

Attachment 2a

Letter to United Way of Snohomish County

GRAHAM & DUNN PC

February 16, 2006

DAVID C. LUNDSGAARD
(206) 340-9691
dlundsgaard@grahamdunn.com

VIA EMAIL

Carl Zapora
President
United Way of Snohomish County
917 134th Street SW, Suite B1
Everett, WA 98204-9377

Re: Grant Administration

Dear Mr. Zapora:

As you may know, the Washington Utilities & Transportation Commission has directed the establishment of a \$1.25 million "public purpose" fund in connection with its approval of the merger between Verizon Communications Inc. and MCI, Inc. The fund is intended to principally benefit ratepayers in Verizon's Washington service territory. There is no specific timeline for use of the fund, except the Commission's direction that it should be totally disbursed by June 30, 2009.

Commission Staff, the Public Counsel section of the Attorney General's Office, and Verizon, as parties to the merger proceeding, are now in the process of determining how best to structure the use of the fund. The principal option under consideration is to select an experienced grant administrator to oversee the principal administrative functions of managing the fund.

We are therefore writing to invite you to submit a statement regarding your organization's interest and ability to perform as grant administrator. We anticipate that the primary tasks of the administrator would include:

- Issuing a Request for Proposals, based on specific eligibility and funding criteria provided by the Commission, from applicants who desire a grant from the fund
- Reviewing grant applications for consistency with the eligibility and funding criteria
- Either selecting the specific grantees directly or selecting a small pool of eligible and qualified recipients for the Commission to consider
- Overseeing the disbursement of funds to the recipients

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- Monitoring the recipients' progress and assuring consistency with the grant proposal
- Providing periodic reports to the Commission and the parties regarding the use of the fund, the recipients' progress, and any relevant measurable results of the work

If you are interested in serving as grant administrator, the information we would like regarding your organization would include:

- Your experience in grant management, including specific programs you have administered in the past
- References who could comment on that experience, such as grantors or donors who provided the funds you administered
- A description of your experience and preference, if any, with respect to either holding grantor funds for disbursement or directing disbursement of funds held by a third party
- A brief statement of your general approach to administration of such a fund
- Anticipated estimated administrative costs, and identification of any key factors that may affect your administrative costs
- The identity of the specific personnel in your organization who would likely work on such a project, with their background and experience

We understand that some of the information requested will necessarily be preliminary, since the Commission has not yet established the specific framework for use of the fund, and it is possible that the structure ultimately chosen will differ somewhat from what is described above.

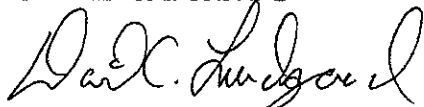
If you have questions regarding this invitation, you may contact me, at 206.340.9691 or dlundsgaard@grahamdunn.com, Tom Spinks of the Commission Staff at 360.664.1365 or tspinks@wutc.wa.gov, or Mary Kimball of the Public Counsel's Office, at 206.389.2529 or maryk2@atg.wa.gov.

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So that our planning can continue efficiently, we ask for a response by **February 23, 2006**, or earlier if possible. We look forward to hearing from you.

Sincerely,

GRAHAM & DUNN PC

A handwritten signature in cursive script, appearing to read "David C. Lundsgaard".

David C. Lundsgaard

DCL/dcl

cc: Tom Spinks (via email)
Jing Roth (via email)
Mary Kimball (via email)
David Valdez (via email)