



COMMONWEALTH OF PENNSYLVANIA

October 25, 2021

E-FILED

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

Re: Joint Application of The United Telephone Company of Pennsylvania LLC d/b/a CenturyLink; CenturyTel Broadband Services, LLC; Connect Holding LLC; and Lumen Technologies, Inc. for All Approvals of a General Rule Transfer of Control and Registration of Securities / Docket Nos. A-2021-3028668, A-2021-3028669

Dear Secretary Chiavetta:

Enclosed please find the Protest, Notice of Intervention, Public Statement, and Verification, on behalf of the Office of Small Business Advocate (“OSBA”), in the above-captioned proceedings.

Copies will be served on all known parties in these proceedings, as indicated on the attached Certificate of Service.

If you have any questions, please do not hesitate to contact me.

Sincerely,

/s/ Steven C. Gray

Steven C. Gray
Senior Supervising
Assistant Small Business Advocate
Attorney I.D. No. 77538

Enclosures

cc: Joseph Gillan
Parties of Record

**BEFORE THE
PENNSYLVANIA PUBLIC UTILITY COMMISSION**

Joint Application of The United Telephone Company of Pennsylvania LLC d/b/a CenturyLink; CenturyTel Broadband Services, LLC; Connect Holding LLC; and Lumen Technologies, Inc. for All Approvals of a General Rule Transfer of Control and Registration of Securities : **Docket Nos. A-2021-3028668, A-2021-3028669**
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PROTEST OF THE SMALL BUSINESS ADVOCATE

Pursuant to 52 Pa. Code §5.51, the Office of Small Business Advocate (“OSBA”) files this Protest in response to the Joint Application of the United Telephone Company of Pennsylvania LLC, CenturyTel Broadband Services, LLC, Connect Holding LLC, and Lumen Technologies, Inc. (collectively, the “Joint Applicants”) for all Approvals of a General Rule Transfer of Control and Registration of Securities (“*Joint Application*”) that was filed with the Pennsylvania Public Utility Commission (“Commission”) on September 22, 2021.

I. INTRODUCTION

1. The OSBA is without knowledge or information sufficient to form a belief as to the truth of the averments in Paragraph 1. To the extent a response is required, the averments in Paragraph 1 are denied, and strict proof thereof is demanded. By way of further response, the remaining averments in Paragraph 1 constitute a prayer for relief to which no response is required.

2. Admitted.

II. DESCRIPTION OF THE RELEVANT UTILITIES

3. The OSBA is without knowledge or information sufficient to form a belief as to the truth of the averments in Paragraph 3. To the extent a response is required, the averments in Paragraph 3 are denied, and strict proof thereof is demanded.

4. The OSBA is without knowledge or information sufficient to form a belief as to the truth of the averments in Paragraph 4. To the extent a response is required, the averments in Paragraph 4 are denied, and strict proof thereof is demanded.

5. The OSBA is without knowledge or information sufficient to form a belief as to the truth of the averments in Paragraph 5 and *Joint Application* Exhibit A. To the extent a response is required, the averments in Paragraph 5 and *Joint Application* Exhibit A are denied, and strict proof thereof is demanded.

6. Admitted.

7. Admitted in part. By way of further response, the Commission Orders and Secretarial Letter cited in Paragraph 7 speak for themselves.

8. The OSBA is without knowledge or information sufficient to form a belief as to the truth of the averments in Paragraph 8. To the extent a response is required, the averments in Paragraph 8 are denied, and strict proof thereof is demanded.

9. Admitted. By way of further response, the FCC Public Notice speaks for itself.

10. Paragraph 10 contains conclusions of law to which no response is required.

11. The OSBA is without knowledge or information sufficient to form a belief as to the truth of the averments in Paragraph 11. To the extent a response is required, the averments in Paragraph 11 are denied, and strict proof thereof is demanded.

12. Admitted.

13. Paragraph 13 contains summaries of Joint Applicant's request for relief and conclusions of law to which no response is required.

