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STATE OF MISSOURI  
PUBLIC SERVICE COMMISSION

At a Session of the Public Service  
Commission held at its office  
in Jefferson City on the 2nd  
day of July, 1982

Case No. TR-82-199

In the matter of the filing by  
Southwestern Bell Telephone Company  
of new intrastate rates, tolls and  
charges applicable to intrastate  
telecommunication services furnished  
within the State of Missouri.

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PROTECTIVE ORDER

On May 17, 1982, Southwestern Bell Telephone Company filed a Motion for Protective Order in this case. In its Motion, Southwestern Bell observes that in its 1979 rate case (TR-79-213) it was requested to respond to over 400 discovery or data requests. In its 1980 rate case (TR-80-256) the Company received well over 1,000 requests for discovery, and in its 1981 rate case (TR-81-208) the Company received in excess of 1,190 such requests. The Company states that it believes discovery in this case will be just as extensive as it has been in the previous three cases.

The Company asserts that much of the data and information requested of it in previous cases has been privileged, proprietary or confidential in nature. This Commission has previously recognized that certain services and products supplied by the Company are subject to substantial competition (see Report and Order, Case Nos. 18,309, TR-81-103, TR-81-208). Considering the increasingly competitive environment in which the Company finds itself, its concerns about protecting trade secrets and proprietary information are reasonable.

The Commission determines that a Protective Order, applying to all parties equally, should be issued to govern discovery in this case. It is hoped that issuance of this Order will lead to a more orderly and expedited discovery process.

This Protective Order is similar in form and content to that agreed to by the parties and approved by the Commission in Case No. TR-80-256, and in Case No. TR-81-208.

This Protective Order recognizes that the Company will, in the course of discovery in this case, designate certain documents and information as trade secrets, privileged, proprietary or confidential; and establishes procedures for making such documents and information available to counsel representing parties to this case and in some cases to their expert witnesses, while at the same time protecting the Company's proprietary interests.

It is, therefore,

ORDERED: 1. That all documents, data, information, studies and other materials furnished pursuant to any requests for information, subpoenas, or other modes of discovery, including depositions, that are claimed by Company to be of a trade secret, privileged, proprietary or confidential nature (hereinafter referred to as "Confidential Information") shall be furnished or conducted pursuant to the terms of this Order, and shall be treated by all persons and parties accorded access thereto pursuant to this Order as constituting trade secrets, confidential or privileged commercial and financial information, and shall neither be used nor disclosed except for the purposes of this proceeding, and solely in accordance with this Order. Access to and review of Confidential Information shall only be had at the offices, during regular business hours, of Southwestern Bell in St. Louis, Missouri. During the prehearing and hearing stages of this proceeding, access and review of such material may be had in Jefferson City, Missouri at a reasonable location to be designated later by the Company. All such access and review, whether in St. Louis or in Jefferson City, shall be by prearranged appointment only, as reasonably requested at the locations specified. Requested and agreed-upon documents will be made available at the office of the Commission during the hearings herein. The parties may agree in writing to other means of access should necessity require.

ORDERED: 2. That all Confidential Information produced pursuant to this Order shall be made available solely to counsel for the parties, and shall not be used or disclosed except for purposes of this proceeding; provided, however, that access to any specified Confidential Information may be authorized by said counsel, solely for the purposes of this proceeding and subject to the limitations and conditions set forth below, to those persons indicated by the parties as experts in this matter. Unless the Commission otherwise orders, any such expert may not be an officer, director, or employee of any party or an officer, director, employee, stockholder, or member of an association or corporation of which any party is a member, subsidiary or affiliate. This exclusion shall not apply to Southwestern Bell or to legal counsel for the parties. Furthermore, in the event that there be more than one counsel for the parties, a lead counsel shall be designated, and he or she shall be personally responsible for his or her co-counsel's complying with the terms hereof. Also, in the event that it becomes necessary to engage the services of a court reporter, typist, or court reporting firm, the counsel securing or causing the need for such services shall be personally responsible for the protection and nondisclosure of the information disclosed to said court reporter, typist or court reporting firm.

