

**EXHIBIT BJJ-2 TO THE
DIRECT TESTIMONY OF
BONNIE J. JOHNSON
ON BEHALF OF
INTEGRA TELECOM**

**CHRONOLOGY AND DOCUMENT NUMBERING – OSS - MAINTENANCE AND REPAIR
October 10, 2011**

#	DATE	DESCRIPTION	DOCUMENT NUMBERS
0	4/7/2009	<p>April 7, 2009 CMP notice associated with CR #SCR121608-02. In 2008, Qwest had initiated two change requests in CMP to implement a new repair system (referred to as Common Ticketing Gateway, or CTG) and retire and replace MEDIACC. Other than a single brief entry for December 17, 2008 in the CMP Change Request Detail for each change request (see Row Nos. 3 and 4), when Qwest said it would be implementing a new repair ticketing gateway called CTG to provide Extensible Markup Language (“XML”) transactions [instead of Common Management Interface Protocol (“CMIP”), used by MEDIACC] and retire MEDIACC, there is no further record in the Change Request Detail of any efforts by Qwest to actually make these changes at that time. On Qwest’s own initiative, Qwest chose to not work, or stop working, on those change requests, and the meeting minutes from that time do not provide any reason for Qwest’s decision. Qwest simply sent this notice to CLECs on April 7, 2009 stating that, effective immediately, the development and implementation of CTG “has been <u>indefinitely</u> placed on HOLD” and providing no reason (underlining added). In the notice, Qwest said: “The benefit of this new application was to allow Qwest and Wholesale customers the use of a more advanced type of technical communication based on internet standard protocols and web services and telecommunications industry standard markup languages.” http://wholesale.qwestapps.com/enla_pub_files/SYST.04.07.09.F.06245.CTG_NewApp_On_Hold-0.doc</p>	JC000931-JC000932
1	Oct.– Nov. 6, 2010	<p>Representatives of CenturyLink, and in some cases representatives of Qwest, communicated with Integra about potential settlement, including telephone communications, as well as in-person meetings on October 14, 2010 and November 4-5, 2010. CenturyLink indicated that it was in communication with Qwest. Neither Qwest nor CenturyLink informed Integra of any plan to initiate changes or begin integration regarding Qwest OSS for maintenance and repair, and/or to introduce the Maintenance Ticketing Gateway (“MTG”), in November of 2010 or to implement MTG or other new system by the end of 2011. They did not mention any claim of or concern about instability of CEMR and/or MEDIACC.</p>	NA

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2	11/8/10	Joint Applicants filed a merger agreement with Integra with multi-state settlement terms, including Operational Support System ("OSS") terms (filed in MN Docket P-421, et al./PA-10-456 on Nov. 8, 2011), with 11/8/10 filing cover letter.	JC000001 (cover letter); JC000002-JC000042
3	11/10/10	Via a change to a web posting, Qwest took a Change Request ("CR") that had been inactive since April of 2009 and used the CR to initiate new activity, by changing the status of the inactive CR. Qwest changed the status of its formerly "Deferred" 2008 Change Management Process ("CMP") systems CR #SCR121608-02 to a status of "Development," and revised the title of the CR to state: "Introduction of MTG (Maintenance Ticketing Gateway) application to application." [On December 18, 2008, Qwest had submitted to CMP a systems CR (same number) entitled "Introduction of CTG (Common Ticketing Gateway) application to application," which on April 6, 2009, Qwest placed in a Deferred status, and there was no activity as to the CR until November 10, 2010.] The Description of Change states: "11/10/10 REVISION: Revision to change application name and reestablish implementation timeline. New application will include limited testing and also replace CEMR." On 11/10/10, therefore, Qwest modified its web posting to indicate that Qwest planned to retire and replace Qwest's legacy OSS for repair (CEMR/MEDIACC) with a new repair system (MTG). See http://www.qwest.com/wholesale/cmp/cr/CR_SCR121608-02.html (CR Detail)	JC000043 – JC000058 (CR Detail, as of 6/21/11) Title and Description of Change at JC000043 Status History at JC000043- JC000045 See Row 108 re. JC000750; See also JC000933- JC000964 (updated as of 8/7/11)
4	11/10/10	Via a change to a web posting, Qwest took another Change Request ("CR") that had been inactive since April of 2009 and used the CR to initiate new activity, by changing the status of the inactive CR. In the "Status History," Qwest changed the status of its formerly "Deferred" 2008 CMP systems CR #SCR121608-01 to a status of "Development" on 11/10/10. Qwest did not revise the title, which remained: "Retirement of MEDIACC." On 11/17/10, Qwest said this CR "goes hand in hand with SCR121608-02." After the 11/10/10 revision, the Description of Change continued to refer to replacing the MEDIACC application with "CTG (Common Ticketing Gateway)," although Qwest later referred in an 11/17/10 CMP discussion to "MTG" instead of "CTG." http://www.qwest.com/wholesale/cmp/archive/CR_SCR121608-01.html (CR Detail)	JC000059 – JC000061 (CR Detail) Status History at JC000059

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9	1/4/11	<p>Qwest's proposed changes. PAETEC said: "Due to the extensive OSS interfaces between PAETEC and Qwest and the limited information of the proposed changes provided to PAETEC thus far, PAETEC prefers to reserve our response(s) until we have more information and understand the impact of the proposed changes on PAETEC's internal processes and back office systems. For the reason noted above, it is premature for PAETEC to respond at this time. However, due to the limited time frame and potential magnitude of the impact, PAETEC must object to the new proposed changes until we have a clear understanding of the impacts, cost, resources, etc that the proposal will have on PAETEC."</p> <p>Integra also submitted written comments to CMP early (two days before comments were due). Integra objected that Qwest's notice contains insufficient information for Integra to conclude that the replacement system is beneficial to CLECs and that Qwest was unclear about whether or how Qwest's notice is consistent with Qwest and CenturyLink's merger commitments and specifically the merger settlement agreement executed by Qwest, CenturyLink, and Integra in November of 2010. Integra asked Qwest to provide additional information, including to the extent that Qwest claims the current system(s) is unstable, sufficient information to allow verification of that claim. Integra asked, for example, that Qwest please identify any notices or other communications about outages or problems that were due to the alleged instability and explain the problems caused and any steps taken to resolve those problems. Integra reserved its right to submit additional questions, comments and/or objections in the future, particularly as more information become available.</p>	JC000066 – JC000068
10	1/5/11	Integra resubmitted its comments to CMP with a clarification Integra sent Qwest on 1/4/11.	JC000069 – JC000070
11	1/5/11	PAETEC submitted written comments to CMP by email, in which PAETEC asked for details needed to begin assessing impact and indicated it agrees with Integra's comments and poses the same inquiries. PAETEC asked Qwest to open a full comment cycle following the January 10 th ad hoc meeting because "Qwest's failure to provide sufficient details to which PAETEC could comment with the notice resulted in a premature comment period." PAETEC reiterated its objections and reserved its rights.	JC000071
12	1/6/11	Qwest issued announcement that the Implementation plan review meeting associated with	JC000072 –

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		<p>MTG release 1.0 was being changed from 1/10/11 to 1/19/11 (during the monthly January CMP meeting). See Qwest Notification Number CMPR.MEET.01.06.11.F.08716.ChgDateMTG_Prelim_ImplRevw http://wholesale.qwestapps.com/cnla/announcements/2011/01/06/Change-Management-Process-CMP/Meetings/CMP-Changed-Date-for-Maintenance-Ticketing-Gateway-MTG-Preliminary-Implementation-Plan-Review-Meeting/10297</p>	JC000073
13	1/13/11	<p>Qwest provided its response to CLEC comments for Qwest notice SYST.MEDI.12.17.10.F.08642.MTG IntrfceNewApptoApp. Qwest's response included statements that the Qwest MEDIACC/CEMR hardware, database and operating systems are at the end of life and need to be replaced and that all questions or comments associated with the planned implementation and timeline for MTG in regard to the Merger Settlement Agreement should be referred to Qwest or Centurylink legal departments. (See 2/2/11 entry below regarding follow up with attorneys.)</p>	JC000074 – JC000078
14	1/19/11	<p>January Monthly CMP meeting – CR #SCR121608-02 (Introduction of MTG) was discussed at the monthly CMP meeting. Qwest said: “Qwest continued development of CTG through early April of 2009 but at that point, Qwest placed the project on HOLD and the CR was placed in a Deferred status due to funding concerns. The CR remained in Deferred status for almost two years until Qwest was able to secure resources and support.” Qwest reviewed a Power Point (PP) presentation that defined MTG as the “CEMR/MEDIACC Replacement”; indicated that MTG “would benefit both Qwest and our customers”; said “this project would include turning down the MEDIACC interface after a migration period” indicated that “CLEC customer will need to modify their external interface to Qwest”; and included a timeline with a targeted production date of September 19, 2011. Qwest indicated, under Benefits, that Qwest will use the new system, in addition to its wholesale customers. Qwest also identified a benefit to itself of using the same system for its “National” QCC repairs as for its “Local” Qwest Corporation repairs. Unlike the Qwest December 17, 2010, CMP Announcement, which listed the benefit of the new application as using a more advanced type of technical communication, the Power Point presentation (provided nearly a month after Mr. Hunsucker’s Arizona testimony) lists additional benefits not mentioned earlier, such as stability and increased reliability. See http://wholesalecalendar.qwestapps.com/detail/287/2011-01-19 (1/19/11 entry)</p>	<p>Powerpoint at JC000079 – JC000089</p> <p>CR Detail at JC000043-JC000058</p> <p>1/19/11 minutes at JC000055- JC000057</p>

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15	1/20/11	Qwest announcement of an additional CLEC comment period, with CLEC comments due 2/2/11. See Qwest Notification Number SYST.MEDI.01.20.11.F.08765.AddlCmmntsCycleMTG_Intrfc http://wholesale.qwestapps.com/cnla/announcements/2011/01/20/System/MEDIACC/Additioal-Comments-Cycle-on-Maintenance-Ticketing-Gateway-MTG-1-0-New-Application-to-Application-Interface-Preliminary-Systems-Release-Information/10325	JC000090 – JC000093
16	2/1/11	PAETEC submitted written comments to CMP, in which PAETEC indicated that Qwest's actions might violate the merger settlement agreements and reserved PAETECs rights with respect to that issue. PAETEC said: "Qwest has only provided vague, high-level information about the functionalities of MTG. Accordingly, PAETEC is unable to make an informed decision to support or oppose the proposed change. . . . PAETEC has significant questions and concerns that are unanswered by the information provided by Qwest at this time." PAETEC pointed out that PAETEC has made significant investments in its own back office systems that are e-bonded with Qwest's MEDIACC/CEMR, and it listed some of its over-arching concerns.	JC000094 – JC000095
17	2/2/11	Integra submitted written comments to CMP, in which Integra said its concerns are similar to those expressed by PAETEC the day before. Integra identified concerns, including concerns about system functionality and how the new system functionality would compare to existing functionality. Integra objecting to Qwest using CMP to unilaterally assert its legal position while referring CLECs to Qwest legal. Integra said, if it is appropriate for Qwest to raise the matter in CMP, then it is appropriate not only for CLECs to respond in CMP and but also for CLECs to expect Qwest to adhere to CMP requirements requiring Qwest to respond in CMP and to do so in a timely manner. Integra pointed out that Qwest had not responded to Integra's questions about the merger settlement agreements and reiterated its request to address each step in the merger document, including the vote in CMP, and indicate whether and when it intends to take each step. Integra asked Qwest to respond in writing to the questions posed by CLECs in their earlier comments and this round of comments.	JC000096 – JC000097
18	2/2/11	Integra email to both Qwest attorney and CenturyLink attorney, enclosing comments submitted by Integra and PAETEC in CMP regarding Qwest's proposed OSS changes and retirement of CEMR/MEDIACC. Integra said: "In Qwest's January 13, 2011 response to	JC000098

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		<p>Integra's January 5, 2011 comments, Qwest said: 'All questions or comments associated with the planned implementation and timeline for MTG in regard to the Merger Settlement Agreement executed by Qwest, CenturyLink and Integra should be referred to the Qwest or CenturyLink Legal Departments.' Therefore, Integra is forwarding its questions to both of you for a response. Both Qwest and CenturyLink are parties to the merger settlement agreement with Integra, and therefore both should respond as to whether and how Qwest's proposed changes (which would be implemented after the closing date) comply with the settlement agreement and whether, if CEMR/MEDIACC changes are made, the company plans to follow each step in the OSS section of the settlement agreement (vote in CMP, etc.) with respect to CEMR/MEDIACC and MTG. Qwest has not provided sufficient information to determine whether its proposed CEMR/MEDIACC changes would be something in which we may be interested. Even assuming that the changes were acceptable, however, we do not know what other OSS changes the company may be planning or may announce before the closing date but implement after the closing date. If CLECs disagree with proposed OSS changes, and the changes would occur (like these) during the 2 year timeframe covered by the settlement agreement, what prevents the company from making those changes, if the company can make these CEMR/MEDIACC changes? Does the company distinguish the CEMR/MEDIACC situation and, if so, how? We are hoping for a cooperative approach, and we need a better understanding of the company's position."</p>	
19	2/9/11	<p>Qwest attorney responded to Integra's 2/2/11 email (copied to CenturyLink attorney) by claiming that Qwest's proposed changes not only comply with the settlement agreement but also are required to meet Qwest's performance obligations. Qwest asserted that, if it failed to replace CEMR and MEDIACC, it would not be able to meet its obligations under the settlement agreement. Qwest's attorney said that Qwest does not have to follow the steps in merger condition 12c until after the 2-year period (though Qwest was making a significant OSS change earlier), and Qwest refused to answer questions it characterized as hypothetical.</p>	JC000099
20	2/9/11	<p>Integra replied by email to Qwest legal and CenturyLink legal, including CenturyLink counsel in the Minnesota merger proceeding, as to each claim in Qwest's 2/9/11 email. Integra reviewed the requirements of settlement Condition 12 and compared them to</p>	JC000100 – JC000101

