

Suzan DeBusk Paiva
Assistant General Counsel



1717 Arch Street, 3 East
Philadelphia, PA 19103

Tel: (215) 466-4755
Fax: (215) 563-2658
Suzan.D.Paiva@Verizon.com

June 4, 2014

Via Electronic Filing

Rosemary Chiavetta, Secretary
Pennsylvania Public Utility Commission
Commonwealth Keystone Building
400 North Street, 2nd Floor
Harrisburg, PA 17120

Re: Core Communications, Inc. v. Verizon Pennsylvania LLC
Docket No. C-2014-2406550

Dear Secretary Chiavetta:

Enclosed please find Verizon's Petition for Protective Order, being filed on behalf of Verizon Pennsylvania LLC in the above captioned matter.

If you have any questions, please feel free to contact me.

Very truly yours,

A handwritten signature in blue ink that reads "Suzan D. Paiva".

Suzan D. Paiva

SDP/slb

Via E-Mail and First Class Mail
cc: The Honorable Susan D. Colwell
Attached Certificate of Service

CERTIFICATE OF SERVICE

I hereby certify that I have this day served a true copy of Verizon's Petition for Protective Order, upon the party, listed below, in accordance with the requirements of §1.54 (relating to service by a party) and 1.55 (related to service upon attorneys).

Dated at Philadelphia, Pennsylvania, this 4th day of June, 2014.

Via E-Mail and First Class Mail

Michael A Gruin, Esquire
Stevens & Lee
17 North Second St., 16th Fl.
Harrisburg, PA 17101

Christopher F. Van de Verg, Esquire
General Counsel
Core Communications, Inc.
209 West Street, Suite 302
Annapolis, MD 21401



Suzan D. Paiva
Pennsylvania Bar ID No. 53853
1717 Arch Street, 3rd Floor
Philadelphia, PA 19103
(215) 466-4755

Attorney for Verizon

**BEFORE THE
PENNSYLVANIA PUBLIC UTILITY COMMISSION**

Core Communications, Inc.,	:	
	:	
Complainant,	:	
	:	
v.	:	Docket No. C-2014-2406550
	:	
Verizon Pennsylvania LLC,	:	
	:	
Respondent.	:	

PETITION FOR PROTECTIVE ORDER

In accordance with 52 Pa. Code §5.423, Verizon Pennsylvania LLC (“Verizon”) hereby files this uncontested Petition For Protective Order. In support of this Petition, Verizon avers as follows:

1. This matter involves a Complaint by Core Communications, Inc. (“Core”) against Verizon Pennsylvania LLC (“Verizon”).
2. In connection with this proceeding, both parties anticipate that they may be required to file with the Commission and/or furnish to the parties through formal and informal discovery non-public, proprietary information and documents that contain sensitive information, including but not limited to information that is either specified as confidential by its terms or pertains to business practices, operations, or financial matters that are commercially sensitive or that are ordinarily considered and treated as confidential by the producing party.
3. Under 52 Pa. Code § 5.432, a Protective Order may be entered to limit or prohibit disclosure of confidential information where the potential harm to a participant would be substantial and outweighs the public’s interest in having access to the confidential information. In evaluating whether to enter a Protective Order, the Commission must

balance the potential harm to the producing party of disclosure of the information against the public's interest in free and open access to the administrative process.

4. The parties in the matter have conferred and agree that they would be substantially harmed if proprietary and confidential information were filed and/or provided to parties without restriction, because it would then become public information available for review by actual or potential competitors of the parties. For example, if the material is not kept in a proprietary folder in the Secretary's office and, instead made public, then competitors of either party could obtain copies of such information to the detriment of the owner of such information. Also, information not marked proprietary could be publicly released in orders or other official documents available on the Commission's website. Given the sensitive nature of certain information, the parties seek herein to prevent such public disclosure.
5. Adopting the Protective Order that is attached hereto as Exhibit 1 is a reasonable way to protect the confidentiality of the parties' sensitive information while still permitting the parties and the Commission to use it as appropriate for purposes of the instant litigation. This limitation on the disclosure of such sensitive non-public information will not prejudice the rights of the parties and will not frustrate the ability of the public to access information that is already publicly available.
6. The parties believe the discovery, hearing, and briefing process of this matter will be facilitated by the adoption, at the earliest possible time, of the Protective Order attached as Exhibit 1 hereto to govern the treatment of proprietary and highly confidential materials. This Order would protect all such proprietary and highly confidential materials from disclosure to the public.