ORDERED: 3. That prior to giving access to Confidential Information as contemplated in ORDERED: 2 above to any expert, or any other person authorized to be given access pursuant to this Order, including by attendance at depositions, counsel for the party seeking review of the Confidential Information shall notify Southwestern Bell of the intent to make such disclosure, stating with particularity the name of the person to whom disclosure will be made and the purpose of such disclosure. In addition, said counsel shall require the person to whom disclosure is to be made to read a copy of this Protective Order and to certify in a written "nondisclosure agreement" that he has reviewed same and consented to be bound by its terms. The nondisclosure agreement so executed shall contain the signatory's full name, permanent address and employer, and the name of the party with whom the

signatory is associated. Such agreement shall be delivered to counsel for Southwestern Bell before disclosure is made and, if no objection thereto is registered to counsel requesting same, then disclosure shall follow. Attached hereto as Exhibit "A" and incorporated by reference herein is a form for use in complying with the terms of this paragraph.

ORDERED: 4. That counsel for the party seeking review of the Confidential Information shall keep a complete and current record of all persons to whom any Confidential Information has been disclosed, together with a list of the items of Confidential Information made available to such persons under the terms of this Protective Order.

ORDERED: 5. That no copies of any Confidential Information shall be made; provided, however, that counsel of record who have agreed in writing to be bound by this Order and expert witnesses who have agreed in writing to be bound by this Order and to whom disclosure has been permitted, may take limited notes regarding such Confidential Information as may be necessary in connection with this proceeding when required solely for the purposes of this proceeding. Such notes shall be treated in the same manner as the Confidential Information from which the notes were taken and shall be returned to counsel for Southwestern Bell within ninety (90) days after the final settlement or conclusion of this action. Any notes or materials retained by counsel under this paragraph shall not be disclosed to any other person or party who has not signed a nondisclosure agreement pursuant to this Protective Order.

ORDERED: 6. That this Order shall not be binding on the Commission Staff and the Office of Public Counsel, whose access to and use of a utility's proprietary and confidential material and information is governed by the provisions of Section 386.480, RSMO 1978. The Commission further finds that Section 386.480, RSMO 1978 should apply to and be binding on any consultant, expert witness or other person employed or utilized by Staff or Public Counsel in connection with this case.

ORDERED: 7. That those parts of any confidential documents, depositions reduced to writing, written examination, requests for information and answers thereto or other written references, including notes, to Confidential Information obtained by any party in the course of discovery in this proceeding, shall not be considered to be "documents and records in the Commission's possession" under Section 386.380(1), RSMo 1978.

ORDERED: 8. That all parties obtaining Confidential Information pursuant to the terms of this Order agree to give advance notice to Southwestern Bell of their intent to seek Commission approval to use or present such information on the record of this case. If the confidential or proprietary nature of this information is challenged, resolution of the issue shall be made by the hearing examiner and/or the Commission after proceedings in camera, which shall be conducted under circumstances such that only those persons duly authorized hereunder to have access to such confidential matters shall be present and, under appropriate circumstances, attendance may be limited to counsel for the respective parties who have agreed to be bound by the terms hereof. The record of this in camera hearing shall be marked "CONFIDENTIAL-SUBJECT TO PROTECTIVE ORDER IN MO. P.S.C. CASE NO. TR-82-199." It shall be transcribed only upon Order of the Commission and in that event shall be separately bound, segregated, sealed, and withheld from inspection by any person not bound by the terms of this Order, unless and until released from the restrictions of this Order either through agreement of the parties, or after notice to the parties and hearing, pursuant to an Order of the Commission and/or a court of competent jurisdiction. Disclosure of Confidential Information at the public hearings or in the filed testimony in this case shall be made only under the conditions specified and in a manner designed to protect the confidentiality of such information. Counsel for the parties and experts to whom disclosure has been made are hereby prohibited, in the absence of a Commission or Court order to the contrary, from making any reference to the specifics of such information and shall state any such reference in general and conclusory form.

