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**Via e-mail and FedEx**

Ms. Carole J. Washburn, Executive Secretary  
Washington Utilities & Transportation Commission  
1300 S. Evergreen Park Drive SW  
P.O. Box 47250  
Olympia, WA 98504-7250

Re: Comments of Sprint regarding protective order; Docket Nos. UT-033025 and -033044

Dear Ms. Washburn:

Sprint provides in this letter comments regarding the proposed protective order circulated by Judge Rendahl during the October 13, 2003 prehearing conference. Sprint asks the Commission to revise the protective order to ensure that large companies that wish to use in house experts are not precluded from participating in this proceeding.

For example, Sprint is concerned that the language in paragraph 16 would preclude most, if not all, of Sprint's regulatory personnel from participating in this proceeding. Specifically, the last section in paragraph 16 provides:

Highly Confidential Information may not be disclosed to persons engaged in the development, planning, marketing or selling of retail or wholesale services for the purposes of any party competing with or against any other party, strategic or business decision making, non-regulatory strategic or business planning or procurement on behalf of the receiving party.

Most in house costing and economic experts that are suitable for use in the Triennial Review proceedings interact with product development, planning, and marketing personnel, while outside experts may not. As a result, this language has the effect of prejudicing companies like

Sprint that would rely solely on in house experts. Not only does this distinction result in inequitable treatment, it does not serve the intended purpose of keeping competitively sensitive information out of the hands of competitors, especially when an outside consultant works at different times with competing interests. The FCC could not have intended that states so restrict the use of in house costing and economic personnel to address the issues in these proceedings.

The Joint CLEC's propose an addition to paragraph 16 that seeks to resolve inconsistent treatment of companies that use outside experts and those that use the in house variety. While the Joint CLEC's proposal may provide some relief for "small companies," it does not for large companies that wish to use in house experts. Sprint therefore proposes that paragraph 16 be amended to read as follows:

Parties seeking disclosure of Highly Confidential Information shall not designate more than (1) a reasonable number of in-house attorneys who have direct responsibility for matters relating to Highly Confidential Information; (2) ~~two~~ four in-house experts; and (3) a reasonable number of outside counsel and outside experts to review materials marked as "Highly Confidential." ~~Highly Confidential Information may not be disclosed to persons engaged in the development, planning, marketing or selling of retail or wholesale services for the purposes of any party competing with or against any other party, strategic or business decision making, non regulatory strategic or business planning or procurement on behalf of the receiving party.~~ Highly Confidential Information may not be disclosed to persons engaged in strategic or competitive decision making, including the sale or marketing of any products or services on behalf of the receiving party.

Considering the short time frame in which the FCC has asked the states to complete these proceedings, the nature of the issues it has directed the states to address, the inappropriate distinction between in house and outside experts in paragraph 16, and the resulting inequitable treatment of companies using in house experts, Sprint respectfully requests that the Commission adopt its proposed language for paragraph 16.

If you have any questions regarding these comments, please do not hesitate to contact me.

Sincerely,

William E. Hendricks

cc: All parties of record