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BEFORE THE  
WASHINGTON UTILITIES AND TRANSPORTATION COMMISSION

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| FRONTIER COMMUNICATIONS NORTHWEST INC.,  Complainant,  v.  PUGET SOUND ENERGY, INC.,  Respondent. | DOCKET UE 151344  DECLARATION OF KAREN B. BLOOM IN SUPPORT OF PUGET SOUND ENERGY’S RESPONSE TO FRONTIER COMMUNICATIONS NORTHWEST INC.’S MOTION FOR SUMMARY DETERMINATION AND CROSS MOTION FOR SUMMARY DETERMINATION |

Pursuant to 28 U.S.C. § 1746(2), KAREN B. BLOOM declares as follows:

I am one of the attorneys for Respondent Puget Sound Energy, Inc. (“PSE”), have personal knowledge of the facts set forth herein, and am competent to testify thereto.

Attached hereto as Exhibit A is a true and correct copy of Order Denying Frontier Communications Northwest Inc.’s (“Frontier”) Motion to Dismiss or, Alternatively, Stay dated September 11, 2015, in *Puget Sound Energy, Inc. v. Frontier Communications Northwest, Inc.*, Superior Court of the State of Washington for King County, Cause No. 15-2-03142-2 SEA (“King County Superior Court Case”).

Attached hereto as Exhibit B is a true and correct copy of Frontier’s Motion to Dismiss or, Alternatively Stay in the King County Superior Court Case.

Attached hereto as Exhibit C is a true and correct copy of Order Granting Puget Sound Energy, Inc.’s Motion to Compel Discovery dated September 1, 2015, in the King County Superior Court Case.

At the time that Frontier and PSE negotiated the Agreement in 2002, Frontier owned approximately 130,000 distribution poles in its relevant territory. Attached hereto as Exhibit D is a true and correct copy of Frontier’s 2002 “Computation of Annual Rate for Poles Owned by Verizon Northwest Inc. in the State of Washington for the Contract Year 2002,” reflecting Frontier’s calculation of its ownership of 130,838 distribution poles (*see* A(9)).

Frontier submitted its rate calculation to PSE in August 2002 reflecting distribution poles counted by Frontier as whole poles. *See* Exhibit D.

Frontier continued to send PSE an annual bill for ten more years (2003 to 2012), each time counting these same fractionally-owned distribution poles as whole poles for purposes of coming up with its own rate. PSE promptly paid Frontier’s bill each year and provided its own bill to Frontier, which Frontier promptly paid until 2013.

Attached hereto as Exhibit E is a true and correct copy of Frontier’s September 23, 2004, letter informing PSE it had decided to change its pole count method and start counting its jointly-owned poles to account for Frontier’s fractional ownership, or as “equivalent poles.”

Attached hereto as Exhibit F is a true and correct copy of a July 19, 2005, letter from Frontier agreeing not to change its distribution pole count method and to continue to use “whole poles.”

In April 2013, Frontier notified PSE that it had determined that Frontier had “underbilled” PSE for ten years by applying the whole pole method to the rate formula. PSE disagreed and issued its 2013 annual bill to Frontier in October 2013, with full payment due in November 2013.

Attached hereto as Exhibit G is a true and correct copy of PSE’s Complaint for Breach of Contract and Declaration in the King County Superior Court Case dated February 6, 2015.

Frontier never attempted to invoke the regulatory authority of the WUTC when PSE proposed mediation and instead fully participated in the parties’ joint mediation efforts.

Attached hereto as Exhibit H is a true and correct copy of Frontier’s Answer, Affirmative Defenses and Counterclaim in the King County Superior Court Case dated March 6, 2015.

Frontier has actively engaged in the King County Superior Court Case, including responding to and serving discovery requests, producing a large volume of documents, and engaging in numerous discovery meet and confer conferences to resolve discovery disputes.

Attached hereto as Exhibit I is a true and correct copy of Frontier’s Reply in Support of Motion to Dismiss or, Alternatively Stay in the King County Superior Court Case.

Attached hereto as Exhibit J is a true and correct copy of the WUTC’s CR‑102 Proposed Rules, Chapter 480-54 WAC “Attachment to Transmission Facilities” (July 24, 2015).

I CERTIFY UNDER PENALTY OF PERJURY under the laws of the United States of America that the foregoing is true and correct.

DATED at Seattle, Washington, this 18th day of September, 2015 by KAREN B. BLOOM.

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|  | Karen B. Bloom, WSBA #41109 |

Docket UE-151344  
**CERTIFICATE OF SERVICE**

CAROL KNESS states as follows:

1. I am a litigation secretary at Perkins Coie LLP, one of the attorneys of record for Puget Sound Energy, Inc., have personal knowledge of the facts set forth herein and am competent to testify thereto.

2. On the 18th day of September, 2015, I made arrangements for the original of the foregoing Declaration of Karen Brunton Bloom in Support of Puget Sound Energy, Inc.’s Response to Frontier Communications Northwest, Inc.’s Motion for Summary Determination to be electronically filed with the WUTC by email delivering a true and correct copy to [records@utc.wa.gov](mailto:records@utc.wa.gov).

3. On the same day, I made arrangements for the original of the foregoing to be forwarded via overnight mail to:

Executive Director and Secretary  
Washington State Utilities & Transportation Commission  
P.O. Box 47250  
1300 S. Evergreen Park Drive S.W.  
Olympia, WA 98504-7250

4. On the same day, I made arrangements for a true and correct copy of the same document to be delivered via email and U.S. Mails as follows:

**For Frontier Communications Northwest, Inc.**

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**For Commission Staff**

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**For Puget Sound Energy, Inc.**

Kenneth Johnson, Director  
State Regulatory Affairs  
P.O. Box 97034  
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[Ken.s.johnson@pse.com](mailto:Ken.s.johnson@pse.com)

I CERTIFY UNDER PENALTY OF PERJURY THAT THE FOREGOING IS TRUE AND CORRECT.

DATED this 18th day of September, 2015, by CAROL KNESS.

Carol Kness