

**BEFORE THE WASHINGTON
UTILITIES AND TRANSPORTATION COMMISSION**

In the Matter of the Application of Qwest
Corporation d/b/a CenturyLink QC,

For an Order Authorizing the Transfer of
Assets or a Determination That an Order
Authorizing the Transfer Is Not Required.

DOCKET UT-250544

ORDER 01

PREHEARING CONFERENCE
ORDER; NOTICE OF HEARING
(**Evidentiary Hearing set for
February 2, 2026, at 9:30 a.m.)**)

- 1 **NATURE OF PROCEEDING.** On July 7, 2025, Qwest Corporation d/b/a CenturyLink QC (CenturyLink or Company) filed with the Washington Utilities and Transportation Commission (Commission) an Application for an Order Authorizing the Transfer of Assets or Determination that an Order Authorizing the Transfer Is Not Required (Application) regarding a transfer of assets from CenturyLink to Forged Fiber 37, LLC (“AT&T”) under Revised Code of Washington (RCW) Chapter 80.12 and Washington Administrative Code (WAC) Chapter 480-143 and any other authority as may be deemed necessary to effectuate the Transaction.¹
- 2 On July 8, 2025, CenturyLink submitted to the Commission current financial statements and a copy of the Purchase Agreement.
- 3 **CONFERENCE.** The Commission convened a virtual prehearing conference on August 11, 2025, before Administrative Law Judges Connor Thompson and Ann Paisner.²
- 4 **APPEARANCES.** Adam Sherr represents CenturyLink. Jeff Roberson, Assistant Attorney General, represents Commission staff (Staff).³ Rob Sykes, Assistant Attorney

¹ Application of Qwest Corp., d/b/a CenturyLink QC, Docket UT-250544, *In the matter of the Application of Qwest Corporation, d/b/a CenturyLink QC, For an For an Order Authorizing the Transfer of Assets or a Determination That an Order Authorizing the Transfer Is Not Required* (July 7, 2025) (Redacted).

² Connor Thompson was withdrawn, and Ann Paisner was assigned as the presiding officer in this Docket by the Commission through a Notice issued on August 15, 2025. *Notice of Withdrawal and Substitution of Presiding Officer*, Docket UT-250544 (Aug. 15, 2025).

³ In formal proceedings such as this, the Commission’s regulatory staff participates like any other party, while the Commissioners make the decision. To assure fairness, the Commissioners, the

General, represents the Public Counsel Unit of the Attorney General’s Office (Public Counsel). Richard Busch, Busch Law Firm PLLC, represents AT&T. Hooman Hedayati represents Communications Workers of America, District 7 (“CWA”). Contact information for the parties’ representatives is attached as Appendix A to this Order.

5 **PETITIONS FOR INTERVENTION.** AT&T, to which CenturyLink is requesting approval to transfer certain assets in this proceeding, timely filed a Petition to Intervene on July 11, 2025. At the prehearing conference, after hearing no objection, the presiding administrative law judge granted AT&T’s unopposed Petition to Intervene.

6 CWA timely filed a Petition to Intervene (Petition) on August 6, 2025.⁴ CWA explains in its Petition that of the workers it represents (4,350 at Lumen and 60,300 at AT&T), in Washington it represents 223 employees at AT&T and 455 employees at Lumen. CWA argues that the request in this proceeding raises serious concerns for Lumen’s workers and customers and alleges that Lumen will reduce service quality in the short term and abandon remaining customers in the long term by using this transaction to exit the residential broadband market.⁵ CWA also raises concerns that rather than transferring the residential fiber assets to AT&T, CenturyLink is selling them to a new subsidiary to then be partially sold to an as yet unnamed private equity partner. CWA argues that AT&T has not committed to respecting the collective bargaining agreements between CWA and Lumen for the small number of employees that are being transferred to AT&T. CWA also states its concern “that the remaining workers at Lumen face complete elimination of their good union jobs as Lumen exits the residential market in the next few years.”⁶

