

BEFORE THE
PENNSYLVANIA PUBLIC UTILITY COMMISSION

Petition of Core Communications, Inc. :
for Arbitration of Interconnection Rates, Terms :
and Conditions with Windstream Pennsylvania, Inc. :
Pursuant to 47 U.S.C. §252(b) :

A-310922F7004

**DOCUMENT
FOLDER**

ORDER GRANTING REQUEST FOR ISSUANCE OF PROTECTIVE ORDER

By letter dated July 30, 2007 Windstream Pennsylvania, Inc., requested that I issue a protective order in this proceeding and enclosed a proposed order with its letter. Windstream Pennsylvania, Inc. represented in its letter that Core Communications, Inc. agreed to the proposed order.

The Commission's Rules of Practice and Procedure permit the Commission to issue protective orders limiting the availability of certain proprietary or confidential information. 52 Pa. Code §§5.362 and 5.423. The party seeking the protective order has the burden to establish that the potential harm to the party providing the information would be substantial and the harm to the party if the information is disclosed without restriction outweighs the public's interest in free and open access to the administrative hearing process. Petition for Protective Order of GTE North Inc., 1996 Pa PUC LEXIS 95, Docket No. G-00940402, (Order entered August 8, 1996); ITT Communications Services' Petition for a Protective Order, 1991 Pa PUC LEXIS 193, Docket No. R-912017, (Order entered November 5, 1991)

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In determining whether to issue a protective order, the Commission, pursuant to 52 Pa. Code §5.423(a), should consider the following factors:

- (1) The extent to which the disclosure would cause unfair economic or competitive damage.
- (2) The extent to which the information is known by others and used in similar activities.
- (3) The worth or value of the information to the party and to the party's competitors.

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- (4) The degree of difficulty and cost of developing the information.
- (5) Other statutes or regulations dealing specifically with disclosure of the information.

The proposed protective order contains provisions that address both “proprietary information” and “highly confidential” information. “Proprietary information” includes correspondence, documents, data, information, studies, methodologies and other materials that are proprietary or confidential. “Highly confidential” information includes only such proprietary information constituting marketing plans, competitive strategies, market share projections, marketing materials that have not yet been used, customer-identifying information and customer prospects for services that are subject to competition. The proposed protective order states that to the extent that the parties use both “proprietary information” and “highly confidential” information in this proceeding, the information is not subject to public disclosure and will be separately bound, conspicuously marked and accompanied by a copy of the protective order.

The parties have alleged facts in the proposed protective order that justify the restrictions on the dissemination of the evidence set forth in the proposed protective order. The Commission’s regulation at 52 Pa. Code §5.423 requires that a protective order apply the least restrictive means of limitation that will provide the necessary protections from disclosure. The proposed protective order does this. Therefore, I will grant the request for issuance of a protective order contained in the July 30, 2007 letter.

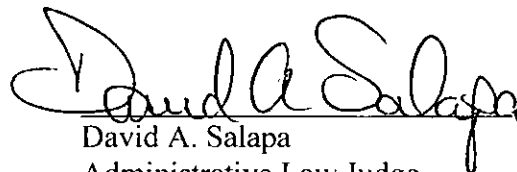
THEREFORE,

IT IS ORDERED:

1. That the request for issuance of a protective order contained in the letter dated July 30, 2007 submitted by Windstream Pennsylvania, Inc. and un-objected to by Core Communications, Inc. is granted.

2. The proposed protective order attached to the letter dated July 30, 2007 is approved, adopted and incorporated into this order. A copy of the executed protective order is attached.

Date: August 6, 2007


David A. Salapa
Administrative Law Judge

BEFORE THE
PENNSYLVANIA PUBLIC UTILITY COMMISSION

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Petition of Core Communications, Inc. :
for Arbitration of Interconnection Rates, :
Terms and Conditions with Windstream : Docket No. A-310922F7004
Pennsylvania, Inc., Pursuant to 47 :
U.S.C. §252(b) :

**DOCUMENT
FOLDER**

PROTECTIVE ORDER

IT IS ORDERED THAT:

1. This Protective Order, submitted by Windstream Pennsylvania, Inc. ("Windstream"),¹ formerly Alltel Pennsylvania, Inc., and agreed to by the parties to the instant proceeding, is hereby granted 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 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 INFORMATION" (hereinafter collectively referred to as "Proprietary Information").

¹For the purpose of this Protective Order, Windstream should also include Windstream Communications, Inc.

