

**STATE OF MISSOURI
PUBLIC SERVICE COMMISSION
JEFFERSON CITY
March 13, 2001**

CASE NO: TO-2001-467

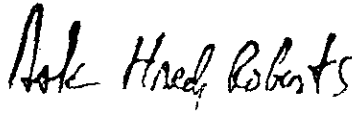
Office of the Public Counsel
P.O. Box 7800
Jefferson City, MO 65102

General Counsel
Missouri Public Service Commission
P.O. Box 360
Jefferson City, MO 65102

Paul G. Lane
Southwestern Bell Telephone Company
One Bell Center Room 3520
St Louis, MO 63101

Enclosed find certified copy of an ORDER in the above-numbered case(s).

Sincerely,



**Dale Hardy Roberts
Secretary/Chief Regulatory Law Judge**

Uncertified Copies:

To all interexchange and local exchange telecommunications companies

To all commissioners in counties serviced by SWBT

To city council of City of St. Louis

**STATE OF MISSOURI
PUBLIC SERVICE COMMISSION**

At a session of the Public Service
Commission held at its office
in Jefferson City on the 13th
day of March, 2001.

In the Matter of the Investigation of the State)
of Competition in the Exchanges of Southwestern) Case No. TO-2001-467
Bell Telephone Company.)

**ORDER ESTABLISHING CASE, DIRECTING NOTICE,
JOINING PARTIES, AND GRANTING PROTECTIVE ORDER**

On March 1, 2001, the Staff of the Missouri Public Service Commission (Staff) filed a request to establish a case for the purpose of investigating "the state of competition in each exchange where an alternative local exchange telecommunication company (ALEC) has been certified to provide local exchange telecommunications service" in accordance with Subsection 392.245.5, RSMo 2000. Simultaneously with its motion to establish case, Staff filed a motion requesting joinder of parties and a motion requesting the issuance of the Commission's "standard" protective order.

Staff states in its motion to establish a case that Communications Cable-Laying Company, Inc., d/b/a Dial U.S., was issued a certificate to provide basic local exchange service in a SWBT exchange on September 6, 1996, in Commission Case No. TO-97-53. Staff states in its motion for joinder of parties that Southwestern Bell Telephone Company (SWBT) is a necessary party to this proceeding because it is the incumbent local exchange carrier (ILEC) in whose exchanges the status of competition will be investigated. Staff also identifies 70 additional companies that are necessary parties to this proceeding because they are certificated ALECs

that have interconnection agreements and tariffs that will allow them to offer basic local service in SWBT exchanges.

The Commission finds that a case should be established for the purpose of investigating the state of competition in SWBT exchanges in accordance with Section 392.245, RSMo 2000. The Commission finds that SWBT and the 70 ALECs listed in Appendix A to Staff's Motion for Joinder of Parties should be made parties without the need for intervention. In addition, the Commission determines that notice should be given and that proper persons should be allowed time to intervene as directed below.

The Commission will direct its Information Officer to send notice to the publishers of each newspaper located in SWBT's service territory as listed in the newspaper directory of the current *Official Manual of the State of Missouri*, and to the members of the General Assembly in SWBT's service territory. The Commission will also direct the Records Department of the Commission to serve a copy of this order upon each Missouri certificated interexchange and local exchange telecommunications company and to the county commission of each county within SWBT's service territory and to the city council of the City of St. Louis.

Because this is an issue of first impression before the Commission, and in the interest of an expeditious conclusion of this matter, the Commission will direct its Staff to file a proposed procedural schedule. Any other party or person requesting intervention that wishes to submit a proposed procedural schedule shall do so as ordered below. In addition, responses to requests for intervention and to proposed procedural schedules shall be submitted as directed below.

Staff also requested that the Commission's "standard" protective order be issued. Staff stated that it intended to seek discovery from SWBT and from the ALECs that is typically considered proprietary or highly

confidential, that would harm the companies' business interests if publicly disclosed, and that cannot be found in any other public document.

Upon review of the Staff's motion, the Commission finds that there is a need to protect confidential information and the request for a protective order is reasonable. The Commission has previously recognized the need to protect confidential information, and the issuance of protective orders has helped to minimize disputes in past cases. Therefore, the Commission concludes that a protective order should be granted.

IT IS THEREFORE ORDERED:

1. That this case is established for the purpose of investigating the state of competition in SWBT exchanges in accordance with Section 392.245, RSMo 2000.

