oregon
610 SW Broadway, Suite 308
Portland, OR 97205
bob@oregoncub.org
VIA EMAIL & CONFIDENTIAL
DOCUMENTS SENT VIA U.S. MAIL

Mark P. Trincherro **

Davis Wright Tremaine LLP
1300 SW Fifth Avenue, Suite 2300
Portland, OR 97201
marktrincherro@dwt.com
VIA EMAIL & CONFIDENTIAL
DOCUMENTS SENT VIA U.S. MAIL

Gregory J. Kopta **

Davis Wright Tremaine LLP
1201 Third Avenue, Suite 2200
Seattle, WA 98101-1688

gregkopta@dwt.com

**VIA EMAIL & CONFIDENTIAL
DOCUMENTS SENT VIA U.S. MAIL**

Scott Rubin **

Attorney/Consultant
333 Oaklane

Bloomsburg, PA 17815

scott@publicutilityhome.com

**VIA EMAIL & CONFIDENTIAL
DOCUMENTS SENT VIA U.S. MAIL**

Lisa F. Rackner **

Adam Lowney **

McDowell & Rackner
520 SW 6th Street, Suite 830
Portland, OR 97204

lisa@mcd-law.com

VIA EMAIL

DATED: November 11, 2009.



Patti Lane

SIGNATORY PAGE
DOCKET NO. UM 1431

I. Consent to be Bound-

This General Protective Order governs the use of "Confidential Information" in this proceeding.

Verizon (Party) agrees to be bound by its terms of this General Protective Order.

By: Charles H. Carrathers 11-5-09
Signature & Printed Date

~~Charles H. Carrathers~~

II. Persons Qualified pursuant to Paragraphs 3(a) through 3(d)-

Verizon (Party) identifies the following person(s) automatically qualified under paragraph 3(a) through (d).

Charles H. Carrathers 11-5-09
Printed Date

Printed Date

Printed Date

Printed Date

Printed Date

Printed Date

SIGNATORY PAGE
DOCKET NO. UM 1431

III. Persons Qualified pursuant to Paragraph 3(e) and Paragraph 10-

I have read the General Protective Order, agree to be bound by the terms of the order, and will provide the information identified in paragraph 10.

By: _____
Signature & Printed Date

By: _____
Signature & Printed Date

By: _____
Signature & Printed Date

By: _____
Signature & Printed Date

SIGNATORY PAGE
DOCKET NO. UM 1431

I. Consent to be Bound-

This General Protective Order governs the use of "Confidential Information" in this proceeding.

Verizon (Party) agrees to be bound by its terms of this General Protective Order.

By: 
Signature & Printed

11/5/09
Date

Thomas R. Parker

II. Persons Qualified pursuant to Paragraphs 3(a) through 3(d)-

Verizon (Party) identifies the following person(s) automatically qualified under paragraph 3(a) through (d).

Thomas R. Parker
Printed

11/5/09
Date

Printed

Date

Printed

Date

Printed

Date

Printed

Date

Printed

Date

SIGNATORY PAGE
DOCKET NO. UM 1431

III. Persons Qualified pursuant to Paragraph 3(e) and Paragraph 10-

I have read the General Protective Order, agree to be bound by the terms of the order, and will provide the information identified in paragraph 10.

By: _____
Signature & Printed Date

By: _____
Signature & Printed Date

By: _____
Signature & Printed Date

By: _____
Signature & Printed Date

By: _____
Signature & Printed Date

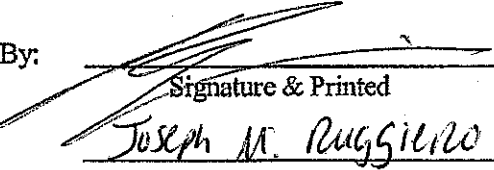
By: _____
Signature & Printed Date

SIGNATORY PAGE
DOCKET NO. UM 1431

I. Consent to be Bound-

This General Protective Order governs the use of "Confidential Information" in this proceeding.

VERIZON (Party) agrees to be bound by its terms of this General Protective Order.

✓ By:  Signature & Printed 11/4/09 Date
Joseph M. Ruggiero

II. Persons Qualified pursuant to Paragraphs 3(a) through 3(d)-

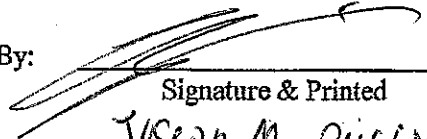
VERIZON (Party) identifies the following person(s) automatically qualified under paragraph 3(a) through (d).