7. The Order's proposed restrictions for "Highly Confidential" information are narrowly tailored and provide a process whereby the requesting party can seek to have persons other than counsel of record to have access to highly confidential information and, if agreement is not reached, enable to issue to be resolved by the presiding ALJ.
8. The parties have agreed that that the restrictions of sub-paragraph 4(a)(i) of the Order should not apply to Core officers Christopher Van De Verg and Bret Mingo, who have both been identified as witnesses for Core. The parties agree that Mr. Van de Verg and Mr. Mingo should be permitted to view Proprietary and Highly Confidential information in this proceeding, subject to all of the other restrictions set forth in this Order.
9. Aside from the afore-mentioned provisions related to Mr. Mingo and Mr. Van de Verg, the Protective Order attached as Exhibit 1 is substantially similar to many other Protective Orders routinely issued by the Commission.
10. Verizon has shared the proposed text of the Protective Order with Counsel for Core, and Counsel for Core has indicated that Core agrees to the entry of the Order as drafted.

WHEREFORE, Verizon Pennsylvania LLC respectfully requests that the Protective Order attached as Exhibit 1 hereto be entered.

Respectfully submitted,

Dated: June 4, 2014


Suzan D. Paiva, I.D. No. 53853
Verizon
1717 Arch Street, 3rd Floor
Philadelphia, PA 19103
Phone: (215) 466-4755
Suzan.D.Paiva@verizon.com

*Counsel for Respondent
Verizon Pennsylvania LLC*

EXHIBIT 1

**BEFORE THE
PENNSYLVANIA PUBLIC UTILITY COMMISSION**

Core Communications, Inc.

v.

Verizon Pennsylvania LLC

:
:
:
:
:

C-2014-2406550

PROTECTIVE ORDER

THEREFORE,

IT IS ORDERED:

1. This Protective Order, jointly submitted by Verizon Pennsylvania LLC (“Verizon”) and Core Communications, Inc. (“Core”) is hereby established for use in this proceeding with respect to all materials and information identified at Paragraph 2 of this Protective Order which are filed with the Pennsylvania Public Utility Commission (“Commission”), produced in discovery, or otherwise presented during these proceedings. All persons now and hereafter granted access to the materials and information identified in Paragraph 2 of this Protective Order shall use and disclose such information only in accordance with this Order.

2. The materials subject to this Order are all written, recorded or graphic material, whether produced or created by a party or another person or entity, including but not limited to, correspondence, documents, data, information, studies, methodologies and other materials which a party or an affiliate of a party furnishes in this proceeding pursuant to Commission rules and regulations, discovery procedures or cross-examination or provides as a courtesy to a party to this proceeding, which are claimed to be of a proprietary or confidential nature and which are designated “PROPRIETARY” (hereinafter collectively referred to as “Proprietary Information”).

In addition, the parties may designate extremely sensitive Proprietary Information as “HIGHLY CONFIDENTIAL” (hereinafter referred to as “Highly Confidential Information”) and thus secure the additional protections set forth in this Order pertaining to such material. Such “HIGHLY CONFIDENTIAL” information shall be only such Proprietary Information that constitutes or describes the producing party's marketing plans, including, *inter alia*, costing and pricing aspects thereof, competitive strategies, market share projections, marketing materials that have not yet been used, network deployment, customer-identifying information, or customer prospects for services that are subject to competition.

3. Proprietary Information and Highly Confidential Information shall be made available to the Commission and its Staff for use in this proceeding. For purposes of filing, to the extent that Proprietary Information and Highly Confidential Information is placed in the Commission’s report folders, such information shall be handled in accordance with routine Commission procedures inasmuch as the report folders are not subject to public disclosure. To the extent that Proprietary Information or Highly Confidential Information is placed in the Commission’s testimony or document folders, such information shall be separately bound, conspicuously marked and sealed, and accompanied by a copy of this Order. Public inspection of Proprietary Information and Highly Confidential Information shall be permitted only in accordance with this Protective Order.