7 During the August 11, 2025, Prehearing Conference, CenturyLink objected to CWA’s intervention Petition.⁷ CenturyLink explained that CWA failed to serve the Petition on CenturyLink, and that CenturyLink only became aware of the Petition prior to the prehearing conference by accessing the UTC web page for this docket. CenturyLink argued that granting CWA’s Petition will improperly broaden the scope of this proceeding because CWA lacks a substantive interest in this matter. CenturyLink argues that the scope of this proceeding is narrow, that it does not address a merger, and that it

presiding administrative law judge, and the Commissioners’ policy and accounting advisors do not discuss the merits of this proceeding with the regulatory staff, or any other party, without giving notice and opportunity for all parties to participate. *See* RCW 34.05.455.

⁴ CWA Petition to Intervene at 2.

⁵ *Id.*

⁶ *Id.*

⁷ Docket TG-250544, Transcript Vol. I 6:10—10:12.

only involves “the transfer of assets related to a relatively few number of fiber associated electronics . . . that can be found in paragraph 8 of the Petition.”⁸ CenturyLink argues further that the subject matter of the asset transfer that is within the scope of this proceeding concerns POTS over PON telephone voice service, which is provided over fiber rather than copper, and the customers served with the associated electronics would remain their customers after the transfer.⁹ CenturyLink also argued that internet services are not regulated by the Commission.¹⁰ CenturyLink also argues that CWA is requesting consideration of labor issues outside of UTC jurisdiction.¹¹ Lastly, CenturyLink noted that CWA is not represented by counsel and referenced the Commission’s regulations at WAC 480-07-345.¹² AT&T also objected to CWA’s Petition for intervention. Public Counsel and Staff did not object to the Petition.¹³

- 8 CWA alleges that the approval requested in this proceeding may have impacts on service quality and reliability that would harm CWA’s members and company customers in Washington that CWA members serve.¹⁴ While CWA’s Petition mentions broadband service, at the Prehearing Conference CWA did not limit its concerns to broadband internet service and clarified its concerns that CenturyLink might use this asset transfer to more easily exit the residential consumer market, which could harm Washington customers. CWA argues that it has experience maintaining networks for both CenturyLink and AT&T that could help inform this proceeding.¹⁵
- 9 Under RCW 34.05.443(1), a presiding officer may grant a petition for intervention at any time, upon determining that the petitioner qualifies as an intervenor under any provision of law and that the intervention sought is in the interests of justice and will not impair the orderly and prompt conduct of the proceedings. Pursuant to WAC 480-07-355(3), the presiding officer may grant a petition to intervene if the petitioner has a substantial interest in the subject matter of the hearing or if the petitioner’s participation is in the public interest. A substantial interest is established when there is a nexus between a petitioner’s stated purpose in seeking to intervene and an interest protected by a

⁸ Transcript Docket UT-250544, Transcript Vol. I at 7:5-7.

⁹ Transcript Docket UT-250544, Transcript Vol. I at 6:20-7:23.

¹⁰ Transcript Docket UT-250544, Transcript Vol. I at 6:20-7:23.

¹¹ Transcript Docket UT-250544, Transcript Vol. I at 8:10-9:6.

¹² Transcript Docket UT-250544, Transcript Vol. I at 10:1-9.

¹³ Transcript Docket UT-250544, Transcript Vol. I at 11:6-19; 10:23-11:3.

¹⁴ CWA Petition to Intervene at 2.

¹⁵ Transcript Docket UT-250544, Transcript Vol. I at 11: 23-13:6.