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		<p>Qwest's CMP notice. Integra responded that Qwest must meet all of its merger commitments and cannot choose one (e.g., meet or exceed performance) over another (e.g., continue to offer OSS for two years). Integra reiterated its request for data to support Qwest's claims. Integra also reiterated its request to distinguish the repair OSS situation, pointing out that the company provided no limiting factor that would prevent the company from claiming every OSS can be replaced during the 2-year period whenever it simply claims that otherwise it "may" not be able to make one of the other merger commitments. Integra indicated that the company had not informed the commissions that it believed that it may not be able to meet their merger commitments and said that the Joint Applicants recent representations that the merger conditions satisfy the public interest suggest that the company intends to meet all of those conditions. Integra agreed that the requirements of Condition 12c are intended to apply after the two-year period, but pointed out that is because the company is not supposed to be making such changes during the two-year period. Integra indicated that Qwest's statement that it had first noticed a change in 2008 shows Qwest was aware of these facts when negotiating with Integra and could have requested language to address the issue, but Joint Applicants did not obtain such language. Integra reserved its right to act to enforce the settlement agreement, once approved, as needed.</p>	
21	2/9/11	<p>Qwest informed CLECs via an announcement that Qwest's response to CLECs' comments, due on 2/9/11, will be delayed until 2/17/11, after discussion of MTG in the 2/16/11 CMP monthly meeting. See Qwest Notification Number SYST.MEDI.02.09.11.F.08824.DelayRespCommtsMTG_Re11 http://wholesale.qwestapps.com/cnla/announcements/2011/02/09/System/MEDIACC/CM P-Qwest-Delayed-Response-to-Additional-CLEC-Comments-on-Maintenance-Ticketing-Gateway/10358</p>	JC000102 – JC000103
22	2/16/11	<p>February Monthly CMP meeting – CR #SCR121608-02 (Introduction of MTG) was discussed at the monthly CMP meeting. Qwest said two years ago, the project solution was to write a new system but as was shared in January, the current solution uses QPortal and: "That is a completely different approach which cannot just be picked up where we left off." Qwest did not, however, withdraw its previous CR and submit a new one for this "completely different approach." Qwest reviewed a revised Power Point (PP)</p>	Powerpoint at JC000104 – JC000114 CR Detail at JC000043-JC000058

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		<p>presentation. The title on the cover page had been changed from the January meeting (when the PP defined MTG as the “CEMR/MEDIACC Replacement”) to substitution of that phrase with “Repair System Improvements.” The first point under the Purpose section referred to outages. Integra pointed out that there were fewer outages last year than in any year since 2003. After Integra indicated it tracks these outages, Qwest admitted that there were fewer outages last year than in any year since 2003. Qwest indicated that system failure rate was a function of time, but Qwest did not address other Qwest OSS that have been in place as long or longer than the repair systems. Qwest provided a timeline in the PP that indicated that migration planning and many other items were “not started” but nonetheless Qwest would begin deployment of the new system on September 19, 2011. Qwest reiterated, under Benefits, that Qwest will use the new system, in addition to its wholesale customers. Qwest also reiterated the benefit to itself of using the same system for its “National” QCC repairs as for its “Local” Qwest Corporation repairs. Qwest indicated it may provide vendor information later that it claimed supports Qwest’s claim about the repair systems. Qwest again referred CLECs to legal. See http://wholesalecalendar.qwestapps.com/detail/292/2011-06-15 (2/16/11 entry)</p>	<p>2/16/11 minutes at JC000050- JC000055</p>
23	2/16/11	<p>Integra email to both Qwest attorneys and CenturyLink attorneys indicating that in CMP Qwest again referred CLECs to legal and stating that Integra continues to look to both Qwest legal and CenturyLink legal for responses to its questions. Integra said that Qwest said in CMP today that it “may” defer retirement/replacement of CEMR/MEDIACC but did not commit to when it would do so or to any length of time for which it would defer retirement/replacement (e.g., 2 years), and Integra indicated that a short deferment would not alter the described problems. Integra asked questions, including questions about the reason for Qwest’s CR, about whether a decision had been made as to whether the merged company is moving to MTG, about level of support and functionality, and about compliance with, and timing of, the steps to be taken under the merger agreement. Integra said: “This is the kind of the uncertainty that we tried to avoid by entering into the settlement agreement.”</p>	<p>JC000115 – JC000116</p>
24	2/16/11	<p>Email exchange between Integra’s President and Qwest’s Vice President for Operations for Qwest Wholesale Markets (copied to Qwest’s Executive Vice President of Wholesale Markets and CenturyLink’s President of Wholesale Markets) regarding delay in potential</p>	<p>JC000117</p>

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		executive meeting due to insufficient information provided by Qwest. Qwest requested a list of questions. Qwest's Vice President for Operations for Qwest Wholesale Markets said: "Because today's CMP meeting was a conference call, it limited how much information could be effectively shared."	
25	2/20/11	Integra's President provided a list of questions, attached to an email, per Qwest's request. He indicated that Integra had requested much of this information previously, primarily via CMP. He asked Qwest to let him know when Qwest has assembled additional information so that next steps could be discussed.	JC000118 – JC000122
26	2/22/11	Integra email to both Qwest attorneys and Centurylink attorneys regarding the 2/20/11 email and list of questions from Integra's President to Qwest and CenturyLink and indicating that Integra also anticipated a response from legal and requested a status update as to when legal would respond. Integra sent a separate email to CenturyLink's attorney including the enclosures (questions), while recognizing that the attorney may have received them directly from Bill Cheek of CenturyLink.	JC000123
27	2/25/11	Integra email to Qwest, enclosing earlier Qwest notice, indicating that Qwest would respond by February 17, 2011 and asking when Qwest would respond, as it had not yet been received. Integra also asked when Qwest would provide the promised vendor information to support its vendor claims.	JC000124 – JC000126
28	2/28/11	Email exchange between Integra and Qwest regarding the delayed response to comments and delayed vendor information. Qwest said it would send out a notice with the delayed response and vendor information.	JC000127
29	3/1/11	Qwest, via a web posting, changed the status of its separate "Retirement of MEDIACC" CR from Development to "Deferred." http://www.qwest.com/wholesale/cmp/cr/CR_SCR121608-01.html	JC000059 – JC000061
30	3/1/11	Qwest attorney's one-paragraph email (copied to CenturyLink attorneys who did not respond to, for example, disagree) in which Qwest said its email is Qwest's response to Integra's 2/9/11 and 2/16/11 emails. Qwest said Qwest Integra had asked many of the same non-legal questions as in communications with the business executives, and Qwest's Vice President for Operations for Qwest Wholesale Markets will respond to those questions. Qwest attorney said she understood that the retirement of CEMR and MEDIACC has been deferred by 450 days, or until all CLEC users have transferred to	JC000128

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		MTG, the new system. She said, finally, regarding paragraph 12 of the Integra merger settlement agreement, "those provisions have not been triggered." (See Integra's March 8, 2011 response below.)	
31	3/7/11	Integra email to Qwest stating that Qwest said it would respond on February 17 th but it is March 7 th with no response. Integra asked Qwest to either provide the response or send a notice advising when Qwest would be responding.	JC000129
32	3/8/11	Qwest email to Integra apologizing for the delay in responding to CLEC comments. Qwest said the plan is to respond by 3/10/11 -- more than a month after the response was due. Qwest was not making corresponding adjustments to its timeline to account for each of its own delays and failure to meet CMP procedures/timeframes.	JC000130
33	3/8/11	Integra email to Qwest attorneys and CenturyLink attorneys responding to Qwest's 3/1/11 email. Integra indicated that, unlike Qwest, Integra had provided specific provisions in the merger agreement to substantiate its positions. Integra enclosed its 2/20/11 questions again and indicated the questions are ongoing and that Qwest owes information from both the business and legal side. Integra said: "With Qwest CMP personnel directing CLECs to Legal, and Qwest Legal claiming the issues are 'non-legal,' it appears to be a classic runaround. We need prompt answers to all of the questions on the list, regardless of which department at Qwest responds." Integra requested confirmation of the status of the CRs and asked Qwest to explain its reference to 450 days, for which no explanation or documentation had been provided. Integra pointed out that, in any event, 450 days is less than two years, and indicated the steps in the merger agreement also need to be followed. Integra said: "Qwest had suggested that there is some urgency about replacing CEMR/MEDIACC, but its delay in providing information sends a different message. If there is any urgency in Qwest's desire to proceed with its proposed changes, then Qwest should prioritize providing the requested information and working with CLECs to provide a solution that works for all parties."	JC000131 – JC000132
34	3/9/11	Integra/Qwest CMP email exchange regarding Qwest's delayed response to CLEC comments that Qwest was required to provide on 2/9/11 but had not provided a month later. Qwest claimed the CMP Document does not require Qwest to send a notice giving a new date for the response, and Integra replied that is because there is nothing in the CMP Document allowing Qwest to send a delay notice to begin with. There is no provision in	JC000133 – JC000135

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35	3/10/11	<p>the CMP Document allowing Qwest to unilaterally alter timeframes and delay a response. Qwest was not making corresponding adjustments to its timeline to account for each of its own delays and failure to meet CMP procedures/timeframes.</p> <p>Qwest announcement indicating Qwest is providing its response to CLEC comments that was due on 2/9/11. The announcement included an effective date of September 19, 2011. Attached to the announcement is a document including Qwest responses to PAETEC's 2/1/11 questions and Integra's 2/2/11 and 2/20/11 questions. The latter responses were in the form of a matrix. In its response, Qwest said, for example, that although Qwest was adjusting the CEMR/MEDIACC retirement dates, "Qwest reserves the right under CMP requirements to request an earlier retirement of any application in the event all users have migrated off the old application." Although Qwest indicated it is still moving forward with the September 19, 2011 effective date, Qwest said detailed functional and technical information is still not available at this time. Qwest committed to provide draft technical specifications by May 20, 2011 (though it did not do so and later adjusted the date, see below). Qwest again referred matters associated with the merger agreements, including timing of when required steps would be taken, to Qwest or CenturyLink legal. Although Qwest had committed earlier to provide vendor information supporting its claim of problems with the existing systems, Qwest did not provide the information and indicated that it was still gathering it (though Qwest did not extend the effective date accordingly to allow time for CLEC review). Qwest referred to the age of the repair systems but did not discuss that other Qwest systems are of a similar age. Once again, Qwest did not respond to the question about Embarq's repair system and the CenturyLink billing integration and referred it to CenturyLink (though Integra had previously asked CenturyLink legal and executive but not obtained a response). See Qwest Notification Number SYST.MEDI.03.10.11.F.08921.Resp_Addtl_Comments_MTG. http://wholesale.qwestapps.com/cnla/announcements/2011/03/10/System/MEDIACC/CMP-Qwest-response-to-Additional-CLEC-comment-cycle-on-Maintenance-Ticketing-Gateway/10419</p>	JC000136 – JC000154
36	3/10/11	<p>Qwest separately sent its matrix response to Integra's 2/20/11 questions to Integra's President by email. It is the same matrix as distributed via CMP on the same day. Qwest indicated that it has "had a lot of inquiries from the industry."</p>	JC000155 – JC000164

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37	3/14/11	Integra email to Qwest legal and CenturyLink legal attaching Qwest's 3/10/11 matrix response. Integra indicated that Qwest continues to refer certain issues to Qwest legal and CenturyLink legal, and Integra asked legal to respond to these issues shortly. Integra indicated that Qwest did not provide the vendor information it had committed to provide and, if "Qwest had in fact relied on that vendor information for its position, Qwest would have been able to provide it by now."	JC000167 Qwest matrix at JC000146-JC000154
38	3/14/11	Qwest sent an announcement to CLECs informing them that Qwest plans to merge with CenturyLink. It identified an effective date of April 1, 2011. See Qwest Notification Number CONT.MISC.03.14.11.F.08931.QwestMerge - CenturyLink http://wholesale.qwestapps.com/cnla/announcements/2011/03/14/Contract/Miscellaneous/Qwest-Communications-International-plans-to-merge-as-wholly-owned-subsiidiary-of-CenturyLink-Inc-10423	JC000165 - JC000166 [Duplicate at JC000168 - JC000169]
39	3/16/11	March Monthly CMP meeting - CR #SCR121608-02 (Introduction of MTG) was discussed at the monthly CMP meeting. Although in its 3/10/11 matrix Qwest had said that "Qwest will ensure that a QPortal expert is available to respond to CLEC questions at the next CMP meeting," a QPortal expert did not participate in the CMP meeting. Qwest confirmed that QPortal is just the platform to "hang" the new MTG application "off of." Qwest provided some vendor information which Qwest said supports its claim that vendor support is only best efforts. Qwest reviewed a revised Power Point (PP) presentation of Qwest's timeline. Qwest changed the implementation date from September 19, 2011 to December 12, 2011 to meet its own needs. When Qwest provided meeting minutes, Qwest omitted the usual detailed minutes of the discussion and replaced record of what was said with the phrase "After considerable discussion." See http://www.qwest.com/wholesale/cmp/cr/CR_SCR121608-02.html (3/16/11 entry) and http://wholesalecalendar.qwestapps.com/detail/289/2011-03-16	CMP materials - Timeline at JC000170 Vendor/manufacture r info JC000171 - JC000209 CR Detail at JC000043-JC000058
40	3/18/11	Integra email to Qwest CMP and Qwest service management enclosing Integra point-by-point reply (a matrix with columns for Integra's 2/20/11 questions, Qwest's 3/10/11 responses, and Integra's 3/18/11 reply). In the cover email, Integra asked Qwest to post the matrix to Qwest's website to be available to other carriers as part of the CR Detail for Qwest's CR. See http://www.qwest.com/wholesale/cmp/review_archivesystemjan11.html ,	3/16/11 minutes at JC000048- JC000050 JC000210 - JC000236 3/18/10 Matrix at JC000211 -

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41	3/18/11	<p>then link to CEMR Integra Matrix 3-18-2011 and email content</p> <p>Integra provided Qwest legal and CenturyLink legal with the same 3/18/11 reply matrix as provided to Qwest CMP and Qwest service management. Integra asked again for legal to respond to the questions deferred by Qwest in CMP to their legal departments.</p>	<p>JC000236</p> <p>JC000237 (email)</p> <p>3/18/10 Matrix at JC000211 – JC000236</p>
42	3/21/11	<p>Qwest attorney (copied to additional Qwest attorney and CenturyLink attorneys, none of which responded to, for example, indicate they disagree) email to Integra. Qwest said it is responding to Integra's March 8 and March 14, 2011 emails to Qwest. Qwest asserts: "MTG is an OSS of 'legacy Qwest.'" Qwest also asserts that the new system "is not related to the merger." Qwest indicated that it would not withdraw either of its pending change requests regarding repair OSS. Qwest reiterated its position that, even though it was moving forward during the moratorium period, the procedures in condition 12 do not apply until after the moratorium period. Qwest quoted provisions of the merger settlement agreement relating to wholesale service quality in support of "Qwest's position regarding Qwest's ability to replace, repair and manage its OSS to provide satisfactory service." (See Rows above relating to 2/9/11 email exchange.)</p>	<p>JC000238 – JC000240</p>
43	3/21/11	<p>Integra responded by same-day email to Qwest attorneys and Century attorneys. Integra said it disagreed with Qwest and said to CenturyLink: "If CenturyLink has a different position from that expressed to date by Qwest, please let us know. Otherwise, we must assume that CenturyLink's position is the same as expressed below by Qwest, having heard nothing to the contrary." (CenturyLink did not express a different position.) Integra enclosed a matrix showing excerpts from the FCC, AZ, CO, MN, OR, UT, and WA merger conditions, as well as a copy of Integra's 3/18/11 email to them (with Integra's 3/18/11 matrix). Integra replied to each of Qwest's points and said: "It appears from your email that litigation to enforce the settlement agreements and related Commission orders may be required. Qwest and CenturyLink remain on notice that potential litigation is pending, and the companies should ensure that all documents that relate to this matter, or may lead to the discovery of admissible evidence, are retained."</p>	<p>JC000241 – JC000252</p> <p>Email at JC000241- JC000244</p> <p>Merger Condition matrix JC000245- JC000252</p> <p>3/18/10 Matrix at JC000211 –</p>