14. The OSBA is without knowledge or information sufficient to form a belief as to the truth of the averments in Paragraph 14. To the extent a response is required, the averments in Paragraph 14 are denied, and strict proof thereof is demanded.

15. The OSBA is without knowledge or information sufficient to form a belief as to the truth of the averments in Paragraph 15. To the extent a response is required, the averments in Paragraph 15 are denied, and strict proof thereof is demanded.

16. The averments in Paragraph 16 constitute a prayer for relief to which no response is required. To the extent a response is required, the averments in Paragraph 16 are denied, and strict proof thereof is demanded.

17. The averments in Paragraph 17 constitute a prayer for relief to which no response is required. To the extent a response is required, the averments in Paragraph 17 are denied, and strict proof thereof is demanded.

III. DESCRIPTION OF THE PROPOSED TRANSACTION

18. The averments in Paragraph 18 constitute a prayer for relief to which no response is required. To the extent a response is required, the averments in Paragraph 18 and *Joint Application* Exhibit B are denied, and strict proof thereof is demanded.

19. The averments in Paragraph 19 constitute a prayer for relief to which no response is required. To the extent a response is required, the averments in Paragraph 19 are denied, and strict proof thereof is demanded.

20. The averments in Paragraph 20 constitute a prayer for relief to which no response is required. To the extent a response is required, the averments in Paragraph 20 are denied, and strict proof thereof is demanded.

21. The averments in Paragraph 21 constitute a prayer for relief to which no response is required. To the extent a response is required, the averments in Paragraph 21 and *Joint Application* Exhibit A are denied, and strict proof thereof is demanded.

IV. LEGAL STANDARDS

22. Paragraph 22 contain conclusions of law to which no response is required. By way of further response, Section 1102(a)(3) of the Public Utility Code speaks for itself.

23. Paragraph 23 contain conclusions of law to which no response is required. By way of further response, the Commission's 1994 Statement of Policy speaks for itself.

24. Paragraph 24 contain conclusions of law to which no response is required. By way of further response, the OSBA respectfully submits that the *Joint Application* should be fully litigated before an Administrative Law Judge using a non-expedited procedural schedule.

25. Paragraph 25 contain conclusions of law to which no response is required. By way of further response, Sections 1102 and 1103 of the Public Utility Code, as well as the Court decisions cited in Paragraph 25, speak for themselves.

V. BENEFITS OF THE TRANSACTION

26. The averments in Paragraph 26 constitute a prayer for relief to which no response is required. To the extent a response is required, the averments in Paragraph 26 are denied, and strict proof thereof is demanded.

27. The averments in Paragraph 27 constitute a prayer for relief to which no response is required. To the extent a response is required, the averments in Paragraph 27 are denied, and strict proof thereof is demanded.

28. The averments in Paragraph 28 constitute a prayer for relief to which no response is required. To the extent a response is required, the averments in Paragraph 28 are denied, and strict proof thereof is demanded.

29. The averments in Paragraph 29 constitute a prayer for relief to which no response is required. To the extent a response is required, the averments in Paragraph 29 are denied, and strict proof thereof is demanded.

30. The averments in Paragraph 30 constitute a prayer for relief to which no response is required. To the extent a response is required, the averments in Paragraph 30 are denied, and strict proof thereof is demanded.

31. The averments in Paragraph 31 constitute a prayer for relief to which no response is required. To the extent a response is required, the averments in Paragraph 31 are denied, and strict proof thereof is demanded.

32. The averments in Paragraph 32 constitute a prayer for relief to which no response is required. To the extent a response is required, the averments in Paragraph 32 are denied, and strict proof thereof is demanded.

33. The averments in Paragraph 33 constitute a prayer for relief to which no response is required. To the extent a response is required, the averments in Paragraph 33 and *Joint Application* Exhibit C are denied, and strict proof thereof is demanded.