Washington statute within the Commission’s jurisdiction.¹⁶ Furthermore, “the extent to which [the Commission] allow[s] intervention depends upon the number, complexity, and newness of the issues before [the Commission], upon whether [the Commission] believes the intervenor will provide relevant facts and argument which are not cumulative and will contribute positively to [the Commission’s] understanding and evaluation of the issues, and upon the effect that allowing a particular intervention will have upon the orderly and prompt conduct of the proceedings.”¹⁷

- 10 CenturyLink is subject to Commission jurisdiction under an Alternative Form Of Regulation (“AFOR”) approved by the Commission in Docket UT-240029.¹⁸ The AFOR is provided as Attachment A to the Second Full Multiparty Settlement Agreement filed on February 7, 2025.¹⁹ Provision six (6) of the AFOR states as follows:

Transfers of Property: The waiver of the Transfer of Property provisions in Chapter 80.12 RCW and Chapter 480-143 WAC does not apply to the sale of exchanges (wire centers) or access lines. In the event of a transfer of control in the ownership of CenturyLink, CenturyLink or any successor entities will continue to be bound by the terms of this AFOR.

- 11 Subject to the limitations expressed below, we find that CWA’s concerns relating to service quality and reliability indicate a substantial interest in the subject matter of this proceeding and relate to issues that are subject to the Commission’s jurisdiction over this matter consistent with RCW 80.12 and consistent with the effective CenturyLink AFOR. CWA’s service quality and reliability concerns also bear a sufficient nexus to the public interest. The Commission therefore grants CWA’s Petition subject to the limitations described below.
- 12 CWA’s concerns involving labor relations issues are beyond Commission jurisdiction.²⁰ Accordingly, to promote the orderly and prompt conduct of the proceeding, we limit

¹⁶ *WUTC v. Avista Corp.*, Docket U-170970, Order 04, p. 12 ¶ 30 (January 25, 2018).

¹⁷ *In re: Petition of GTE Northwest Incorporated*, UT-961632, Third Supp. Order, ¶¶ 21-22 (March 31, 1997).

¹⁸ Second Full Multiparty Settlement Agreement, Docket UT-240029, Attach. A, 2025 Plan for Alternative Form of Regulation (AFOR) for the Washington State CenturyLink ILECs (Feb. 7, 2025) (Prior to the Commission’s approval of CenturyLink’s currently effective AFOR, CenturyLink was subject to an earlier AFOR approved and extended by the Commission in Docket UT-130477).

¹⁹ See *id.*

²⁰ See e.g., *Application of Puget Sound Power and Light Co. with Washington Natural Gas Company*, Docket Nos. UE-951270 and UE-960195. If, at any time, we have reason to believe that CWA is using its participation in this proceeding to gain leverage in labor negotiations, we

CWA's participation to matters specifically addressing safety and reliability of service to the Applicants' customers and where CWA is actually involved with the provision of such service.²¹ CWA shall not raise, nor shall we consider, labor relations matters, which includes, but is not limited to those subjects of bargaining covered by the union's collective bargaining agreement, including but not limited to the terms, tenure, wages, hours, benefits, and conditions of employment.²² The Commission retains the authority to reevaluate whether an intervenor's participation in this proceeding is warranted at any time, should it become apparent that an intervenor has no substantial interest in the proceeding and the public interest will not be served by the intervenor's continued participation.²³

- 13 In addition, the Commission's regulations regarding appearance and practice before the Commission in WAC 480-07-345(1) do not require a party representative to be represented by counsel. While CWA stated at the Prehearing Conference that they are in the process of identifying an attorney to represent them, CWA also explained that its members have experience that is informative on how the approval requested in this

shall reconsider our decision in this order and take whatever actions necessary to rectify the situation. See *In the Matter of the Joint Application of Verizon Communications Inc. and Frontier Communications Corp. For an Order Declining to Assert Jurisdiction Over, or, in the Alternative, Approving the Indirect Transfer of Control of Verizon Northwest Inc.* Docket UR-090842, Order 05, ¶¶ 15-19 (Sept. 10, 2009); see also *In the Matter of the Joint Application of Puget Sound Energy, Alberta Investment Management Corp., British Columbia Investment Management Corp., Omers Administration Corp., and PGGM Vermogensbeheer B.V. For an Order Authorizing Proposed Sales of Indirect Interest in Puget Sound Energy*, Docket UJ-180680, Final Order 06, ¶¶ 46-52 (Mar. 7, 2019).

