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1                   The parties present were as follows:

2                   QWEST CORPORATION, by Lisa Anderl and  
3 Adam Sherr (via teleconference bridge), Attorneys at  
4 Law, 1600 Seventh Avenue, Room 3206, Seattle,  
Washington 98191, Todd Lundy and Peter Spivack (via  
teleconference bridge.) (No addresses provided.)

5                   COMMISSION STAFF, by Shannon E. Smith,  
6 Assistant Attorney General, 1400 S. Evergreen Park  
Drive, S.W., P.O. Box 40128, Olympia, Washington,  
98504-1028.

7                   PUBLIC COUNSEL, by Robert Cromwell,  
8 Assistant Attorney General, 900 Fourth Avenue, Suite  
2000, Seattle, Washington, 98164.

9                   ESCHELON TELECOM OF WASHINGTON, by  
10 Judith Endejan, Attorney at Law, Graham & Dunn, Pier  
11 70, Suite 300, 2801 Alaskan Way, Seattle, Washington,  
12 98121-1128.

13                   ADVANCED TELCOM GROUP, INC., and COVAD  
14 COMMUNICATIONS COMPANY, by Bill Connors, Attorney at  
15 Law, Miller Nash, 4400 Two Union Square, 601 Union  
Street, Seattle, Washington, 98101.

16                   WORLDCOM, INC., AND ITS REGULATED  
17 SUBSIDIARIES and TIME WARNER, by Arthur A. Butler,  
18 Attorney at Law, Ater Wynne, 5450 Two Union Square,  
601 Union Street, Seattle, Washington, 98101.

19                   WORLDCOM, INC., AND ITS REGULATED  
20 SUBSIDIARIES, by Michel Singer Nelson, Attorney at  
21 Law, 707 17th Street, Suite 4200, Denver, Colorado,  
80202 (via teleconference bridge.)

22                   ELECTRIC LIGHTWAVE, LLC, by Charles L.  
23 Best, Vice President and General Counsel, 4400 N.E.  
24 77th Avenue, Vancouver, Washington, 98662.

25                   ALLEGIANCE TELECOM, by Jeffrey Binder,  
Attorney at Law, 1919 M Street, Washington, D.C.,  
20036 (via teleconference bridge.)

                  McLEOD USA TELECOMMUNICATIONS SERVICES,  
INC., by David Conn, Deputy General Counsel, 6400 C  
Street, S.W., Cedar Rapids, Iowa, 52406 (via  
teleconference bridge.)

                  FAIRPOINT COMMUNICATIONS, SBC TELECOM,  
INC., INTEGRA TELECOM OF WASHINGTON, INC., by B. Seth  
Bailey, Attorney at Law, 2405 South Evergreen Park  
Drive, S.W., Suite B-1, Olympia, Washington, 98502.

                  AT&T COMMUNICATIONS OF THE PACIFIC  
NORTHWEST, GLOBAL CROSSING LOCAL SERVICES, XO  
WASHINGTON, INC., by Mary Steele, Attorney at Law,  
Davis, Wright, Tremaine, 2600 Century Square, 1501  
Fourth Avenue, Seattle, Washington, 98101.

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1                   JUDGE RENDAHL: Let's be on the record.  
2    Good morning. I'm Ann Rendahl. I'm the  
3    Administrative Law Judge presiding over this  
4    proceeding. We're here before the Washington  
5    Utilities and Transportation Commission this morning,  
6    Monday, September 8th, 2003, for a prehearing  
7    conference in Docket Number UT-033011, which is the  
8    Washington Utilities and Transportation Commission  
9    versus Advanced TelCom Group, et al.

10                   And on August 14th and 15th, the Commission,  
11    through its Staff, issued a complaint and an amended  
12    complaint against several telecommunications  
13    companies alleging that the companies had entered  
14    into certain interconnection agreements identified in  
15    Exhibits A and B to the complaint, but had not filed  
16    them with the Commission. The complaint and amended  
17    complaint included a notice of this prehearing  
18    conference.

19                   As I stated off the record before we came on  
20    the record, the purpose of the prehearing today is to  
21    take appearances of the parties, consider any  
22    petitions to intervene, consider if there's any  
23    necessity to further amend the complaint, to  
24    determine the current status of the proceeding,  
25    determine whether settlement discussions or mediation

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1 are appropriate, discuss whether it's possible to  
2 narrow the issues and consider efforts to stipulate  
3 to facts or law, identify issues in the proceeding  
4 and establish a schedule for discovery and  
5 evidentiary hearings and identify any other matters  
6 for discussion.

7           So before we go any farther, I'd like to  
8 take appearances. And at this time, so we can  
9 establish a complete list of representatives, when  
10 you make your appearance, if you could state your  
11 name, the party you represent, your full address,  
12 telephone number, fax number, and e-mail. I know  
13 it's a lot, but we frequently do send out notices by  
14 both e-mail and mail or by fax, if necessary, so all  
15 of that information is helpful.

16           So let's begin with Commission Staff and  
17 then we'll hear from each party listed in the  
18 complaint in an alphabetical order. I'll call each  
19 name and you can chime in accordingly. So let's  
20 begin with Commission Staff.

21           MS. SMITH: Shannon Smith. I represent  
22 Commission Staff. My address is 1400 South Evergreen  
23 Park Drive, S.W., P.O. Box 40128, Olympia,  
24 Washington, 98504-0128. My telephone number is  
25 360-664-1192; my fax number is 360-586-5522; e-mail

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1 address, ssmith@wutc.wa.gov.