<u>Joseph M. Ruggiero</u> Printed	<u>11/4/09</u> Date
_____ Printed	_____ Date
_____ Printed	_____ Date
_____ Printed	_____ Date
_____ Printed	_____ Date
_____ Printed	_____ Date

SIGNATORY PAGE
DOCKET NO. UM 1431

III. Persons Qualified pursuant to Paragraph 3(e) and Paragraph 10-

I have read the General Protective Order, agree to be bound by the terms of the order, and will provide the information identified in paragraph 10.

✓ By:  11/4/09
Signature & Printed Date
Joseph M. Ruggiero

By: _____
Signature & Printed Date

By: _____
Signature & Printed Date

By: _____
Signature & Printed Date

SIGNATORY PAGE
DOCKET NO. UM 1431

I. Consent to be Bound-

This General Protective Order governs the use of "Confidential Information" in this proceeding.

Verizon (Party) agrees to be bound by its terms of this General Protective Order.

By: Christopher Oatway
Signature & Printed
CHRISTOPHER OATWAY

11/4/09
Date

II. Persons Qualified pursuant to Paragraphs 3(a) through 3(d)-

Verizon (Party) identifies the following person(s) automatically qualified under paragraph 3(a) through (d).

Christopher Oatway
Printed

11/4/09
Date

Printed

Date

Printed

Date

Printed

Date

Printed

Date

Printed

Date

SIGNATORY PAGE
DOCKET NO. UM 1431

III. Persons Qualified pursuant to Paragraph 3(e) and Paragraph 10-

I have read the General Protective Order, agree to be bound by the terms of the order, and will provide the information identified in paragraph 10.

By: Christopher Oatway 11/11/09
Signature & Printed Date
Christopher Oatway

By: _____
Signature & Printed Date

By: _____
Signature & Printed Date

By: _____
Signature & Printed Date

SIGNATORY PAGE
DOCKET NO. UM 1431

I. Consent to be Bound-

This General Protective Order governs the use of "Confidential Information" in this proceeding.

Verizon (Party) agrees to be bound by its terms of this General Protective Order.

By: Eugene M. Eng 11/9/09
Signature & Printed Date

II. Persons Qualified pursuant to Paragraphs 3(a) through 3(d)-

Verizon (Party) identifies the following person(s) automatically qualified under paragraph 3(a) through (d).

<u>Eugene M. Eng</u> Printed	<u>11/9/09</u> Date
_____ Printed	_____ Date
_____ Printed	_____ Date
_____ Printed	_____ Date
_____ Printed	_____ Date
_____ Printed	_____ Date

SIGNATORY PAGE
DOCKET NO. UM 1431

III. Persons Qualified pursuant to Paragraph 3(e) and Paragraph 10-

I have read the General Protective Order, agree to be bound by the terms of the order, and will provide the information identified in paragraph 10.

By: _____
Signature & Printed Date

By: _____
Signature & Printed Date

By: _____
Signature & Printed Date

By: _____
Signature & Printed Date

SIGNATORY PAGE
DOCKET NO. UM 1431

I. Consent to be Bound-

This General Protective Order governs the use of "Confidential Information" in this proceeding.

Verizon (Party) agrees to be bound by its terms of this General Protective Order.

By: Timothy J. McCallion 11/9/2009
Signature & Printed Date

Timothy J. McCallion

II. Persons Qualified pursuant to Paragraphs 3(a) through 3(d)-

Verizon (Party) identifies the following person(s) automatically qualified under paragraph 3(a) through (d).

Timothy J. McCallion 11/9/2009
Printed Date

Printed Date

Printed Date

Printed Date

Printed Date

Printed Date

SIGNATORY PAGE
DOCKET NO. UM 1431

III. Persons Qualified pursuant to Paragraph 3(e) and Paragraph 10-

I have read the General Protective Order, agree to be bound by the terms of the order, and will provide the information identified in paragraph 10.

By: _____
Signature & Printed Date

By: _____
Signature & Printed Date

By: _____
Signature & Printed Date

By: _____
Signature & Printed Date

SIGNATORY PAGE
DOCKET NO. UM 1431

I. Consent to be Bound-

This General Protective Order governs the use of "Confidential Information" in this proceeding.