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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, competitive strategies, market share projections, marketing materials that have not yet been used, customer-identifying information, or customer prospects for services that are subject to competition.

3. The materials subject to this Order also include all materials and information identified at Paragraph 2 of this Protective Order that were marked as "PROPRIETARY INFORMATION" and "HIGHLY CONFIDENTIAL" in the pending Core application proceeding at Docket No. A-310922F0002, AmA.

4. 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 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 bound separately, conspicuously marked, 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.

5. Proprietary Information and Highly Confidential Information shall be made available to a party hereto pursuant to the terms of this Order. Parties shall

use said information only for purposes of preparing or presenting settlement positions, evidence, cross examination or argument in the proceeding, including any appeals thereof.

6. Proprietary Information. Prior to making Proprietary Information available to any employee, officer or director of a party, counsel for the receiving party 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 acknowledgment form.

7. "Highly Confidential" Highly Confidential Information shall be produced for inspection by a party's counsel of record only. If the inspecting lawyer desires copies of such material, or desires to disclose its contents to persons other than counsel of record, she or he shall submit a written request to the producing party's counsel. If requesting and producing parties are unable to reach agreement with respect to such a request, they may submit the issue orally to the presiding Administrative Law Judge. For purposes of this paragraph, representatives of Windstream having signed Appendix A to this Order shall be treated as counsel of record with regard to the production of Highly Confidential information.

8. The Proprietary Information shall be considered and treated as within the exemptions 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. A producing party shall designate data or documents as constituting or containing Proprietary or Highly Confidential Information by affixing an appropriate proprietary stamp or typewritten designation on such data or documents. Where

only part of data compilations or multi-page documents constitutes or contains Proprietary or Highly Confidential Information, the producing party shall designate only the specific data or pages of documents which constitute or contain Proprietary or Highly Confidential Information.

10. Any public reference to Proprietary 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 or Highly Confidential Information to fully understand the reference and not more. The Proprietary or Highly Confidential Information shall remain a part of the record, to the extent admitted, for all purposes of administrative or judicial review.

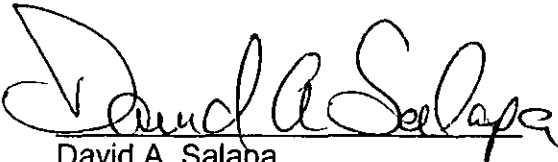
11. Parts of any record in this proceeding containing Proprietary or Highly Confidential Information, including but not limited to all exhibits, writings, testimony, cross examination, argument and responses to discovery, and including reference thereto as mentioned in ordering paragraph 9 above, shall be sealed for all purposes, including administrative and judicial review, unless such Proprietary or Highly Confidential Information is released from the restrictions of this Order, through agreement of the parties, subsequent public disclosure by the producing party, or pursuant to order of the Administrative Law Judge or the Commission. Unresolved challenges arising under paragraph 12 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.

12. The parties affected by the terms of this Order shall retain the right to question or challenge the confidential or proprietary nature of Proprietary or Highly Confidential Information; to question or challenge the admissibility of Proprietary or

Highly Confidential Information; to refuse or object to the production of Proprietary 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 or Highly Confidential Information beyond that allowed in this Order; and to seek additional measures of protection of Proprietary 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 or Highly Confidential, the party claiming that the information is Proprietary or Highly Confidential retains the burden of demonstrating that the designation is necessary and appropriate.

13. 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 or Highly Confidential Information shall be immediately returned upon request to the party furnishing such Proprietary or Highly Confidential Information. In the alternative, parties may provide an affidavit of counsel affirming that the materials containing or reflecting Proprietary or Highly Confidential Information have been destroyed.

Dated: August 6, 2007


David A. Salapa
Administrative Law Judge

APPENDIX A
BEFORE THE
PENNSYLVANIA PUBLIC UTILITY COMMISSION

Petition of Core Communications, Inc. for :
Arbitration of Interconnection Rates, Terms :
and Conditions with Windstream : Docket No A-310922F7004
Pennsylvania, Inc., Pursuant to 47 U.S.C. :
§252(b) :

TO WHOM IT MAY CONCERN:

The undersigned is an employee, officer or director of _____ or has been retained as a consultant or expert witness in connection with the above-referenced proceeding. The undersigned has read and understands the Protective Order in the above-referenced proceeding, which deals with the treatment of Proprietary and High Confidential Information. The undersigned agrees to be bound by, and comply with, the terms and conditions of said Protective Order.

Printed Name

Signature

Address

City, State, Zip

Employer

Date: _____