2 JUDGE RENDAHL: Thank you. For Advanced  
3 TelCom Group.

4 MR. CONNORS: Bill Connors, with Miller  
5 Nash, and Brooks Harlow, who's not here, will be  
6 representing ATG. Miller Nash, LLP, 4400 Two Union  
7 Square, 601 Union Street, Seattle, Washington, 98101.  
8 My direct line is 206-777-7515; fax number is  
9 206-622-7485; e-mail, bill.connors@millernash.com.  
10 Brooks Harlow's e-mail address is  
11 brooks.harlow@millernash.com. We also would like  
12 electronic copies sent to ATG's corporate and  
13 national counsel. Would you like me to put that on  
14 the record here?

15 JUDGE RENDAHL: No, I think that was listed  
16 in your appearance.

17 MR. CONNORS: It was listed in the  
18 appearance. One item I did want to bring up, as  
19 well, with ATG, is the complaint caption spells  
20 TelCom in Advanced TelCom Group as T-e-l-e-c-o-m.  
21 Our client spells TelCom T-e-l-C-o-m, and we  
22 submitted the notice of appearance using the spelling  
23 as listed in the caption, but if you want us to file  
24 a supplemental notice using the correct spelling or  
25 -- how would you like to handle that?

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1           JUDGE RENDAHL: I think I'd like to address  
2 the names of the companies after we take appearances,  
3 because I think there's several discrepancies that we  
4 can take up.

5           MR. CONNORS: Okay.

6           JUDGE RENDAHL: And how we want to handle  
7 that, we can take up after appearances.

8           MR. CONNORS: Okay. We also represent Covad  
9 Communications. Would you like to take that now or  
10 in order?

11           JUDGE RENDAHL: No, we will just indicate,  
12 when we get to Covad, if you want to just state your  
13 name and that you're representing at that time.

14           MR. CONNORS: Okay. Thank you.

15           JUDGE RENDAHL: Okay. For Allegiance  
16 Telecom? Mr. Binder, are you there?

17           MR. BINDER: I'm sorry, Jeffrey,  
18 J-e-f-f-r-e-y, J. Binder, B-i-n-d-e-r, and I'm at  
19 1919 M Street N.W., in Washington, D.C., 20036.  
20 Phone number 202-464-1792; fax number 202-464-0762;  
21 e-mail jeff.binder@algx.com.

22           JUDGE RENDAHL: Thank you. For AT&T.

23           MS. STEELE: Mary Steele, of Davis, Wright,  
24 Tremaine, representing AT&T. Primary counsel for  
25 AT&T will be Dan Waggoner of the same law firm.

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1 JUDGE RENDAHL: Okay.

2 MS. STEELE: The address is 2600 Century  
3 Square.

4 JUDGE RENDAHL: If you could speak directly  
5 into the mike. I don't know if it's on. The button  
6 is up when it's on.

7 MS. STEELE: It's up. 2600 Century Square,  
8 1501 Fourth Avenue, Seattle, Washington, 98101. My  
9 direct telephone number is 206-903-3957; fax number  
10 is 206-903-7699; my e-mail is marysteele@dwt.com.  
11 Mr. Waggoner's direct dial telephone number is  
12 206-628-7707. He has the same fax number. His  
13 e-mail is danwaggoner@dwt.com.

14 JUDGE RENDAHL: Thank you very much. Okay.  
15 For Covad.

16 MR. CONNORS: Bill Connors and Brooks Harlow  
17 also representing Covad Communications. Bill Connors  
18 will be the primary counsel.

19 JUDGE RENDAHL: Thank you. For Electric  
20 Lightwave.

21 MR. BEST: Your Honor, Charles L. Best,  
22 B-e-s-t. I will be the primary attorney representing  
23 the company. Address is 4400 N.E. 77th Avenue,  
24 Vancouver, Washington, 98662. Direct dial,  
25 360-816-3311; fax number 360-816-0999; e-mail,

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1 charles\_best@eli.net.

2 JUDGE RENDAHL: Thank you. For Eschelon  
3 Telecom.

4 MS. ENDEJAN: Good morning, Your Honor.  
5 Judith Endejan, representing Eschelon Telecom, Inc.  
6 I'm with the firm of Graham & Dunn. My address is  
7 Pier 70, Suite 300, 2801 Alaskan Way, Seattle  
8 98121-1128. My telephone number is area code  
9 206-340-9694; my fax number is 206-340-9599; my  
10 e-mail address is jendejan@grahamdunn.com.

11 Your Honor, I'd also like to enter an  
12 appearance, if it's appropriate, for Dennis Ahlers.  
13 He is -- it's spelled A-h-l-e-r-s. He is the senior  
14 attorney for Eschelon Telecom, Inc. His address is  
15 730 Second Avenue South, Suite 1200, Minneapolis,  
16 Minnesota, 55402-2456. His e-mail is  
17 ddahlers@eschelon.com; his telephone number is  
18 612-436-6249; his fax is 612-436-6349. Thank you.

19 JUDGE RENDAHL: Thank you. For Fairpoint  
20 Communications Solution, Inc.

21 MR. BAILEY: Good morning, Your Honor. My  
22 name is Seth Bailey. I'm with the law office of  
23 Richard A. Finnigan. We represent Fairpoint  
24 Communications Solutions, Inc. And I think we'll get  
25 to the name problem a little later. Our address is



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1 2405 Evergreen Park Drive, S.W, Olympia, Washington,  
2 98502. My telephone number is 360-956-7211; fax is  
3 360-753-6862; my e-mail is sbailey@ycom.com -- or  
4 excuse me, ycom works, but --

5 JUDGE RENDAHL: Ywave.

6 MR. BAILEY: Ywave works, as well,  
7 ywave.com. The lead attorney will be Richard A.  
8 Finnigan. His direct line is 360-956-7001, same fax  
9 number. His e-mail address is rickfinn@ywave.com.