#	DATE	DESCRIPTION	DOCUMENT NUMBERS
44	3/23/11- 3/25/11	Email exchange among Qwest CMP, Integra, and PAETEC regarding Qwest's omission of the usual detailed minutes of the monthly CMP discussion in the Qwest-prepared minutes and replacement of any record of what was said with the phrase "After considerable discussion." CLECs objected that Qwest failed to meet CMP requirements, that Qwest failed to meet the requests of its customers, and that Qwest failed to act consistently with the terms of the merger agreement regarding level of support.	JC000236 JC000253 – JC000277 Emails at JC000253 – JC000257 Minutes at JC000258 – JC000277
45	3/28/11	Integra's attorney sent an email (with above-referenced email exchange and minutes enclosed) to attorneys for Qwest and CenturyLink regarding the problem with the deficient CMP minutes which were detailed in other respects but notably omitted discussion of the repair OSS. Integra said that, only a few dates after Integra's 3/21/11 email regarding retention of documents, "Qwest provided the meeting minutes that it prepared for the monthly CMP meeting held by telephone on March 16 th . Notably absent from those minutes is the vast majority of the CMP discussion of CEMR/MEDIACC/MTG, though Qwest acknowledged in the minutes that this discussion was 'considerable.' The omission of minutes provided to CLECs on this issue increases the importance of Qwest retaining all documents, including any contemporaneous or nearly contemporaneous record of CMP communications. Also, please ensure that any documentation relating to whether and at what level of detail to provide minutes to CLECs, and which individuals at Qwest and/or CenturyLink participated in such decisions or communications, is retained."	JC000278 – JC000279 See Row 44
46	3/29/11	CenturyLink's attorney responded to Integra's email regarding the CMP minutes indicating that CenturyLink will get back with Integra after the merger closes. More generally, CenturyLink's attorney requested a meeting with Integra in Minnesota in April or early May "to discuss a variety of topics."	JC000280
47	3/29/11	Integra responded to CenturyLink attorney and Mr. Hunsucker, and Qwest attorneys and representative, that Integra is happy to participate in a meeting. Integra said: "We need to be clear, however, that any such meetings do not replace full discussion and exchange of information in CMP. These issues affect other carriers in addition to Integra. There are a	JC000281

#	DATE	DESCRIPTION	DOCUMENT NUMBERS
48	4/1/11	<p>variety of issues/topics that may be going through CMP as the merger closes and settlement agreement and merger order terms are implemented, and CMP needs to be a vital, very real avenue for discussion and implementation. Part of the problem is that Qwest has not been taking a collaborative approach in CMP. If information is more forthcoming through that venue, then less outside discussion would be needed.”</p> <p>On April 1, 2011, Qwest and CenturyLink closed the transaction (the “Closing Date” or “Merger Closing Date”). CenturyLink distributed an announcement stating that “CenturyLink and Qwest have merged to become the third largest telecommunications company in the United States.” See Qwest Notification Number GENL.ANNC.04.01.11.F.08987. CenturyLink-Qwest_merge http://wholesale.qwestapps.com/cnla/announcements/2011/04/01/General/Announcements/Announcing-CenturyLink-and-Qwest-merger-April-1-2011/10471</p>	<p>JC000282 – JC000283</p>
49	4/1/11	<p>Integra’s President sent an email to Merged Company executives (legacy Qwest and legacy CenturyLink) congratulating them on the merger close. Regarding repair OSS, he said Integra needs answers to Integra’s questions, which are laid out in Integra’s 3/18/11 matrix (and he enclosed a copy). Integra’s President said: “A key answer that we need early on is how the Company, now that the deal has closed, plans to proceed with respect to this issue. Until now, although Qwest has suggested there are extenuating circumstances with respect to CEMR/MEDIACC, I believe that Qwest has not recognized this as a unique situation. Without distinguishing this situation from others, however, a precedent could be set that would be a real problem for us as well as other CLECs and regulatory authorities. If the Company intends to continue down the path of replacing CEMR/MEDIACC with a new system, the Company needs to sync up those plans with the terms of the merger settlement agreements and orders. If CenturyLink is going to ask CLECs to agree to waive the time period for a moratorium on OSS changes, then the Company needs to agree to implement the steps in the settlement agreement (paragraph 12 of the Integra agreement) for making changes to implement a new system. If CenturyLink proposes something along those lines, the CLECs may consider a waiver, but at this time we do not yet have sufficient information to evaluate the request. We will continue to evaluate information as your Company continues to provide it. As other CLECs will also be impacted by any changes, we anticipate their involvement as well.”</p>	<p>JC000284 3/18/10 Matrix at JC000211 – JC000236</p>

#	DATE	DESCRIPTION	DOCUMENT NUMBERS
50	4/4/11	Integra forwarded the 4/1/11 email from Integra's President to attorneys and representatives of Qwest and CenturyLink.	JC000285
51	4/5/11	Integra and Merged Company email exchange confirming May 4, 2011 as the date Merged Company representatives would travel to Minnesota to meet with Integra. Integra also asked when it would receive a response as to CEMR/MEDIACC/MTG.	JC000286
52	4/11/11- 4/15/11	Integra and Qwest CMP email exchange regarding Integra's question and Qwest's response as to when Qwest would post the March 2011 CMP meeting minutes and Integra's 3/18/11 matrix to the MTG implementation CR Detail (SCR121608-02).	JC000287 – JC000288 3/18/10 Matrix at JC000211 – JC000236
53	4/19/11- 4/20/11	Integra 4/19/11 email to Merged Company attorneys and representatives. Integra said it had been a month since Integra provided the enclosed 3/18/11 matrix and asked if the company could provide at least some of the answers, especially those that Qwest had deferred to CenturyLink (e.g., about repair systems used by CenturyLink and Embarrq) which Centurylink should readily be able to answer. Integra indicated time is of the essence. The Merged Company did not respond. Integra sent a follow up email on 4/20/11 reiterating its request, and Integra forwarded its request to CMP as well. On 4/20/11, the Merged Company indicated that it would provide some of the answers shortly after a call the next day.	JC000289 – JC000290 3/18/10 Matrix at JC000211 – JC000236
54	4/20/11	April Monthly CMP meeting – CR #SCR121608-02 (Introduction of MTG) was discussed at the monthly CMP meeting. The Merged Company did not change the timeline presented previously by Qwest, with an effective date of December 12, 2011. Although in its 3/10/11 matrix Qwest had said that "Qwest will ensure that a QPortal expert is available to respond to CLEC questions at the next CMP meeting" (the March meeting), a QPortal expert did not participate in the March or April CMP meeting. The Merged Company said that it would provide a subject matter expert ("SME") to discuss the QPortal platform in the June timeframe. The Merged Company, when asked about impacts to back office systems, said there will be interface impacts as they move to the ATIS standard, because the Merged Company is moving to become web-based. The Merged Company could not answer questions more specifically about what the impacts will be, creating uncertainty. PAETEC said that CLEC input and review needs to occur	CR Detail at JC000043-JC000058 4/20/11 minutes at JC000046- JC000048

#	DATE	DESCRIPTION	DOCUMENT NUMBERS
		<p>during development and prior to implementation, not after. The Merged Company said that “the sooner we discuss the technical aspects, we can end up at the same time but that the longer we wait, we may not end up at the same place.” PAETEC said that the company developing MTG unilaterally and assuming PAETEC will make adjustments after the fact is unacceptable. She said that, just as the company needs 9 to 12 months lead time, PAETEC needs lead time and, if the company does not accommodate coordinated efforts, it will have to “un-implement.” The Merged Company did not respond to the questions in Integra’s 3/18/11 matrix. The Merged Company said it would respond but did not commit to any date for a response. http://www.qwest.com/wholesale/cmp/cr/CR_SCR121608-02.html (4/20/11 entry)</p>	
55	4/21/11	<p>Merged Company email to Integra indicating that they met internally and are still gathering information responsive to Integra’s requests. The Merged Company attorney said they would respond to the questions directed to legal by May 2, 2011 and would share those responses with Qwest CMP. Centurylink also discussed an upcoming in-person May 4, 2011 meeting with Integra in Minnesota.</p>	JC000291 – JC000292
56	4/22/11	<p>Integra email response to Merged Company’s 4/21/11 email. Integra said: “If the legal response is anything other than a commitment to change the status of Qwest’s CR and change direction, CLECs will be in a real time crunch, given that Qwest is actively proceeding with its CR.”</p>	JC000293
57	5/2/11	<p>This May 2, 2011 email relates to change in status (pending withdrawal) of a deferred Change Request (SCR121608-01) (Retirement of MEDIACC) (see Row No. 4); it does not relate to change in status of pending CR #SCR121608-02 (Introduction of MTG) (see Row No. 3). The pending CR continues to refer in the Description of Change to introduction of MTG, a “new application” that will “replace CEMR.” The pending CR continues to have a December 12, 2011 MTG deployment date. In the May 2, 2011 email, the Merged Company said that it needs “to implement a replacement system for CEMR and MEDIACC for operations of Qwest Corporation and intends to move forward with installation and implementation of the MTG system at the same time it continues to use CEMR and MEDIACC.” Although the Merged Company said that it “will agree” to follow either the settlement agreement terms or other agreed upon processes, it did not change its timeline (scheduled deployment of MTG on December 12, 2011) to</p>	JC000294

#	DATE	DESCRIPTION	DOCUMENT NUMBERS
58	5/3/11	<p>accommodate the settlement terms and timeframes. The Merged Company said (with emphasis added): “<i>CenturyLink continues to have concerns that a catastrophic failure could result with MEDIACC and CEMR</i>”; It is “CenturyLink’s expectation that CLECs remaining on MEDIACC and CEMR would <i>agree to PAP relief if another system is available</i>.”; “CenturyLink continues to evaluate MTG as a potential <i>replacement solution</i> for systems currently used by <i>all CenturyLink affiliates</i>.”</p> <p>Integra email response to Merged Company’s 5/2/11 email. Integra said that, although certain timing may have changed, the Merged Company continues to plan to retire CEMR and MEDIACC at some point and replace them with a successor system, MTG. Integra indicated that it still needs answers to its earlier questions, including those previously directed by Qwest to CenturyLink. Integra stated its understanding of the Merged Company’s position and asked the Merged Company to indicate if the understanding was incorrect. (The Merged Company did not indicate it was incorrect.) Integra’s response included a summary of Integra’s understanding of the Merged Company’s position, which the Merged Company did not contradict. Integra said the merger agreements do not allow Qwest to implement first and follow the conditions after, and that the language of the merger settlement agreement anticipates that system replacement will occur in conjunction with introduction of the new system. Integra addressed the Merged Company’s claim of a potential catastrophic failure and asked the company to bring the issue to regulators if it is a valid concern (which the Merged Company did not do). Integra expressed concern about the fact that the Merged Company would seek relief from performance assurance plans (PAPs) so soon after agreeing to abide by the PAPs for at least a defined time period.</p>	<p>JC000295 – JC000299</p> <p>Email from Integra President, at JC000284</p> <p>3/18/10 Matrix at JC000211 – JC000236</p>
59	5/4/11	<p>Merged Company/Integra meeting in Minnesota. Attendees: Michael Hunsucker, Jack Burge, attorney Linda Gardner, Carolyn Hammack, and attorney Jeff Nodlund from the Merged Company and Karen Clauson (VP and attorney), Bonnie Johnson, Doug Denney, Kim Isaacs, and attorney Ellen Gavin from Integra. Regarding MEDIACC/CEMR/MTG, the Merged Company said that all of its entities will use MTG going forward (in response to Integra’s question as to whether CLECs would need to change systems only to change</p>	N/A

#	DATE	DESCRIPTION	DOCUMENT NUMBERS
60	5/12/11	<p>systems again later). Mr. Hunsucker indicated that they still needed approval from Bill Cheek¹ before they could confirm that the company would follow steps in the merger conditions (even post MTG implementation, see previous Row).² They said that Qwest Corporation uses MEDIACC for itself, with a significant percentage of Qwest repair tickets being in MEDIACC.</p> <p>Emails exchanged between the Merged Company and Integra. Integra indicated that the Merged Company said that it would have a response this week and asked about the status, indicating time is of the essence. Mr. Hunsucker of CenturyLink responded that he is meeting with Bill Cheek tomorrow morning and would provide an update after that meeting.</p>	JC000300
61	5/13/11	<p>The Merged Company, via a web posting, changed the status of its separate "Retirement of MEDIACC" CR from Deferred to "Pending Withdrawal per request from Originator." (See 5/2/11 email above.) Per Section 5.8 of the CMP Document, a "CR is updated to a status of Pending Withdrawal when the originator requests that a CR be withdrawn from the CMP process. Change Requests with a status of Pending Withdrawal are reviewed at the appropriate Monthly CMP Meeting to determine if another party wishes to sponsor the CR." The Merged Company reviewed this CR at the May monthly CMP meeting. No party has indicated a wish to sponsor the CR.</p> <p>http://www.qwest.com/wholesale/cmp/cr/CR_SCR121608-01.html</p> <p>The CMP Document is available at http://www.qwest.com/wholesale/cmp/</p>	JC000059 – JC000061
62	5/17/11	<p>Not having heard back from the Merged Company after its meeting with Mr. Cheek, Integra inquired about the status. Integra said: "As indicated in my earlier email, we will not wait indefinitely, and there is going to come a point (not far away) when we cannot wait any longer. What is CenturyLink's response?"</p>	JC000301
63	5/18/11	<p>May Monthly CMP meeting - SCR121608-02 entitled Introduction of MTG was discussed at the monthly CMP meeting. The Merged Company said "there were some CLEC requests to look at the technical timeline as it relates to merger agreements" and it "hoped to have a revised timeline by the next CMP meeting once she had management</p>	CR Detail at JC000043-JC000058 5/18/11 minutes at

¹ Mr. Cheek executed the Integra Agreement (p. 14) and the tw Agreement (p. 4).

² See also 5/18/11 May Monthly CMP meeting minutes (Qwest "then said there were some CLEC requests to look at the technical timeline as it relates to merger agreements and hoped to have a revised timeline by the next CMP meeting once she had management review/approval..").

