

**In the Matter Of:**

In Re: Application of ElectricLightwave, LLC, et al.

**HEARING, DOCKET NO. 17-2202-01, 17-2263-01, 17-2299-01**

*December 06, 2017*

*Job Number: 436894*

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BEFORE THE PUBLIC SERVICE COMMISSION OF UTAH

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JOINT APPLICATION OF ELECTRIC Docket No. 17-2202-01  
LIGHTWAVE, LLC; ESCHELON TELECOM OF  
UTAH, INC.; AND INTEGRA TELECOM OF  
UTAH, INC. FOR APPROVAL TO COMPLETE  
A PRO FORMA INTERNAL CONSOLIDATION

JOINT APPLICATION OF ELECTRIC Docket No. 17-2263-01  
LIGHTWAVE, LLC; ESCHELON TELECOM OF  
UTAH, INC.; AND INTEGRA TELECOM OF  
UTAH, INC. FOR APPROVAL TO COMPLETE  
A PRO FORMA INTERNAL CONSOLIDATION

JOINT APPLICATION OF ELECTRIC Docket No. 17-2299-01  
LIGHTWAVE, LLC; ESCHELON TELECOM OF  
UTAH, INC.; AND INTEGRA TELECOM OF  
UTAH, INC. FOR APPROVAL TO COMPLETE  
A PRO FORMA INTERNAL CONSOLIDATION

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HEARING PROCEEDINGS

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TAKEN AT: Utah Public Service Commission  
4th Floor  
160 East 300 South  
Salt Lake City, Utah

DATE: Wednesday, December 6, 2017

TIME: 9:00 a.m.

REPORTER: Mary R. Honigman, R.P.R.

Job No. 436894

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APPEARANCES

PRESIDING OFFICER:  
Michael Hammer

FOR THE DIVISION OF PUBLIC UTILITIES:  
Justin C. Jetter  
160 East 300 South, Fifth Floor  
Salt Lake City, Utah 84114

VIA TELEPHONE:

FOR INTEGRA TELECOM OF UTAH, ESCHELON TELECOM OF UTAH, AND  
ELECTRIC LIGHTWAVE:  
Douglas Denney  
18110 SE 34th Street  
Building One, Suite 100  
Vancouver, WA 98683  
(360) 558-4318

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WITNESS

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RON SLUSHER

EXAMINATION BY:  
MR. JETTER

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1 PROCEEDINGS

2 OFFICER HAMMER: Good morning. This  
3 is the time and place noticed for a hearing in the  
4 Joint Application of Electric Lightwave, LLC;  
5 Eschelon Telecom of Utah, Inc.; and Integra Telecom  
6 of Utah, Inc. for Approval to complete a Pro Forma  
7 Internal Consolidation. Those are Commission Docket  
8 Nos. 17-2202-01, 17-2263-01, and 17-2299-01. My  
9 name is Michael Hammer, and I'm the Commission's  
10 designated presiding officer for these dockets.  
11 Let's take appearances, please.

12 MR. JETTER: Good morning. I'm  
13 Justin Jetter for the Utah Attorney General's  
14 Office, and I'm here this morning representing the  
15 Division of Public Utilities. With me at counsel  
16 table is Ron Slusher with the Division.

17 OFFICER HAMMER: And I'll note that  
18 no one appears to be present on behalf of the  
19 applicants as of yet, and we have no callers. We  
20 have not received any telephone call from the  
21 applicant, so what we will do at this point is  
22 recess for 15 minutes until 9:20 a.m. to see if the  
23 applicant arrives for the hearing. We will  
24 reconvene at that time and proceed as appropriate.

25 (A short break was taken.)

1 OFFICER HAMMER: I understand we have  
2 someone from the Company present on the telephone at  
3 this point. Will you please identify yourself?

4 MR. DENNEY: My name is  
5 Douglas Denney, D-e-n-n-e-y, and I'm here on behalf  
6 of Integra Telecom of Utah, Eschelon Telecom of  
7 Utah, and Electric Lightwave.

8 OFFICER HAMMER: Thank you,  
9 Mr. Denney. Did we catch you off guard this  
10 morning, or were you planning to appear by  
11 telephone?

12 MR. DENNEY: I missed the date, so I  
13 greatly apologize for that. I was caught a little  
14 bit off guard, but I'm intimately familiar with  
15 these issues. Again, I apologize.

16 OFFICER HAMMER: No, that's fine. I  
17 just wanted to make sure you were in a position  
18 where you were prepared to proceed. Do you intend  
19 to call a witness, or testify yourself on behalf of  
20 the joint application this morning?

21 MR. DENNEY: I will testify myself on  
22 behalf of the joint applicant.

23 OFFICER HAMMER: Would you like to be  
24 sworn now?

25 MR. DENNEY: Yes.

1 DOUGLAS DENNEY,  
2 having been first duly sworn to tell the truth, was  
3 examined and testified as follows:

4 OFFICER HAMMER: Thank you. Please  
5 proceed.

6 MR. DENNEY: This joint  
7 application -- our company, our parent company,  
8 which is named Allstream Business US, Inc. which was  
9 formerly known as Electric Lightwave Holdings, Inc.,  
10 we operate three operating entities in the state of  
11 Utah: Electric Lightwave, LLC; Integra Telecom of  
12 Utah, Inc.; and Eschelon Telecom of Utah, Inc. We  
13 operate these pretty much seamlessly from a customer  
14 standpoint, as the customers don't really know which  
15 entity they're assigned to, but the company  
16 reports -- does the reporting and tracking  
17 internally -- with regard to those entities. And  
18 legally they are separate entities, so we have  
19 separate interconnection agreements with Century  
20 Link for those operations.