10 JUDGE RENDAHL: Thank you. For Global  
11 Crossing Local Services?

12 MS. STEELE: Davis, Wright, Tremaine is also  
13 representing Global Crossing. Mary Steele, appearing  
14 for them today. The lead attorney, however, will be  
15 Mark Trincherro, that's T-r-i-n-c-h-e-r-o.

16 JUDGE RENDAHL: Could you please speak into  
17 the mike? It's mostly for those on the bridge. I  
18 think we can hear you here.

19 MS. STEELE: That's fine. Mark Trincherro,  
20 that's T-r-i-n-c-h-e-r-o. He is with our firm's  
21 Portland office. His address is Suite 2300, 1300  
22 S.W. 5th Avenue, Portland, Oregon, 97201. His  
23 telephone number is 503-778-5318; fax is  
24 503-778-5299; and his e-mail is  
25 marktrincherro@dwt.com.

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1           JUDGE RENDAHL: Okay. Thank you. For  
2   Integra Telecom.

3           MR. BAILEY: Seth Bailey, with the Law  
4   Office of Richard Finnigan. Richard Finnigan will be  
5   the lead attorney.

6           JUDGE RENDAHL: Thank you. For McLeod USA,  
7   Inc.

8           MR. CONN: David Conn, C-o-n-n, Deputy  
9   General Counsel, 6400 C Street, that's the letter C,  
10  S.W., Cedar Rapids, Iowa, 52406. Direct phone,  
11  319-790-7055; fax 319-790-7901; e-mail is  
12  dconn@mcleodusa.com.

13          JUDGE RENDAHL: Thank you. For  
14  MCI/WorldCom, Inc.

15          MR. BUTLER: Arthur A. Butler, of Ater  
16  Wynne, LLP. Address is 601 Union Street, Suite 5450,  
17  Seattle, Washington, 98101-2327. Telephone, area  
18  code 206-623-4711; fax, 206-467-8406, e-mail is  
19  aab@aterwynne.com. And also Michel Singer-Nelson.  
20  Michel, you want to give your appearance information  
21  or do you want me to?

22          MS. SINGER NELSON: I can do it. Thank you,  
23  Art. And Art will be the main contact for this. The  
24  name is Michel Singer Nelson, representing  
25  MCI/WorldCom. The address is 707 17th Street, Suite

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1 4200, Denver, Colorado, 80202. My phone is  
2 303-390-6106; my fax is 303-390-6333; and my e-mail  
3 is michel.singer\_nelson@mci.com.

4 JUDGE RENDAHL: Thank you. For Qwest  
5 Corporation.

6 MS. ANDERL: Thank you, Your Honor. Lisa  
7 Anderl, in-house attorney, representing Qwest. My  
8 business address is 1600 7th Avenue, Room 3206,  
9 Seattle, Washington, 98191. Phone, 206-345-1574;  
10 fax, 206-343-4040; and my e-mail is  
11 lisa.anderl@qwest.com.

12 JUDGE RENDAHL: Thank you.

13 MS. ANDERL: There are also a number of  
14 other attorneys who may be representing Qwest at  
15 various stages of this proceeding on the bridge line,  
16 and also Mr. Todd Lundy here in the hearing room with  
17 me. Most of their information is contained in the  
18 signature block on our answer. I don't know how  
19 formal you'd like their appearances to be beyond  
20 that.

21 JUDGE RENDAHL: I can note and take those  
22 appearances at this time. If you would state their  
23 name and we'll make copies of the address and phone  
24 number and fax to the court reporter.

25 MS. ANDERL: Okay, thanks. There's Todd

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1 Lundy here in the hearing room, Adam Sherr and Peter  
2 Spivack.

3 JUDGE RENDAHL: And would you be the lead  
4 attorney?

5 MS. ANDERL: Yes.

6 JUDGE RENDAHL: For purposes of notice?

7 MS. ANDERL: Yes.

8 JUDGE RENDAHL: Okay. And the others would  
9 like to be included on electronic lists?

10 MS. ANDERL: On e-mail lists, that would be  
11 great. And actually, I don't believe the written  
12 documentation has their e-mail addresses, so if they  
13 could just give their e-mail addresses right now?

14 JUDGE RENDAHL: That would be helpful.  
15 Let's start with Mr. Lundy here in the hearing room.

16 MR. LUNDY: Thank you, good morning. My  
17 e-mail address is toddlundy@qwest.com.

18 JUDGE RENDAHL: Thank you.

19 MR. SHERR: This is Adam Sherr on the bridge  
20 line. My e-mail address is adam.sherr@qwest.com.

21 JUDGE RENDAHL: Thank you. And Mr. Spivack.

22 MR. SPIVACK: Thank you. Good morning, Your  
23 Honor. It's psspivack, and that's spelled p-s, as in  
24 Sam, s, as in Sam, p, as in Peter, i-v, as in Victor,  
25 ack@hhlaw.com.

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1 JUDGE RENDAHL: I'm sorry, can you speak up  
2 a bit, Mr. Spivack? I missed the last part. It's  
3 hhlaw?

4 MR. SPIVACK: hhlaw.com.

5 JUDGE RENDAHL: And why don't I take your  
6 telephone numbers and fax numbers, as well, just to  
7 -- are those in the answer?

