



CENTURYLINK
1600 7th Avenue, Room 1506
Seattle, Washington 98191
(206) 345-1574
Lisa.Anderl@CenturyLink.com

Lisa A. Anderl
Senior Associate General Counsel
Regulatory Law

May 24, 2017

*Via Web Portal and
Overnight Delivery*

Mr. Steven King, Executive Director and Secretary
Washington Utilities & Transportation Commission
1300 S. Evergreen Park Drive SW
P.O. Box 47250
Olympia, WA 98504-7250

**Re: Docket No. UT-170042
CenturyLink's Response to Washington State Military
Department's May 19, 2017 Letter**

Dear Mr. King:

CenturyLink is writing in response to the May 19 letter submitted in this docket by the Washington State Military Department (MIL), which CenturyLink received on May 23, 2017. CenturyLink objects to this filing, as MIL is not a party to the docket, is not authorized to submit testimony in this matter, and has not accurately represented the status of the E911 transition. The issues related to the E911 transition described in MIL's letter were specifically negotiated by the Parties to this case, and Public Counsel has represented in testimony that the MIL was satisfied with condition 5.6., which specifically includes language about Amendment M referred to in Mr. Wasserman's letter (see, Exhibit JT-1, page 19, lines 6-12).

However, if the Commission determines that the letter will be included in the docket, CenturyLink wishes to correct critical factual inaccuracies in Mr. Wasserman's letter as set forth below:

First, CenturyLink objects to Mr. Wasserman's characterization of the amendment signed between CenturyLink and MIL in August of 2015 ("Amendment J"). Mr. Wasserman misquotes language from the amendment to distort the parties' true obligations by stating that Amendment J "requires CenturyLink to provide all services, information and data to effectuate an orderly and seamless transition to such new network provider." In fact, Amendment J requires CenturyLink "to provide all services, information and data *reasonably necessary* to effectuate an orderly and seamless transition." Immediately following this statement, the amendment describes activities contemplated by the transition, including: providing assistance in transferring data files in an

industry standard format, meetings, data, formats, schemas, materials, and information – all of which CenturyLink has been cooperating to provide on a timely basis upon MIL’s request.

CenturyLink agrees that the transition process has not been orderly, smooth or timely. This is due to the fact that neither MIL, nor the successor provider selected by MIL (“Successor”) has developed a detailed transition plan. Such a plan would describe in particularity, deliverables, milestones, and timeframes as to when the Successor’s ESINet services would be “fully operational,” as contemplated by Amendment J, which describes a PSAP-by-PSAP phased cutover from CenturyLink to the Successor.

Instead, the transition concept described by the MIL and the Successor requires the Successor to interconnect its system with CenturyLink’s system, accessing CenturyLink’s proprietary database and re-routing 911 calls, jeopardizing the integrity of the emergency system currently in place and exposing the citizens and CenturyLink to unnecessary risk.

CenturyLink raised this issue with the MIL and their AG’s office when it first learned of the Successor’s transition concept in the fall of 2016. At that time, MIL agreed to enter into an amendment (“Amendment M”) intended to further amend its contract with CenturyLink to address changes in the parties’ obligations and liability with respect to call routing, database access, engineering, design, and other activities now being sought to support Successor’s unorthodox transition concept. Unfortunately, months passed without a specific transition plan from MIL and its Successor. Thus, CenturyLink and its subcontractor agreed to meet with MIL and the Successor in person in Washington to facilitate the development of such a plan.

Indeed, Amendment L, executed by the parties in February 2017 to address the meeting described above, makes clear that as of that date, no specific transition plan (described as the “Proposal”) had been provided to CenturyLink by MIL or the Successor, and that any such plan would require an Amendment M to “fully describe CenturyLink and the Department’s mutual obligations under the Proposal”. Therefore, Mr. Wasserman’s allegation that CenturyLink is delaying the transition by “currently insisting on an additional transition agreement (known as Amendment M)” is simply wrong.

Finally, CenturyLink strenuously objects to Mr. Wasserman’s allegation that the CenturyLink-Level 3 merger has “shifted CenturyLink’s focus away from the E911 network transition.” In furtherance of its efforts to support MIL’s E911 transition, over the past eight months, CenturyLink has: 1) hired a dedicated project manager, 2) agreed to extend its existing contract with the State *at its current rates* in order to accommodate delays in the Successor cutover, and 3) expended hundreds of thousands of dollars (both in out-of-pocket costs and internal resources) to meet its obligations under Amendment J and to ensure the safe transition of emergency services to its Successor. CenturyLink has deployed executive, legal, regulatory and technical resources at an unprecedented level to assist in this important transition, which have not been impeded in any way by the CenturyLink-Level 3 merger activities, as such merger activities are handled by a separate group within the company.

Mr. Steven V. King, Executive Director and Secretary
Docket No. UT-170042
May 24, 2017
Page 3

CenturyLink is continuing to meet its obligations under Amendment J to perform transition activities, and to negotiate Amendment M. Additional meetings among CenturyLink, MIL, and the Successor have been scheduled for May 31 and June 1, 2017, with all parties agreeing to work to resolve any remaining transition issues during those sessions. Delay of the Level 3 transaction will not devote additional resources to the transition, and would only interfere with the progress toward closing this important transaction.

Therefore, CenturyLink respectfully requests that the Commission approve, without changes, the Settlement Agreement reached by all the Parties to this case and reject Mr. Wasserman's request to suspend approval of the CenturyLink-Level 3 merger pending resolution of all the transition issues, which are largely outside of CenturyLink's control, but instead, fall squarely with MIL and the Successor.

Sincerely,

/s/ Lisa A. Anderl
Lisa A. Anderl, WSBA #13236
1600 7th Avenue, Room 1506
Seattle, Washington 98191
(206) 345-1574
Lisa.anderl@centurylink.com

LAA/jga