

**BEFORE THE WASHINGTON STATE
UTILITIES AND TRANSPORTATION COMMISSION**

In the Matter of the Joint Application of)	DOCKET UT-100820
)	
QWEST COMMUNICATIONS)	ORDER 16
INTERNATIONAL INC. AND)	
CENTURYTEL, INC.)	ORDER GRANTING
)	CENTURYLINK’S PETITION FOR
For Approval of Indirect Transfer of)	PARTIAL WAIVER OF CONDITION
Control of Qwest Corporation, Qwest)	19 IN THE STAFF/PUBLIC
Communications Company LLC, and)	COUNSEL SETTLEMENT
Qwest LD Corp.)	AGREEMENT
.....)	

1 **PROCEEDING.** On May 13, 2010, Qwest Communications International, Inc. (Qwest) and CenturyTel, Inc. (CenturyLink or the Company) filed a joint application with the Washington Utilities and Transportation Commission (Commission) for expedited approval of the indirect transfer of control of Qwest’s operating subsidiaries, Qwest Corporation, Qwest LD Corp., and Qwest Communications Company LLC to CenturyLink.

2 **PROCEDURAL HISTORY.** On March 14, 2011, the Commission entered Order 14, approving the proposed acquisition, subject to the companies’ acceptance of the conditions the Commission adopted in the Order, including but not limited to the conditions contained in multiparty settlement agreements. One such settlement agreement between Qwest, CenturyLink, the Public Counsel Section of the Washington Attorney General (Public Counsel) and the Commission’s regulatory staff (Staff) required CenturyLink to “retain Qwest [Commission] complaint staff in Washington state for a period of no less than two years following the close of the Transaction.”¹

¹ Exh. No. 6, Appendix A – Settlement Conditions, Staff/Public Counsel Settlement Agreement, Condition 19.

3 **PETITION FOR WAIVER.** On August 24, 2011, CenturyLink filed a petition to waive the above-referenced portion of Condition 19 (Petition). CenturyLink states that one of its Seattle-based complaint handlers has the opportunity to move into a different position, and the Company requests that the Commission waive this portion of Condition 19 so as to allow a Portland-based employee to assume the complaint handler's duties. According to the Company, the Portland-based employee is trained on Qwest's tariffs and familiar with the Commission's rules and laws. CenturyLink notes that this employee has also provided complaint support for Washington issues in the past.

4 The Company states that neither Public Counsel nor Staff opposes the Petition. Staff, however, does propose that any further staffing changes should require additional waivers of Condition 19. CenturyLink agrees to this interpretation.

5 On September 29, 2011, the Commission issued a Notice of Opportunity to Comment on CenturyLink's Petition. The Commission did not receive any comments.

6 **COMMISSION DECISION.** CenturyLink has shown good cause for the variance it requests. Not only has CenturyLink agreed that this waiver is narrow in its application, applying only to the replacement of a Seattle-based employee, the Company further represents that the Portland-based employee who would now be handling Washington state complaints is familiar with our rules and laws and has previously handled complaints from Washington. None of the parties have voiced opposition to CenturyLink's request. Thus, CenturyLink's Petition should be granted.

ORDER

7 **THE COMMISSION ORDERS That** CenturyLink, Inc.'s Petition For Partial Waiver Related to Condition 19 of the Staff/Public Counsel Settlement Agreement is granted.

Dated at Olympia, Washington, and effective October 11, 2011.

WASHINGTON STATE UTILITIES AND TRANSPORTATION COMMISSION

JEFFREY D. GOLTZ, Chairman

PATRICK J. OSHIE, Commissioner

PHILIP B. JONES, Commissioner

NOTICE: CenturyLink has filed a complaint in U.S. District Court for the Western District of Washington, Case No. 2:11-CV-00633 ("Complaint") challenging certain portions of Order 14 in this docket. The Commission notifies the parties that nothing in the current Order or the Commission's consideration of this or any other party filings after CenturyLink filed the Complaint can or should be construed as a waiver of any position the Commission has taken or may take in response to the Complaint, including but not limited to taking the position that any judicial decision invalidating any part of Order 14 must result in a remand to the Commission to determine whether and under what conditions the Commission should approve the Joint Application to approve the transfer of control of Qwest to CenturyLink.

NOTICE TO PARTIES: This is a Commission Final Order. In addition to judicial review, administrative relief may be available through a petition for reconsideration, filed within 10 days of the service of this order pursuant to RCW 34.05.470 and WAC 480-07-850, or a petition for rehearing pursuant to RCW 80.04.200 and WAC 480-07-870.