4. Proprietary Information and Highly Confidential Information shall be made available to counsel of record in this proceeding pursuant to the following procedures.

a. Proprietary Information. To the extent required for participation in this proceeding, a party’s counsel of record, including in-house counsel and outside counsel who are actively engaged in this proceeding, including partners, associates, secretaries, paralegals and employees of such counsel may afford access to Proprietary Information made available by another party (“the producing party”) pursuant to the following procedures:

i. To the party's witness(es) or expert(s) subject to the restrictions that such witness(es) or expert(s) may not hold any of the following positions with any competitor or affiliate of a competitor of the producing party: an officer, board member, significant stockholder, partner, owner (other than owner of stock) or an employee of any competitor or affiliate of a competitor of the producing party where such witness or expert is primarily involved in the pricing, development, and/or marketing of products or services that are offered in competition with those of the producing party; provided, however, that any witness or expert shall not be disqualified on account of being a stockholder, partner, or owner unless his/her interest in the business constitutes a significant potential for violation of the limitations of permissible use of the Proprietary Information. For purposes of this Order, stocks, partnership, or other ownership interest valued at less than \$500,000 and/or constituting less than a 10 % interest in a business does not, in itself, establish a significant potential for violation. For purposes of this Order, the parties acknowledge that the restrictions of this sub-paragraph 4(a)(i) shall not apply to Core officers Christopher Van De Verg and Bret Mingo. Mr. Van de Verg and Mr. Mingo shall be permitted to view Proprietary and Highly Confidential information in this proceeding, subject to all of the other restrictions set forth in this Order.

ii. To a party's independent expert retained to render professional services in this proceeding, subject to the restriction that if the independent expert, another member of the independent expert's firm or the independent expert's

firm generally also serves as an expert for, or as a consultant or advisor to a competitor or any affiliate of a competitor of the producing party, said independent expert must: (1) advise the producing party of the competitor's or affiliate's name(s); (2) make reasonable attempts to segregate those personnel assisting in the expert's participation in this proceeding from those personnel working on behalf of a competitor or any affiliate of a competitor of the producing party; and (3) if segregation of such personnel is impractical, the independent expert shall give to the producing party written assurances that the lack of segregation will in no way jeopardize the interests of the producing party. The producing party retains the right to challenge the adequacy of the written assurances that its interests will not be jeopardized.

b. Highly Confidential Information. Proprietary Information or other material designated as "Highly Confidential" shall be produced for inspection only by a party's witnesses and counsel of record, including in-house counsel and outside counsel of the reviewing party who are actively engaged in this proceeding, including partners, associates, secretaries, paralegals and other such employees of counsel. If the inspecting witness or counsel desires to disclose "Highly Confidential" material to persons other than the witness or counsel of record as described above, she or he shall notify the producing party's counsel three (3) business days prior to such disclosure, to allow the producing party time to raise the issue orally with the presiding Administrative Law Judge if there is any objection to such disclosure. Highly Confidential Information may be disclosed under the terms of this provision only to persons who meet the qualifications of 4(a)(i) and (ii) above. If upon inspection the requesting party disagrees with the

designation of any of the material as “Highly Confidential” and the producing party does not revise the designation, that issue may also be submitted orally to the Administrative Law Judge for resolution.

c. No other persons may have access to the Proprietary Information or Highly Confidential Information except as authorized by order of the Commission or of the presiding Administrative Law Judge. No person who may be entitled to receive, or who is afforded access to any Proprietary Information or Highly Confidential Information shall use or disclose such information for the purposes of business or competition, or any purpose other than the preparation for and conduct of this proceeding or any administrative or judicial review thereof.

5. Prior to making Proprietary Information or Highly Confidential Information available to any person as provided in numbered Paragraph 4, above, counsel shall deliver a copy of this Order to such person and shall receive a written acknowledgment from that person in the form attached to this Order and designated as “Appendix A”. Counsel shall promptly deliver to the producing party a copy of the executed Appendix A.

6. A producing party shall designate data or documents as constituting or containing Proprietary Information or Highly Confidential Information by affixing an appropriate proprietary stamp or typewritten or printed designation on such data or documents. Where only part of data compilations or multi-page documents constitutes or contains Proprietary Information or Highly Confidential Information, the producing party insofar as reasonably practicable within discovery and other time constraints imposed in this proceeding, shall designate only the specific data or pages of documents which constitute or contain Proprietary Information or Highly Confidential Information.