21 Our plan that we've worked on across  
22 the western part of the United States, where we do  
23 business, is to kind of consolidate all of these  
24 entities, merge these entities into Electric  
25 Lightwave, LLC, merging Eschelon and Integra, and

1 basically operate all of our business under Electric  
2 Lightwave, LLC, which will be a company whose parent  
3 company would be Allstream Business US, Inc. And at  
4 this time, what we're seeking permission from the  
5 Commission for, is to go ahead with that transaction  
6 to move forward. And once we have that permission  
7 from Utah and the other states where we are seeking  
8 permission, then we would go ahead and effectuate  
9 that transaction and send notice once that's done  
10 and take care of any other issues, such as fixing  
11 our tariff so it contains the correct names, working  
12 with Century Link to make sure our interconnection  
13 agreements are all in force and in place.

14 So our request from the Commission  
15 right now is permission to move ahead with that  
16 transaction. It should be seamless from an  
17 operations standpoint, seamless from a competitive  
18 standpoint, but it will clean up the company's  
19 corporate books and make it easier for us to operate  
20 and track operations.

21 OFFICER HAMMER: Thank you,  
22 Mr. Denney. Did you prepare the joint application  
23 filed with the Commission?

24 MR. DENNEY: Yes, I did.

25 OFFICER HAMMER: Are you prepared to



1 testify as to the veracity of the statements made in  
2 the application?

3 MR. DENNEY: Yes, I am.

4 OFFICER HAMMER: Mr. Jetter, do you  
5 have any cross-examination?

6 MR. JETTER: I have no questions.

7 OFFICER HAMMER: Mr. Denney, is there  
8 anything else?

9 MR. DENNEY: I don't have any  
10 additional thing to say other than what's in the  
11 application, unless there's additional information I  
12 can provide to the Commission that would be helpful.

13 OFFICER HAMMER: I don't have any  
14 additional questions. So if there's nothing else  
15 from you, Mr. Denney, then we'll allow Mr. Jetter to  
16 call a witness, if he would like to.

17 MR. JETTER: Yes. The Division would  
18 like to call Mr. Slusher.

19 RON SLUSHER,  
20 having been first duly sworn to tell the truth, was  
21 examined and testified as follows:

22 BY MR. JETTER:

23 Q Can you please state your name and  
24 occupation for the record?

25 A Ron Slusher, S-l-u-s-h-e-r. I'm a utility

1 technical consultant for the Division of Public  
2 Utilities.

3 Q Thank you. And in the course of your  
4 employment, have you had the opportunity to review  
5 the application in the three dockets we're here in  
6 the hearing for this morning?

7 A Yes, I did.

8 Q Did you also create and cause to be filed  
9 with the Commission a memo dated November 21st,  
10 2017, with the Commission?

11 A Yes, I did.

12 Q And do the recommendations you've made in  
13 that memorandum still represent your opinion and  
14 position of the Division?

15 A They do.

16 Q Do you have any corrections or changes you  
17 would like to make to that?

18 A I do not.

19 Q And are you aware of any opposition to the  
20 approval of this application?

21 A I have not seen or heard of any.

22 Q Thank you. And, finally, do you believe  
23 that approval of the application would be just and  
24 reasonable and in the public interest?

25 A Yes.

1 MR. JETTER: I have no more  
2 questions.

3 OFFICER HAMMER: Thank you.  
4 Mr. Denney, do you have any questions for  
5 Mr. Slusher?

6 MR. DENNEY: I do not.

7 OFFICER HAMMER: Thank you. I don't  
8 have any. So I appreciate everyone's time this  
9 morning and unless there's anything else, we will  
10 adjourn. Thank you.

11 (The hearing concluded at 9:20 a.m.)

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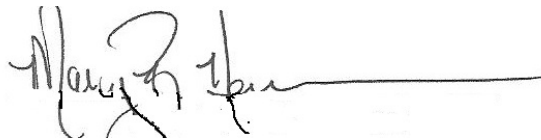
REPORTER'S CERTIFICATE

STATE OF UTAH )  
COUNTY OF SUMMIT )

I, Mary R. Honigman, a Registered Professional Reporter, hereby certify:

THAT the foregoing proceedings were taken before me at the time and place set forth in the caption hereof; that the witness was placed under oath to tell the truth, the whole truth, and nothing but the truth; that the proceedings were taken down by me in shorthand and thereafter my notes were transcribed through computer-aided transcription; and the foregoing transcript constitutes a full, true, and accurate record of such testimony adduced and oral proceedings had, and of the whole thereof.

I have subscribed my name on this 13th day of December, 2017.



Mary R. Honigman  
Registered Professional Reporter #972887

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