8 MS. ANDERL: The telephone numbers may be,  
9 but faxes are not.

10 JUDGE RENDAHL: Okay. Mr. Lundy, why don't  
11 we take your fax number.

12 MR. LUNDY: Thank you. My fax number is  
13 303-896-8120.

14 JUDGE RENDAHL: Mr. Sherr, I assume it's the  
15 same as Ms. Anderl's?

16 MR. SHERR: It is, thank you.

17 JUDGE RENDAHL: Okay. Mr. Spivack, what is  
18 your fax number, please?

19 MR. SPIVACK: 202-637-5910.

20 JUDGE RENDAHL: Thank you. Okay. For SBC  
21 Telecom?

22 MR. BAILEY: Seth Bailey, with the Law  
23 Office of Richard A. Finnigan. Rick Finnigan will be  
24 the lead attorney.

25 JUDGE RENDAHL: Thank you. For XO

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1 Communications, Inc.?

2 MS. STEELE: Davis Wright is representing  
3 XO, as well. The lead attorney will be Greg Kopta.  
4 His address is the same as mine. His fax number is  
5 the same as mine. His direct dial telephone number  
6 is 206-628-7692, and his e-mail is gregkopta@dwt.com.

7 JUDGE RENDAHL: Okay. And for Public  
8 Counsel?

9 MR. CROMWELL: Robert Cromwell, on behalf of  
10 Public Counsel. My address is 900 Fourth Avenue,  
11 Suite 2000, Seattle, Washington, 98164-1012. My  
12 direct phone line is 206-464-6595; my fax number is  
13 206-389-2058; my e-mail address is  
14 robertc1@atg.wa.gov.

15 JUDGE RENDAHL: Thank you. Is there anyone  
16 in the hearing room who wishes to make an appearance  
17 at this time? I do have an appearance from Mr.  
18 Butler for Time Warner. Is there anyone else at this  
19 time who wishes to make an appearance -- or I'm  
20 sorry, make an intervention? Okay. Mr. Butler,  
21 please go ahead.

22 MR. BUTLER: Time Warner Telecom of  
23 Washington requests leave to intervene. We've set  
24 forth the reasons for that in a written petition,  
25 copies of which have been filed and handed to the

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1 parties that are present in the room today and served  
2 on all the parties that had filed notices of  
3 appearance before.

4           Time Warner Telecom is a facilities-based  
5 telecommunications company that's registered to do  
6 business in the state of Washington. It has an  
7 interconnection agreement with Qwest and obtains  
8 interconnection, unbundled network elements,  
9 collocation, network facilities and services from  
10 Qwest under the terms of that interconnection  
11 agreement and competes with Qwest and with the other  
12 competitive local exchange companies that are named  
13 in the complaint in this proceeding.

14           Time Warner Telecom has an interest in  
15 ensuring that it is able to take advantage of the  
16 contract terms and conditions that are the same or  
17 substantially the same as those offered by Qwest as  
18 similarly situated telecommunications companies in  
19 Washington and that it is not subjected to any undue  
20 or unreasonable prejudice or disadvantage or undue  
21 discrimination in gaining access to or pricing of  
22 interconnection services or unbundled network  
23 elements.

24           As a competitive local exchange company with  
25 a direct particular interest in the outcome of this

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1 proceeding, Time Warner Telecom's participation will  
2 be of value to the Commission and will not broaden  
3 the issues to be addressed or delay the proceeding.  
4 And Time Warner Telecom commits to coordinate with  
5 other parties with similar interests to minimize any  
6 duplication or overlap in the presentation or  
7 positions. And on that basis, I would request  
8 petition to intervene.

9 JUDGE RENDAHL: Okay. I'll take responses  
10 from those in the room, beginning with Commission  
11 Staff.

12 MS. SMITH: No objection.

13 JUDGE RENDAHL: Okay. Why don't we start  
14 from the left, go around, if anybody wishes to state  
15 a comment.

16 MR. BAILEY: Oh, no objection.

17 MR. BEST: Your Honor, no objection from  
18 Electric Lightwave.

19 MS. STEELE: AT&T, Global Crossing, and XO  
20 have no objection.

21 JUDGE RENDAHL: Okay.

22 MS. ANDERL: Qwest has no objection.

23 MR. CONNORS: ATG and Covad have no  
24 objection.

25 MS. ENDEJAN: Eschelon has no objection.



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1 MR. BUTLER: MCI has no objection.

2 JUDGE RENDAHL: Thank you, Mr. Butler.

3 MR. CROMWELL: No objection.

4 JUDGE RENDAHL: Well, hearing that, the  
5 intervention of Time Warner Telecom will be granted  
6 for this proceeding.

7 MR. BEST: Your Honor, Charles Best again,  
8 for Electric Lightwave. We have not filed a formal  
9 written intervention. It's my understanding we can  
10 orally move to intervene during this proceeding, and  
11 I would like to do that or at least have that  
12 opportunity when you think it's appropriate.

13 JUDGE RENDAHL: Well, you're a named  
14 respondent, and so by your appearance here today  
15 you're making an appearance on behalf of your client  
16 for purposes of the proceeding. I don't know that  
17 you need to intervene.

18 MR. BEST: Thank you.

19 JUDGE RENDAHL: Anything further? Anyone on  
20 the bridge line who wishes to further state an  
21 appearance or petition for intervention?

22 MS. SINGER NELSON: Judge, this is Michel  
23 Singer Nelson. I would ask that I be listed on the  
24 e-mail distribution, as well, even though I would ask  
25 that Art Butler be our main contact.

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1           JUDGE RENDAHL: Thank you. We'll make a  
2 note of that.

3           MS. SINGER NELSON: Thank you.

4           JUDGE RENDAHL: Okay. Let's turn now to the  
5 issue of the pleadings and the names on the  
6 pleadings.

7           MS. ANDERL: Your Honor, I did have a  
8 clarifying question with regard to service of  
9 documents in the case. When Mr. Butler, say, for  
10 example, is the lead attorney for two parties, and I  
11 don't know if it's appropriate to ask you or just ask  
12 Mr. Butler, one copy or two?