#	DATE	DESCRIPTION	DOCUMENT NUMBERS
		<p>review/approval.” The company said that issue is the timelines don’t mesh and there will be an issue when attempting to merge that timeline with the current CMP timeline and there was also an issue of money if there is a modified timeline. She said there was <i>a burning need to get the new system in place</i>. The Merged Company did not provide the vendor information for MEDIACC/CEMR that Qwest had committed to provide in the February monthly CMP meeting. The Merged Company again referred issues to legal. Integra said that it does not matter who populates the matrix and that the company needs to work together internally to get a response to the matrix. The Merged Company said it understood responses need to be included in one document regardless of who responds at the Merged Company. http://www.qwest.com/wholesale/cmp/cr/CR_SCR121608-02.html (5/18/11 entry) (emphasis added)</p>	<p>JC000045- JC000046</p>
64	5/18/11	<p>Integra’s President sent an email to William Cheek, President, Wholesale Operations, CenturyLink, indicating that he understood Mr. Cheek met with his team last week about CEMR/MEDIACC/MTG issues. Integra’s President said that Integra has been raising these issues for months as a priority matter and indicated that Integra is still waiting for a response, which Integra needs this week. (Mr. Cheek did not respond.)</p>	<p>JC000302</p>
65	5/19/11	<p>Integra email to Merged Company. Integra said its concerns have been heightened by the Merged Company’s statement in CMP the day before that the company still intends a December 2011 implementation date for MTG and that it intends to have a new repair system in December. Integra said that, even assuming CLECs and the regulators all agree to a waiver of the two-year (modified to 30 month) moratorium time period (which is a first step that the Company still has not initiated with regulators), it is not possible to follow the remainder of the merger condition steps by December. Concerns with the Merged Company’s approach to date are not addressed by the Company facially following the steps in the merger Orders and conditions, though in reality doing so will not in any way impact the Merged Company’s previous plan and schedule. Per FCC merger commitment (paragraph IV(A)(2)), Qwest is supposed to file its “proposed transition plan” with the regulators, not submit a fait accompli.</p> <p>Integra quoted FCC merger commitment (paragraph IV(A)(2)), which states: “If CenturyLink plans to replace Qwest OSS or integrate it with any other OSS, then at least</p>	<p>JC000303 – JC000304</p>

#	DATE	DESCRIPTION	DOCUMENT NUMBERS
		<p>180 days before replacement or integration of any of the Qwest OSS, CenturyLink will notify the FCC, affected states, and affected wholesale customers, file its proposed transition plan with the Commission.” At the May 4 meeting, the company confirmed that Qwest itself uses MEDIACC and that the Merged Company has decided that it will universally use the new repair system (MTG). So the Merged Company will be integrating systems, regardless of whether some or all CLECs do not move to MTG early. Integra also said while the Merged Company appears to argue (with respect to its PAP request) that CLECs are choosing this consequence, it is not Integra’s choice that the Merged Company would act contrary to the merger Orders and conditions. Integra said it is not accepting that risk; the replacement, integration, and sufficient acceptance of the replacement system go hand-in-hand; and the Merged Company’s apparent effort to divorce them is inconsistent with the agreements. Integra also said that, in CMP, the Company said it would respond to Integra’s March 18, 2011 Matrix, with CMP responding to some portions and Legal to others, but did not provide a date by which it would do so. Integra said it is hoping that, when Legal finally responds, that will change and a more collaborative approach will be used.</p>	JC000305
66	5/19/11	<p>Merged Company response to Integra 5/19/11 email. Mr. Hunsucker said, as communicated in CMP on 5/18/11, Centurylink will be moving the retirement of CEMR/MEDIACC to a withdrawn status. He said: “we are still awaiting final approval from the executive committee on the replacement system, MTG. Review and approval of MTG is currently scheduled for June 6th.”</p>	JC000306 – JC000307
67	5/20/11	<p>Merged Company announcement to schedule ad hoc CMP calls to provide “technical overview” on June 8, June 15, and June 22, 2011. Notification # CMPR.MEET.05.20.11.F.09163.MTG_MultipleAdHocMeetings</p>	JC000308 – JC000323
68	5/20/11	<p>Merged Company announcement of a follow-up response to CLEC comments. In the announcement, the Merged Company again published a timeline ending on December 12, 2011. The Merged Company added a column to Integra’s 3/18/11 matrix entitled “Qwest 05/20/11.” Qwest provided some responses in that column.³ As discussed in Integra’s 5/23/11 email (see Row below), however, the Merged Company deleted large portions of</p>	

³ Although Qwest did not respond until May 20, 2011, Qwest chose to post its responses to the January 20, 2011 entry on the online CMP calendar, which creates unnecessary confusion.

#	DATE	DESCRIPTION	DOCUMENT NUMBERS
		<p>the matrix (so it provided no response) without noting the deletions. Notification # SYST.MEDI.05.20.11.F.09159.Followup_Resp_Commnts_MTG http://wholesale.qwestapps.com/cnla/announcements/2011/05/20/System/MEDIACC/CM P-Qwest-Follow-up-Response-to-Additional-CLEC-comment-cycle-on-Maintenance-Ticketing-Gateway-MTG-1-0-New-Application-to-Application-Interface-Preliminary-Systems-Release-Information/10568</p>	JC000324
69	5/23/11	<p>Integra email to CMP in which Integra expresses concern about Qwest deleting large portions of the matrix, as this is how the companies have been exchanging information. Integra asked the company to include the entire matrix when providing responses to the matrix. Integra said an initial review indicates that the information provided to a portion of the matrix is relatively limited. Integra indicated that, since the monthly CMP meeting, Integra reiterated its requests and objections to the timeline and inconsistencies with the merger agreements and orders to the company's legal personnel and executives and awaits a response to CLECs.</p>	JC000325 – JC000326
70	5/23/11	<p>Integra response to Merged Company's 5/19/11 email. Integra said that the Merged Company's plan to proceed with its plans means that, despite a change in status of one of the two CMP change requests, Integra's concerns remain unaddressed. Integra indicated that it had been articulating its concerns since the first comment opportunity after the company's action in November 2010, but the company's ongoing actions based on its timeline, which is inconsistent with the merger agreements and orders, heighten Integra's concerns.</p>	Attachment A at JC000548 – JC000578 Attachment B at JC000579 – JC000580
71	5/25/11	<p>Integra, PAETEC, and tw joint request for review of Qwest/CenturyLink compliance with the Colorado Commission's Order from Docket No. 10A-350T, and included Attachments A (excerpts from merger conditions) and B (timeline ending 12/20/11). See Colorado PUC website, http://www.dora.state.co.us/puc/, Docket No.11F-436T.</p>	JC000327 – JC000328
72	5/26/11	<p>Integra email to CMP. Integra said that the Merged Company committed to provide additional information to CLECs by the end of the previous day but had not and inquired about the status. Integra also said that, before the merger, Qwest had directed certain questions to Centurylink and now that the merger is completed Integra anticipated</p>	

#	DATE	DESCRIPTION	DOCUMENT NUMBERS
73	5/27/11	<p>Centurylink would respond in CMP. Integra again provided the example of Embark's repair system WebRSS and whether Embark's customers can use the system after the billing migration. Integra also asked several questions about the vendor information Qwest provided as support for its claim that MEDIACC/CEMR is somehow unstable.</p> <p>Merged Company email to CMP participants. The Merged Company said: "Based upon feedback from the CLEC community as this project has been discussed, the CenturyLink technical team has been working behind the scenes to test various options that would further minimize the impact of this project on customers. As a result, the CEMR online interface was recently upgraded to a <u>stable</u> hardware and software platform that integrates well with current MEDIACC application, and will allow it to interface seamlessly <u>to an MTG B2B</u> application. Normally, CenturyLink would not disclose hardware upgrades that do not affect CLECs operationally, but in this situation and with this specific set of issues, CenturyLink is trying to communicate with the CLEC community in an open manner. CenturyLink will continue to work to make open communication a priority in the future" (emphasis added).</p>	JC000329
74	6/1/11	<p>Integra response to 5/27/11 CMP email. Integra said that the email raised more questions than it answered. Integra said it remains concerned that Qwest is going ahead with its repair system project despite CLEC objections and despite the merger conditions and merger Orders; the reference to "further minimize[ing] the impact of this project on customers" heightens concerns; the statement suggests that it is sufficient to "minimize" the impact, suggesting some impact is ok and it is not ok; if the Company were complying with the merger conditions and Orders, there would be no project and no impact or potential impact to customers, retail or wholesale.</p> <p>Integra also objected to Qwest making changes "behind the scenes" without advance notice and opportunity to comment for CLECs. Whereas CenturyLink may have had a policy of not disclosing hardware or other upgrades that it unilaterally determines do not affect CLECs operationally, Qwest Corporation and thus the Merged Company in legacy Qwest territory has an obligation to follow CMP and ICA procedures for changes, including back-end changes, that <u>may</u> affect customers, whether the changes ultimately operationally affect CLECs or not. Also, in this case, there is the added issue of whether</p>	<p>JC000330 – JC000332</p> <p>Re. joint Colorado filing, see Row 71</p>

#	DATE	DESCRIPTION	DOCUMENT NUMBERS
		<p>the Company should be making the changes at all, given the merger conditions and Orders.</p> <p>Integra asked several questions about the changes the Merged Company made that now make the system “stable,” including, now that the only reason provided by the Company for replacing or integrating CEMR/MEDIACC (alleged instability) has been addressed, is the Company going to withdraw its pending CR to implement MTG? If not, why not? Integra also told Qwest that some of the questions have been pending since February or March and asked Qwest to commit to a date by which it would respond.</p>	<p>Attachment A at JC000548 – JC000578</p> <p>Attachment B at JC000579 – JC000580</p>
75	6/6/11	<p>Integra, PAETEC, tw telecom, POPP, TDSM and Velocity jointly requested review of Qwest/CenturyLink compliance with the Commission’s Order from Docket No. P-421, et al./PA-10-456, Attachments A (excerpts from merger conditions) and B (timeline ending 12/20/11). See Minnesota PUC website, http://www.puc.state.mn.us/puc/index.html, Docket No. P-421, et al./PA-10-456</p>	<p>JC000333 – JC000336</p>
76	6/7/11	<p>Integra email to Qwest CMP attaching a list of examples of questions about functionality for discussion on the 6/8/11 Qwest CMP Ad hoc call.</p>	<p>JC000337 – JC000371</p> <p>Minutes, relined</p>
77	6/8/11	<p>CMP Ad Hoc Meeting regarding MTG – CMP Minutes⁴ and Materials. Qwest said the purpose of the call was to have the Merged Company technical team walk through the MTG summary documentation. Integra said that the information is high level and there has not been much time to review it. The Merged Company noted that several CLECs have had comments and objections and said there would be additional meetings for discussions. The Merged Company said that it was able to upgrade the CEMR platform to “stabilize” it so there was not a need to change out CEMR and that Qwest was only going to introduce MTG. Qwest went on to say that, to comply with merger agreements, MEDIACC would remain available as long as required. Integra asked Qwest to respond to</p>	

⁴ At the time of the drafting of this information, the company had not incorporated the June 8th ad hoc minutes or the June 15th monthly minutes into the “CR Detail” document for this CR. The minutes for each CMP meeting can be found separately on the website by clicking on the link in the CMP calendar for the day of the meeting, see *id.*, though they do not include CLEC redlines until made part of the CR Detail. Joint CLEC citations to the June 8th and June 15th CMP minutes refer to the minutes as relined.

#	DATE	DESCRIPTION	DOCUMENT NUMBERS
		<p>Integra's questions regarding the upgrade but the Merged Company said it did not have the personnel to discuss that subject on the call. The Merged Company read aloud from the written materials. The group determined that until the Merged Company had additional information to share with CLECs, additional meetings would not be useful. PAETEC reiterated that it needs more detailed information.</p> <p>See http://wholesalecalendar.qwestapps.com/detail/324/2011-06-08 (see redline)</p>	
78	6/9/11	<p>Integra email to CMP stating that on the 6/8 Ad Hoc CMP call regarding repair OSS, Qwest announced that it was no longer going to include CEMR in its MTG plans and that Integra needs clarification of exactly what is/is not being withdrawn or changed. Integra listed eleven questions regarding the company's announcement. For example, Integra asked: "On the 6/8 Ad Hoc CMP call regarding repair OSS, Qwest admitted that, although Qwest does not plan to proceed with its "front-end" GUI replacement plan, Qwest's MTG proposed implementation would still affect the GUI (CEMR) in the "background" because "obviously each goes through MEDIACC." We need a better understanding of what changes are being made in the background and any potential impact of the proposed changes to CEMR users and their customers. Please explain more fully." The Merged Company has not responded to Integra's questions.</p>	<p>JC000372 – JC000374</p> <p>Re. one of the questions asked by Integra, see Row 108</p>
79	6/14/11	<p>Integra email to CMP stating that, on the June 8, 2011 CMP Ad Hoc call to discuss Qwest repair OSS, the company said that it would provide information regarding its repair OSS, including information relating to the merger conditions and a revised OSS timeline for the monthly CMP call, which takes place tomorrow. Integra asked when Qwest will be providing the promised information, including a revised timeline, and if so when. Integra said it would like to be able to prepare for the call.</p>	JC000375
80	6/14/11	<p>Merged Company 6/14/11 CMP email belatedly⁵ attaching a revised timeline. The timeline continues unchanged with respect to implementing MTG by December 12, 2011. Additional columns were added for later dates, with steps that should be taken before MTG implementation not occurring until after MTG implementation, and with duplicative steps that impose additional burdens on CLECs and render the utility of later efforts</p>	<p>JC000376 – JC000377</p> <p>Revised timeline at JC000377</p>

⁵ Although not provided to CLECs until June 14th and then Qwest did so only after being reminded of the commitment to provide it, the revised timeline that is attached to Joint Applicant's Answer in CO Docket No. 11F-436T as Exhibit A bears a date in the lower corner of "6/10/11" and is accompanied by the name of Qwest CMP participant T. Strombotne.

