BEFORE THE WASHINGTON

UTILITIES AND TRANSPORTATION COMMISSION

In the Matter of Frontier Communications)	Docket No. UT- 121994
Northwest Inc.'s Petition to be Regulated as a Competitive Telecommunications Company Pursuant to RCW 80.26.320)))))))	DECLARATION OF TIMOTHY J. O'CONNELL IN SUPPORT OF RESPONSE OF FRONTIER COMMUNICATIONS NORTHWEST INC. TO MOTION OF CBEYOND COMMUNICATIONS LLC OBJECTING TO EXHIBIT C FILED BY KEVIN SAVILLE

TIMOTHY J. O'CONNELL declares under penalty of perjury as follows:

- 1. I am over the age of eighteen and make out this Declaration based on my own personal knowledge.
- 2. I am one of the attorneys representing petitioner Frontier Communications Northwest Inc. in this matter.
- 3. Attached hereto is a true and correct copy of my email of April 2, 2013 addressed to Mr. Art Butler, counsel for Cbeyond. In that email, while Frontier reserved the right to seek relief regarding Mr. Saville in the future, we accepted the CLEC objections to Mr. Saville's review of Highly Confidential information.
- No Highly Confidential information has been provided to Mr. Saville.
 Signed under penalty of perjury under the laws of the State of Washington in Seattle,

Washington this 10th day of April, 2013

Timothy/J. Ø'Connell

DECLARATION OF TIMOTHY J. O'CONNELL IN SUPPORT OF RESPONSE OF FRONTIER COMMUNICATIONS NORTHWEST INC. TO MOTION OF CBEYOND COMMUNICATIONS LLC OBJECTING TO EXHIBIT C FILED BY KEVIN SAVILLE – PAGE 1

O'Connell, Timothy J.

From:

O'Connell, Timothy J.

Sent:

Tuesday, April 02, 2013 9:51 AM

To:

'Art Butler'

Cc:

marktrinchero@dwt.com; Alan J. Galloway (alangalloway@dwt.com); K.C. Halm

(kchalm@dwt.com); Shortley III, Michael (Michael ShortleyIII@Level3.com)

(Michael.ShortleyIII@Level3.com); Charles E. Watkins (gene.watkins@cbeyond.net); Greg Darnell (greg.darnell@cbeyond.net); Doug Denney (dkdenney@integratelecom.com); Michael R. Moore (michael.moore@chartercom.com); Pamela.Hollick@twtelecom.com; 'Saville, Kevin'

Subject:

RE: UT-121994 Protective Order - Frontier's signature pages

Art –

I heard about your bicycling accident – I hope you are feeling better.

We reserve the right to seek an exception or other relief as to Mr. Saville. Your proposal is otherwise acceptable.

Best regards,

Tim

Timothy J. O'Connell Stoel Rives 600 University St., Ste. 3600 Seattle, WA 98101 Tel: (206) 386-7562 Fax: (206) 386-7500

From: Art Butler [mailto:aab@aterwynne.com] Sent: Thursday, March 28, 2013 1:32 PM

To: O'Connell, Timothy J.

Cc: marktrinchero@dwt.com; Alan J. Galloway (alangalloway@dwt.com); K.C. Halm (kchalm@dwt.com); Shortley III,

Michael (Michael.ShortleyIII@Level3.com) (Michael.ShortleyIII@Level3.com); Charles E. Watkins

(gene.watkins@cbeyond.net); Greg Darnell (greg.darnell@cbeyond.net); Doug Denney (dkdenney@integratelecom.com);

Michael R. Moore (michael.moore@chartercom.com); Pamela.Hollick@twtelecom.com

Subject: RE: UT-121994 Protective Order - Frontier's signature pages

Thank you. By my count we would need to file any objections by April 4, so we would appreciate knowing as long before that as possible.

Arthur A. Butler | Partner

ATER WYNNE LLP | 601 Union Street, Suite 1501 | Seattle, WA 98101

Direct: 206-753-3011

aab@aterwynne.com | www.aterwynne.com

We are required to inform you that any tax advice contained in this communication, unless expressly stated otherwise, was not intended or written to be used, and cannot be used, for the purpose of avoiding penalties under the Internal Revenue Code or promoting, marketing or recommending any transaction or other matter to another party.