13           JUDGE RENDAHL: Why don't we go off the  
14 record for a moment. We'll discuss that.

15           MS. ANDERL: Okay.

16           JUDGE RENDAHL: Let's be off the record.

17           (Discussion off the record.)

18           JUDGE RENDAHL: Let's be back on the record.  
19 While we were off the record, the parties who  
20 represent -- the attorneys who represent multiple  
21 parties are amenable to receiving one copy for all  
22 three parties, and I will determine from the record  
23 center if we can consolidate copies to save a few  
24 trees.

25           Okay. The next issue is the names. It

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1 became apparent, in serving the complaint and amended  
2 complaint, that there were some differences in the  
3 names stated on the complaint and the names of  
4 parties we had on file, and I -- with the Commission,  
5 and I also noted that answers and appearances, when  
6 filed, in some cases, differed from those that were  
7 listed on the complaint. And I guess at this point  
8 I'd like to ask Ms. Smith if she -- if you have a  
9 preference as to how we handle this?

10 MS. SMITH: Your Honor, I don't have a  
11 preference as to how we handle every issue with  
12 respect to the named parties to the complaint. I do  
13 think where we have a notice of appearance or an  
14 answer from a party, then that is the party to this  
15 proceeding. There may be some other companies named  
16 in the complaint where the name isn't the proper name  
17 at this point in time for that party, and Commission  
18 Staff hopes to sort that out, either through  
19 discovery or through communications with other  
20 counsel and other parties, as to who are the proper  
21 named parties to this complaint.

22 JUDGE RENDAHL: I guess I'd ask if there's  
23 any objection if at this prehearing we correct the  
24 names of the parties, if there's any objection to  
25 those named in the complaint, to simply correct those

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1 listed, or if you prefer a more formal process?

2 MR. BAILEY: With respect to Integra  
3 Telecom, that is actually a separate legal entity  
4 from Integra Telecom of Washington, Inc., and it is  
5 Integra Telecom of Washington, Inc. that is the  
6 licensed CLEC in the state of Washington, whereas  
7 Integra Telecom is not. That's a little more than  
8 simply a difference in spelling or name typo-type  
9 situation.

10 JUDGE RENDAHL: And how would you prefer the  
11 Commission proceed on that? Have an amended  
12 complaint be reissued to Integra Telecom of  
13 Washington?

14 MR. BAILEY: I think so.

15 MR. CONN: This is Dave Conn, with McLeod  
16 USA. I guess I want to note a similar issue. Some  
17 of the agreements that are listed on the attachment  
18 to the complaint are with McLeod USA  
19 Telecommunications Services, Inc., which is the CLEC  
20 that is certificated in Washington. Some of the  
21 agreements are with McLeod USA, Incorporated, which  
22 is the parent in our corporate structure.

23 JUDGE RENDAHL: Can you repeat the name of  
24 the sub?

25 MR. CONN: Yes, the name of CLEC sub is

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1 McLeod USA Telecommunications, plural, Services,  
2 plural, Inc.

3 JUDGE RENDAHL: Thank you. Are there any  
4 other parties present who have a similar corporate  
5 status difference?

6 MR. BEST: Your Honor, Electric Lightwave  
7 has a minor issue. We don't think we need to file  
8 any kind of amended complaint, but technically we  
9 recently have converted from a corporation to a  
10 limited liability company, so it should technically  
11 be Electric Lightwave, L.L.C., and we are okay with  
12 the current complaint and will answer it as such, but  
13 it's technically changed.

14 JUDGE RENDAHL: Do you consider that more of  
15 a technicality that could be changed?

16 MR. BEST: Correct, Your Honor. We do not  
17 believe it needs to be in the complaint. We are the  
18 same entity.

19 JUDGE RENDAHL: Okay. Ms. Endejan.

20 MS. ENDEJAN: Eschelon suffers, I guess,  
21 from the same situation as several others here, in  
22 that the CLEC in the state is really Eschelon Telecom  
23 of Washington, Inc, and the complaint actually names  
24 as Respondent Eschelon Telecom, Inc.

25 JUDGE RENDAHL: And Eschelon Telecom, Inc.

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1 being the national parent?

2 MS. ENDEJAN: Correct.

3 JUDGE RENDAHL: And your preference for how  
4 to correct that would be?

5 MS. ENDEJAN: Whatever's easiest. Can we do  
6 it here at the prehearing conference?

7 JUDGE RENDAHL: Well, I guess the -- some  
8 parties have expressed a desire to have the complaint  
9 be amended formally so that they can then answer for  
10 the appropriate party and --

11 MS. ENDEJAN: Well, we have filed an answer  
12 already on behalf of Eschelon Telecom of Washington,  
13 Inc.

14 JUDGE RENDAHL: In that case, we'll just  
15 simply correct the name on the caption in the  
16 proceeding.

17 MS. ENDEJAN: That would be terrific.

18 JUDGE RENDAHL: Okay.

19 MR. BUTLER: Your Honor, could I ask for a  
20 date a couple days from now to give a formal response  
21 to take a look at the named party on all the  
22 agreements and then suggest what steps should be  
23 taken to make the necessary corrections?

24 JUDGE RENDAHL: Let me take that under  
25 advisement at this point. And for purposes of Time

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1 Warner, who's not named in the complaint, that's not  
2 an issue.

3 MR. BUTLER: No, I'm thinking mainly about  
4 MCI.

5 MS. SINGER NELSON: And Judge, may I add --  
6 I can add a little bit more substance. At this point  
7 I have the agreements in front of me, and there are  
8 several different WorldCom entities that are parties  
9 to the contract, so it ranges from WorldCom, Inc. to  
10 MCI/WorldCom Network Services, Inc. to MCImetro  
11 Transmission Services, Inc., or MCIM, so I would ask  
12 that the -- Art, did you enter an appearance on our  
13 behalf under a particular name?