#	DATE	DESCRIPTION	DOCUMENT NUMBERS
81	6/14/11	<p>meaningless, because MTG will already be implemented without the Merged Company first having agreed upon acceptance criteria and received sufficient acceptance of the replacement interface, MTG. In the cover email, the Merged Company said it was sorry for the delay in providing this documentation.</p> <p>Integra responded to CMP by email, stating that Integra understands work load, but this is one of several CMP deadlines that the company has missed recently. As a much smaller company, Integra needs to plan its time and it asked the company to provide advance notice.</p>	JC000378
82	6/14/11	<p>Integra email to the Merged Company operational, legal, and interconnection agreement personnel and CMP, enclosing the revised timeline provided by the company in CMP that same day. Integra said that it continued to object to the plan and said the revised timeline increases concerns about the companies' lack of regard for the merger commitments and orders. Integra summarized some of its objections and said: "If the Company nonetheless proceeds, the Company is, at a minimum, waiving any later claims that changes cannot be made because it will be too expensive for the Company to make changes, that CLECs should have reviewed the specs earlier, etc., in addition to being in violation of the agreement. Our objections, and our requests for answers to our previous questions, are ongoing."</p>	<p>JC000379 – JC000380</p> <p>Revised timeline at JC000377</p>
83	6/14/11	<p>Integra email to CMP stating that, although Integra just received the revised timeline today so have not had sufficient time to review, Integra put together a few preliminary questions and asked the company to address them on tomorrow's monthly CMP call. Integra also attached a copy of the Joint CLEC Merger Agreement.</p> <p>The Merged Company has not responded to the questions.</p>	<p>JC000381 – JC000383</p> <p>Joint CLEC Agreement at JC000549 – JC000555</p>
84	6/14/11	<p>PAETEC email to CMP which states: "The information that Qwest has provided thus far regarding the replacement MTG is not sufficient for PAETEC to evaluate the impact on our OSS (back-office, processes and resources). Consequently, PAETEC is reserving responses, objections, concerns, approvals, etc., and, to the extent PAETEC participates, its participation does not indicate acceptance or agreement. Qwest/CenturyLink needs to comply with the merger conditions. Also, we need to 1) receive adequate and complete</p>	JC000384

#	DATE	DESCRIPTION	DOCUMENT NUMBERS
85	6/15/11	<p>details of the proposed MTG specs, 2) be provided sufficient time to review the specs and identify the impacts on PAETEC's OSS, and 3) be provided time to review the modified specs after Qwest has made any changes/modifications required necessary per our feedback and collaborative efforts. Even setting aside the merger condition issues, the revised timeline is too compressed.</p> <p>PAETEC has the same questions Integra has submitted (below). Please include PAETEC on the responses."</p> <p>Excerpts from Systems CMP Team Meeting Distribution Package, illustrating ongoing OSS/system change activity in CMP (other than implementation of a <i>new</i> system), including recent Qwest-initiated Change Requests ("CRs") to which CLECs did not object and which will be worked; systems CRs that are in process; two CEMR CRs implemented June 20, 2011; Qwest system trouble tickets that may require a systems change to correct; and system CRs that are going to be deployed in next IMA systems release, including excerpts from:</p> <p>Agenda and Attachment list and Announcement Attachment C, New CRs Initiated by Qwest Attachment J, All Outstanding Systems CMP Change Requests (<i>Exception</i> = #17, MTG CR, new system; others = not new system) Attachment K, Deploying Change Requests Attachment L, Production Support Tickets Attachment M, IMA Release 31.0 Commitment http://wholesalecalendar.qwestapps.com/detail/292/2011-06-15</p>	JC000385 – JC000399
86	6/15/11	<p>June Monthly CMP meeting - SCR121608-02 entitled Introduction of MTG was discussed at the monthly CMP meeting. The company's IT representative said that the system "is very stable now." She said "we have service level agreements and that we needed to proactively replace the system before there were problems that impacted service levels. The project is intended to prevent service level issues pre-merger/post- merger. We have an obligation to keep the same service levels, and we would not be able to do that." She said that the company understands that it is taking a risk that CLECs "will want to make changes that are expensive and burdensome." When asked if the company, because its</p>	JC000400 – JC000409 (minutes – CLEC redline)

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		<p>recognizes the risk, would be willing to make the changes and not argue, the company's IT representative said she is not going to say they would not argue. She said that "Qwest uses MEDIACC today and will have an opportunity to move to MTG." When asked why there is a burning need to implement MTG by the end of the year now that the company says the system is very stable, she said the "burning need is the old hardware and the concern that it will fail," even though earlier she said the system was "very stable." She said that "on December 12, we will migrate the software and then we will move over the first of our internal customers. She said we would then work with interested external customers to point to CEMR or MTG or B2B [application-to-application] with MTG." Another company representative said: "For any other internal or external customers that want to test or use the system, they can." See http://wholesalecalendar.qwestapps.com/detail/292/2011-06-15 (see CLEC redline of minutes)</p>	
87-107	JC000410	SEE ADDITIONAL DOCUMENTS SECTION BELOW (after Row 118)	JC000750
108	6/17/11	<p>In its June 9, 2011 email, Integra said that, "in pending CR #SCR121608-02, the 'Description of Change' states that . . . the 'New application will . . . also replace CEMR'. . . will Qwest revise the description of change accordingly?" Integra then happened to notice that Qwest went in to its website and updated the CR Detail for this CR with the following:</p> <p>"06/17/11 REVISION TO 11/10/10 UPDATE: Revise the CR to remove the sentence: 'New application will include limited testing and also replace CEMR.' The MTG application will now interface with CEMR vs. QPORTAL for the online GUI functionality so it will include Client Self testing functionality. NOTE: The word 'limited' is removed which was a term used in reference to the additional functionality that was to be included in MTG associated with Client Self test which was implemented in CEMR on 4/18/11 for all customers. With CEMR remaining the online GUI application as part of MTG, the stated additional requirement is no longer needed." http://www.qwest.com/wholesale/cmp/cr/CR_SCR121608-02.html</p>	<p>CR Detail at JC000043 – JC000058 (Row 3) June 9, 2011 email question at JC000372 (Row 78)</p>

#	DATE	DESCRIPTION	DOCUMENT NUMBERS
		<p>There has not yet been discussion of this new information, which raises some significant questions. It is unclear whether Qwest intends to proceed with using QPortal/QControl as the platform to “hang” the new system “off of” (3/16/11 CMP meeting) or to use it in any respect. If Qwest is not proceeding with this “completely different approach” (2/16/11 CMP meeting), then is Qwest architecting another new system? If the approach has changed, or new development is occurring, why wasn’t the timeline revised accordingly at the time this new information was posted to the website (with no explanation or elaboration)?</p> <p>Today, CEMR interfaces with MEDIACC. If at any point MTG replaces MEDIACC and CEMR interfaces instead with MTG, that is a system replacement. It is incorrect to say that CEMR is “remaining” on the online GUI application “as part of MTG.” CEMR is the GUI, and it is not part of MTG, which has not been developed yet. Is the intent of this sentence to state that Qwest has decided that the Merged Company entities are going to use CEMR for the GUI going forward? If not, what is its meaning?</p> <p>Qwest adds, to the above-quoted sentence, “so that it will include Client Self testing functionality.” There were two CMP change requests regarding Client Self testing functionality to perform testing (on DS1 circuits).⁶ This functionality is in CEMR but not QControl/QPortal, correct? Qwest/CenturyLink was looking at adding it to QControl/QPortal, correct? Does the phrase “no longer needed” mean that it is no longer needed in QControl/QPortal and, if so, is that because Qwest is not going to use QControl/QPortal? Is this because Qwest tried to add the Client Self testing functionality to QControl/QPortal and had difficulty?</p>	
109	6/29/11	<p>The Minnesota PUC issued a Notice before the Minnesota state government shutdown in which it said: “The Commission is unable to grant the Joint CLECs’ request to hear the matter before July 1, 2011. However, the Commission views the Joint CLECs’ allegations</p>	NA

⁶ See http://www.qwest.com/wholesale/cmp/archive/CR_SCR071610-1.html and http://www.qwest.com/wholesale/cmp/cr/CR_SCR050411-2.html . AT&T submitted the first CR on July 16, 2010, and on March 16, 2011 (before the Merging Closing Date), Qwest said in CMP that the CR was deploying on April 18, 2011. Qwest submitted the second CR on May 4, 2011 to add an edit and error message to the CEMR application to remind customers that Client Self Test is to only be used for DS1 circuits.

#	DATE	DESCRIPTION	DOCUMENT NUMBERS
110	7/1/11	<p>with considerable concern and will proceed to schedule a hearing at the earliest possible date.” MPUC Docket No. P-5340, 5643, 5323, 5981, 438,465, 5986, 421/C-11-684 https://www.edockets.state.mn.us/EFiling/edockets/searchDocuments.do?method=showeDocketsSearch&searchType=new (edockets 11-684, Search)</p> <p>Qwest sent an email on July 1, 2011 to CMP participants enclosing a document entitled “Qwest 06-30-11 Response to Questions from Integra on Proposal to Retire MEDIACC/CEMR and Replace with MTG” (“July 1, 2011 Qwest CMP Matrix”). In the July 1, 2011 Qwest CMP Matrix, Qwest states that (1) the company remains concerned about the stability of the MEDIACC platform (pages 14, 52, and 60); (2) the “upgrades” to CEMR referenced in the Merged Company’s May 27, 2011 email were made during the third quarter of 2010 (page 50); (3) both MEDIACC (using CMIP⁷) and CEMR (using Oracle) use software that is not supported by the vendor (pages 2-3); (4) “Running unsupported software on new hardware does not eliminate the risk” (pages 20-21); (5) “CEMR will remain in place” (page 14) . . . and the “CEMR GUI will continue to be used and an interface will be established to MTG” (page 16); (6) “Until MEDIACC is retired and replaced by MTG consistent with the terms of the merger settlement, users will be given the option to continue using CEMR with MEDIACC. . .” (p. 57); (7) the “MTG project is a proactive effort to develop a replacement system” (page 10); (8) the “QPortal Platform is no longer a part of the MTG development project” (page 16); (9) “For trouble ticketing, CEMR goes through MEDIACC first and then MEDIACC interfaces with Qwest’s back-end systems” (page 56) and “MTG is a gateway to Qwest’s backend systems” (page 57); (10) the Merged Company, before the end of the 30-month moratorium period, “continues to plan on first ‘moving’ itself to the MTG system once it has been internally installed and tested” (page 54); and (11) it “is anticipated that MTG will eventually be a system adopted for all CenturyLink CLECs but a final decision on this issue has not yet been made” (page 29).</p> <p>Qwest Notification Number SYST.MEDI.06.30.11.F.09283.Followup Resp_Commnts_MTG</p>	<p>JC000751-JC000815</p> <p>Cover email JC000751</p> <p>Notice JC000752- JC000753</p> <p>Matrix JC000754- JC000815</p>

⁷ Regarding CEMR’s use of CMIP via MEDIACC, see Row 116 (JC000919), quoting the document in Row 110 at JC000809.

#	DATE	DESCRIPTION	DOCUMENT NUMBERS
111	7/18/11	<p>http://www.qwest.com/wholesale/downloads/2011/110630/CEMR_MTG_Integra_Matrix_Qwest_Response_06_30_11.doc</p> <p>Qwest and CenturyLink filed their Answer to the Amended Complaint in Colorado Docket Number 11F-436T. In their Answer, among other things, they assert in paragraph 2 on page 2 that the "MEDIACC system is currently stable." They go on to indicate that it is fourteen years old, but they do not indicate that its age distinguishes it from other legacy Qwest OSS (all of which the Merged Company agreed to use for at least thirty months) or that the age was unknown to them at the time they entered into the merger agreements and encouraged the Commission to approve the merger in part based on their merger commitments.</p>	NA
112	7/18/11	<p>Integra submitted to CMP its response to the July 1, 2011 Qwest CMP Matrix. Because the matrix had become large and unwieldy, Integra responded in three parts:</p> <p>Part A (Row Nos. 1-31) – the 31 rows of the original 3/18/11 matrix</p> <p>Part B (Row Nos. 32-81) – primarily responses regarding email exchanges</p> <p>Part C (Row Nos. 82- 88) – vendor information</p> <p>Integra Part A MTG Matrix Response 7-18-11 http://www.qwest.com/wholesale/downloads/2011/110721/Integra_Part_A_Matrix_Respo_nse_7_18_11.doc</p> <p>Integra Part B MTG Matrix Response 7-18-11 http://www.qwest.com/wholesale/downloads/2011/110721/Integra_Part_B_Matrix_Respo_nse_7_18_11.doc</p> <p>Integra Part C MTG Matrix Response 7-18-11 http://www.qwest.com/wholesale/downloads/2011/110721/Integra_Part_C_Matrix_Respo_nse_7_18_11.doc</p>	<p>JC000816-JC000913</p> <p>Cover email JC000816</p> <p>Part A Matrix JC000-817- JC000861</p> <p>Part B Matrix JC000862-JC000903</p> <p>Part C Matrix JC000904-JC000913</p>
113	7/18/11	<p>PAETEC replied to Integra's 7/18/11 email and said to Qwest CMP that "PAETEC agrees</p>	JC000914

#	DATE	DESCRIPTION	DOCUMENT NUMBERS
		with Integra's reply, and asserts they have the same observations, questions, and comments.”	
114	7/20/11	July Monthly CMP meeting - SCR121608-02 entitled Introduction of MTG was discussed at the monthly CMP meeting. Qwest said it would post Integra's reply to the July 1, 2011 Qwest CMP Matrix to the CMP calendar but said it would post it to a January 19, 2011 CMP calendar entry. Integra asked Qwest to reconsider where the materials are posted, as people may not think to look there for materials from July. http://wholesalecalendar.qwestapps.com/download/document/758	JC001096-JC001097
115	8/1/11	Qwest email to CMP participants stating “information on the Qwest 3/10/11 CMP Matrix was incorrect. MEDIACC uses CMIP software. CEMR does not. A correction . . . has been provided.” Revised portions of the matrix were included in the email.	JC000915-JC000918
116	8/2/11	Integra email to CMP participants in reply to 8/1/11 Qwest email, stating: “Qwest's recent correction . . . is inconsistent with other information provided in the Qwest CMP Matrix that was distributed by email to CLECs on July 1, 2011. Although you indicate in the email below that ‘CEMR does not’ use CMIP software, the July 1, 2011 Qwest CMP Matrix states on page 56: ‘For trouble ticketing, CEMR goes through MEDIACC first and then MEDIACC interfaces with Qwest's back-end systems.’ As MEDIACC uses CMIP software, and CEMR goes through MEDIACC, CEMR does use CMIP software because it goes through MEDIACC, which uses CMIP software. Per the information provided by Qwest, CMIP software is not supported by the vendor. In addition, there is no correction relating to CEMR's use of Oracle. Therefore, also per the information provided by Qwest, CEMR uses Oracle software that is not supported by the vendor. See page 2 of the July 1, 2011 Qwest CMP Matrix, which says: “The database used by CEMR is Oracle 10.2.0.4, which is not supported by the vendor.” In the list of ‘upgrades’ to CEMR on page 50 of that matrix, there was no upgrade to Oracle, or apparently to any software, as the only CEMR upgrades identified appear to be hardware upgrades.” Integra also commented as to the location where Qwest is posting the materials.	JC000919
117	8/4/11	The Minnesota Department of Commerce (DOC) submitted comments stating: “The Merged Companies unilateral decision to plan for the implementation and use of MTG as a conditional backup and eventual replacement for MEDIACC, rather than seek other processes within the negotiated and regulatory framework for the implementation of MTG,	JC000968 – JC001006

