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August 13, 2009

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

Re: Joint Application of Verizon Communications
Inc. and Frontier Communications Corp.
UM 1431

Dear Sir or Madam:

Enclosed for filing please find the original and one copy of the Motion of Citizens' Utility Board of Oregon and International Brotherhood of Electrical Workers, Local 89, to Amend Procedural Schedule in the above-referenced proceeding.

The document has been served on all parties as shown on the attached Certificate of Service.

Sincerely,



Enclosure

cc: per Certificate of Service
Paul C. Hays
Ray Egelhoff

**BEFORE THE PUBLIC UTILITY COMMISSION
OF OREGON**

UM 1431

In the Matter of)	
)	
Verizon Communications, Inc., and Frontier)	MOTION OF CITIZENS'
Communications Corporation)	UTILITY BOARD OF OREGON
)	AND INTERNATIONAL
)	BROTHERHOOD OF
Joint Application for an Order Declining to Assert)	ELECTRICAL WORKERS,
Jurisdiction, or, in the Alternative, to Approve the)	LOCAL 89, TO AMEND
Indirect Transfer of Control of Verizon Northwest, Inc.)	PROCEDURAL SCHEDULE

Pursuant to the Rule 860-013-0031, the Citizens' Utility Board of Oregon (CUB) and International Brotherhood of Electrical Workers, Local 89 (IBEW) file this Motion requesting Administrative Law Judge Arlow to amend the procedural schedule in this proceeding. In support of this Motion, CUB and IBEW state:

1. On June 19, 2009, Administrative Law Judge Arlow issued a procedural order reflecting the schedule agreed upon by the parties at the prehearing conference. The schedule includes the filing of direct testimony by Staff and intervenors on September 3, 2009; the filing of reply testimony by Verizon and Frontier on September 17, 2009; and the holding of hearings on October 5-6, 2009.

2. Since the prehearing conference was held, it has become apparent that the issues in this case will be considerably more complex than CUB and IBEW assumed at the outset. In addition, with the due date for testimony only three weeks away, CUB and IBEW find that there are more than 100 discovery requests outstanding, along with numerous others to which Verizon or Frontier have objected which objections have not yet been resolved. CUB and IBEW also are concerned that some essential aspects of the proposed transaction, such as Verizon's plan for

realigning its operations and Frontier's plan to finance the more than \$3 billion debt issuance required for the transaction, are not yet available.

3. As is the Commission's typical practice, CUB and IBEW understand that adequate time should be provided in the schedule to engage in settlement negotiations prior to the filing of direct testimony. While the settlement process has started, it is apparent that there are still large amounts of information that are not yet available that CUB and IBEW would need to consider to ensure that any settlement would be protective of the public interest. Given their current level of understanding of this complex transaction, it simply is not possible for CUB and IBEW to develop reasoned settlement positions at this time.

4. In addition, CUB is concerned that schedules recently established, now being established, and in some cases under modification, in regard to recent major regulatory rate case filings involving PacifiCorp, Avista, Idaho Power Company and Portland General Electric – cases which must be decided within specific statutory time-frames – are likely to divert CUB's attention from its development of an informed position in this case.

5. Subsequent to the issuance of the scheduling order, other state utility commissions have established schedules for review of the proposed transaction that provide considerably more time, and that would be decided several months after the current schedule in this case. Thus, a reasonable delay in the schedule of this case would not delay the closing of the transaction and would not adversely affect the Applicants.

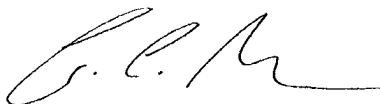
6. Specifically, the following commissions have established schedules that have the filing of testimony and the conduct of hearings occurring several months after the current Oregon schedule:

	<u>Intervenor testimony</u>	<u>Applicant rebuttal</u>	<u>Hearings Begin</u>
Illinois	Oct. 20	Nov. 13	Jan. 19
Washington	Sept. 25	Nov. 9	Dec. 15
West Virginia	Nov. 16	Dec. 1	Jan. 12

7. CUB and IBEW move, therefore, to amend the procedural schedule in this case by adding approximately 60 days to each of the current dates. This would result in Staff and intervenor direct testimony being due on November 2, 2009; Applicants' reply testimony due on November 16, 2009; and hearings being held on December 3 and 4. Such a schedule would have hearings in Oregon concluded before they begin in at least three other states (the schedules in the California and Ohio proceedings have not been established as of this writing).

WHEREFORE, for the reasons set forth above, CUB and IBEW respectfully request the Administrative Law Judge to amend the procedural schedule for this case, as set forth above.

Respectfully submitted,



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Dated: August 13, 2009

UM 1431
CERTIFICATE OF SERVICE

I hereby certify that I have this day served the foregoing document upon all of the following parties by electronic mail.

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Dated: August 13, 2009