

Condition 54 further states that, within thirty days after the service of such filings, parties may file response as to whether any of the “covenants, commitments and conditions from the other jurisdictions (without modification of the language thereof except such non-substantive changes as are necessary to make the commitment or condition applicable to Oregon), meets the requirements set forth above, and should be adopted in Oregon.” *Id.*

CUB appreciates adoption of the “Most Favored State” condition in this docket. Specifically CUB appreciates that Staff and Intervenors were permitted to review conditions from all States and the FCC regardless of the date of adoption. CUB notes, with some pride, that Oregon has already included a robust set of terms and conditions which offer many protections for customers leaving few ends to tidy up on the residential customer side in this filing.

In this context, CUB hereby proposes adoption of the very few conditions put forth by other states which it feels meet the requirements of subsections i. or ii. as quoted above in regard to residential customers.

PROPOSED CONDITIONS

The Washington State Utilities and Transportation Commission (WUTC) in Docket No. UT-100820, imposed the following condition:

CenturyLink will file notification with the Commission upon the completion of any OSS system conversions or integrations for which advance notification was required under the Retail or Wholesale OSS conditions.¹

CUB requests that the OPUC also adopt this provision pursuant to Condition 54. This provision should be adopted because it satisfies the requirements of the “Most Favored

¹ WUTC Docket No. UT-100820, *Appendix A to Staff/Public Counsel, Settlement Agreement*, at.11.

State” 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 Oregon OSS conditions and requirements impose no post-completion notification obligations on the Merged Company. CUB believes this additional information better equips OPUC Staff to assess progress and compliance with regard to OSS conversions and integration changes. CUB does not believe this issue was considered in this docket and finds that no provision in the OPUC Order adequately provides for this information.

The WUTC also imposed the following condition:

CenturyLink will retain Qwest WUTC complaint staff in Washington state for a period of no less than two years following the close of the Transaction.

On an ongoing basis, CenturyLink shall ensure that its executive complaint functions are sufficiently staffed with adequately trained personnel who will provide a level of service that is consistent with WAC 480-120-166, with particular focus on punctuality of response; accessibility during the Commission operating hours; thorough investigation with complete responses; and internal communication methods to reach appropriate operations personnel to respond to and resolve consumer issues, with particular emphasis on service affecting situations.²

CUB requests that the OPUC also adopt this provision, pursuant to Condition 54, as modified below:

CenturyLink will retain Qwest WUTC complaint staff in ~~Washington state~~ Oregon for a period of no less than two years following the close of the Transaction.

On an ongoing basis, CenturyLink shall ensure that its executive complaint functions are sufficiently staffed with adequately trained personnel who will provide a level of service ~~that is consistent with WAC 480-120-166,~~ with particular focus on punctuality of response; accessibility during the Commission operating hours; thorough investigation with complete responses; and internal communication methods to reach appropriate

² WUTC Docket No. UT-100820, *Appendix A to Settlement Agreement - Conditions*, at.8.

operations personnel to respond to and resolve consumer issues, with particular emphasis on service affecting situations.

CUB believes that part one of the above cited provision should be adopted because it satisfies the requirements of the “Most Favored State” 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 knowledgeable complaint personnel may be let go resulting in a drop in satisfactory response to customer complaints – a deterioration of the company’s service quality obligations. CUB believes that if this specific issue was identified it went undocumented and thus it is CUB’s belief that no provision in the OPUC Order adequately protects against this potential harm identified in part one. CUB notes that the changes made to part one of this provision are non-substantive and are necessary only to make the commitment applicable to Oregon.

CUB further believes that part two of this provision should be adopted in Oregon, however, CUB notes that adoption of part two of the provision would require the deletion a small amount of text. Notwithstanding the above, CUB respectfully requests that part two of this condition also be adopted.

The Colorado Public Utilities Commission in Docket No. 10A-350T, imposed the following condition:

Nothing in this Agreement shall reduce or impair existing service quality obligations, standards, or reporting by Joint Applicants, nor shall this Agreement impair the right of the Trial Staff or the OCC to seek information within the scope of their statutory authority, to initiate complaints or any other right or remedy regarding service quality existing in Colorado law, Commission rules, or Commission orders applicable to the Joint Applicants.³

³ CPUC Docket No. 10A-350T, *Stipulation and Settlement Agreement Between Joint Applicants and Commission Trial Staff*, at 8.