2. That Southwestern Bell Telephone Company and the 70 alternative local exchange telecommunications companies listed in Appendix A to Staff's Motion for Joinder of Parties, and attached to this order, shall be made parties without the need for intervention.

3. That any other party wishing to intervene or to participate without intervention in this matter shall file an application to do so no later than April 2, 2001, with:

Secretary, Missouri Public Service Commission
Post Office Box 360
Jefferson City, Missouri 65102

and send copies to:

Each of the 70 companies listed in Appendix A to
this order

Paul G. Lane, General Attorney-Missouri
Southwestern Bell Telephone Company
One Bell Center, 35th Floor
St. Louis, Missouri 63101

William K. Haas, Deputy General Counsel
Missouri Public Service Commission
Post Office Box 360
Jefferson City, Missouri 65102

and

Office of the Public Counsel
Post Office Box 7800
Jefferson City, Missouri 65102

4. That the Staff of the Missouri Public Service Commission shall file a proposed procedural schedule no later than April 2, 2001.

5. That any party or person requesting intervention that wishes to file a proposed procedural schedule shall do so no later than April 2, 2001.

6. That responses to any requests for intervention or to proposed procedural schedules shall be filed no later than April 12, 2001.

7. That the Records Department of the Commission shall send notice to all interexchange and local exchange telecommunications companies.

8. That the Records Department of the Commission shall serve a copy of this order upon the county commission of each county within Southwestern Bell Telephone Company's service territory and to the city council of the City of St. Louis.

9. That the Information Office of the Commission shall provide notice as described in this order.

10. That the motion for protective order made by the Staff of the Missouri Public Service Commission is granted and the protective order attached to this order (Appendix B) adopted.

11. That this order shall become effective on March 23, 2001.

BY THE COMMISSION



Dale Hardy Roberts
Secretary/Chief Regulatory Law Judge

(S E A L)

Lumpe, Ch., Drainer, Schemenauer,
and Simmons, CC., concur.
Murray, C., absent.

Dippell, Senior Regulatory Law Judge

**Missouri Competitive Basic Local Exchange Telephone Service Carriers (CLECs)
Operating in Southwestern Bell Telephone Company Service Areas**

#	Company	Type	Telephone Number	Service Area
1	1-800-Reconex, Inc. (f/k/a Sterling International Funding, Inc., d/b/a Reconex) P.O. Box 40 2500 Industrial Avenue Hubbard, OR 97032	Prepaid	Business and residential 800-275-8223 888-732-6639	All SWBT, all Sprint
2	2nd Century Communications, Inc. 7702 Woodland Center Boulevard, Suite 50 Tampa, FL 33614	f	Business only 888-272-8778	All SWBT, all GTE
3	AccuTel of Texas, Inc. 7900 John W. Carpenter Freeway Dallas, TX 75247	Prepaid	Business and residential 800-687-5700	All SWBT
4	Adelphia Business Solutions Operations, Inc. 121 Champion Way Canonsburg, PA 15317	f	Business only 888-743-2233	Kansas City Area
5	Allegiance Telecom of Missouri 1950 Stemmons Freeway, Suite 3026 Dallas, TX 75207-3118	f	Business only 214-261-8748	St. Louis metro
6	ALLTEL Communications, Inc. One ALLIED Drive P.O. Box 2177 Little Rock, AR 72203	f	Business and residential 800-501-1754	SWBT area of Springfield
7	American Communication Services of Kansas City, Inc. 131 National Business Parkway, Suite 100 Annapolis Junction, MD 20701	f	Business only	Kansas City Metropolitan Exchange: Principal zone, MCA-1 and MCA-2
8	AT&T Communications of the Southwest, Inc. 101 West McCarty, Suite 216 Jefferson City, MO 65101	f	Business and residential 800-264-0218	All SWBT
9	BarTel Communications, Inc. 5223 Delmar Boulevard St. Louis, MO 63108		Business and residential 888-742-0055	All SWBT
10	Birch Telecom of Missouri, Inc. 2020 Baltimore Avenue Kansas City, MO 64108	f	Business only 888-772-4724 (888-77BIRCH)	All SWBT
*	BroadSpan Communications, Inc. see Primary Network Communications			
11	Brooks Fiber Communications of Missouri, Inc. 701 Brazos, Suite 600 Austin, TX 78701	f	Business only Kansas City Metro (816)221-9050 Springfield Metro (417) 866-4442	SWBT areas of KC and Springfield metro
12	BTI (Business Telecom, Inc.) 4300 Six Forks Road, Suite 500 Raleigh, North Carolina 27609	f	Business and residential 919-510-7000	All SWBT

