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,

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 Portland, OR 97232-1425 <u>chuck@charleslbest.com</u> 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 **

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gordon@oregoncub.org
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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
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DOCUMENTS SENT VIA U.S. MAIL

Mark P. Trinchero **

Davis Wright Tremaine LLP
1300 SW Fifth Avenue, Suite 2300
Portland, OR 97201
marktrinchero@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

Lisa F, Rackner ** Adam Lowney **

McDowell & Rackner 520 SW 6th Street, Suite 830 Portland, OR 97204 <u>lisa@mcd-law.com</u> VIA EMAIL

DATED: November 11, 2009.

Scott Rubin **

Attorney/Consultant 333 Oaklane Bloomsburg, PA 17815 scott@publicutilityhome.com

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

Patti Lane

| I. | Consent to be Bound- | | • |
|-------|--|-----------------|---|
| proce | This General Protective Ord ceding. | er governs the | use of "Confidential Information" in this |
| | | _(Party) agree | s to be bound by its terms of this Genera |
| Prote | ctive Order. | • | |
| Ву: | Cheller K. Come Signature & Printed | 1h | 11-5-09 |
| | Signature & Printed | | Date |
| | Charles H. Carrath | iers | |
| II. | Persons Qualified pursuant | t to Paragrapl | as 3(a) through 3(d)- |
| *** | | | fies the following person(s) automatical |
| ualif | ied under paragraph 3(a) throu | gh (d). | |
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III. Persons Qualified pursuant to Paragraph 3(e) and Paragraph 10-

| Signature & Printed | Date |
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| · . | <u> </u> |
| Signature & Printed | Date |
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| I. | Consent to be Bound- | | |
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| proc | This General Protective Ord eeding. | ler governs the | use of "Confidential Information" in this |
| Drote | Venzon | _(Party) agree | s to be bound by its terms of this General |
| By: | Collins . | • | 11/5/09 Date |
| ∟y. | Signature & Printed | | Date |
| | Thomas R. Parker | | |
| I. | Persons Qualified pursuan | t to Paragrapl | as 3(a) through 3(d)- |
| uali | Ven zon fied under paragraph 3(a) throu | | fies the following person(s) automaticall |
| The | Mus R. Parker Printed | · | 11509 Date |
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III. Persons Qualified pursuant to Paragraph 3(e) and Paragraph 10-

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| I. Consent to be Bound- | • |
|---|--|
| This General Protective Order proceeding. | governs the use of "Confidential Information" in this |
| Protective Order. | Party) agrees to be bound by its terms of this General |
| Ву: | |
| Signature & Printed JUSCPH M. RUGGIL | Date |
| 1/2: | Paragraphs 3(a) through 3(d)- Party) identifies the following person(s) automatically (d). |
| Justen M. Ruggiero Printed | 114109 Date |
| Printed | Date |

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

| Ву: | Signature & Printed JOSEPH M. MUGGTEN | 11/4/09 Date |
|-----|--|-----------------|
| Ву: | Signature & Printed | Date |
| Ву: | Signature & Printed | Date |
| Ву: | Signature & Printed | Date |

| I. | Consent to be Bound- | |
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| proce | This General Protective Order govern eeding. | ns the use of "Confidential Information" in this |
| Ve | ective Order. (Party) | agrees to be bound by its terms of this General |
| Prote | octive Order. | |
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| _ • | Signature & Printed | Date |
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| П, | Persons Qualified pursuant to Para | graphs 3(a) through 3(d)- |
| | Venzon (Party) | identifies the following person(s) automatically |
| quali | fied under paragraph 3(a) through (d). | |
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III. Persons Qualified pursuant to Paragraph 3(e) and Paragraph 10-

| Christyle Onting | 11/21/09 |
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| Signature & Printed | Date |
| Christopher Octway | |
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I. Consent to be Bound-

| This General Protective Order governs proceeding. | the use of "Confidential Information" in this |
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| Protective Order. (Party) ag | grees to be bound by its terms of this General |
| By: Engene m. English Signature & Printed | |
| II. Persons Qualified pursuant to Paragi | aphs 3(a) through 3(d)- |
| Qualified under paragraph 3(a) through (d). | lentifies the following person(s) automatically |
| Engene M. Eng Printed | Le / 9/09 Date |
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III. Persons Qualified pursuant to Paragraph 3(e) and Paragraph 10-

| Signature & Printed | Date |
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| I. Consent to be Bound- | |
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| This General Protective Order governs the proceeding. | te use of "Confidential Information" in this |
| Protective Order. (Party) agree | ees to be bound by its terms of this General |
| By: June M. Calling Signature & Printed Timothy J. McCallian | 11/9/2009 Date |
| II. Persons Qualified pursuant to Paragra | |
| qualified under paragraph 3(a) through (d). | ntifies the following person(s) automatically |
| Timothy J. McCallion Printed | 11912009 Date |
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III. Persons Qualified pursuant to Paragraph 3(e) and Paragraph 10-