CUB requests that the OPUC also adopt this provision, pursuant to Condition 54, as modified below:

Nothing in this Agreement shall reduce or impair existing service quality obligations, standards, or reporting by Joint Applicants, nor shall this Agreement impair the right of the ~~Trial Staff~~ OPUC Staff or the ~~OCC~~ CUB to seek information within the scope of their statutory authority, to initiate complaints or any other right or remedy regarding service quality existing in ~~Colorado~~ Oregon law, Commission rules, or Commission orders applicable to the Joint Applicants.

This provision should be adopted because it satisfies the requirements of the “Most Favored State” 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 the Merged Company may seek to construe some portion of the Agreement so as to impair the rights of OPUC Staff or CUB to seek and obtain information needed to ensure satisfaction of the company’s service quality obligations. CUB does not believe this issue was considered in this docket and finds that no provision in the OPUC Order adequately protects access to this information. CUB notes that the changes made to this provision are non-substantive and are necessary only to make the commitment applicable to Oregon.

CONCLUSION

CUB urges the Commission to adopt the WUTC and CPUC provisions, cited above, as

Oregon conditions to this merger.

Dated this 27th Day of May, 2011

Respectfully submitted,

A handwritten signature in black ink, appearing to read 'G. McCracken', written in a cursive style.

G. Catriona McCracken
General Counsel, Regulatory Program Director
Citizens' Utility Board of Oregon
610 SW Broadway, Ste. 400
Portland, OR 97205
(503)227-1984
Catriona@oregoncub.org

UM 1484 – CERTIFICATE OF SERVICE

I hereby certify that, on this 27th day of May, 2011, I served the foregoing **CUB’S MOTION PURSUANT TO CONDITION 54 OF ORDER NO. 11-095 REQUESTING THE ADOPTION OF PROVISIONS FROM OTHER STATES** in docket UM 1484 upon each party listed in the UM 1484 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 one original and one copy by U.S. mail, postage prepaid, to the Commission’s Salem offices.

(W denotes waiver of paper service)
(HC denotes highly confidential material authorized)

(C denotes service of Confidential material authorized)

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

W 360 NETWORKS(USA) INC
PENNY STANLEY
370 INTERLOCKEN BLVD STE 600
BROOMFIELD CO 80021-8015
penny.stanley@360.net

W 360 NETWORKS(USA) INC
MICHEL SINGER NELSON
370 INTERLOCKEN BLVD STE 600
BROOMFIELD CO 80021-8015
mnelson@360.net

W ATER WYNNE LLP
C ARTHUR A BUTLER
HC 601 UNION STREET, STE 1501
SEATTLE WA 98101-3981
aab@aterwynne.com

W ATER WYNNE LLP
JOEL PAISNER
601 UNION ST STE 1501
SEATTLE WA 98101-2327
jrp@aterwynne.com

W CENTRAL TELEPHONE INC
RICHARD STEVENS
PO BOX 25
GOLDENDALE WA 98620
rstevens@gorge.net

W CENTURY FARM COURT
JOHN FELZ
5454 W 110TH ST KSOPKJ0502
OVERLAND PARK KS 66211
john.felz@centurylink.com

W CENTURYLINK
RHONDA KENT
805 BROADWAY 8TH FL
VANCOUVER WA 98660
rhonda.kent@centurylink.com

W CENTURYLINK, INC.
C WILLIAM E HENDRICKS
805 BROADWAY ST
VANCOUVER WA 98660-3277
tre.hendricks@centurylink.com

W CHARTER FIBERLINK OR
MICHAEL R MOORE
12405 POWERSCOURT DR
ST LOUIS MO 63131
michael.moore@chartercom.com

W CITY OF LINCOLN CITY
DAVID HAWKER
801 SW HIGHWAY 101
LINCOLN CITY OR 97367
davidh@lincolncity.org

W COMM. CONNECTION
CHARLES JONES
14250 NW SCIENCE PARK DR STE B
PORTLAND OR 97229
charlesjones@cms-nw.com

W CORPORATE LAWYERS PC
FRANK G PATRICK
PO BOX 231119
PORTLAND OR 97281
fgplawpc@hotmail.com

W DAVIS WRIGHT TREMAINE LLP
C KC HALM
HC 1919 PENN AVE NW 2ND FL
WASHINGTON DC 20006-3458
kchalm@dwt.com

W DAVIS WRIGHT TREMAINE LLP
C BRIAN NIXON
HC 1919 PENNSYLVANIA AVE STE 200
WASHINGTON DC 20006
briannixon@dwt.com

W DEPARTMENT OF JUSTICE
C JASON W JONES
HC 1162 COURT ST NE
SALEM OR 97301-4096
jason.w.jones@state.or.us

W GRAY PLANT MOOTY
C GREGORY MERZ
HC 500 IDS CENTER, 80 S EIGHTH ST
MINNEAPOLIS MN 55402
gregory.merz@gpmlaw.com