#	DATE	DESCRIPTION	DOCUMENT NUMBERS
118	8/5/11	<p>reflects a disregard for the terms of the settlement agreements and the Commission's Settlement Agreement Order.... A basic element of the regulatory arrangement is that no utility company has the authority to determine which Commission directives it will follow and which it will deem unnecessary and disregard.... The Department agrees with the Joint CLECs that there is a public interest in the Commission enforcing its procedures and orders, and that interest is not limited to the parties to the 11-684 complaint.... The Department recommends the Commission issue an Order to Show Cause requiring the Merged Companies to demonstrate, within 30 days, any reasons why the Commission should not find that the Company is violating the Commissions Settlement Agreements Order, and doing so knowingly and intentionally...."</p> <p>MPUC Docket No. P-421, et al./PA-10-456</p> <p>https://www.edockets.state.mn.us/EFiling/edockets/searchDocuments.do?method=showeDocketsSearch&searchType=new&userType=public (edockets,10-456, Search)</p> <p>Also filed in MPUC Docket No. P-5340, 5643, 5323, 5981,438,465, 5986, 421/C-11-684</p>	JC001007 – JC001024
		<p>The Staff of the Minnesota PUC filed Briefing Papers stating among other things:</p> <p>“The terms of both the Integra and Joint CLEC Settlements are clear in requiring that the Merged Company cannot initiate or implement any new system or integrate any Qwest system before the end of the 30 month moratorium period. As identified above, the Merged Company will use and offer the legacy Qwest OSS for a period of 30 months. In addition, the Merged Company made a similar commitment to the FCC. In this case, the Merged Company plans to use and integrate into its OSS a new maintenance and repair system for itself which is inconsistent with what was understood to be the Merged Company's commitments and the basis of Commission's March 31, 2011 Order.”</p> <p>“Staff recommends that the Commission adopt option B unless the Merged Company makes the formal commitments listed in option A.”</p> <p>OPTION B: “B. Determine that the CLEC interpretation of the Commission's March 31, 2011 Order is consistent with the intent of the Commission, and direct the Merged Company to:</p>	

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		<p>1) immediately cease its planned implementation of the MTG during the 30 month moratorium period established in the March 31, 2011 <i>Order</i>; and</p> <p>2) fully comply with all of the substantive and procedural provisions of the Integra and Joint CLEC Settlement Agreements as outlined in the Commission's March 31, 2011 <i>Order</i>."</p> <p>OPTION A:</p> <p>"A. Resolve the current issues based on the Merged Company making the commitment to:</p> <ol style="list-style-type: none"> 1) not use MTG during the 30 month moratorium period; 2) include CLECs in the development of MTG according to terms of the settlement agreement; 3) suspend its December 2011 MTG implementation date; and 4) not implement or use MTG until after the 30 month moratorium period." 	
119	8/5/11	<p>MPUC Docket No. P-421, et al./PA-10-456</p> <p>https://www.edockets.state.mn.us/EFiling/edockets/searchDocuments.do?method=showeDocketsSearch&searchType=new&userType=public(edockets,10-456, Search)</p> <p>Merged Company announcement that it is providing Draft Technical Specifications for the Maintenance Ticketing Gateway (MTG) 1.0 targeted for implementation on December 12, 2011. (The Merged Company's timeline said that the Merged Company would provide the draft technical specifications on August 12, 2001). The announcement said that CLECs are encouraged to submit comments on the draft technical specifications and that the CLEC comment cycle ends on 8/23/11 (the Merged Company later sent a correction notice on 8/26/11 stating that, per the CMP document, the date for CLEC response to comments should have been 8/30/11). The notice included a timeline, including the December 12, 2011 implementation date.</p> <p>Notification # SYST.MEDI.08.05.11.F.09382.MTG1.0_Draft_Tech_Specs</p> <p>http://wholesale.centurylinkapps.com/enla/announcements/2011/08/05/System/MEDIACC/CMP-Maintenance-Ticketing-Gateway-MTG-1-0-Draft-Technical-Specifications/10683</p> <p>For the Draft Technical specifications see: SYST.MEDI.08.05.11.F.09382.MTG_Draft_Tech_Specs.doc</p>	JC001065 – JC001066

#	DATE	DESCRIPTION	DOCUMENT NUMBERS
120	8/10/11	<p>Merged Company announcement that it is providing an additional walk-through to discuss the draft technical specifications. The Merged Company said, in addition to the scheduled 8/24/11 ad-hoc call, the Merged Company was providing a walk-through following the August 17, 2011 monthly CMP meeting.</p> <p>Notification# CMPR.MEET.08.10.11.F.09384.MTG_Addl_WalkthruOpprtny http://wholesale.centurylinkapps.com/cnla/announcements/2011/08/10/Change-Management-Process-CMP/Meetings/CMP-Maintenance-Ticketing-Gateway-MTG-Additional-Walkthrough-Opportunity-of-Draft-Tech-Specs/10687</p>	<p>JC001050 – JC001051</p>
121	8/11/11	<p>The Minnesota PUC hearing was held on Thursday, 8/11/11. The Minnesota Commissioners voted 4-0 to adopt the Staff's recommendation "B," with two additions. Staff recommended Option B provides:</p> <p>“Determine that the CLEC interpretation of the Commission’s March 31, 2011 Order is consistent with the intent of the Commission, and direct the Merged Company to:</p> <ol style="list-style-type: none"> 1) immediately cease its planned implementation of the MTG during the 30 month moratorium period established in the March 31, 2011 Order; 2) fully comply with all of the substantive and procedural provisions of the Integra and Joint CLEC Settlement Agreements as outlined in the Commission’s March 31, 2011 Order.” <p>The Commission added a third point requiring Qwest to make a compliance filing within 30 days regarding Qwest’s claims of repair system instability (describing specific concerns and risks associated with repair OSS, etc.) and a fourth point requiring the Merged Company to include CLECs in any development of MTG or other alternatives. In the separate formal complaint docket, the Commission ordered the Merged Company to respond to the complaint (which seeks other relief as well). The Commission consolidated the two Minnesota dockets.</p> 	<p>Excerpts from Transcript, JC001067-JC001091</p>
122	8/16/11	<p>Integra email to CMP in which Integra asked the Merged Company to “Please review on the CMP call how the Merged Company will comply with and implement the Minnesota Commission’s decision, using the CLEC interpretation of the Commission’s March 31, 2011 Order, which the Commission found reflects its intent. Please discuss impacts on the timeline, etc.” Integra enclosed the MN DOC 8/4/11 comments and the 8/5/11 MN Staff briefing papers.</p>	<p>JC001033 – JC001034 MN DOC comments JC000968 – JC001006</p>

#	DATE	DESCRIPTION	DOCUMENT NUMBERS
			MN Staff Briefing Papers JC001007 – JC001024
123	8/16/11	<p>PAETEC email to CMP agreeing with Integra that the Merged Company should address the MN decision on the CMP call. PAETEC also included a proposal for an alternative option that PAETEC had previously discussed with Merged Company business personnel and said it believes should be addressed in CMP, regarding a backup plan in the event of a MEDIACC failure. PAETEC's email said in part (<i>see document for full proposal</i>):</p> <p>“Although PAETEC should be able to rely fully on the merger settlement agreement terms, PAETEC has been put in the position of exploring this option due to CenturyLink's recent claims of repair OSS instability. PAETEC is not taking a position at this time on whether the legacy Qwest repair OSS are in fact unstable, but is simply addressing the possibility, which CenturyLink has raised, that they may not be stable. The option is for the Merged Company to provide a CMIP interface to MTG, in addition to the planned XML interface to MTG, which would alleviate the need for application-to-application MEDIACC users to switch to the new XML interface at this time and reduce the risk of impacting the business in case of a MEDIACC failure. In other words, CenturyLink would build MTG so that it basically speaks two languages, CMIP and XML. MTG would not be available to any party at least until it was available to all parties using the two languages. With this option, MTG would actually be a backup. There is no backup without a CMIP interface to MTG, as discussed in the next paragraph.</p> <p>CenturyLink at times says that it is developing MTG as a backup system. PAETEC cannot stress enough that this is not the case. As an e-bonded user, PAETEC needs time to build to a new interface for our back office systems. PAETEC estimates that, even if it dropped everything and devoted all available resources to that task (something it is not in a position to do, has not budgeted to do, and should not have to do under the merger agreements), it would take a minimum of six months to do the necessary work. During</p>	JC001040 – JC001042

#	DATE	DESCRIPTION	DOCUMENT NUMBERS
		<p>that six-month or longer time period, there would be no equivalent backup for PAETEC's use and PAETEC would be forced into a manual process. In other words, if MEDIACC went down tomorrow, PAETEC would not have an e-bonded interface available to it for at least six months and then only after expending resources (to do the manual work for processing trouble tickets and to develop an interface) it should not have to expend at this time.... There is no reason there cannot be two interfaces to MTG on a stable platform. With PAETEC's option, CenturyLink would develop MTG on the new/different platform to address the instability problem, while also building MTG so that PAETEC could continue to use a CMP interface. A CMP interface may be obtained from a vendor, and PAETEC has provided a vendor name to CenturyLink. In this manner, MTG would be implemented early, but only as a true backup for all carriers in the event of a MEDIACC failure. Eventually, MTG with an XML interface could then be implemented in an orderly manner, consistent with the timeframes and procedures of the merger agreements.... System instability does not equate to a license to violate the merger agreements. PAETEC's option shows that, even assuming a genuine system instability or viability issue exists, there are other ways to address the problem. PAETEC's option, while still a compromise, is less burdensome and more consistent with the merger conditions than CenturyLink's approach.</p> <p>CenturyLink said that it had not planned for the additional cost of using both CMP and XML to interface with MTG. CLECs did not plan for the additional cost of addressing claims of OSS instability so soon after CenturyLink promised to use legacy Qwest OSS for at least 30 months, while also promising to meet or exceed the average wholesale performance provided by Qwest to CLEC before the closing date. If CenturyLink's claim of potentially disastrous or catastrophic failure has any validity, somebody is going to have to perform additional work and expend additional resources during the 30 month OSS moratorium period. Because Qwest and CenturyLink did not disclose this issue earlier, and they are the parties causing the resources to be spent, they are the proper parties to perform that work and bear those costs....</p>	
124	8/17/11	Integra email to Merged Company attorneys (CO, MN, and WA) forwarding PAETEC's 8/16/11 CMP proposal (which PAETEC discussed with CenturyLink business personnel	JC001042

#	DATE	DESCRIPTION	DOCUMENT NUMBERS
125	8/17/11	<p>on 8/9/11). Integra asked CenturyLink to review PAETEC's proposal. Integra said: "The Merged Company has claimed that repair OSS instability or potential failure is the issue, and PAETEC's proposal goes directly to that issue, unlike the Merged Company's approach in CMP. Time is of the essence. Please provide the Merged Company's response as soon as possible."</p> <p>August Monthly CMP meeting - SCR121608-02 entitled Introduction of MTG was discussed at the monthly CMP meeting. Mark Coyne (CMP Manger of the Merged Company) said that:</p> <p>"...the overall status on this CR is that it is the understanding of the CenturyLink legal team that based on the activity that took place in Minnesota last week in the decision by the Minnesota Commission, the order permits the development of MTG but does not permit the implementation of MTG. Based on that, the MTG development effort will continue to move forward, however upon receipt of the written order, expected within thirty days, we will review the overall project plan and timeline and determine what adjustments need to be made, if necessary. Mark said until our legal team reviews and evaluates that final order, we will continue with the MTG development process and the walk-throughs scheduled thus far."</p> <p>Both Integra and PAETEC asked to discuss PAETEC's proposed option. PAETEC said it wanted people to understand what PAETEC had proposed. The Merged Company responded that:</p> <p>"...it is posted to the calendar but that it is under review by CenturyLink and that is all we can share at this time. Those options are being evaluated."</p> <p>See 8/17/11 CMP meeting minutes at: http://www.centurylink.com/wholesale/cmp/cr/CR_SCR121608-02.html</p> <p>After the CMP monthly meeting portion of the call was completed, the first walk-through of the draft technical specifications was held despite CLEC objections. CMP provides minutes for the walk-through meetings, however, those minutes are not included in the CR Detail. For the minutes, see http://wholesalecalendar.centurylinkapps.com/download/document/769</p>	<p>For the August meeting portion of the CR Detail, see JC001095-JC001096</p> <p>For earlier CR Detail, see JC000043-JC000058 JC000933-JC000964</p>

#	DATE	DESCRIPTION	DOCUMENT NUMBERS
126	8/17/11	<p>Integra email to CMP in which Integra said it disagreed with the status of MTG as it relates to Minnesota. Integra said:</p> <p>“In the materials posted by Qwest before today’s CMP meeting, Qwest inserted its own view of the status relating to MTG, stating: “The development effort is moving forward consistent with the anticipated order from the Minnesota Commission.” See 8/17/2011 CMP System Distribution Package at http://wholesalecalendar.centurylinkapps.com/detail/294/2011-08-17. Integra disagrees with Qwest’s ‘status,’ which does not even mention ceasing the planned implementation of MTG during the 30-month merger moratorium period. Integra requests that Qwest revise its erroneous ‘status’ to specifically refer to ceasing planned implementation of MTG during the 30-month merger moratorium period, which is the language voted upon by the MN PUC, and deleting Qwest’s characterization of the order not reflected in the recommendation voted upon.”</p>	JC001034
127	8/18/11	<p>CMP email reply to Integra’s 8/17/11 email. The Merged Company said regarding the status of the Minnesota decision (reflected in Attachment I):</p> <p>“In regard to your request to modify the CenturyLink status provided in the August CMP System Distribution package, CenturyLink stands by the position as stated in Attachment I.”</p>	JC001035
128	8/19/11	<p>Integra reply to 8/18/11 CMP email. Integra said its objections are ongoing and that:</p> <p>“We simply do not know what it means for you to ‘stand by the position,’ when the position completely omits any reference to the MN PUC’s vote to ‘immediately cease its planned implementation of the MTG during the 30 month moratorium period established in the March 31, 2011 Order.’ Your ‘status’ is misleading.”</p>	JC001035 - JC001036
129	8/24/11	<p>The Merged Company held a second MTG walk-through. The Merged Company reviewed changes it made to the draft technical specifications after the initial walk-through held on 8/17/11.</p> <p>http://wholesalecalendar.centurylinkapps.com/detail/314/2011-08-24</p>	NA
130	8/26/11	<p>Merged Company announcement that it is correcting the date CLEC Comments are due:</p> <p>“NOTE: CenturyLink is providing a correction to the date CLEC comments are due on the MTG Draft Technical Specifications. Per the CMP document, the date for CLEC response to comments should have been identified as August 30, 2011 vs. the August 26, 2011 date</p>	JC001052 – JC001054