Verizon
~~STEPHEN E. SMITH~~ (Party) agrees to be bound by its terms of this General Protective Order.

By: Stephen E. Smith
Signature & Printed

11/4/09
Date

STEPHEN E. SMITH

II. Persons Qualified pursuant to Paragraphs 3(a) through 3(d)-

Verizon (Party) identifies the following person(s) automatically qualified under paragraph 3(a) through (d).

STEPHEN E. SMITH
Printed

11/4/09
Date

Printed

Date

Printed

Date

Printed

Date

Printed

Date

Printed

Date

SIGNATORY PAGE
DOCKET NO. UM 1431

III. Persons Qualified pursuant to Paragraph 3(e) and Paragraph 10-

I have read the General Protective Order, agree to be bound by the terms of the order, and will provide the information identified in paragraph 10.

By:	_____	_____
	Signature & Printed	Date

By:	_____	_____
	Signature & Printed	Date

By:	_____	_____
	Signature & Printed	Date

By:	_____	_____
	Signature & Printed	Date

SUPERSEDING HIGHLY CONFIDENTIAL INFORMATION AGREEMENT
DOCKET NO. UM 1431

I, Charles H. Carrathers, as

- In-house attorney
- In-house expert
- Outside counsel
- Outside expert

in this proceeding for Verizon (a party to this proceeding) hereby declare under penalty of perjury under the laws of the State of Oregon that the following are true and correct:

- a. I have a need to know for the purpose of presenting my party's case in this proceeding and am not engaged in developing, planning, marketing, or selling products or services or determining the costs thereof to be charged or potentially charged to customers; and
- b. I have read and understand, and agree to be bound by, the terms of the General Protective Order in this proceeding, as well as the terms of this Superseding Highly Confidential Protective Order.

Charles H. Carrathers
Full Name (Printed)

Charles H. Carrathers
Signature

11-5-09
Date

Irving, TX
City/State where this Agreement was signed

Verizon
Employer

600 Hidden Ridge
HQE03H52

General Counsel
Position and Responsibilities

Irving, TX 75038
Permanent Address

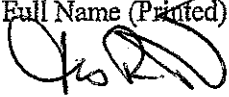
SUPERSEDING HIGHLY CONFIDENTIAL INFORMATION AGREEMENT
DOCKET NO. UM 1431

I, Thomas R. Parker, as

- In-house attorney
- In-house expert
- Outside counsel
- Outside expert

in this proceeding for Verizon (a party to this proceeding) hereby declare under penalty of perjury under the laws of the State of Oregon that the following are true and correct:

- a. I have a need to know for the purpose of presenting my party's case in this proceeding and am not engaged in developing, planning, marketing, or selling products or services or determining the costs thereof to be charged or potentially charged to customers; and
- b. I have read and understand, and agree to be bound by, the terms of the General Protective Order in this proceeding, as well as the terms of this Superseding Highly Confidential Protective Order.

Thomas R. Parker
 Full Name (Printed)

 Signature

11/05/09
 Date

Irving, TX
 City/State where this Agreement was signed

Verizon
 Employer

600 Hidden Ridge
HQE03J43
Irving, TX 75038
 Permanent Address

Vice President & Associate
 Position and Responsibilities
General Counsel

SUPERSEDING HIGHLY CONFIDENTIAL INFORMATION AGREEMENT
DOCKET NO. UM 1431

I, Joseph M. Ruggiero, as

- In-house attorney
- In-house expert
- Outside counsel
- Outside expert

in this proceeding for VERIZON (a party to this proceeding) hereby declare under penalty of perjury under the laws of the State of Oregon that the following are true and correct:

- a. I have a need to know for the purpose of presenting my party's case in this proceeding and am not engaged in developing, planning, marketing, or selling products or services or determining the costs thereof to be charged or potentially charged to customers; and
- b. I have read and understand, and agree to be bound by, the terms of the General Protective Order in this proceeding, as well as the terms of this Superseding Highly Confidential Protective Order.