#	Company	Type	Telephone Number	Service Area
*	Business Telecom, Inc. See BTI			
13	Buy-Tel Communications, Inc. 6409 Colleyville Boulevard Colleyville, TX 76034	Prepaid	Residential only 800-583-8493	All SWBT, all GTE, all Sprint
14	Camarato Distributing, Inc. 900 Camarato Drive Herrin, Illinois 62948	Prepaid	Business and residential 877-639-7466	All SWBT, all GTE
15	Central Missouri Telecommunications, Inc. P.O. Box 596 Osage Beach, Missouri 65065		Business and residential	SWBT exchanges at Lake of the Ozarks
*	Choctaw Communications, L.C. See Smoke Signal Communications			
16	Ciera Network Systems, Inc. 2630 Fountainview, Suite 300 Houston, Texas 77057		Business and residential	All SWBT
*	Comm South Companies, Inc. See Missouri Comm South, Inc.			
17	Computer Business Sciences, Inc. 80-02 Kew Gardens Road, Suite 5000 Kew Gardens, NY 11415	f	Business and residential 800-428-8654	All SWBT
18	The Cube (Tin Can Communications Company, L.L.C.) 1063 Wirt Road, Suite 202 Houston, TX 77005	Prepaid	Business and residential 800-720-7674	All SWBT, all Sprint-MO
19	Delta Phones, Inc. P.O. Box 784 245 Illinois St. Delhi, LA 71232		Business and residential 800-814-8623	All SWBT
20	DMJ Communications, Inc. 2525 North Grandview, Suite 900 Odessa, TX 79761	Prepaid	Business and residential 888-880-0348	All SWBT, all GTE
*	Dobson Wireless, Inc. See Logix Communications Corporation			
21	dPi-Teleconnect, L.L.C. 2997 LBJ Freeway, Suite 225 Dallas, TX 75234	Prepaid	Business and residential 800-687-6727	All SWBT
22	EZ Talk Communications, L.L.C. 4727 South Main Stafford, TX 74777	Prepaid	Business and residential 800-804-6880	All SWBT
*	Fast Connections, Inc. See 1-800-Reconex, Inc.			
*	Feist Long Distance Service, Inc. See Ionex Communications, Inc.			
*	Frontier Local Services, Inc. See Global Crossing Local Services, Inc.			
*	Frontier Telemanagement, Inc. See Global Crossing Telemanagement, Inc.			
23	Gabriel Communications of Missouri, Inc. 16090 Swingley Ridge Road Chesterfield, MO 63017	f	Business only 877-422-2622	St Louis metro, KC metro, Springfield Metro

#	Company	Type	Telephone Number	Service Area
24	Global Crossing Local Services, Inc. (Formerly Frontier Local Services, Inc.) 2710 Executive Drive Green Bay, WI 54307	f	Business only 800-414-1973 314-514-7383	St Louis metro, KC metro
25	Global Crossing Telemanagement, Inc. (Formerly Frontier Telemanagement, Inc.) 2710 Executive Drive Green Bay, WI 54307		Business only 800-414-1973 314-514-7383	All SWBT
26	HJN Telecom, Inc. 3235 Satellite Blvd. Building 400, Suite 300 Duluth, GA 30096		Business and residential 800-345-2214	All SWBT
27	Intermedia Communications, Inc. 3625 Queen Palm Drive Tampa, FL 33619	f	Business only 800-536-6002	SWBT Area of St. Louis Metro
28	Ionex Communications, Inc. 5710 LBJ Freeway, Suite 215 Dallas, TX 75240	f	Business only 972-392-4601 314-646-7522	All SWBT
29	KMC Telecom III, Inc. 3075 Breckinridge Blvd., Suite 415 Duluth, GA 30096		Business only 770-279-1003	All SWBT
30	LDD, Inc. 24 South Minnesota Cape Girardeau, Missouri 63702		Business and residential	All SWBT
31	Level 3 Communications, LLC 1450 Infinite Drive Louisville, CO 80027	f	Business only 303-228-2240	St Louis metro
32	Logix Communications Corporation (Formerly Dobson Wireless, Inc.) 3555 NW 58th, Suite 900 Oklahoma City, OK 73112	f	Business only 888-391-8700 314-434-2200	St Louis metro, KC metro, Springfield metro
33	Maxcom, Inc. 10647 Widmer Road Lenexa, KS 66215		Business only 800-888-3157	All Brooks Fiber, KC and Springfield metro
34	Max-Tel Communications, Inc. P.O. Box 280 102 W. Franklin Alvord, TX 76225	Prepaid	Business and residential 800-583-2289 940-427-2149	All SWBT
35	MCImetro Access Transmission Services, LLC 701 Brazos, Suite 600 Austin, TX 78701	f	Business only 888-624-9266	St Louis metro, KC metro, Springfield metro
36	MCI Worldcom Communications, Inc. (Worldcom, Inc.) 701 Brazos, Suite 600 Austin, TX 78701	f	Business only 800-539-2000	SWBT areas of St. Louis metro KC metro Springfield metro
37	McLeodUSA Telecommunications Services, Inc. P. O. Box 3177 Cedar Rapids, IA 52406	f	Business and residential 800-743-0877	All SWBT
*	MGC Communications, Inc. See Mpower Communications Corp.			