#	DATE	DESCRIPTION	DOCUMENT NUMBERS
		<p>that was originally identified in System Notification SYST.MEDI.08.05.11.F.09382.MTG1.0_Drft_Tech_Specs". Notification # SYST.MEDI.08.26.11.F.09440.MTG1.0_DrftTechSpecsCORR http://wholesale.centurylinkapps.com/cnla/announcements/2011/08/26/System/MEDIACC/CMP-Maintenance-Ticketing-Gateway-MTG-1-0-Draft-Technical-Specifications-CORRECTION/10716</p>	
131	8/30/11	<p>Integra submitted written comments to CMP regarding the draft technical specifications. Integra said in its comments: "Qwest has continued, over CLEC objection, toward implementing MTG, including reviewing draft technical specifications at a time when this activity should not be occurring under the merger settlement agreements and orders. Qwest's conduct is in violation of the merger settlement agreements and orders, and CenturyLink has provided insufficient information. Any participation by Integra has been to monitor this activity, over CLEC objection, and does not waive any Integra right. Integra has expressed objections and comments on Qwest's approach and process, including the draft technical specifications, and those objections are ongoing. Integra incorporates its comments and objections by reference here."</p>	JC001055
132	8/30/11	<p>PAETEC email to CMP which states: "CMP, Time is of the essence: PAETEC seeks a response as to our proposal below. Please provide a date as to when CenturyLink will be responding."</p>	JC001043 For PAETEC Proposal, see JC001040-JC001042
133	8/30/11	<p>Integra email to Merged Company attorneys (CO, MN, WA) forwarding PAETEC's email to CMP: "Enclosed is an email sent today by PAETEC to CMP asking when Qwest will respond to PAETEC's proposal, which PAETEC submitted to CenturyLink earlier and to CMP on August 16th. I sent that email with PAETEC's proposal to you on August 17, as indicated in the emails below. August 16 was two weeks ago, and yet the company has not responded. The company has made a number of claims relating to system instability or age potentially leading to disastrous or catastrophic results. This suggests some urgency to addressing the instability possibility. There is also the time factor introduced</p>	JC001043- JC001044

#	DATE	DESCRIPTION	DOCUMENT NUMBERS
134	8/31/11	<p>by Qwest's insistence on continuing with its CMP schedule and MTG implementation by December over CLEC objection. As indicated below, time is of the essence. Please provide the Merged Company's response."</p> <p>Merged Company email to Integra: "We are aware of the PAETEC proposal, which has previously been submitted through CMP and forwarded to others on this distribution. Qwest/CenturyLink is currently evaluating this proposal, which will take some time. The proposal is being considered by our internal IT department, and is also being reviewed with our outside vendor. Both processes will evaluate the technical and financial feasibility of this proposal. We are working the issue quickly, but in order to provide a response it will realistically be another several weeks before the analysis is complete. We commit to respond to PAETEC through the CMP process just as soon as we have a response ready."</p>	JC001044
135	8/31/11	<p>Integra email to Merged Company attorneys (CO, MN, WA) responding to 8/31/11 email: "Another several weeks is too long, particularly as the company has not extended its own schedule by several weeks while it considers the proposal. More IT resources would be available to focus on the proposal, if IT was not busily working on a project that we believe violates the merger settlement agreements and orders. We ask that CenturyLink/Qwest re-consider its approach and prioritize this request."</p>	JC001044
136	9/2/11	<p>Merged Company announcement that it is responding to CLEC comments on the draft technical specifications. The announcement included a timeline with a December 12, 2011 implementation date. The response provides the CLEC Comment in one column and the CenturyLink Response in a corresponding column.</p> <p>PAETEC's 8/30/11 Comments:</p> <p>"PAETEC reasserts our proposal regarding CMP Interface and MTG contained in the email to CMP, Subject: 'RE: Please address MN PUC Vote and PAETEC Option - Repair OSS,' sent August 16, 2011 ('CMIP Email'). I have attached the CMIP Email. Based on the documentation CenturyLink has provided thus far, which is still in development, incomplete and does not include the MTG Implementation Document, PAETEC's interim review of the XSD documents (which are the TML Industry Standards on page 24 of the MTG document reviewed on August 24, 2011) appear to include many</p>	JC001060 – JC001064

#	DATE	DESCRIPTION	DOCUMENT NUMBERS
		<p>attributes and transactions the Legacy Qwest system currently supports today. Though CenturyLink has not responded to the PAETEC's proposal regarding CMIP Interface, it appears that some of our other recommendations will be incorporated in MTG based on the XSD documents. However, these responses and comments are provisional. PAETEC will not make a commitment to MTG before and until we have had an opportunity to properly vet the final documentation associated with MTG via the associated process. PAETEC reserves all our rights accordingly.</p> <p>Also note, Qwest has continued, over CLEC objection, toward implementing MTG, including reviewing draft technical specifications at a time when this activity should not be occurring under the merger settlement agreements and orders. Qwest's conduct is in violation of the merger settlement agreements and orders, and CenturyLink has provided insufficient information. Any participation by PAETEC has been to monitor this activity, over CLEC objection, and does not waive any PAETEC rights. PAETEC has expressed objections and comments on Qwest's approach and process, including the draft technical specifications, and those objections are ongoing. PAETEC incorporates its comments and objections by reference here."</p> <p>The Merged Company Response (via cross reference to earlier comment): "CenturyLink is currently evaluating this CMIP proposal, which will take some time. The proposal is being considered by our internal IT department, and is also being reviewed with our outside vendor. Both processes will evaluate the technical and financial feasibility of this proposal. CenturyLink is analyzing this proposal as quickly as possible and will provide a response through the CMP process as soon as the response is ready." It added for this comment: "PAETEC's comments are noted."</p> <p>In response to Integra's 8/30/11 objections (see above - Row 131), the Merged Company responded: "Integra's objections are noted."</p> <p>XO's 8/30/11 Comments: "We've received the notifications regarding the new MTG system for Electronic Trouble Tickets that will deploy to prod on 12/12/11. Will the current Ebonded Trouble Ticket</p>	

#	DATE	DESCRIPTION	DOCUMENT NUMBERS
		<p>system that we have in place today with 'former Qwest' remain in production or is this a production hot cut to the new MTG and has to be cut over before the Monday 12/12/11 date?"</p> <p>The Merged Company Response: "The introduction of MTG in December 2011 will not replace MEDIACC or any other system at that time. MEDIACC will remain in place until 2013. MTG is being offered as an option for CLECs should they voluntarily choose to interface with it prior to 2013. Qwest/CenturyLink will continue to use and offer MEDIACC to CLECs until 2013 and will follow the notification process as required by CMP to retire MEDIACC."</p> <p>Notification # SYST.MEDI.09.02.11.F.09452.MTG1.0_FinalTechSpecs http://www.centurylink.com/wholesale/downloads/2011/110901/MTG_Release_1_0_Comments_Response_090211.doc</p>	
137	9/6/11	<p>The Minnesota Commission issued its Order Barring Implementation of New Operational Support Systems and Requiring Cooperation and Filings. On page 6, it states:</p> <p>"The Merged Company denies that developing and offering new operational support systems to function in parallel with the old ones would conflict with its legal duties. In contrast, the CLECs and the Department argue that the act of developing, implementing, and shifting operations to the new MTG is inconsistent with the order's requirements. The Commission concurs with the CLECs and the Department."</p> <p>ORDER (pages 7-8) "1. Qwest and CenturyTel shall discontinue the planned implementation of the Maintenance Ticketing Gateway (MTG) during the 30 month moratorium period established in the Commission's Order Accepting Settlement Agreements and Approving Transfer of Control Subject to Conditions (March 31, 2011) in Docket No. P-421, <i>et al.</i>/PA-10-456. 2. The Merged Company shall fully comply with all substantive and procedural provisions of the Integra and Joint CLEC Settlement Agreements as outlined in the Commission's March</p>	<p>JC001025 – JC001032</p> <p>Page 6 is JC001030 Pages 7-8 are JC001031-JC001032</p>

#	DATE	DESCRIPTION	DOCUMENT NUMBERS
		<p>31, 2011 order.</p> <p>3. The Merged Company shall make a compliance filing within 30 days detailing the specific concerns and risks associated with the Merged Company's current operational support systems. Interested parties may file reply comments according to the procedural schedule established by the Executive Secretary.</p> <p>4. The Merged Company shall work with the CLECs in developing MTG or other alternatives.</p> <p>5. Regarding the Joint CLECs' complaint in Docket No. P-5340,5643,5323,5981,438,465, 5986,421/C-11-684:</p> <p>A. The Merged Company shall file an answer to the complaint within 20 days under Minn. Rules, part 7829.1800, subpart 2.</p> <p>B. Interested parties may file comments and replies according to the procedural schedule established by the Executive Secretary.</p> <p>6. Docket Nos. P-421, <i>et al.</i>/PA-10-456 and P-5340,5643,5323,5981,438,465,5986,421/ C-11-684 are hereby consolidated.</p> <p>7. This order shall become effective immediately."</p> <p>MPUC Docket No. P-421, et al./PA-10-456 https://www.edockets.state.mn.us/EFiling/edockets/searchDocuments.do?method=showeDocketsSearch&searchType=new&userType=public (edockets,10-456, Search)</p> <p>Integra email to CMP: "Attached is the order of the Minnesota Public Utilities Commission that was issued in the Merger Compliance docket. Note that, at page 6, the Commission states: 'The Merged Company denies that developing and offering new operational support systems to function in parallel with the old ones would conflict with its legal duties. In contrast, the CLECs and the Department argue that the act of developing, implementing, and shifting operations to the new MTG is inconsistent with the order's requirements. The Commission concurs with the CLECs and the Department.' Please post the order and, where you have indicated that status, please add a cross reference to the</p>	<p>JC001036</p> <p>MN Order</p> <p>JC001025 --</p> <p>JC001032</p>
138	9/7/11		

#	DATE	DESCRIPTION	DOCUMENT NUMBERS
139	9/8/11	<p>order. Please let CLECs know what steps Qwest/CenturyLink is taking to comply with the enclosed order.”</p> <p>CMP email responding to Integra’s 9/7/11 request as to which steps Qwest/CenturyLink is taking to comply with the MN order: “This is to acknowledge receipt of your request. It will be responded to in the context of the Minnesota Docket.”</p>	JC001037
140	9/8/11	<p>Integra email reply to 9/8/11 CMP email: “We appreciate that Qwest/CenturyLink will respond in the context of the Minnesota Docket, as it is required to do by the Minnesota Order. In addition, however, Qwest/CenturyLink needs to respond in CMP. Qwest/CenturyLink chose to address the Minnesota ruling in <u>CMP</u> when it posted its view of the status of that matter, to which Integra objected. Having raised the issue, Qwest/CenturyLink needs to provide accurate information in CMP.</p> <p>CLECs participating in CMP need to know what information being provided in CMP applies to which states. For example, the schedule that Qwest/CenturyLink has currently posted for implementation of MTG indicates an implementation date of December, with no exception for Minnesota. The posted information is inaccurate for Minnesota. The CMP materials need to be clear what steps apply and do not apply in Minnesota. Not all CLECs that do business in Minnesota are part of that docket, and they need information as to what steps Qwest/CenturyLink is taking for Minnesota.</p> <p>Also, in the merger dockets, Joint Applicants provided testimony that Qwest OSS are ‘national’ OSS. To prepare for any changes, CLECs need to understand how Qwest/CenturyLink will proceed on a state-specific basis, given the national nature of its OSS. The merger agreement applies to integration, which includes integration with other Qwest systems, and Qwest needs to explain how this may be accomplished on a state-specific basis.”</p>	JC001037 – JC001038
141	9/9/11	<p>PAETEC email to CMP stating that it agrees with Integra’s 9/8/11 comments. In addition, PAETEC said: “It is not enough to correct the CMP documentation to show that <u>Minnesota</u> is an exception to implementation. Qwest/CenturyLink has said that it is concerned about potentially catastrophic and disastrous failure of the Qwest repair OSS. Therefore, Qwest also has to address the potential instability of MEDIACC and CEMR in</p>	JC001045 – JC001046

#	DATE	DESCRIPTION	DOCUMENT NUMBERS
142	9/9/11	<p>CMP for all states, including Minnesota. In Minnesota, Qwest cannot implement MTG (which, for the reasons discussed in PAETEC's proposal, is not a backup anyway). The Minnesota order requires Qwest to address the claimed instability issue and work with CLECs on alternatives. PAETEC proposed its suggestion to the company in business meetings on August 9, and I submitted a written proposal later, on August 16, to CMP as well. (Proposal in attached email.) The company has had a month to review it. Particularly in light of Qwest's projections of the potential for catastrophic and disastrous failure, Qwest's intent to take an additional several weeks to respond to PAETEC's proposal is too long. Based on the same urgency created by Qwest, PAETEC urges Qwest to prioritize consideration of our proposal and respond ASAP."</p> <p>Integra email to Merged Company attorneys (CO, MN, WA) forwarding PAETEC's email to CMP: "Enclosed is an email sent by PAETEC to CMP today in which PAETEC agrees that an additional several weeks, over and above the month that the merged company has already had to review PAETEC's proposal, is too long." Integra added a note to MN counsel: "Jason – Please see the comments relating to Minnesota in the enclosed email string."</p>	<p>JC001045</p> <p>PAETEC email JC001045 – JC001046</p>
143	9/16/11	<p>CenturyLink filed a motion for reconsideration of the Minnesota Order (see Row 137).⁸ On page 4, CenturyLink said: "While MTG is a regionwide system and would be designed to serve customers in 14 states, it is possible to adjust MTG so that it refuses to accept orders from Minnesota."</p> <p>CenturyLink also said (on page 6): "Attached as Exhibit C is an exhibit of portions of the implementation timeline CenturyLink QC is publishing today to comply with the Order." Exhibit C includes, after the planned release production date of December 12, 2011: "NOTE: No implementation in the state of Minnesota." The Merged Company published this note for CLECs for the first time the same day (September 16). In other words, the Merged Company denied the reasonable request from CLECs in CMP to add a note to the schedule (see Row 127) but then, for purposes of litigation, added the note to the schedule for purposes of an exhibit to support its legal argument. (The note was just one of more</p>	<p>Excerpts from Reconsideration Motion, JC001105-JC001108</p>

⁸ Joint CLECs filed their opposition to the motion on September 26, 2011. It is available on the Minnesota PUC website.

#	DATE	DESCRIPTION	DOCUMENT NUMBERS
144	9/21/11	<p>steps requested by CLECs.)</p> <p>September Monthly CMP meeting - SCR121608-02 entitled Introduction of MTG was discussed at the monthly CMP meeting. In the meeting, the Merged company said the OSS calendar had been updated with a note to exclude Minnesota from the initial implementation in December 2011. PAETEC asked when the Merged Company would respond to PAETEC's proposal. The Merged Company said that "management was reviewing the IT proposal and once it was received, it would be provided to everyone." The Merged Company also said that tickets in Minnesota would continue to be processed in MEDIACC,⁹ without noting any exception in the case of system failure.</p> <p>OSS Release Calendar: http://wholesalecalendar.centurylinkapps.com/detail/295/2011-09-21 (click the systems distribution package for the September 21, 2011 CMP meeting) at Attachment M, p. 5. See CenturyLink MN Exhibit C (see Row 143).</p>	<p>For the September meeting minutes, see JC001100</p> <p>Att. M (Release Calendar) Excerpt: JC001102-JC001104</p> <p>For earlier CR Detail, see JC000043-JC000058 JC000933-JC000964</p>
145	9/26/11	<p>Integra email to CMP regarding questions raised about the impact to CEMR users raised by the Merged Company's 9/15/11 Colorado testimony: "Recent statements by the Merged Company (in Colorado testimony, quoted below) have once again raised the question of what changes are being made and how they affect CEMR users. We need a better understanding of what changes are being made, including in the background, and any potential impact of the proposed changes to CEMR users and their customers. Once again, we ask the Merged Company to please explain more fully. This is not a new request; to re-cap: [discussion of/quotations from Integra July 18 CMP Matrix] ...</p> <p>On September 15, 2011, Renee Albersheim on behalf of the Merged Company in Colorado Docket No. 11F-436T Answer Testimony (page 23, line 13 – page 24, line 2), under the heading "The Harm That Could Result if MEDIACC Fails," said: "If MEDIACC fails and MTG is not available, all CLECs will have to submit repair requests to Qwest/CenturyLink by telephone. This is true of both MEDIACC users and CEMR users, as CEMR relies on MEDIACC to perform repair functions." In response to the question</p>	<p>JC001109-JC001111</p> <p>Excerpts from Albersheim CO testimony, JC001119-JC001121</p> <p>For Integra July 18 CMP Matrix, Part A p. 34, Row 23, JC000850-JC000851</p> <p>For Integra July 18 CMP Matrix, Part B, p. 25, Row 59,</p>

⁹ Meeting minutes are not posted to the CMP website (either the CR or the Calendar) at the time this exhibit was prepared for filing. The recap provided here is based on the meeting minutes the Merged Company sent out by the Merged Company for CLEC review on September 23, 2011.