Joseph M. Ruggiero
Full Name (Printed)

[Signature]
Signature

11/4/09
Date

ARLINGTON, VA
City/State where this Agreement was signed

VERIZON
Employer

1320 NORTH COURT HOUSE RD - OFFICE

ASSISTANT GENERAL COUNSEL
Position and Responsibilities

ARLINGTON, VA 22201
Permanent Address

SUPERSEDING HIGHLY CONFIDENTIAL INFORMATION AGREEMENT
DOCKET NO. UM 1431

I, Christopher Oatway, as

- In-house attorney
- In-house expert
- Outside counsel
- Outside expert

in this proceeding for VERIZON (a party to this proceeding) hereby declare under penalty of perjury under the laws of the State of Oregon that the following are true and correct:

- a. I have a need to know for the purpose of presenting my party's case in this proceeding and am not engaged in developing, planning, marketing, or selling products or services or determining the costs thereof to be charged or potentially charged to customers; and
- b. I have read and understand, and agree to be bound by, the terms of the General Protective Order in this proceeding, as well as the terms of this Superseding Highly Confidential Protective Order.

Christopher Oatway
Full Name (Printed)

Christopher Oatway
Signature

11/4/09
Date

ARLINGTON, VA
City/State where this Agreement was signed

VERIZON
Employer

ASSISTANT GENERAL COUNSEL
Position and Responsibilities

1320 NORTH COURT AVENUE AP-9TH FLOOR
ARLINGTON, VA 22201
Permanent Address

SUPERSEDING HIGHLY CONFIDENTIAL INFORMATION AGREEMENT
DOCKET NO. UM 1431

I, Eugene M. Eng, as

- In-house attorney
- In-house expert
- Outside counsel
- Outside expert

in this proceeding for Verizon Northwest (a party to this proceeding) hereby declare under penalty of perjury under the laws of the State of Oregon that the following are true and correct:

- a. I have a need to know for the purpose of presenting my party's case in this proceeding and am not engaged in developing, planning, marketing, or selling products or services or determining the costs thereof to be charged or potentially charged to customers; and
- b. I have read and understand, and agree to be bound by, the terms of the General Protective Order in this proceeding, as well as the terms of this Superseding Highly Confidential Protective Order.

Eugene M. Eng
Full Name (Printed)

[Signature]
Signature

11/9/09
Date

Everett, Washington
City/State where this Agreement was signed

Verizon
Employer

Vice President - Regulatory Issues
Position and Responsibilities

20575 NW Von Neumann Dr.
Beaverton, OR, 97124
Permanent Address

SUPERSEDING HIGHLY CONFIDENTIAL INFORMATION AGREEMENT
DOCKET NO. UM 1431

I, Timothy J. McCallion, as

- In-house attorney
- In-house expert
- Outside counsel
- Outside expert

in this proceeding for Verizon (a party to this proceeding) hereby declare under penalty of perjury under the laws of the State of Oregon that the following are true and correct:

- a. I have a need to know for the purpose of presenting my party's case in this proceeding and am not engaged in developing, planning, marketing, or selling products or services or determining the costs thereof to be charged or potentially charged to customers; and
- b. I have read and understand, and agree to be bound by, the terms of the General Protective Order in this proceeding, as well as the terms of this Superseding Highly Confidential Protective Order.

Timothy J. McCallion
Full Name (Printed)

Timothy J. McCallion
Signature

11/9/2009
Date

Everett, WA
City/State where this Agreement was signed

Verizon
Employer

President, Public Affairs
Position and Responsibilities Policy &

112 Lakeridge Canyon Rd.
Thousand Oaks, CA 91362
Permanent Address

communications

X

SUPERSEDING HIGHLY CONFIDENTIAL INFORMATION AGREEMENT
DOCKET NO. UM 1431

I, Stephen Smith, as

- In-house attorney
- In-house expert
- Outside counsel
- Outside expert

in this proceeding for Verizon (a party to this proceeding) hereby declare under penalty of perjury under the laws of the State of Oregon that the following are true and correct:

- a. I have a need to know for the purpose of presenting my party's case in this proceeding and am not engaged in developing, planning, marketing, or selling products or services or determining the costs thereof to be charged or potentially charged to customers; and
- b. I have read and understand, and agree to be bound by, the terms of the General Protective Order in this proceeding, as well as the terms of this Superseding Highly Confidential Protective Order.

Stephen E. Smith

Full Name (Printed)

X Stephen E. Smith
Signature

11-4-09
Date

↓ Basking Ridge NJ 07920
City/State where this Agreement was signed

Verizon
Employer

VP. Business Development One Verizon Way
Position and Responsibilities Permanent Address