This e-mail is meant for only the intended recipient, and may be a communication privileged by law. If you received this e-mail in error, any review, use, dissemination, distribution, or copying of this e-mail is strictly prohibited - please notify us



immediately of the error and please delete this message from your system. Thank you.

From: O'Connell, Timothy J. [mailto:TJOCONNELL@stoel.com]

Sent: Thursday, March 28, 2013 1:21 PM

To: Art Butler

Cc: marktrinchero@dwt.com; Alan J. Galloway (alangalloway@dwt.com); K.C. Halm (kchalm@dwt.com); Shortley III,

Michael (Michael.ShortleyIII@Level3.com) (Michael.ShortleyIII@Level3.com); Charles E. Watkins

(gene.watkins@cbeyond.net); Greg Darnell (greg.darnell@cbeyond.net); Doug Denney (dkdenney@integratelecom.com);

Michael R. Moore (michael.moore@chartercom.com); Pamela.Hollick@twtelecom.com

Subject: RE: UT-121994 Protective Order - Frontier's signature pages

Art -

I have forwarded your communication on to my client and will get back with you as soon as I can. I do note that tomorrow is a holiday for some personnel, so we may not be able to get back with you until early next week.

Best regards,

Tim

Timothy J. O'Connell Stoel Rives 600 University St., Ste. 3600 Seattle, WA 98101 Tel: (206) 386-7562

Tel: (206) 386-7562 Fax: (206) 386-7500

From: Art Butler [mailto:aab@aterwynne.com]
Sent: Thursday, March 28, 2013 12:56 PM

To: O'Connell, Timothy J.

Cc: marktrinchero@dwt.com; Alan J. Galloway (alangalloway@dwt.com); K.C. Halm (kchalm@dwt.com); Shortley III, Michael (Michael.ShortleyIII@Level3.com) (Michael.ShortleyIII@Level3.com); Charles E. Watkins (gene.watkins@cbeyond.net); Greg Darnell (greg.darnell@cbeyond.net); Doug Denney (dkdenney@integratelecom.com); Michael R. Moore (michael.moore@chartercom.com); Pamela.Hollick@twtelecom.com

Subject: UT-121994 Protective Order - Frontier's signature pages

As we discussed on the telephone, Frontier has sent signature pages for purposes of gaining access to Confidential and, in some cases, Highly Confidential information. Under the terms of paragraphs 14 and 16 of the protective order entered in the case only outside counsel and outside experts are eligible to have access to Highly Confidential information. That would cover Billy Jack Gregg but not Kevin Saville. Accordingly, we will have to object to the Exhibit C filed on behalf of Kevin Saville.

Under the terms of paragraph 7 of the protective order in-house counsel may have access to Confidential information, but designated experts may not without a waiver from the party claiming confidentiality. Thus, the Exhibit Bs for Carl Gipson, R. Kirk Lee, and Jack Phillips would require a waiver for those individuals to have access to Confidential information. The same would hold true for any CLEC direct employees seeking to file an Exhibit B and gain access to Confidential information. We propose that the CLECs would not object to (i.e., waive) Messrs. Gipson, Lee, and Phillips having access to Confidential information in exchange for Frontier's agreement to not object to the following CLEC personnel also having access to Confidential information:

Chevond – Greg Darnell, Director LEC Relations

Integra – Doug Denney, VP Costs & Policy
Kim Isaacs, Director Carrier Relations
Laurie Roberson – Carrier Relations and Process Specialist
twtelecom – Pamela Hollick, VP Regulatory
Level 3 – Diane Peters, Senior Regulatory Affairs Manager
Charter – Julie Lorenz, Director Telephone Finance
Betty Sanders, Director Regulatory Affairs

Please let me know as soon as possible if this is acceptable.

Arthur A. Butler | Partner ATER WYNNE LLP | 601 Union Street, Suite 1501 | Seattle, WA 98101 Direct: 206-753-3011 aab@aterwynne.com | www.aterwynne.com

We are required to inform you that any tax advice contained in this communication, unless expressly stated otherwise, was not intended or written to be used, and cannot be used, for the purpose of avoiding penalties under the Internal Revenue Code or promoting, marketing or recommending any transaction or other matter to another party.

This e-mail is meant for only the intended recipient, and may be a communication privileged by law. If you received this e-mail in error, any review, use, dissemination, distribution, or copying of this e-mail is strictly prohibited - please notify us immediately of the error and please delete this message from your system. Thank you.