W HOLBROOK & SEIFERT LLC
DOUGLAS R HOLBROOK
PO BOX 2087
NEWPORT OR 97365
doug@lawbyhs.com

W CONVERGE COMMUNICATIONS
MARSHA SPELLMAN
10425 SW HAWTHORNE LN
PORTLAND OR 97225
marsha@convergecomm.com

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

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

W GRAHAM & DUNN PC
C JUDITH ENDEJAN
2801 ALASKIAN WAY STE 300
SEATTLE WA 98121
jendejan@grahamdunn.com

W INTEGRA TELCOM INC
C KAREN L CLAUSON
6160 GOLDEN HILLS DR
GOLDEN VALLEY MN 55416-1020
klclauson@integratelecom.com

W LINCOLN COUNTY COUNSEL
WAYNE BELMONT
225 W OLIVE ST, RM 110
NEWPORT OR 97365
wbelmont@co.lincoln.or.us

W LEVEL 3 COMMUNICATION
C GREG L ROGERS
SR CORPORATE COUNSEL 1025
ELDORADO BLVD
BROOMFIELD CO 80021
greg.rogers@level3.com

W MCDOWELL RACKNER GIBSON
C WENDY MCINDOO
OFFICE MANAGER
419 SW 11TH AVE., SUITE 400
PORTLAND OR 97205
wendy@mcd-law.com

W MCDOWELL RACKNER GIBSON
C ADAM LOWNEY
HC 419 SW 11TH AVE, STE 400
PORTLAND OR 97205
adam@mcd-law.com

W NW PUBLIC COMM. COUNCIL
GREG MARSHALL
2373 NW 185TH AVE - # 310
HILLSBORO OR 97124
gmarshall@corbantechologies.com

W MCDOWELL RACKNER GIBSON
C LISA F RACKNER
419 SW 11TH AVE., SUITE 400
PORTLAND OR 97205
lisa@mcd-law.com

W PARKER TELECOM.
EDWIN B PARKER
PO BOX 402
GLENEDEN BEACH OR 97388
edparker@teleport.com

W PACIFIC NW PAYPHONE
RANDY LINDERMAN
PMB 300, 2373 NW 185TH AVE
HILLSBORO OR 97124-7076
rlinderman@gofirestream.com

W PUBLIC UTILITY COMMISSION
C BRYAN CONWAY
HC PO BOX 2148
SALEM OR 97308-2148
bryan.conway@state.or.us

W PRIORITYONE TELECOM. INC
C KELLY MUTCH
PO BOX 758
LA GRANDE OR 97850-6462
managers@p1tel.com

C QSI CONSULTING, INC
HC PATRICK L PHIPPS
3504 SUNDANCE DR
SPRINGFIELD IL 62711

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

W QWEST CORPORATION
RON L TRULLINGER
310 SW PARK AVE, #11
PORTLAND OR 97205
ron.trullinger@centurylink.com

W SPRINT COMMUNICATIONS
DIANE BROWNING
6450 SPRINT PKWY
OVERLAND PARK KS 66251
diane.c.browning@sprint.com

W SPRINT COMMUNICATIONS
KENNETH SCHIFMAN
6450 SPRINT PKWY
OVERLAND PARK KS 66251
kenneth.schifman@sprint.com

W SPRINT NEXTEL
C KRISTIN L JACOBSON
201 MISSION ST STE 1500
SAN FRANCISCO CA 94105
kristin.l.jacobson@sprint.com

T-MOBILE USA INC
DAVE CONN
12920 SE 38TH ST
BELLEVUE WA 98006
dave.conn@t-mobile.com

W TILLAMOOK COUNTY
WILLIAM SARGENT
1134 MAIN AVE
TILLAMOOK OR 97141
wsargent@oregoncoast.com

W WSTC
ADAM HAAS
10425 SW HAWTHORNE LN
PORTLAND OR 97225
adamhaas@convergecomm.com

UNITED TELCO OF THE NW
BARBARA YOUNG
902 WASCO ST ORHDRA0305
HOOD RIVER OR 97031
barbara.c.young@centurylink.com

XO COMMUNICATIONS
SERVICES INC
REX M KNOWLES
7050 UNION PARK AVE - STE 400
MIDVALE UT 84047
rex.knowles@xo.com

Respectfully submitted,



G. Catriona McCracken
General Counsel, Regulatory Program Director
Citizens' Utility Board of Oregon
610 SW Broadway, Ste. 400
Portland, OR 97205
(503)227-1984
Catriona@oregoncub.org