14 MR. BUTLER: The name alleged in the  
15 complaint.

16 MS. SINGER NELSON: Okay. I would ask that  
17 the complaint be amended to identify WorldCom, Inc.  
18 as the defendant or respondent. That way, it covers  
19 all of the subsidiaries at this point in time.

20 JUDGE RENDAHL: I don't --

21 MR. BUTLER: We formally appeared on behalf  
22 of MCI/WorldCom, Inc. and its regulated subsidiaries,  
23 so if that's changed to WorldCom, Inc. and its  
24 regulated subsidiaries, that's sufficient.

25 MS. SINGER NELSON: Yeah, that's more

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1 appropriate, because MCI/WorldCom, Inc. doesn't have  
2 regulated subsidiaries, so it would be WorldCom, Inc.  
3 at this point in time.

4 JUDGE RENDAHL: WorldCom, Inc. and its  
5 regulated subsidiaries?

6 MS. SINGER NELSON: Yes, thank you.

7 JUDGE RENDAHL: Okay. Are there any other  
8 issues, Ms. Steele?

9 MS. STEELE: Your Honor, I just got the  
10 agreements on Friday and haven't had a chance to look  
11 through all of them, but I am confident that AT&T  
12 Corp, that some of those would also be with AT&T  
13 Communications of the Pacific Northwest, Inc., which  
14 is the regulated entity here in Washington. And XO  
15 Communications, Inc. also is the parent. The  
16 regulated entity here in Washington is XO Washington,  
17 Inc.

18 JUDGE RENDAHL: Anything else?

19 MR. CONN: This is Dave Conn, from McLeod  
20 again. Just to be sure that we've got all the bases  
21 covered, I just realized that one of the agreements  
22 listed in the complaint is with another subsidiary or  
23 former subsidiary of McLeod USA. That's McLeod USA  
24 Telecom Development, Inc. That's a company with  
25 operations in South Dakota and Minnesota that we



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1 actually no longer own.

2 JUDGE RENDAHL: Okay. Anything further on  
3 this issue? Mr. Connors.

4 MR. CONNORS: Yes, just with respect to  
5 Advanced TelCom Group, Inc., TelCom is T-e-l-C-o-m  
6 Group, Inc. There's also a separate company,  
7 Advanced TelCom, Inc, doing business as Advanced  
8 TelCom Group and Shared Communications Services, Inc.  
9 I've spoken with Ms. Smith and we can work things out  
10 with Staff on that.

11 JUDGE RENDAHL: Okay. I guess what I would  
12 suggest at this point, I think I will take Ms. Smith  
13 up on her suggestion that she communicate with all of  
14 you, and I'll give parties until Friday to file  
15 whatever formal statements you wish to make or  
16 request to amend -- further amend the complaint and  
17 as to which parties, and work with Ms. Smith in terms  
18 of how best to address this, whether to simply modify  
19 the caption based on the appearance that's been  
20 stated, or to amend the complaint.

21 And next week, Ms. Smith, if you can address  
22 that by the -- what would be most feasible, the 15th  
23 -- actually, the 18th or the 19th?

24 MS. SMITH: I can address that by any day  
25 that's the most convenient for the Bench.

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1           JUDGE RENDAHL:  Why don't we try to resolve  
2  it by the 18th, and then the Commission will address  
3  the amended complaint as suggested by Staff.

4           MS. SMITH:  Thank you, Your Honor.

5           JUDGE RENDAHL:  Taking into consideration  
6  the comments and filings of the parties, of course.  
7  Okay.  The next issue, let's take up the motion to  
8  dismiss Allegiance.  Ms. Smith, if you would explain  
9  the motion that you filed with Commission on  
10 September 4th, and then we'll take comments from Mr.  
11 Binder.

12          MS. SMITH:  Thank you, Your Honor.  This is  
13 Shannon Smith, for Commission Staff.  After some  
14 conversations with Counsel for Allegiance, I tracked  
15 down the agreement that we had that was the one  
16 subject to the complaint and found out that the  
17 complaint had been filed with the Commission in a  
18 timely manner and so there was no reason for  
19 Allegiance to be a named respondent in this  
20 complaint, and that the complaint really belonged in  
21 the Exhibit B list of complaints.

22          And so the motion dismisses Allegiance  
23 Telecom as a respondent and amends the Exhibit B to  
24 the complaint to include the agreement between  
25 Allegiance and Qwest.

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1           JUDGE RENDAHL: Okay. So the agreement --  
2 Staff believes the agreement was filed in a timely  
3 manner by Allegiance?

4           MS. SMITH: I believe it was filed by Qwest,  
5 but in any event, it was filed in a timely manner, so  
6 Allegiance no longer should be a named respondent to  
7 this complaint. But the agreement itself is one that  
8 Staff continues to have a concern about and it should  
9 be included in the agreements in Exhibit B.

10          JUDGE RENDAHL: Okay, thank you. Mr.  
11 Binder.

12          MR. BINDER: Allegiance assents to the  
13 motion.

14          JUDGE RENDAHL: I'm sorry, can you repeat  
15 that? You're speaking very softly.

16          MR. BINDER: Allegiance assents to the  
17 motion.

18          JUDGE RENDAHL: Thank you. At this time,  
19 I'll take responses, first from Qwest, and then we'll  
20 go around the room.

21          MS. ANDERL: We have no objection to  
22 Allegiance being dismissed and the Allegiance  
23 agreement being removed from Exhibit A.