#	Company	Type	Telephone Number	Service Area
38	Missouri Comm South, Inc. (Comm South Companies, Inc.) P.O. Box 821269 6830 Walling Lane Dallas, TX 75382-1269	Prepaid	Business and residential 800-936-5223	All SWBT
39	Missouri Telecom, Inc. P.O. Box 419 515 Cleveland, Suite C Monett, MO 65708		Business and residential 417-235-0111 888-429-0648	Carthage, Joplin, Lamar, Monette, Neosho, Springfield
40	Mpower Communications Corp. (Formerly MGC Communications, Inc.) 175 Sully's Trail, Suite 202 Pittsford, NY 14534	f	Business only 888-777-5802	Local Exchanges: West: Benton, Gladstone, Hiland, Kansas City, Liberty, Parkville, South Kansas City East: Creve Coeur, Ladue, St. Louis
41	Navigator Telecommunications, L.L.C. P.O. Box 8004 Little Rock, AR 72203	f	Business and residential 888-662-8835	All SWBT, all GTE, all Sprint
42	Net-Tel Communications Corporation (Net-Tel Corporation) 1023 31st Street, NW Washington, D.C. 20007		Business and residential 888-263-8835	All SWBT
*	Net-Tel Corporation See Net-Tel Communications Corporation			
*	Nextlink Missouri, Inc. See XO Missouri, Inc.			
43	NOW Communications, Inc. 713 Country Place Drive Jackson, MS 39208	Prepaid	Business and residential 888-565-1011	All SWBT
44	Omniplex Communications Group, LLC (Formerly USA eXchange, LLC) 17 Research Park Drive St. Charles, MO 63304	f	Business and residential 888-462-4782	All SWBT, all of GTE
45	The Pager Company 3030 East Truman Road Kansas City, MO 64127	Prepaid	Business and residential 816-472-4377	All SWBT
46	Payroll Advance 808 South Baker Mountain Home, AR 72643	Prepaid	Business and residential 877-425-4676	SWBT exchanges of Joplin, Kennett, Nevada
47	Phones for All (Teléfonos Para Todos) (Preferred Carrier Services, Inc.) 14681 Midway Road, Suite 105 Dallas, Texas 75244	Prepaid	Business and residential 888-478-0787	All SWBT
*	Preferred Carrier Services, Inc. see Phones for All			
48	Primary Network Communications (BroadSpan Communications, Inc.) 11432 Lackland Road St. Louis, MO 63146	f	Business and residential 800-509-6288 314-214-0000	SWBT areas of KC metro, Springfield metro, St. Louis metro