²¹ RCW 34.05.443(1)-(3).

²² See e.g., *Application of Puget Sound Power and Light Company with Washington Natural Gas Company*, Docket Nos. UE-951270 and UE-960195. If, at any time, we have reason to believe that CWA is using its participation in this proceeding to gain leverage in labor negotiations, we shall reconsider our decision in this order and take whatever actions necessary to rectify the situation. See *In the Matter of the Joint Application of Verizon Communications Inc. and Frontier Communications Corp. For an Order Declining to Assert Jurisdiction Over, or, in the Alternative, Approving the Indirect Transfer of Control of Verizon Northwest Inc.* Docket UR-090842, Order 05, ¶¶ 15-19 (Sept. 10, 2009); see also *In the Matter of the Joint Application of Puget Sound Energy, Alberta Investment Management Corp., British Columbia Investment Management Corp., Omers Administration Corp., and PGGM Vermogensbeheer B.V. For an Order Authorizing Proposed Sales of Indirect Interest in Puget Sound Energy*, Docket UJ-180680, Final Order 06, ¶¶ 46-52 (Mar. 7, 2019).

²³ RCW 34.05.443(2), WAC 480-07-355(4).

proceeding could impact quality and reliability of services subject to Commission jurisdiction that are provided to Washington customers.²⁴

- 14 Contact information for the parties' representatives is attached as Appendix A to this Order.
- 15 **PROTECTIVE ORDER.** At the August 11, 2025, prehearing conference, CenturyLink requested a Protective Order in this Docket consistent with RCW 34.05.446, RCW 80.04.095, and WAC 480-07-420, and the presiding Administrative Law Judge granted that request. The Commission memorializes the granting of that request for a protective order and sets forth protective provisions in Order 02 in this Docket.
- 16 **DISCOVERY.** Discovery shall be conducted consistent with this Order, the procedural schedule attached to this Order as Appendix B, and the Commission's discovery rules, WAC 480-07-400 – 425. The Commission urges the parties to work cooperatively together to avoid having to bring discovery matters forward for formal resolution. Prior to bringing a discovery matter to the presiding officer's attention, the parties shall first consult with one another. The Commission will issue a separate protective order at the request of the parties. Response times to data requests are adjusted as set forth in Appendix B, below.
- 17 Additionally, the Commission believes it will aid discovery in this case if all responses to data requests are shared with all parties. No party objected to the Commission making the exchange of data request responses with all parties a requirement for discovery in this proceeding. Accordingly, the Commission requires the parties to share every data request response with all parties, subject to any confidentiality limitations contained in Commission rule and the protective order issued in this docket. To clarify, data requests and responses are not shared with the presiding officer unless those responses are offered as exhibits to be admitted into the record.
- 18 **PROCEDURAL SCHEDULE.** At the prehearing conference, CenturyLink presented a procedural schedule agreeable to all parties. The Commission adopts the schedule proposed by the parties, but modifies it to add a second settlement conference, a public comment hearing date and notice, and a later evidentiary hearing date than the one parties proposed. Parties indicated a preference to give closing statements in lieu of briefing.²⁵ However, the Commission retains authority to request and set a date for briefing at the evidentiary hearing. The procedural schedule is attached to this Order as Appendix B.

²⁴ Transcript Docket UT-250544, Transcript Vol. I at 10:1-9; 12:9.

²⁵ Transcript Docket UT-250544, Transcript Vol. I at 17:9-11.

