

**BEFORE THE PUBLIC UTILITY COMMISSION
OF OREGON**

UM 1484

In the Matter of

CENTURYLINK, INC.,

Application for Approval of Merger
between CenturyTel, Inc., and Qwest
Communications International, Inc.

CONFERENCE REPORT
AND
RULING

DISPOSITION: PROCEDURAL SCHEDULE REVISED

A procedural teleconference in this docket was held on November 29, 2010. Appearances by counsel were made on behalf of the following: CenturyLink, Inc. (CenturyLink) and Qwest Communications International, Inc. (Qwest), (Applicants); the Citizens' Utility Board of Oregon (CUB), Telecommunications Ratepayers Association for Cost-Based and Equitable Rates (TRACER); Charter Fiberlink OR-CCV11, LLC (Charter); Sprint Communications Company, L.P., Nextel West Corp., and Sprint Spectrum (Sprint); the Joint CLECs;¹ Parker Communications; Lincoln City, Lincoln County, and Tillamook County (Coastal); and the Public Utility Commission of Oregon Staff (Staff).

Hearing Schedule. At the conference, it was agreed by the parties and adopted by the Administrative Law Judge (ALJ) that the hearing scheduled to take place on December 1 and 2, 2010, would now be held on December 16 and 17, 2010, beginning at 9:30 a.m., at a site to be designated, in Salem, Oregon.

Availability and Order of Witnesses. The order of witnesses and estimated time for cross-examination adopted at the November 23, 2010 telephone conference were retained, except that it was agreed that the cross-examination of otherwise unavailable witnesses, G. Clay Bailey and Richard E. Thayer, would be conducted by telephone, and that Sprint would cross-examine Staff witness Kay Marinos rather than John Reynolds for its allotted 10-15 minutes. Subsequent to the conference the availability of Douglas Denney

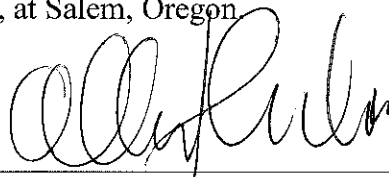
¹ The parties represented at this conference in particular were Level 3 Communications, LLC, tw telecom of Oregon, llc, Covad Communications Company, XO Communications Services, Inc., Advanced TelCom, Inc., Electric Lightwave, LLC, Eschelon Telecom of Oregon, Inc., Oregon Telecom Inc. and United Telecommunications Inc., d/b/a Unicom, and Priority One Telecommunications, Inc.

was confirmed with a preferred date of testimony of December 16, 2010. It was also agreed among Coastal, Staff, and the Applicants and approved by the ALJ, that, if necessary, Staff witness Michael Dougherty would be cross-examined out of sequence by Coastal on December 16, 2010.

Prehearing Schedule. At the conference, it was announced that the Applicants, CUB, and Staff had reached a partial settlement and that two open issues remained to be resolved between the Applicants on one side, and Staff and CUB on the other. No other parties joined in the partial settlement. As a consequence of that partial settlement, the following prehearing schedule was proposed by the parties and adopted by the ALJ:

Partial Stipulation Due	December 1, 2010
Testimony Supporting Partial Stipulation Due	December 8, 2010
Statements on Open Issues Due	December 8, 2010
Objections to Stipulation Due	December 14, 2010
Hearing	December 16-17, 2010

Dated this 30th day of November, 2010, at Salem, Oregon.



Allan J. Arlow
Administrative Law Judge