ORDERED: 9. That all persons who may be entitled to receive, or who are afforded access to any Confidential Information by reason of this Order shall neither use nor disclose the Confidential Information for purposes of business or competition, or any other purpose other than the purpose of preparation for and conduct of this proceeding and then solely as contemplated herein, and shall keep the Confidential Information secure and in accordance with the purposes and intent of this Order.

ORDERED: 10. That the parties hereto affected by the terms of the Protective Order retain the right to question, challenge and object to the production, admissibility and introduction of any and all data, information, studies and other matters furnished under the terms of the Protective Order or in response to interrogatories, requests for information, other modes of discovery, or cross-examination on grounds of the form of the discovery and the irrelevancy or immateriality of such information to this case.

ORDERED: 11. That this Order shall in no way constitute a waiver of the rights of any party herein at any time to contest any assertion or to appeal any finding that specific information is Confidential Information or should be subject to the protective requirements of this Order. Any information designated by Southwestern Bell as privileged or proprietary may be referred to the examiner for ruling, after hearing, on whether said material should not be so classified in accordance with the terms of ORDERED: 8 above.

ORDERED: 12. That upon completion of this proceeding, including administrative or judicial review thereof, all Confidential Information, including any notes taken with regard to such information, furnished under the terms of this Protective Order shall be returned promptly, but in no event later than ninety (90) days, to Southwestern Bell. Unless otherwise ordered, Confidential Information, including transcripts of any depositions to which a claim of confidentiality is made, shall remain under seal, shall continue to be subject to the protective requirements of this Order, and shall be returned to Southwestern Bell at the conclusion of this

proceeding. While in the custody of the Commission, these materials shall be marked "CONFIDENTIAL--SUBJECT TO PROTECTIVE ORDER IN MO P.S.C. CASE NO. TR-82-199," and they shall not be considered as records in the possession of or retained by the Commission within the meaning of Section 386.380(1), RSMo 1978, or the Missouri open meetings or public records statutes.

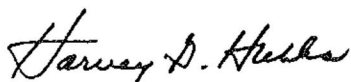
ORDERED: 13. That the provisions of this Order are specifically intended to apply to data or information which is supplied by Southwestern Bell to any party under the claim that such data or information is trade secret, proprietary, confidential, or privileged commercial and financial information.

ORDERED: 14. That the provisions of this Order are specifically intended to apply to data or information supplied by or from Southwestern Bell Telephone Company, Western Electric Company, Bell Telephone Laboratories, the American Telephone and Telegraph Company, or any Bell System Company by or through Southwestern Bell under the terms and conditions of this Order and in connection with this proceeding.

ORDERED: 15. That the Commission may modify this Order on motion of a party or on its own motion upon reasonable prior notice to the parties and an opportunity for hearing. Nothing contained herein shall limit any party's rights to judicial review of this Order or any decision rendered hereunder.

ORDERED: 16. That this Protective Order shall become effective on the date hereof.

BY THE COMMISSION



Harvey G. Hubbs  
Secretary

(S E A L)

Fraas, Chm., McCartney, Dority,  
Shapleigh and Musgrave, CC.,  
Musgrave.

EXHIBIT "A"

NONDISCLOSURE AGREEMENT

Pursuant to ORDERED: 3 of the Protective Order issued in Mo. P.S.C. Case No. TR-82-199 on June 30, 1982, the undersigned certifies under oath that (s)he has received a copy of said Protective Order, has read and understands the same, and agrees to comply with and be bound by the terms thereof. This certification is given for the purpose of obtaining access to certain documents, information and material, the general nature of which is described below:

I understand that all such information furnished is classified by Southwestern Bell as confidential or proprietary in nature, and that said information is furnished solely for use in connection with Missouri PSC Case No. TR-82-199, and that the use thereof is governed by the Protective Order in that case.

Signature and Title \_\_\_\_\_

Representing: \_\_\_\_\_

Address: \_\_\_\_\_

Date: \_\_\_\_\_

STATE OF MISSOURI )  
 )  
COUNTY OF )

Subscribed and sworn to before me, a notary public in and for the State and  
County aforesaid, this \_\_\_\_\_ day of \_\_\_\_\_, 1982.

\_\_\_\_\_  
Notary Public

My Commission expires: \_\_\_\_\_