The parties may reschedule the settlement conferences without seeking to modify the schedule if the parties agree, but the parties must provide notice to the presiding officer of the rescheduled date.²⁶

19 **DOCUMENT FILING AND SERVICE REQUIREMENTS.** Parties must file and serve all pleadings, motions, briefs, and other pre-filed materials in compliance with all of the following requirements:

- (a) Parties must submit electronic copies of all documents by 5 p.m. on the filing deadline established in the procedural schedule (or other deadline as applicable) unless the Commission orders otherwise. Parties must comply with WAC 480-07-140(6) in formatting, organizing, and identifying electronic files. Documents that include information designated as confidential must comply with the requirements in WAC 480-07-160 and the Protective Order in these dockets.
- (b) The Commission accepts only electronic versions of documents for formal filing. The Commission requires electronic copies to be in searchable pdf format (adobe acrobat or comparable software), or to otherwise comply with WAC 480-07-140(6)(a). Parties must submit documents electronically through the Commission's web portal (www.utc.wa.gov/e-filing). If a party is unable to use the web portal to submit documents for filing, the Commission will accept a submission via email to records@utc.wa.gov provided that the email: (1) explains the reason the documents are not being submitted via the web portal, and (2) complies with the requirements in WAC 480-07-140(5)(b).
- (c) Parties must electronically serve the other parties and provide courtesy electronic copies of filings to the presiding administrative law judge (ann.paisner@utc.wa.gov) by 5 p.m. on the filing deadline unless the Commission orders otherwise. If parties are unable to email copies, they may furnish electronic copies by delivering them on a flash drive only.

20 **EXHIBITS FOR CROSS-EXAMINATION.** Parties are required to file with the Commission and serve all proposed cross-examination exhibits by **5 p.m. on Friday, January 9, 2026**. The Commission requires electronic copies in searchable PDF (Adobe Acrobat or comparable software). If any of the exhibits contain information designated as confidential, parties must file an electronic copy of the redacted version in searchable

²⁶ WAC 480-07-700(5)(a).

PDF (Adobe Acrobat or comparable software) of each such exhibit. The exhibits must be grouped according to the witness the party intends to cross-examine with the exhibits.

- 21 **EXHIBIT LISTS.** With each submission of pre-filed testimony and exhibits, the party making the submission must include a preliminary exhibit list that identifies each submitted exhibit in the format the Commission uses for exhibit lists it prepares for evidentiary hearings. Commission Staff will prepare its preliminary exhibit list and circulate it to the parties. Each party must file and serve a final list of all exhibits the party intends to introduce into the evidentiary record, including all pre-filed testimony and exhibits, as well as cross-examination exhibits by **5 p.m., Friday, January 9, 2026.**
- 22 **CROSS-EXAMINATION TIME ESTIMATES.** Each party must provide a list of witnesses the party intends to cross-examine at the evidentiary hearing and an estimate of the time that party anticipates the cross-examination of that witness will take. Parties should not file witness lists or cross-examination time estimates but must provide them to the administrative law judge (ann.paisner@utc.wa.gov) and the other parties via email by **5 p.m., Friday, January 9, 2026.**
- 23 **PUBLIC COMMENT HEARING.** As provided in the procedural schedule, the Commission will hold a virtual public comment hearing in this docket prior to the hearing on the final disposition of this case. CenturyLink customers will receive notice of the date, time, and access link to the public comment hearing, as well as other information required under WAC 480-90-197, at least 30 days prior to the date of the public comment hearing.
- 24 **NOTICE OF HEARING.** The Commission will hold a hybrid evidentiary hearing in this matter on **February 2, 2026, at 9:30 a.m.,** and will continue the hearing on **February 3, 2026,** if necessary. The hearing will be held in the Commission's Hearing Room, 621 Woodland Square Loop SE, Lacey, Washington and via Zoom. To participate in the hearing by phone, call (253) 215-8782 and enter the **Meeting ID: 815 3918 9342# and Passcode: 249983#.** To participate via Zoom, [click here to join meeting](https://utc-wa-gov.zoom.us/j/81539189342?pwd=sXwBD4PaMXTgoXUFDBjB0FVbe2lrvy.1).²⁷
- 25 **ALTERNATE DISPUTE RESOLUTION.** The Commission supports the informal settlement of matters before it. Parties are encouraged to consider means of resolving disputes informally. The Commission has limited ability to provide dispute resolution services. If you wish to explore those services, please contact Connor Thompson, Director, Administrative Law Division (360-664-1346).