34. The averments in Paragraph 34 constitute a prayer for relief to which no response is required. To the extent a response is required, the averments in Paragraph 34 are denied, and strict proof thereof is demanded.

35. The averments in Paragraph 35 constitute a prayer for relief to which no response is required. To the extent a response is required, the averments in Paragraph 35 are denied, and strict proof thereof is demanded.

36. The averments in Paragraph 36 constitute a prayer for relief to which no response is required. To the extent a response is required, the averments in Paragraph 36 are denied, and strict proof thereof is demanded.

37. The averments in Paragraph 37 constitute a prayer for relief to which no response is required. To the extent a response is required, the averments in Paragraph 37 are denied, and strict proof thereof is demanded.

38. The averments in Paragraph 38 constitute a prayer for relief to which no response is required. To the extent a response is required, the averments in Paragraph 38 are denied, and strict proof thereof is demanded.

39. The averments in Paragraph 39 constitute a prayer for relief to which no response is required. To the extent a response is required, the averments in Paragraph 39 are denied, and strict proof thereof is demanded.

40. The averments in Paragraph 40 constitute a prayer for relief to which no response is required. To the extent a response is required, the averments in Paragraph 40 are denied, and strict proof thereof is demanded.

VI. INFORMATION REQUIRED FOR APPROVAL

41. Paragraph 41 contain conclusions of law to which no response is required. By way of further response, 52 Pa. Code Sections 63.322 and 63.324, as well as Section 1102(a) of the Public Utility Code, speak for themselves.

42. The OSBA is without knowledge or information sufficient to form a belief as to the truth of the averments in Paragraph 42. To the extent a response is required, the averments in Paragraph 42 are denied, and strict proof thereof is demanded.

43. Paragraph 43 contains summaries of the Joint Applicant's request for relief and conclusions of law to which no response is required.

44. The OSBA is without knowledge or information sufficient to form a belief as to the truth of the averments in Paragraph 44. To the extent a response is required, the averments in Paragraph 44 are denied, and strict proof thereof is demanded.

45. The averments in Paragraph 45 constitute a prayer for relief to which no response is required. To the extent a response is required, the averments in Paragraph 45 are denied, and strict proof thereof is demanded.

46. The averments in Paragraph 46 constitute a prayer for relief to which no response is required.

47. The averments in Paragraph 47 constitute a prayer for relief to which no response is required. To the extent a response is required, the averments in Paragraph 47 are denied, and strict proof thereof is demanded.

48. Paragraph 48 contain conclusions of law to which no response is required.

49. The averments in Paragraph 49 constitute a prayer for relief to which no response is required. To the extent a response is required, the averments in Paragraph 49 are denied, and strict proof thereof is demanded.

50. The OSBA is without knowledge or information sufficient to form a belief as to the truth of the averments in Paragraph 50. To the extent a response is required, the averments in Paragraph 50 are denied, and strict proof thereof is demanded.

51. The OSBA is without knowledge or information sufficient to form a belief as to the truth of the averments in Paragraph 51. To the extent a response is required, the averments in Paragraph 51 are denied, and strict proof thereof is demanded.

52. Paragraph 52 contain conclusions of law to which no response is required.

53. Paragraph 53 contain conclusions of law to which no response is required. To the extent a response is required, the averments in Paragraph 53 are denied, and strict proof thereof is demanded.

54. Paragraph 54 contains summaries of the Joint Applicant's request for relief and conclusions of law to which no response is required. To the extent a response is required, the averments in Paragraph 54 are denied, and strict proof thereof is demanded.

55. Paragraph 55 contain conclusions of law to which no response is required.

56. Paragraph 56 contains summaries of the Joint Applicant's request for relief and conclusions of law to which no response is required.

57. Paragraph 57 contains summaries of the Joint Applicant's request for relief and conclusions of law to which no response is required. To the extent a response is required, the averments in Paragraph 57 are denied, and strict proof thereof is demanded.