7. Any federal agency which has access to and/or receives copies of the Proprietary Information or Highly Confidential Information will consider and treat the Proprietary Information or Highly Confidential Information as within the exemption from disclosure provided in the Freedom of Information Act as set forth at 5 U.S.C.A. §552(b)(4) until such time as the information is found to be non-proprietary.

8. Any state agency which has access to and/or receives copies of the Proprietary Information or Highly Confidential Information will consider and treat the Proprietary Information or Highly Confidential Information as within the exemption from disclosure provided in the Pennsylvania Right-to-Know Act as set forth at 65 P.S. §66.1(2) until such time as the information is found to be non-proprietary.

9. Any public reference to Proprietary Information or Highly Confidential Information by counsel or persons afforded access thereto shall be to the title or exhibit reference in sufficient detail to permit persons with access to the Proprietary Information or Highly Confidential Information to fully understand the reference and not more. The Proprietary Information or Highly Confidential Information shall remain a part of the record, to the extent admitted, for all purposes of administrative or judicial review.

10. Parts of any record in this proceeding containing Proprietary Information or Highly Confidential Information, including but not limited to all exhibits, writings, testimony, cross-examination, argument and responses to discovery, and including reference thereto as mentioned in number Paragraph 9 above, shall be sealed for all purposes, including administrative and judicial review, unless such Proprietary Information or Highly Confidential Information is released from the restrictions of this Order, either through the agreement of the parties or pursuant to order of the Administrative Law Judge or the Commission. Unresolved challenges arising under Paragraph 11 shall be decided on motion or petition by the presiding officer or the Commission as provided by 52 Pa. Code §5.423(a). All such challenges will be resolved in conformity with existing rules, regulations, orders, statutes, precedent, etc., to the extent that such guidance is available.

11. The parties affected by the terms of this Order shall retain the right to question or challenge the confidential or proprietary nature of Proprietary Information or Highly Confidential Information; to question or challenge the admissibility of Proprietary Information or Highly Confidential Information; to refuse or object to the production of Proprietary Information or Highly Confidential Information on any proper ground, including but not limited to irrelevance, immateriality or undue burden; to seek an order permitting disclosure of Proprietary Information or Highly Confidential Information beyond that allowed in this Order; and to seek additional measures of protection of Proprietary Information or Highly Confidential Information beyond those provided in this Order. If a challenge is made to the designation of a document or information as Proprietary Information or Highly Confidential Information, the party claiming that the information is Proprietary Information or Highly Confidential Information retains the burden of demonstrating that the designation is necessary and appropriate.

12. Upon completion of this proceeding, including any administrative or judicial review, all copies of all documents and other materials, including notes, which contain any Proprietary Information or Highly Confidential Information, shall be immediately returned upon request to the party furnishing such Proprietary Information or Highly Confidential Information. In the alternative, parties may provide an affidavit of counsel affirming that the materials containing or reflecting Proprietary Information or Highly Confidential Information have been destroyed.

Dated: June __, 2014

Susan D. Colwell
Administrative Law Judge

**BEFORE THE
PENNSYLVANIA PUBLIC UTILITY COMMISSION**

Core Communications, Inc.	:		
	:	Complainant	
v.	:		
	:		C-2014-2406550
Verizon Pennsylvania, LLC	:		
	:	Respondent	

TO WHOM IT MAY CONCERN:

The undersigned is the _____ of _____ (the retaining party) and hereby acknowledges that he/she does not hold any of the following positions with any competitor or affiliate of a competitor of the producing party (an officer, board member, significant stockholder, partner, owner or an employee) who is primarily involved in the pricing, development, and/or marketing of products or services that are offered in competition with those of the producing party.

The undersigned has read and understands the Protective Order that deals with the treatment of Proprietary Information and Highly Confidential Information. The undersigned agrees to be bound by, and comply with, the terms and conditions of said Order.

In the case of an independent expert, the undersigned represents that he/she has complied with the provisions of numbered Paragraph 4 (a)(ii) of the Order prior to submitting this Acknowledgement.

SIGNATURE

PRINT NAME

ADDRESS

EMPLOYER

DATE