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I. Consent to be Round

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

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| Signature & Printed | Date |
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| Signature & Printed | Date |

| I, <u>Charles H. Car</u> | rathers , as |
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| In-house attorney In-house expert Outside counsel Outside expert | |
| in this proceeding for <u>Verizon</u> proceeding) hereby declare under penalty of Oregon that the following are true and corre | |
| proceeding and am not engaged in de | e of presenting my party's case in this eveloping, planning, marketing, or selling he costs thereof to be charged or potentially |
| | e to be bound by, the terms of the General as well as the terms of this Superseding: |
| Charles H. Carrathers Full Name (Printed) | |
| Charle # Carribh Signature | Date 71-5-09 |
| Trving, TX City/State where this Agreement was signed | |
| -Verizon Employer | 600 Hidden Ridge HQE03H52 |
| General Counsel Position and Responsibilities | Trving, TX 75038 Permanent Address |

| I, Thomas R. Par | ker, 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 | |
| Oregon that the following are true and correct | |
| Oregon that the following are true and correct | <i>.</i> . |
| proceeding and am not engaged in de | of presenting my party's case in this veloping, planning, marketing, or selling e costs thereof to be charged or potentially |
| b. I have read and understand, and agree | to be bound by the terms of the General |
| | well as the terms of this Superseding |
| Highly Confidential Protective Order. | |
| inging communication and control of data. | |
| | |
| Thomas R. Parker | |
| Full Name (Printed) | |
| (Y, O) | |
| TOKIO | 11/05/09 |
| Signature | Date |
| | |
| Irving, TX | |
| City/State where this Agreement was signed | , |
| | • |
| Verizon | |
| Employer | 600 Hidden Ridge |
| • | HQE03J43 |
| Vice President & Associate | Irving, TX 75038 Permanent Address |
| Position and Responsibilities General Counsel | reimanent Address |
| | |

| I, Joseph M. Ru | ggieno |
|---|--|
| In-house attorney In-house expert Outside counsel Outside expert | |
| in this proceeding for VENZON proceeding) hereby declare under penalty of perj Oregon that the following are true and correct: | (a party to this jury under the laws of the State of |
| a. I have a need to know for the purpose of proceeding and am not engaged in developroducts or services or determining the contarged to customers; and | pping, planning, marketing, or selling |
| I have read and understand, and agree to I Protective Order in this proceeding, as we Highly Confidential Protective Order. | |
| JUSEPH M. RAGGIERO Full Name (Printed) | |
| Signature | 11/4/09 Date |
| AMISYTUN, VA City/State where this Agreement was signed | |
| VENUZUN Employer | 1320 NORTH COURT HOUSE NO - OFFICIAL |
| ASSISTANT GENERAL COUNSIL Position and Responsibilities | 1328 NORTH COURT HOUSE AD - OFFICIAL Arlington, VA 22201 Permanent Address |

| I, Christopher (| Dat way , as |
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| In-house attorney In-house expert Outside counsel Outside expert | |
| in this proceeding for | (a party to this ary under the laws of the State of |
| I have a need to know for the purpose of p proceeding and am not engaged in develop products or services or determining the co- charged to customers; and | ping, planning, marketing, or selling |
| b. I have read and understand, and agree to be Protective Order in this proceeding, as wel Highly Confidential Protective Order. | · · · · · · · · · · · · · · · · · · · |
| Christopher Oatway | |
| Full Name (Printed) | |
| Christo Ozan | 11/4/09 |
| Signature | Date |
| Arlington, VA | |
| City/State where this Agreement was signed | |
| NERIZON | |
| Employer | 1320 NOTH COUNT AME AD-GTHFARE |
| ASSISTANT GENERAL COUNSEL | 1320 NOTH COURT HOUSE AD-GTHFARE DIL AGTON, VA 22201 |
| Position and Responsibilities | Permanent Address |

| | I, Chaene | m, Eng., as |
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| | ✓ In-house expert | |
| | Outside counsel Outside expert | |
| | Outside expert | |
| in this | proceeding for しんけいりん | 10 Thurs T (a party to this |
| • | ding) hereby declare under penalty of per | jury under the laws of the State of |
| Oregon | that the following are true and correct: | |
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| | proceeding and am not engaged in devel- products or services or determining the c | |
| | charged to customers; and | osis diereor to be charged or potentially |
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| b. | I have read and understand, and agree to | be bound by, the terms of the General |
| | Protective Order in this proceeding, as w | ell as the terms of this Superseding |
| | Highly Confidential Protective Order. | • |
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| 1- | Engene M. Eng | |
| Full Na | me (Printed) | |
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| | in 1 | 11/9/09 |
| Signatu | re / | Date / / |
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| | ate where this Agreement was signed | |
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| Employ | er | 20575 NW Von Neuman & |
| , ` | Parts Parts | Secreto- Od, 97124 |
| 1100_ | President - Regularon and Responsibilities | |
| osition | and Responsibilities | Permanent Address |

| I, Timothy J. McCallion, as | |
|--|---|
| In-house attorney In-house expert Outside counsel Outside expert | |
| in this proceeding for | |
| 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) | |
| Signature $\int Mk Coll'$ $\frac{11/9/2009}{Date}$ | |
| Everett, WA City/State where this Agreement was signed | |
| Wenzon 12 Lakeview anym Rd | |
| President, Public Affairs, Position and Responsibilities Policy 4 Permanent Address | 2 |
| Communications | ٠ |

'X '

| I, Stephen Smith, as |
|--|
| In-house attorney |
| ✓ In-house expert |
| Outside counsel |
| Outside expert |
| |
| in this proceeding for \\ \(\frac{1}{200} \) (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. |
| |
| Stephin. E. Smith |
| Full Name (Printed) |
| run reame (rimed) |
| Start 1-4-9. |
| Signature Date |
| |
| Basicing Ridge NJ- (2) |
| City/State where this Agreement was signed |
| Verrzon |
| |
| Employer |
| UP. Brusiness Development one Verizon Way |
| Position and Responsibilities Permanent Address |