

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

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| In the Matter of the Joint Application of |) | DOCKET UT-090842 |
| |) | |
| VERIZON COMMUNICATIONS |) | |
| INC. AND FRONTIER |) | |
| COMMUNICATIONS |) | NOTICE OF PREHEARING |
| CORPORATION |) | CONFERENCE |
| |) | (Set for July 7, 2009, at 10:00 a.m.) |
| For An Order Declining to Assert |) | |
| Jurisdiction Over, or, in the Alternative, |) | |
| Approving the Indirect Transfer of |) | |
| Control of Verizon Northwest Inc. |) | |
| |) | |
| |) | |

1 **INTRODUCTION.** On May 29, 2009, Verizon Communications Inc. (Verizon) and Frontier Communications Corporation (Frontier) filed a joint application with the Washington Utilities and Transportation Commission (Commission) for an order declining to assert jurisdiction over the indirect transfer of control of Verizon Northwest Inc. (Verizon Northwest) from Verizon to Frontier or, in the alternative, approve the Application under the “Transfer of Property” statute and rules set forth in RCW 80.12, WAC 480-143 and any other authority as may be deemed necessary to effect the Transaction.

2 **STATUTORY AUTHORITY.** The Commission has jurisdiction over this matter under RCW Title 80, and has legal authority to regulate the rates, services, and practices of telecommunications companies, and pursuant to RCW 80.12, concerning the transfers of property, mergers, and acquisitions. The statutes that apply to this matter include RCW 80.01, RCW 80.04, and RCW 80.36 relating to rates, including but not limited to RCW 80.01.040 and RCW 80.04.020. The rules that apply to this matter include those within WAC 480-120, WAC 480-143, and WAC 480-07.

3 The Commission will hear this matter under the Administrative Procedure Act (APA), particularly Part IV of RCW 34.05 relating to adjudications. The provisions of the APA that relate to this proceeding include, but are not limited to RCW 34.05.413, RCW 34.05.422, RCW 34.05.431, RCW 34.05.440, RCW 34.05.449, and RCW 34.05.452. The Commission will also follow its procedural rules in WAC 480-07 in this proceeding.

4 **THE COMMISSION GIVES NOTICE That it will hold a prehearing conference in this matter at 10:00 a.m., on Tuesday, July 7, 2009, in the Commission's Hearing Room, Second Floor, Richard Hemstad Building, 1300 S. Evergreen Park Drive S.W., Olympia, Washington.**

5 The purpose of the prehearing conference is to consider the applicants' request that the Commission decline jurisdiction over this transaction, requests for intervention, resolve scheduling matters including establishing dates for distributing evidence and workpapers, to identify the issues in the proceeding and determine other matters to assist the Commission in resolving the matter, as listed in WAC 480-07-430. **Parties are encouraged to consult informally prior to the prehearing conference to develop a proposed schedule for the Commission's consideration, including potential dates for a public comment hearing.**

6 **INTERVENTION.** Persons who wish to intervene should file a petition to intervene in writing at least three business days before the date of the prehearing conference. *See WAC 480-07-355(a).* The Commission will consider oral petitions to intervene during the conference, but strongly prefers written petitions to intervene. Party representatives must file a notice of appearance with the Commission no later than the business day before the conference. *See WAC 480-07-345(2).* Any party or witness in need of an interpreter or other assistance should fill out the form attached to this notice and return it to the Commission. The Commission will set the time and place for any evidentiary hearings at the prehearing conference, on the record of a later conference or hearing session, or by later written notice.

7 **THE COMMISSION GIVES NOTICE that any party who fails to attend or participate in the prehearing conference set by this Notice, or any other stage of this proceeding, may be held in default under RCW 34.05.440 and WAC 480-07-450.**

8 The names and mailing addresses of all known parties and their known representatives are as follows:

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|------------|--|
| Applicant: | Verizon Communications Inc. Milt H. Doumit, Vice President – Public Affairs, Policy and Communications 410 11 th Avenue SE, Suite 103 Olympia, WA 98501 (360) 236-9727 Milt.h.doumit@verizon.com |
|------------|--|

Representative: Gregory M. Romano
General Counsel – Northwest Region
Verizon
1800 41st Street, WA0105GC
Everett, WA 98201
(425) 261-5460
gregory.m.romano@verizon.com

Applicant: Frontier Communications Corporation
Ken Mason, Vice President Government &
Regulatory Affairs
180 South Clinton Avenue, 5th Floor
Rochester, NY 14646
(585) 777-5645
ken.mason@frontiercorp.com

Representative: Charles L. Best
Attorney at Law
1631 NE Broadway, #538
Portland, OR 97232-1425
(503) 287-7160
chuck@charleslbest.com

Commission: Washington Utilities and
Transportation Commission
1300 S. Evergreen Park Drive S.W.
P.O. Box 47250
Olympia, WA 98504-7250

Representative: Jonathan Thompson
Assistant Attorney General
1400 S. Evergreen Park Drive S.W.
P.O. Box 40128
Olympia, WA 98504-0128
(360) 664-1225
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Public Counsel: Simon ffitc
Assistant Attorney General
Public Counsel Section
Office of the Attorney General
800 Fifth Avenue, Suite 2000
Seattle, WA 98104-3188
(206) 389-2055
simonf@atg.wa.gov

- 9 Administrative Law Judge Patricia Clark, from the Commission's Administrative Law Division, will preside during this proceeding.
- 10 The Attorney General has designated Simon ffitc of the Office of the Public Counsel to represent the public. You may use the Commission's address, shown below, for contacting Public Counsel, or you may contact Public Counsel directly by writing or calling the address or telephone number listed below.
- 11 The Commission will give parties notice of any other procedural phase of the proceeding in writing or on the record, as appropriate during this proceeding.

DATED at Olympia, Washington, and effective June 12, 2009.

WASHINGTON STATE UTILITIES AND TRANSPORTATION COMMISSION

DAVID W. DANNER
Executive Director and Secretary

Inquiries may be addressed to:

Executive Director and Secretary
Washington State Utilities and
Transportation Commission
Richard Hemstad Building
1300 S. Evergreen Park Drive S.W.
P.O. Box 47250
Olympia, WA 98504-7250
(360) 664-1160

- or - Public Counsel Section
Office of the Attorney General
800 Fifth Avenue, Suite 2000
Seattle, WA 98104-3188
(206) 464-7744

NOTICE

Hearing facilities are accessible to persons with disabilities. Smoking is prohibited. If limited English-speaking, hearing-impaired parties or witnesses are involved in a hearing and need an interpreter, a qualified interpreter will be appointed at no cost to the party or witness.

If you need an interpreter, or have other special needs, please fill out this form and return it to Washington State Utilities and Transportation Commission, Attention: David W. Danner, 1300 S. Evergreen Park Drive SW, P. O. Box 47250, Olympia, WA 98504-7250. (PLEASE SUPPLY ALL REQUESTED INFORMATION)

Docket : _____

Case Name: _____

Hearing Date: _____ Hearing Location: _____

Primary Language: _____

Hearing Impaired (Yes) _____ (No) _____

Do you need a certified sign language interpreter:

Visual _____ Tactile _____

Other type of assistance needed: _____

English-speaking person who can be contacted if there are questions:

Name: _____

Address: _____

Phone No.: (____) _____