24           I think we would not agree with a lot of  
25 things about Exhibit B on the complaint, which you

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1 probably don't need me to get into today, so I think,  
2 for purposes of process today, that's probably  
3 sufficient. We don't object to their dismissal and  
4 the removal of the Allegiance agreement from Exhibit  
5 A to the complaint.

6 JUDGE RENDAHL: Okay, thank you. Are there  
7 any objections to granting the motion to dismiss  
8 Allegiance from the complaint and moving the  
9 agreement to Exhibit B to the complaint?

10 MR. BAILEY: No objection.

11 MR. BEST: ELI has no objection.

12 JUDGE RENDAHL: Okay. Hearing no  
13 objections, the motion to dismiss Allegiance and to  
14 move the agreement to Exhibit B is granted. Mr.  
15 Binder, you can stay on the line and listen to the  
16 rest of this prehearing conference if you wish or you  
17 may ring off at your choosing.

18 MR. BINDER: Thank you. Allegiance will  
19 sign off.

20 JUDGE RENDAHL: Okay. Thank you for  
21 appearing this morning.

22 MR. BINDER: You're welcome. Thank you.

23 MS. ANDERL: Your Honor, for clarification,  
24 then, Allegiance need not be included on any service  
25 lists?

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1           JUDGE RENDAHL: That's correct. Okay. I  
2 guess at this time I'd like to ask Ms. Smith, on  
3 behalf of Staff, to summarize the status of where we  
4 are in this proceeding, and then we'll maybe go off  
5 the record to talk about where we should go from  
6 here.

7           MS. SMITH: Thank you, Your Honor. The  
8 Commission issued a complaint against Qwest  
9 Corporation and a number of other companies for  
10 failing to file interconnection agreements with the  
11 Commission, as required by the Telecommunications  
12 Act. There were also other violations alleged  
13 against Qwest for failing to file the agreement under  
14 state law and some other allegations that are set  
15 forth in the complaint.

16           This is the first hearing that we've had in  
17 this case. I understand, from the comments of  
18 Counsel and from the Bench, that Commission Staff  
19 needs to work with the parties to perhaps amend the  
20 complaint or change the caption in the complaint to  
21 properly list all of the respondents to this  
22 complaint. When the Commission drafted the  
23 complaint, it was drafted off the agreements that we  
24 did have, so we -- the Commission did its best to  
25 name the parties that it believed were parties to the

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1 agreement. To the extent that some of the names may  
2 not be completely accurate or some of the companies  
3 may have changed names, we need to get that addressed  
4 and get that straightened out. Otherwise, the status  
5 is as we are today.

6 JUDGE RENDAHL: Okay. Thank you. What I'd  
7 like to talk about now is where we go from here.  
8 From the answers that were filed, several parties did  
9 file answers, there appeared to be some legal issues  
10 that might be best to address -- some of those may be  
11 addressed by the further amendment of the complaint,  
12 but some of them may still be present.

13 So putting aside the issue of the parent  
14 company being named, as opposed to the company in  
15 Washington, which may address, as I said, some of  
16 those jurisdictional issues, are there legal issues  
17 that can be briefed and addressed before proceeding  
18 to any hearing in this case? Ms. Anderl.

19 MS. ANDERL: Thank you, Your Honor. As far  
20 as scheduling and procedural issues were concerned,  
21 we did want to propose that we set up some time at  
22 the beginning of the proceeding for filing of  
23 dispositive motions, including motions for summary  
24 determination on a number of issues and a number of  
25 agreements. We think that that will help --

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1 resolution of those motions will potentially help  
2 narrow both the number of issues and the number of  
3 agreements that are at issue and could make the  
4 process, as we go forward from there, a lot less  
5 unwieldy.

6           Because that would be the stated purpose,  
7 though, that would mean that not much else could  
8 happen while the motion -- until the motions were  
9 actually resolved. I understood that, because we are  
10 looking at what's seemed to be a closed universe  
11 here, that there's not an enormous sense of urgency.  
12 On the other hand, I know that people probably don't  
13 want the docket to drag out too long, but we would  
14 propose maybe the first eight weeks of the docket be  
15 set for filing of dispositive motions, responses and  
16 determination by the Commission on those motions.

17           JUDGE RENDAHL: Any thoughts on that  
18 proposal, Ms. Steele?

19           MS. STEELE: Yes, we would agree with that  
20 proposal. There are a number of legal issues that  
21 can be determined specifically, whether specific  
22 agreements needed to be filed, and also whether  
23 competitive carriers had an obligation to file the  
24 agreements.

25           JUDGE RENDAHL: Mr. Butler.

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1 MR. BUTLER: We would agree with that.

2 MR. CROMWELL: Judge Rendahl, Robert  
3 Cromwell, for the record. I agree generally with the  
4 idea that I think dispositive motions early, prior to  
5 the hearings, are probably appropriate. I think one  
6 thing we may want to do is have at least some period  
7 of discovery prior to that to be certain that we have  
8 no contested issues of fact relating -- particularly,  
9 I'm thinking about the applicability of the  
10 agreements to Washington. I'm simply recalling, as  
11 you may, as well, from the 271 docket, when we first  
12 were discussing these, that there are a range of  
13 agreements, some of which are directly affecting  
14 services provided in Washington, some of which did  
15 not.

16 I assume that would be a matter of argument,  
17 but I think that we would need to be able to develop  
18 the record in this docket sufficiently so that we can  
19 either ascertain that there are no disputed issues of  
20 material fact or, alternatively, if a party wants to  
21 assert that there are, that that party has the  
22 opportunity to develop that record prior to  
23 essentially putting a dispositive motion before the  
24 Commission where a party's going to contest questions  
25 of fact when there may not have been sufficient time



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1 to develop that discovery.