#	Company	Type	Telephone Number	Service Area
49	QCC, Inc. (Formerly Quest Communications Corporation) 8829 Bond Street Overland Park, KS 66214	Prepaid	Business and residential 8800-688-6424	All SWBT
50	Quick-Tel Communications, Inc. P.O. Box 196 456 W Rock Island Boyd, Texas 76023	Prepaid	800-659-3456	All SWBT
51	Quintelco, Inc. 1 Blue Hill Plaza Pearl River, NY 10965		Business and residential 914-620-0997	All SWBT
52	Qwest Communications Corporation (USLD Communications, Inc.) 4250 N. Fairfax Drive, 12W002 Arlington, VA 22203		Business and residential	All SWBT, all GTE, all Sprint
*	Reconex See 1-800-Reconex			
*	Reitz Rentals, Inc. See SouthWest TeleConnect			
53	Ren-Tel Communications, Inc. 7337 S. Mitchell Ct. Villa Rica, GA 30180	Prepaid	Business and residential 770-830-9991	All SWBT
54	Simply Local Services, Inc. 2225 Apollo Dr. Fenton, MO 63026	Prepaid	Business and residential 800-466-1880	All SWBT
55	Smoke Signal Communications (Choctaw Communications, L.C.) 8400 South Gessner Houston, Texas 77074		Business and residential 800-280-7903	All SWBT
*	Snappy Phone of Texas, Inc. See Snappy Phone			
56	Snappy Phone P.O. Box 29620 6901 West 70th Street Shreveport, LA 71129	Prepaid	Residential only 888-913-9565	All SWBT
57	SouthWest TeleConnect 7000 Cameron Road, Suite 200 Austin, TX 78752-2828	Prepaid	512-450-0328	All SWBT, all GTE, all Sprint
58	Sprint Communications Company, L.P. 5454 West 110th Street Overland Park, KS 66211	f	Business and residential 877-232-7439	SWBT areas of KC Metro and St. Louis Metro
*	Sterling International Funding, Inc. see Reconex			
59	Suretel, Inc. 5 North McCormick Oklahoma City, OK 73127	Prepaid	Business and residential 800-386-5977	All SWBT
60	TCG Kansas City, Inc. Teleport Communications Group Two Teleport Drive Staten Island, NY 10311	f	Business only 718-355-2000	SWBT areas of Kansas City
61	TCG St. Louis Two Teleport Drive, Suite 300 Staten Island, NY 10311	f	Business only 314-569-1551	SWBT areas of St. Louis and eastern out-state Missouri

#	Company	Type	Telephone Number	Service Area
62	Tel Com Plus (United States Telecommunications, Inc.) 5251 110th Avenue, North, Suite 118 Clearwater, FL 33760-4837	Prepaid	Business and residential 800-300-9204 888-332-4033	All SWBT, all GTE
*	Teléfonos Para Todos see Phones for All			
63	Teligent, Inc. 8065 Leesburg Pike, Suite 400 Vienna, VA 22182	f	Business only 800-689-9367	SWBT areas of KC Metro and St. Louis Metro
64	Tel-Link, L.L.C. 1001 Third Avenue West, Suite 354 Bradenton, FL 34205	Prepaid	Business and residential 888-404-LINK	All SWBT, all Sprint
*	Tin Can Communications Company, L.L.C. See Cube, The			
65	TranStar Communications P.O. Box 211807 Bedford, TX 76095	Prepaid	Business and residential 800-700-6071	All SWBT
*	United States Telecommunications, Inc. See Tel Com Plus			
66	Universal Telephone 2405 E. Pawnee, Suite 10 Wichita, KS 67211-5455	Prepaid	Residential only	All SWBT
*	USA eXchange, LLC See Omniplex Communications Group			
*	USLD Communications, Inc. See Qwest Communications Corporation			
67	U.S. Telco, Inc. 4001 McEwen, Suite 200 Dallas, TX 75244	Prepaid	Residential only 888-847-3332	All SWBT
68	Winstar Wireless, Inc. 1615 L Street, NW, Suite 1260 Washington DC 20036	f	Business only 202-863-2890	SWBT areas of KC Metro and St. Louis Metro
69	WorkNet Communications Inc. 7777 Bonhomme Avenue, Suite 2000 St. Louis, MO 63105		Business only	All SWBT
*	Worldcom, Inc. See MCI Worldcom Communications, Inc.			
70	XO Missouri, Inc. (f/k/a Nextlink Missouri, Inc.) 2020 Westport Center Drive Maryland Heights, MO 63146	f	Business only 877-604-9696	SWBT areas of St. Louis metro and vicinity

* = Company is doing business in Missouri under another (e.g., fictitious) name.

f = Facility-based service.

PROTECTIVE ORDER

- A. The following definitions shall apply to information which a party claims should not be made public.

HIGHLY CONFIDENTIAL: Information concerning (1) material or documents that contain information relating directly to specific customers; (2) employee-sensitive information; (3) marketing analyses or other market-specific information relating to services offered in competition with others; (4) reports, work papers or other documentation related to work produced by internal or external auditors or consultants; (5) strategies employed, to be employed, or under consideration in contract negotiations.

PROPRIETARY: Information concerning trade secrets, as well as confidential or private technical, financial and business information.

