

**BEFORE THE PUBLIC UTILITY COMMISSION
OF OREGON
UM 1431**

In the Matter of)	
)	CUB’S MOTION PURSUANT TO
VERIZON COMMUNICATIONS, INC)	CONDITION 56 OF ORDER NO. 10-
And)	067 REQUESTING THE ADOPTION
FRONTIER COMMUNICATIONS)	OF A PROVISION FROM
CORPORATION)	ANOTHER STATE’S ORDER AS
)	PERMITTED BY OREGON’S
)	“MOST FAVORED STATE”
)	PROVISION
)	

On May 3, 2010 Frontier Communications provided to the Oregon Public Utility Commission (OPUC), and to the parties to Docket UM 1431, copies of final orders from the States of Illinois and Washington adopting conditions applicable to the merger that is the subject of this docket. Pursuant to Condition 56 of the Public Utilities Commission’s Order No. 10-067, CUB makes the following Response.

The Washington State Utilities and Transportation Commission (WUTC) in Docket UT-090842, Order 06 imposed the following condition:

“Verizon may be subject to a refund payment to Frontier of up to \$3.85 million per year for the five years after closing for responsibility it bears for significant problems with the replicated OSS ,and any such refund amounts are not subject to the regulatory claw-back provisions of the Merger Agreement....” WUTC Order 10 at 89.

CUB requests that the OPUC also adopt this provision pursuant to Condition 56. This

UM 1431 CUB’S MOTION PURSUANT TO CONDITION 56 OF ORDER NO. 10-067 REQUESTING THE ADOPTION OF A PROVISION FROM ANOTHER STATE’S ORDER AS PERMITTED BY OREGON’S “MOST FAVORED STATE” PROVISION

provision should be adopted because it satisfies the requirements of the “Most Favored States” provision. It does not result in the combined company being required to provide a net benefit. The harm sought to be prevented by this provision is the concern that Verizon does not have adequate incentive to assure that the replicated OSS has no significant problems. Although this issue was considered in this docket, no provision in the OPUC Order provides as much incentive to Verizon to insure that the replicated system will be without significant problems.

Senior Assistant Attorney General, Michael Weirich, advises that Staff supports this Motion.

CONCLUSION

CUB urges the Commission to adopt the WUTC provision, cited above, as an Oregon condition to this merger. OPUC Staff supports this Motion.

Dated this 24th Day of May, 2010

Respectfully submitted,



G. Catriona McCracken
Staff Attorney
Citizens' Utility Board of Oregon
610 SW Broadway, Ste. 308
Portland, OR 97205
(503)227-1984
Catriona@oregoncub.org

UM 1431 CUB'S MOTION PURSUANT TO CONDITION 56 OF ORDER NO. 10-067
REQUESTING THE ADOPTION OF A PROVISION FROM ANOTHER STATE'S
ORDER AS PERMITTED BY OREGON'S "MOST FAVORED STATE" PROVISION

UM 1431 – CERTIFICATE OF SERVICE

I hereby certify that, on this 24th day of May, 2009, I served the foregoing CUB'S MOTION PURSUANT TO CONDITION 56 OF ORDER NO. 10-067 REQUESTING THE ADOPTION OF A PROVISION FROM ANOTHER STATE'S ORDER AS PERMITTED BY OREGON'S "MOST FAVORED STATE" PROVISION in docket UM 1431 upon the PUC Service List by email and, where paper service is not waived, by U.S. mail, postage prepaid, and upon the Commission by email and by sending an original and one copy by U.S. mail, postage prepaid, to the Commission's Salem offices.

(W denotes waiver of paper service)

(C denotes service of Confidential material authorized)

(HC) DEPARTMENT OF JUSTICE
(C) MICHAEL T. WEIRICH
ASSISTANT ATTORNEY GENERAL
RUBS
1162 COURT ST NE
SALEM OR 97301-4096
michael.weirich@state.or.us

(HC) PUBLIC UTILITY
(C) COMMISSION
MICHAEL DOUGHERTY
PO BOX 2148
SALEM OR 97308-2148
michael.dougherty@state.or.us

(W) FRONTIER COMMUNICATIONS
C OF AMERICA, INC.
HC KEVIN L SAVILLE
ATTORNEY AT LAW
2378 WILSHIRE BLVD
MOUND, MN 55364
kevin.saville@frontiercorp.com

C CHARLES L. BEST
HC ATTORNEY AT LAW
1631 NE BROADWAY # 538
PORTLAND OR 97232-1425
chuck@charleslbest.com