#	DATE	DESCRIPTION	DOCUMENT NUMBERS
		<p>“Would this ultimately impact end-user customers?,” Ms. Albersheim responds: “Yes. This would impact the CLECs’ end-user customers, and it would impact Qwest/CenturyLink end-user customers.”</p> <p>On September 15, 2011, Renee Albersheim on behalf of the Merged Company in Colorado Docket No. 11F-436T Answer Testimony (page 23, lines 7-11) said: “Q. WILL CLEC USERS SEE ANY DIFFERENCE AT ALL BETWEEN CEMR/MEDIACC AND CEMR/MTG? A. Yes, there will be minor differences. A couple of screens that display information from legacy Qwest systems to the CLEC users will have a slightly altered appearance.”</p> <p>The Merged Company’s testimony has, once again, raised the issue of whether and why (and when) there will be differences in CEMR. For example, if the screens look different, the CEMR user experience changes, and training may be needed.</p> <p><i>First and foremost, the Merged Company should immediately respond as to the reason(s) why there will be any changes at all (including the changes that lead Renee Albersheim to respond “yes” to the above-quoted question in her testimony). Is the only purpose of the December 2011 CEMR Release (see Attachment M to 9/21/11 systems distribution package) to “point” CEMR to MTG for certain (as yet undisclosed) users? If not, please explain any and all other purposes.</i></p> <p><i>In any event, how does changing CEMR so that, instead of going through MEDIACC first and then MEDIACC interfaces with Qwest’s back-end systems (see Merged Company 7/1/11 Matrix, p. 56), CEMR goes through MTG first and then MTG interfaces with Qwest’s back-end systems, result in differences that CLEC users will see between CEMR/MEDIACC and CEMR/MTG? Please describe in detail.</i></p> <p><i>The Merged Company should provide comparable (apples-to-apples) information</i></p>	JC000886

#	DATE	DESCRIPTION	DOCUMENT NUMBERS
		<p><i>explaining and illustrating any differences between CEMR/MEDIACC and CEMR/MTG and should provide it as soon as possible. (The CEMR release calendar shows that the comment cycle starts on Nov. 14 and ends on Nov. 17, only a few days later. Particularly given how long CLECs have been requesting the information and the importance of these issues, that is insufficient time.)</i></p> <p><i>Please explain each change that will result in such differences and how/when those changes are being made as well as the differences themselves (including any differences that the Merged Company considers to be minor, a slight variation, or a difference in "look and feel").</i></p>	
146	9/30/11	<p>This is an important issue. Integra requests a prompt and detailed response in CMP." PAETEC email to CMP joining Integra's 9/26/11 request: "Likewise, PAETEC anticipates detailed responses to the below email and other related emails previously sent."</p>	JC001112
147	10/11/11	<p>CMP email responding to Integra's 9/26/11 and PAETEC's 9/30/11 request for additional detail on changes to CEMR. Although Integra said this was an important issue and requested a prompt and detailed response, the Merged Company did not respond for more than two weeks, and the non-detailed response failed to answer Integra's questions (see Integra reply in Row 148 below). The Merged Company's response said:</p> <p>"The CEMR release that is included on the most recent CenturyLink OSS Interface Release calendar available at http://www.centurylink.com/wholesale/cmp/teammeetings.html is specific to the MTG release ONLY and is for those wholesale customers who decide they would like to implement the version of CEMR that interfaces with MTG. The only technical change to CEMR is to incorporate the system linkage to MTG instead of MEDIACC in the new version of CEMR. There are some specific format changes to both the "circuit history" and "report history" screens that do not contain any content changes. Those changes will be fully disclosed with the CEMR draft Release Notice that is to be issued on November 14, 2011. Again, that CEMR Release notice is only applicable to those customers who are choosing to utilize CEMR with an MTG interface. For all other Wholesale CEMR</p>	JC001115

#	DATE	DESCRIPTION	DOCUMENT NUMBERS
148	10/12/11	<p>customers, there is no change to CEMR with the December release. In regard to the concern expressed on the short timeframe for CLEC comments on the CEMR release notice, that is the normal CMP timeline for any GUI change. In response to Integra citations of CenturyLink responses prior to June 2011 that are included below, during that period, Qwest/CenturyLink was initially planning on incorporating QPortal as the GUI tool in conjunction with the MTG functionality. On June 17, 2011, Qwest/CenturyLink updated the CMP Change Request to remove wording regarding MTG including a replacement for CEMR.”</p> <p>Integra email replying to the Merged Company’s 10/11/11 CMP response. Integra said:</p> <p>“Integra appreciates the response. You said below that the upcoming CEMR release ‘is specific to the MTG release ONLY and is for those wholesale customers who decide they would like to implement the version of CEMR that interfaces with MTG.’ It is not the case that the MTG release will apply only to wholesale customers who ‘decide’ to use MTG, however, if there is a CEMR and/or MEDIACC unrecoverable failure. In Colorado, CenturyLink said that MEDIACC will likely begin experiencing problems in the near future. Also, if a problem occurs during transition, CEMR users will be impacted. In CMP, Qwest (Tracy Strombotne) said: ‘today, CEMR interfaces with MEDIACC and we would like it to interface with MTG. Tracy said it is possible that if <i>Qwest swaps out the backend, there could be an issue with the front end.</i>’ The front end referenced here is CEMR. Your email fails to acknowledge that, if MEDIACC fails or if a problem occurs during integration (e.g., swapping out the backend), CLECs using CEMR will be forced to use CEMR with the MTG interface. Therefore, CLEC users are forced to expend resources to monitor and review and comment on the changes CenturyLink is providing in CMP regarding the upcoming CEMR release. Per the pre-merger assurances and merger settlement agreements, that work should not be occurring during this time....</p> <p>...your email below refers to changes that will impact the user experience. A change to the format of circuit history and report history screens is a change to user experience.</p> <p>In your email below, you said that the only technical change to CEMR is to “incorporate</p>	JC001113-JC001114

#	DATE	DESCRIPTION	DOCUMENT NUMBERS
		<p>the system linkage to MTG instead of MEDIACC in the new version of CEMR. There are some specific format changes to both the 'circuit history' and 'report history' screens that do not contain any content changes." This statement simply re-states your previous position without answering the question asked as to how and why the change (or 'incorporating system linkage') necessitates a change in format or any other change to CEMR. As part of answering Integra's ongoing questions below, please describe what occurs as part of incorporating the 'system linkage' and why this would drive format or other changes to CEMR. We do not agree that a format change does not change content. Training is still needed as to the format change....</p> <p>In any event, Integra is your customer. You obviously already know of changes that you plan to make to CEMR, and as our vendor, you should be providing this information on a cooperative basis to your customer. Nothing in the CMP document precludes you from providing the information earlier and as soon as it is available. Good customer service would dictate that you provide more information earlier...."</p>	
ADDITIONAL DOCUMENTS (Moved to end) - Row 108 starts after Row 86 above			
87	4/20/11	Section 12.2.2.1, Qwest Fourteen State Negotiations Template, v.04.20.11 http://www.qwest.com/wholesale/clecs/nta.html	JC000410
88	6/22/11	Pages from wholesale web site listing Qwest Control as the system for "National & International" accounts and CEMR and MEDIACC for "Local" accounts. http://www.qwest.com/wholesale/tools/management/account.html	JC000411- JC000412
89	7/14/09 Registration	Pages from the Trademark Electronic Search System identifying the registrant for QControl as Qwest Communications International Inc.	JC000413- JC000414
90	3/15/11	The Change Management Process ("CMP") Document http://www.qwest.com/wholesale/cmp/	JC000415 - JC000547
91	various	Attachment A to the Joint CLECs' letter filed with the CO Commission on May 25, 2011 and the MN Commission on June 6, 2011, including:	JC000548 - JC000578 Cover JC000548

#	DATE	DESCRIPTION	DOCUMENT NUMBERS
		<p><u>MERGER JOINT CLEC AGREEMENT:</u> Settlement Letter between the Joint Applicants and Joint CLECs, March 3, 2011 (filed in Minnesota Docket No. P-421, et al./PA-10-466 on March 4, 2011) (7 pages).</p>	<p>Joint CLEC Agreement at JC000549 – JC000555</p>
		<p><u>EXCERPT FROM MINNESOTA DEPARTMENT OF COMMERCE AGREEMENT:</u> Stipulation and Joint Motion for Approval of Stipulation and Agreement, Minnesota Docket No. P-421, et al./PA-10-456, October 4, 2010, pp. 1-3 & 6; Supplemental Stipulation and Agreement for Commission Approval, Minnesota Docket No.P-421, et al./PA-10-456, November 1, 2010, pp. 1-2.</p>	<p>DOC Agreement at JC000556 – JC000559</p>
		<p><u>EXCERPT FROM COLORADO STAFF AGREEMENT:</u> Stipulation and Settlement Agreement between Joint Applicants and Commission Trial Staff, Colorado Docket No. 10A-350T, November 7, 2010, pp. 1-4 & 8.</p>	<p>Supp at JC000560 – JC000561</p>
		<p><u>EXCERPT FROM INTEGRA AGREEMENT:</u> Settlement Agreement by and among Century Link, Inc., a Louisiana Corporation ("CenturyLink"), and its affiliates, Qwest Communications International, Inc. ("QCP"), a Delaware Corporation, and its affiliates, including Qwest Corporation, Integra Telecom, Inc., an Oregon Corporation, and its affiliates (collectively "Integra" or "CLEC(s)"), November 6, 2010, pp. 1-2, 8-10.</p>	<p>CO Staff at JC000562 – JC000566</p>
		<p><u>EXCERPT FROM FCC ORDER:</u> In the matter of Applications filed by Qwest Communications International Inc. and CenturyTel, Inc. d/b/a CenturyLink for Consent to Transfer Control, WC Docket No. 10-110 (March 18, 2011), pp. 1, 11-12 & Appendix C, pp. 25 & 30-32.</p>	<p>Integra at JC000567 – JC000571</p>
		<p>See Colorado PUC website, http://www.dora.state.co.us/puc/, Docket No.11F-436T See Minnesota PUC website, http://www.puc.state.mn.us/puc/index.html, Docket No. P-421, et al./PA-10-456</p>	<p>FCC at JC000572 – JC000578</p>

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92	3/15/11	<u>Attachment B</u> to the Joint CLECs' letter filed with the CO Commission on May 25, 2011 and the MN Commission on June 6, 2011: MTG Preliminary Milestones/Timeline, Revised 03/15/11 http://wholesalecalendar.qwestapps.com/detail/289/2011-03-16	JC000579 – JC000580 Timeline at JC000580
93	2/4/11- 2/7/11	Joint Applicants' merger agreement with tw telecom with multi-state settlement terms, including Operational Support System ("OSS") terms (executed on Feb. 4, 2011; filed in MN Docket P-421, et al./PA-10-456 on Feb. 7, 2011)	JC000581 – JC000592 Letter at JC000581 tw agreement at JC000582- JC000587 Service at JC000588- JC000592
94	3/8/11	CenturyLink and Qwest letter to Oregon Public Utility Commission, Docket No. UM-1484 in which they describe some provisions of the Joint CLEC Merger Agreement as "self-effectuating" and others as "available to CLECs upon request."	JC000593 – JC000594
95	5/26/11	Joint Response of Integra and PAETEC Regarding Most Favored State Merger Condition No. 54, Oregon Docket No. UM 1484	JC000595 – JC000601
96	various	Excerpts from pre-filed testimony of Timothy J Gates of QSI Consulting on behalf of Joint CLECs, CO Docket No. 10A-350T and MN Docket No. P-421, et al./PA-10-456	JC000602 – JC000622
97	7/27/10	Excerpts from Reply Comments of CenturyLink and Qwest, FCC WC Docket No. 10-110	JC000623 – JC000626
98	7/27/10	Declaration of William E. Cheek in Support of Reply Comments of CenturyLink and Qwest, FCC WC Docket No. 10-110	JC000627 – JC000630
99	various	Excerpts from pre-filed testimony of Michael R. Hunsucker of CenturyLink, CO Docket No. 10A-350T and MN Docket No. P-421, et al./PA-10-456	JC000631 – JC000639
100	10/5/10	Excerpts from Hearing Transcript, Vol. I, MN Docket No. P-421, et al./PA-10-456	JC000640 – JC000652
101	10/6/10	Excerpts from Hearing Transcript, Vol. 2B, MN Docket No. P-421, et al./PA-10-456	JC000653 – JC000669

#	DATE	DESCRIPTION	DOCUMENT NUMBERS
102	11/8/10 – 11/10/10	Excerpts from Hearing Transcript, Vols. 1 & 3, CO Docket No. 10A-350T	JC000670 – JC000686
103	12/16/10	Excerpts from Hearing Transcript, Vol. 1, OR Docket No. 1484	JC000687 – JC000694
104	12/20/10	Excerpts from Hearing Transcript, Vol. II, AZ Docket No. T-01051B-10-0194, etc.	JC000695 – JC000708
105	1-6-11	Excerpts from Hearing Transcript, Vol. IV, WA Docket No. UT-100820	JC000709 – JC000715
106	11/24/10 & 12/8/10	Excerpts from Joint Petitioners' Post Hearing Brief and Reply Brief, MN Docket No. P-421, et al./PA-10-456	JC000716 – JC000729 Brief JC000716 – JC000724 Reply Brief JC000725 – JC000729
107	12/24/10	Excerpts from Joint Applicants' Statement of Position, CO Docket No. 10A-350T	JC000730 – JC000749
108 - 118		SEE ABOVE FOR EVENTS IN CHRONOLOGICAL ORDER - Row 108 starts after Row 86 above (87-107 were moved down, as these Rows deal with additional documents that were number stamped in the first set, not necessarily in chronological order)	JC000751-JC000919 See Rows 108-118 above