58. Paragraph 58 contains summaries of the Joint Applicant's request for relief and conclusions of law to which no response is required.

59. Paragraph 59 contains summaries of the Joint Applicant's request for relief to which no response is required.

60. The OSBA is without knowledge or information sufficient to form a belief as to the truth of the averments in Paragraph 60. To the extent a response is required, the averments in Paragraph 60 and *Joint Application* Exhibit E are denied, and strict proof thereof is demanded.

61. Paragraph 61 contains summaries of the Joint Applicant's request for relief to which no response is required. To the extent a response is required, the averments in Paragraph 61 are denied, and strict proof thereof is demanded.

62. Paragraph 62 contains conclusions of law to which no response is required. To the extent a response is required, the averments in Paragraph 62 are denied, and strict proof thereof is demanded.

63. Paragraph 63 contains conclusions of law to which no response is required. To the extent a response is required, the averments in Paragraph 63 are denied, and strict proof thereof is demanded.

VII. REGISTRATION OF SECURITIES

64. Paragraph 64 contains summaries of the Joint Applicant's request for relief and conclusions of law to which no response is required. To the extent a response is required, the averments in Paragraph 64 are denied, and strict proof thereof is demanded.

65. Paragraph 65 contains summaries of the Joint Applicant's request for relief to which no response is required.

66. Paragraph 66 contains summaries of the Joint Applicant's request for relief to which no response is required.

67. Paragraph 67 contains summaries of the Joint Applicant's request for relief and conclusions of law to which no response is required.

68. Paragraph 68 contains summaries of the Joint Applicant's request for relief and conclusions of law to which no response is required.

69. Paragraph 69 contains summaries of the Joint Applicant's request for relief and conclusions of law to which no response is required.

VIII. MISCELLANEOUS PROVISIONS

70. The OSBA observes that the Joint Applicants served this office via first class mail. Mail service of documents is inadequate during the ongoing COVID-19 Pandemic.

71. The OSBA admits that Exhibit F was attached to the *Joint Application*.

72. The OSBA admits that Exhibit G was attached to the *Joint Application*.

IX. CONCLUSION

In view of the foregoing, the Office of Small Business Advocate respectfully requests that the Pennsylvania Public Utility Commission:

- A. Direct the Office of Administrative Law Judge to hold hearings on the *Joint Application* and prepare an initial decision; and
- B. Grant such other relief as may be necessary or appropriate.

Respectfully submitted,

/s/ Steven C. Gray

Steven C. Gray
Attorney ID No. 77538
Senior Supervising
Assistant Small Business Advocate

For:
The Small Business Advocate

Office of Small Business Advocate
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Forum Place, 1st Floor
Harrisburg, PA 17101
(717) 783-2525
(717) 783-2831

Dated: October 25, 2021

**BEFORE THE
PENNSYLVANIA PUBLIC UTILITY COMMISSION**

Joint Application of The United Telephone Company of Pennsylvania LLC d/b/a CenturyLink; CenturyTel Broadband Services, LLC; Connect Holding LLC; and Lumen Technologies, Inc. for All Approvals of a General Rule Transfer of Control and Registration of Securities : **Docket Nos. A-2021-3028668, A-2021-3028669**

**NOTICE OF INTERVENTION
OF THE OFFICE OF SMALL BUSINESS ADVOCATE**

The Office of Small Business Advocate (“OSBA”) files this Notice of Intervention with respect to the Joint Application of the United Telephone Company of Pennsylvania LLC, CenturyTel Broadband Services, LLC, Connect Holding LLC, and Lumen Technologies, Inc. (collectively, the “Joint Applicants”) for all Approvals of a General Rule Transfer of Control and Registration of Securities (“Joint Application”) that was filed with the Pennsylvania Public Utility Commission (“Commission”) on September 22, 2021. In support of this Notice of Intervention, the OSBA avers as follows:

1. The OSBA is an agency of the Commonwealth of Pennsylvania authorized by the Small Business Advocate Act (Act 181 of 1988, 73 P.S. §§ 399.41 - 399.50) to represent the interest of small business consumers as a party in proceedings before the Commission.