C VERIZON NORTHWEST INC
HC EUGENE M ENG
VICE PRESIDENT – LEGISLATIVE
AND REGULATORY AFFAIRS
20575 NW VON NEUMANN DR
STE 150 MC OR030156
HILLSBORO, OR 97006
eugene.eng@verizon.com

C VERIZON NORTHWEST INC
HC GREGORY M. ROMANO
GENERAL COUNSEL NW REGION
1800 41ST STREET
MC WA0105GC
EVERETT, WA 98201
gregory.m.romano@verizon.com

UM 1431 Certificate of Service CUB'S MOTION PURSUANT TO CONDITION 56 OF ORDER NO. 10-067 REQUESTING THE ADOPTION OF A PROVISION FROM ANOTHER STATE'S ORDER AS PERMITTED BY OREGON'S "MOST FAVORED STATE" PROVISION

(C) **COMCAST PHONE OF OREGON LLC**
ANDREW FISHER
ONE COMCAST CENTER
PHILADELPHIA, PA 19101
andrew_fisher@comcast.com

(C) **COVAD COMMUNICATIONS CO**
KATHERINE K MUDGE
7000 N MOPAC EXPWY 2ND FL
AUSTIN, TX 78731
kmudge@covad.com

(C) **DAVIS WRIGHT TREMAINE LLP**
(HC) GREGORY J KOPTA
1201 THIRD AVE – STE 2200
SEATTLE WA 98101-1688
gregkopta@dwt.com

(C) **DAVIS WRIGHT TREMAINE LLP**
(HC) MARK P TRINCHERO
1300 SW FIFTH AVE STE 2300
PORTLAND OR 97201-5682
marktrinchero@dwt.com

(C) **INTEGRA TELECOM OF OREGON, INC**
DENNIS AHLERS
6160 GOLDEN HILLS DR
GOLDEN VALLEY MN 55416-1020
ddahlers@integratelecom.com

(C) **TW TELECOM OF OREGON LLC**
LYNDALL NIPPS (C)
845 CAMINO SUR
PALM SPRINGS CA 92262-4157
lyndall.nipps@twtelecom.com

(C) **XO COMMUNICATIONS SERVICES INC**
REX M KNOWLES
7050 UNION PARK AVE – STE 400
MIDVALE UT 84047
rex.knowles@xo.com

W (C) **LEVEL 3 COMMUNICATIONS LLC**
(HC) GREG L ROGERS
SR CORPORATE COUNSEL
1025 ELDORADO BLVD
GOLDEN VALLEY, MN 55416-1020
greg.rogers@level3.com

(C) **360 NETWORKS**
(HC) MICHEL SINGER-NELSON
867 COAL CREEK CIR STE 160
LOUISVILLE CO 80027
mnelson@360.net

PAETEC COMMUNICATIONS INC
WILLIAM A HAAS
VP REGULATORY AND PUBLIC POLICY
1 MARTHA'S WAY
CEDAR RAPIDS IA 52233
bill.haas@paetec.com

W(C) **MCDOWELL & RACKNER PC**
(HC) LISA F RACKNER
ATTORNEY
520 SW 6TH AVE STE 830
PORTLAND, OR 97204

W **MCDOWELL & RACKNER PC**
WENDY MCINDOO
OFFICE MANAGER
520 SW 6TH AVE STE 830
PORTLAND, OR 97204

UM 1431 Certificate of Service CUB'S MOTION PURSUANT TO CONDITION 56 OF ORDER NO. 10-067 REQUESTING THE ADOPTION OF A PROVISION FROM ANOTHER STATE'S ORDER AS PERMITTED BY OREGON'S "MOST FAVORED STATE" PROVISION

lisa@mcd-law.com

wendy@mcd-law.com

W(C) MCDOWELL & RACKNER PC
(HC) ADAM LOWNEY
OFFICE MANAGER
520 SW 6TH AVE STE 830
PORTLAND, OR 97204
wendy@mcd-law.com

Respectfully submitted,



G. Catriona McCracken
Staff Attorney
The Citizens' Utility Board of Oregon
610 SW Broadway, Ste. 308
Portland, OR 97205
(503)227-1984
Catriona@oregoncub.org

UM 1431 Certificate of Service CUB'S MOTION PURSUANT TO CONDITION 56
OF ORDER NO. 10-067 REQUESTING THE ADOPTION OF A PROVISION FROM
ANOTHER STATE'S ORDER AS PERMITTED BY OREGON'S "MOST FAVORED
STATE" PROVISION