2 JUDGE RENDAHL: Okay, thank you. Your  
3 comments bring to mind something I meant to talk  
4 about at the very beginning, which is I was presiding  
5 in the Section 271 case here before the Commission at  
6 which these agreements or -- I haven't seen the  
7 exhibits listed in A and B, but they may be the same  
8 as the agreements that were filed subsequent to a  
9 bench request in the 271 case and admitted as an  
10 exhibit and addressed by the Commission, and if any  
11 party felt that it was inappropriate that I sit in  
12 this proceeding, you may state your opposition today  
13 or, if you wish, file something with the Commission  
14 if you believe that it would be inappropriate for me  
15 to sit in this proceeding.

16 So I just -- you don't have to say anything  
17 today. I don't want to put anybody under pressure,  
18 but I just wanted to disclose that and if there was  
19 any issue that anyone had with that.

20 And the other issue that your comments bring  
21 up to me is the agreements themselves, whether all  
22 parties have copies of those exhibits or -- Ms.  
23 Smith?

24 MS. SMITH: Your Honor, and I apologize for  
25 interrupting. I believe Qwest has a copy of all of

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1 the agreements listed. Other named respondents have  
2 contacted me or have contacted the Commission to  
3 request copies of the agreements that pertain to that  
4 particular company and we have tried to get those  
5 copies to all of those companies, but I wanted to let  
6 the parties know that if anybody wants a copy of a  
7 particular agreement or all of the agreements, to  
8 contact me, and I will see that they get whatever  
9 copies they need.

10 JUDGE RENDAHL: Okay.

11 MS. SMITH: Because some folks were  
12 contacting the Commission, and that's perfectly fine,  
13 but it would probably be more expedient to contact  
14 me.

15 JUDGE RENDAHL: Okay, thank you. I didn't  
16 want to interrupt you, Mr. Cromwell. Did you have  
17 any further comments?

18 MR. CROMWELL: No, Your Honor. I just  
19 wanted to raise that question of some period of  
20 discovery prior to the dispositive motions.

21 JUDGE RENDAHL: Okay. Any other comments on  
22 Qwest's proposal and Public Counsel's proposal?

23 MS. ANDERL: We assumed that there would be  
24 some discovery going on from the beginning and we  
25 don't object to that.

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1 JUDGE RENDAHL: Okay.

2 MS. SMITH: Your Honor, as did Commission  
3 Staff, although the comment Commission Staff has in  
4 response to the request to set a date for dispositive  
5 motions, we generally agree with that, but when we  
6 get to scheduling, the Commission Staff will ask for  
7 probably more than the ordinary amount of time to  
8 respond, because I can imagine that there would be a  
9 variety of motions that would be directed at Staff to  
10 answer, so we would probably ask for a little bit  
11 more time to respond to the different parties and the  
12 different legal issues that are raised in the various  
13 motions.

14 JUDGE RENDAHL: Okay, thank you. Ms.  
15 Endejan.

16 MS. ENDEJAN: Yes, Your Honor. Eschelon  
17 supports the idea of trying to sift and winnow out at  
18 the beginning of the case, you know, what are legal  
19 issues, get them resolved, and then go forward, so we  
20 support Qwest's proposal. We just have a little  
21 timing issue. I think that it's a little ambitious  
22 to get everything moved, resolved, done in eight  
23 weeks. So my counsel in Minnesota's asked me to not  
24 -- he's pretty much booked up through the end of  
25 September, and so that might affect our position on

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1 this matter. We just might ask for a little more  
2 time than perhaps has been contemplated by Qwest.

3 JUDGE RENDAHL: Okay. And many of those in  
4 the room may also be involved in Triennial Review  
5 issues, which may also pose potential scheduling  
6 problems, at least within the first 90 days, so --

7 MS. STEELE: Yes.

8 MS. ANDERL: Yes.

9 JUDGE RENDAHL: Is anyone opposed to the  
10 idea of the dispositive motion winnowing-out process?  
11 I'm not hearing anything, so I think everyone's  
12 generally agreed to that. And then concurrent  
13 discovery or discovery period prior to the  
14 dispositive motion process?

15 MR. CROMWELL: My preference would be prior  
16 to.

17 JUDGE RENDAHL: So noted. Okay. Let's be  
18 off the record for a moment and we'll look at  
19 calendars and see if we can figure that out. Be off  
20 the record.

21 (Discussion off the record.)

22 JUDGE RENDAHL: Let's be back on the record.  
23 While we were off the record, we discussed scheduling  
24 and also discussed discovery and protective orders,  
25 and the parties would like to invoke the Commission's

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1 discovery rule. That is WAC 480.09.480 still, I  
2 believe, before the new rules go into play at some  
3 point in the future. And the parties would also like  
4 to have a protective order issued, entered in this  
5 case. So we will do that.

6           And discussed procedure. At this point,  
7 we're going to -- the parties will engage in  
8 discovery and probably already have been, and will  
9 continue to do that, and there will be a dispositive  
10 motion scheduled, but any dispositive motions must be  
11 filed with the Commission by Friday, November 10th, I  
12 believe is the date. Friday, November 7th, excuse  
13 me. And answers to those dispositive motions must be  
14 filed with the Commission by Friday, December 5th,  
15 and any parties wishing to respond may do so by  
16 Friday, December the 19th, and then we'll schedule a  
17 prehearing conference in this proceeding the week of  
18 February the 9th, 2004.

19           Is there anything else we need to talk about  
20 on the record today in this matter? Anything that we  
21 discussed off the record that should be put on the  
22 record? Hearing nothing, we will be adjourned today.  
23 Thank you very much.

24           (Proceedings adjourned at 10:43 a.m.)

25