²⁷ <https://utc-wa-gov.zoom.us/j/81539189342?pwd=sXwBD4PaMXTgoXUFDBjB0FVbe2lrvy.1>.

26 **NOTICE TO PARTIES:** A party who objects to any portion of this Order must file a written objection within ten (10) calendar days after the service date of this Order, pursuant to WAC 480-07-430 and WAC 480-07-810. The service date appears on the first page of this Order in the upper right-hand corner. Absent such objection, this Order will control further proceedings in this docket, subject to Commission review.

DATED at Lacey, Washington, and effective August 22, 2025.

WASHINGTON UTILITIES AND TRANSPORTATION COMMISSION

/s/ Ann Paisner

ANN PAISNER

Administrative Law Judge

**APPENDIX A
PARTIES' REPRESENTATIVES
DOCKET UT-250544**

PARTY	REPRESENTATIVE	PHONE	E-MAIL
CenturyLink	Adam L. Sherr Assistant General Counsel, Lumen 120 Lenora Street, 5th Floor Seattle, WA 98121	(206) 808-7171	Adam.Sherr@lumen.com
Commission Staff	Jeff Roberson Office of the Attorney General Utilities and Transportation Division P.O. Box 40128 Olympia, WA 98504-7250	(360) 522-0614	Jeff.Roberson@atg.wa.gov
Public Counsel	Robert D. Sykes Assistant Attorney General Washington Attorney General's Office Public Counsel Unit 800 Fifth Avenue, Suite 2000 Seattle, WA 98104-3188	(206) 254-0570	Robert.Sykes@atg.wa.gov
	Alexandra Kory Assistant Attorney General	(206) 516-2997	Alexandra.Kory@atg.wa.gov
	Tad Robinson O'Neill Assistant Attorney General	(206) 254-0570	Tad.ONeill@atg.wa.gov
	Jean Marie Dreyer Regulatory Analyst	(206) 389-3040	Jeanmarie.Dreyer@atg.wa.gov
	Kai Hiatt Regulatory Analyst	(206) 389-3879	Kai.Hiatt@atg.wa.gov
	Callahan Moriyasu Regulatory Analyst	(206) 521-3212	Callahan.Moriyasu@atg.wa.gov
	Brice C. Hartman Paralegal	(206) 342-6425	Brice.Hartman@atg.wa.gov
	Jean Martin Paralegal	(206) 464-6380	Jean.Martin@atg.wa.gov
Forged Fiber 37, LLC (AT&T)	Richard Busch Busch Law Firm PLLC 22500 SE 64th Pl STE 130 Issaquah, WA 98027	(425) 458-3940	rich.busch@wirelesscounsel.com
Communications Workers of America, District 7 (CWA)	Hooman Hedayati Communications Workers of America 501 3rd St. NW Washington, DC 20001	(202) 434-1198	hhedayati@cwa-union.org
	Jake Williams Communications Workers of America, District 7 929 East Main St., Suite 240 Puyallup, WA 98372	(253) 878-3646	jwilliams@cwa-union.org

**APPENDIX B
PROCEDURAL SCHEDULE
DOCKET UT-250544**

EVENT	DATE
Company Filing of Application	July 7, 2025
Prehearing Conference	August 11, 2025
CenturyLink & AT&T Testimony and Exhibit Filings	August 22, 2025
Settlement Conference	October 1, 2025
Staff, Public Counsel, and Intervenor Response Testimony and Exhibits	November 21, 2025²⁸
Settlement Conference	TBD, following response testimony and exhibit filings from Staff, Public Counsel, and Intervenors
Rebuttal and Cross-Answering Testimony	December 19, 2025²⁹
Discovery Deadline	December 30, 2025
Cross Exhibits, Cross-Examination Time Estimates, Exhibit Lists, and Errata	January 9, 2026
Evidentiary Hearing	February 2-3, 2026

²⁸ Response times to data requests are reduced to 7 business days as of this date.

²⁹ Response times to data requests are reduced to 5 business days as of this date.