

Exhibit No. ___ (WHW-2)
Docket UT-090842
Witness: William H. Weinman

BEFORE THE WASHINGTON UTILITIES AND TRANSPORTATION COMMISSION

In the Matter of the Joint Application of

DOCKET UT-090842

**FRONTIER COMMUNICATION
CORPORATION AND VERIZON
COMMUNICATIONS, INC.**

**for Approval of Indirect Transfer of
Control of Verizon Northwest, Inc.**

**EXHIBIT TO
TESTIMONY OF
WILLIAM H. WEINMAN
STAFF OF
WASHINGTON UTILITIES AND
TRANSPORTATION COMMISSION**

Applicants' Response to Staff Data Request No. 110

November 3, 2009

UTC STAFF DATA REQUEST NO. 110:

Regarding Verizon's planned build-out of FiOS in Washington State:

- a. Please provide Verizon's estimate of future FiOS construction costs in Washington by year, by franchise area, until the project is complete.
- b. Please explain whether Verizon has made commitments to the remaining FiOS franchise areas concerning the date FiOS would be fully operational? If the answer is yes, please provide the dates by which each franchise area will be selling FiOS services.
- c. If Verizon has not made firm commitments to having FiOS operational in the franchise areas, has the company otherwise indicated the dates by which the company plans to have FiOS available to the franchise area? If the answer is yes, please provide the dates by which FiOS service is estimated to be available in each franchise area.
- d. Does Frontier intend to meet the FiOS build-out commitments or estimated completion dates communicated by Verizon to the various Washington franchise areas?

Response:

Applicants assert Objection Nos. 3, 4, 7, 8, 9, 10, and 12. Subject to and without waiver of the objections, Applicants respond as follows:

- a. Verizon does not maintain the requested information in the requested format. To the extent the Staff's question is related to Frontier's ability to finance the ongoing construction costs in Washington, Frontier will generate sufficient cash flow from operations to fund the ongoing operations of the business, including meeting the obligations to complete the FiOS system as set forth in the relevant cable television franchise agreements in Washington.
- b. The individual agreements between Verizon Northwest and the relevant franchising authorities in Washington each contain commitments regarding the provision of "Cable Service" within the Franchise Area, as that term is defined in those agreements, to residential customers. In Franchise Areas where completion of a fiber-optic upgrade to Verizon's telephone facilities is required to provide such Cable Service, these commitments are relevant to the date by which the FiOS system will be "operational." However, these commitments are relevant to Cable Service only and do not apply to voice, data or other services that may be provided over the FiOS network.

The Franchise Agreements contain certain conditions regarding the provision of Cable Service, including but not limited to carve-outs for events outside of Verizon control, and certain density requirements. Subject to all the conditions contained in those agreements, Verizon Northwest has made the following commitments regarding provision of Cable Service to residential areas within the boundaries of the Franchise Area as that term is defined within the individual agreements with the local franchising authority:

Franchising Authority	Date
Bothell	8/29/2010
Brier	8/29/2011
Camas	12/18/2013
Edmonds	8/29/2011
Edmonds	8/29/2011
Everett	8/29/2012
Kenmore	8/29/2011
Kirkland	11/1/2013
Lynnwood	8/29/2013
Marysville	1/29/2011
Mill Creek	11/7/2012
Mountlake Terrace	9/11/2011
Mukilteo	9/11/2012
Redmond	9/17/2011
Shoreline	11/6/2011
Snohomish County	9/6/2012
Washougal	1/5/2014
Woodinville	8/29/2011
Woodway	8/29/2011

- c. No, beyond the requirements detailed in Question b, above, Verizon has not otherwise indicated the dates by which the company plans to have FiOS available to the franchise areas covered by the relevant franchising agreements in Washington.
- d. Frontier commits that, after the transfer of control of Verizon Northwest, Frontier will cause Verizon Northwest (to be named Frontier Northwest) to meet the provision of Cable Service requirements in Section 3 of the relevant Franchise Agreements with the local franchising authorities. Likewise, Frontier Northwest agrees to continue to comply with all service deployment terms of the Franchise Agreements.

Prepared By: James Miggans (parts a-c), Cassandra Guinness (part d)

Date: October 20, 2009

Witness: To be determined