2. Representing the OSBA in this proceeding is:

Steven Gray
Senior Supervising
Assistant Small Business Advocate
Office of Small Business Advocate
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Harrisburg, PA 17101
(717) 783-2525
(717) 783-2831 (fax)
sgray@pa.gov

Respectfully submitted,

/s/ Steven C. Gray

Steven C. Gray
Senior Supervising
Assistant Small Business Advocate
Attorney I.D. No. 77538

For: The Small Business Advocate

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Date: October 25, 2021

**PUBLIC STATEMENT OF
THE OFFICE OF SMALL BUSINESS ADVOCATE**

The Small Business Advocate is authorized and directed to represent the interest of small business consumers of utility services in Pennsylvania under the provisions of the Small Business Advocate Act, Act 181 of 1988, 73 P.S. §§ 399.41 - 399.50 (the “Act”). The Act further provides that the Small Business Advocate is to issue publicly a written statement stating concisely the specific interest of small business consumers to be protected by his initiation of or intervention in any proceeding involving those interests before the Public Utility Commission or any other agency or court. This public statement relates to the filing today by the Small Business Advocate of a Protest and Notice of Intervention in the Joint Application of the United Telephone Company of Pennsylvania LLC, CenturyTel Broadband Services, LLC, Connect Holding LLC, and Lumen Technologies, Inc. (collectively, the “Joint Applicants”) for all Approvals of a General Rule Transfer of Control and Registration of Securities (“Joint Application”) that was filed with the Pennsylvania Public Utility Commission (“Commission”) on September 22, 2021.

The Small Business Advocate files this Protest and NOI in order to protect the interests of all of the Commonwealth’s small business customers that would be affected by the proposed transaction.

The Small Business Advocate will participate in proceedings before the Public Utility Commission to investigate the reasonableness of Joint Application’s proposed transaction. The Small Business Advocate will ask the Commission to deny any aspect of the proposed transaction that is not proven to be lawful, just, reasonable, and non-discriminatory.

Dated: October 25, 2021

**BEFORE THE
PENNSYLVANIA PUBLIC UTILITY COMMISSION**

**Joint Application of The United Telephone : Docket Nos. A-2021-3028668,
Company of Pennsylvania LLC d/b/a : A-2021-3028669
CenturyLink; CenturyTel Broadband :
Services, LLC; Connect Holding LLC; and :
Lumen Technologies, Inc. for All Approvals :
of a General Rule Transfer of Control and :
Registration of Securities :**

VERIFICATION

I, Steven C. Gray, hereby state that the facts set forth herein above are true and correct to the best of my knowledge, information and belief and that I expect to be able to prove the same at a hearing held in this matter. I understand that the statements herein are made subject to the penalties of 18 Pa. C.S. § 4904 (relating to unsworn falsification to authorities).

Date: October 25, 2021

/s/ Steven C. Gray

(Signature)

**BEFORE THE
PENNSYLVANIA PUBLIC UTILITY COMMISSION**

Joint Application of The United Telephone Company of Pennsylvania LLC d/b/a CenturyLink; CenturyTel Broadband Services, LLC; Connect Holding LLC; and Lumen Technologies, Inc. for All Approvals of a General Rule Transfer of Control and Registration of Securities : **Docket Nos. A-2021-3028668, A-2021-3028669**
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CERTIFICATE OF SERVICE

I hereby certify that true and correct copies of the foregoing have been served via email (*unless other noted below*) upon the following persons, in accordance with the requirements of 52 Pa. Code § 1.54 (relating to service by a participant).

The Honorable Charles E. Rainey Jr.
Chief Administrative Law Judge
Pennsylvania Public Utility Commission
400 North Street
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DATE: October 25, 2021

/s/ Steven C. Gray

Steven C. Gray
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