- B. During the course of discovery a party may designate information as HIGHLY CONFIDENTIAL or PROPRIETARY (hereinafter, "designated information") and shall make such designated information available to the party seeking discovery, if such information is not objectionable on any other ground, under the restrictions set out in paragraphs C and D. The party designating the information as HIGHLY CONFIDENTIAL or PROPRIETARY shall provide to counsel for the requesting party, at the time the designation is made, the ground or grounds for the designation. The requesting party may then file a motion challenging the designation. The party designating the information confidential shall have five days

after the filing of the challenge to file a response. No other filings are authorized.

- C. Materials or information designated as HIGHLY CONFIDENTIAL may, at the option of the furnishing party, be made available only on the furnishing party's premises and may be reviewed only by attorneys or outside experts who have been retained for the purpose of this case, unless good cause can be shown for disclosure of the information off-premises and the designated information is delivered to the custody of the requesting party's attorney. Outside expert witnesses shall not be employees, officers or directors of any of the parties in this proceeding. No copies of such material or information shall be made and only limited notes may be taken, and such notes shall be treated as the HIGHLY CONFIDENTIAL information from which notes were taken.
- D. Disclosure of PROPRIETARY information shall be made only to attorneys, and to such employees who are working as consultants to such attorney or intend to file testimony in these proceedings, or to persons designated by a party as outside experts. Employees to whom such disclosure is to be made must be identified to the other party by name, title and job classification prior to disclosure. Information designated as PROPRIETARY shall be served on the attorney(s) for the requesting party. On-premises inspection shall not be required for PROPRIETARY information, except in the case of voluminous documents (see paragraph K). Any employees of the party who wish to review such PROPRIETARY materials shall first read this order and certify in writing that (s)he has reviewed same and consented to its terms. The acknowledgment so

executed shall contain the signatory's full name, permanent address, title or position, date signed, and an affirmation that the signer is acting on behalf of his/her employer. Such acknowledgment shall be delivered to counsel for the party furnishing the information or documents before disclosure is made.

- E. Attorneys, in-house experts or outside experts who have been provided access to material or information designated HIGHLY CONFIDENTIAL or PROPRIETARY shall be subject to the nondisclosure requirements set forth in paragraphs C or D, whichever is applicable, and S.
- F. If material or information to be disclosed in response to a data request contains material or information concerning another party which the other party has indicated is confidential, the furnishing party shall notify the other party of the intent to disclose the information. The other party may then choose to designate the material or information as HIGHLY CONFIDENTIAL or PROPRIETARY under the provisions of this Protective Order.
- G. Any party may use material or information designated as HIGHLY CONFIDENTIAL or PROPRIETARY in prefiled or oral testimony at hearing provided that the same level of confidentiality assigned by the furnishing party is maintained, unless otherwise classified by the Commission. In filing testimony all parties shall designate as HIGHLY CONFIDENTIAL or PROPRIETARY only those portions of their testimony which contain information so designated by the furnishing party. If any party plans to use information and testimony which has been obtained outside this proceeding, it must ascertain from the furnishing party if any of

such information is claimed to be HIGHLY CONFIDENTIAL or PROPRIETARY prior to filing.

- H. A party may designate prefiled or live testimony, or portions thereof, submitted in this case as HIGHLY CONFIDENTIAL or PROPRIETARY (hereinafter, "designated testimony"). Prefiled testimony designated as HIGHLY CONFIDENTIAL or PROPRIETARY shall be filed under seal and served upon all attorneys of record. Only those portions of the prefiled testimony designated as HIGHLY CONFIDENTIAL or PROPRIETARY should be filed under seal, and should be marked in a manner which clearly indicates which materials are considered HIGHLY CONFIDENTIAL and which are considered PROPRIETARY.
- I. Within five days of the filing of designated testimony, the party asserting the claim shall file with the Commission the specific ground or grounds for each claim. Such filing shall show the nature of the information sought to be protected and specifically state the alleged harm of disclosure. Such filing shall be filed under seal only if it contains either PROPRIETARY or HIGHLY CONFIDENTIAL information and shall be served upon all attorneys of record.
- J. Attorneys upon whom prefiled testimony designated HIGHLY CONFIDENTIAL or PROPRIETARY has been served shall make such testimony available only to those persons authorized to review such testimony under the restrictions in Paragraphs C or D, whichever is applicable.
- K. If a response to a discovery request requires the duplication of voluminous material or material not easily copied because of its

binding or size, the furnishing party may require the voluminous material be reviewed on its own premises. Voluminous material shall mean a single document, book or paper which consists of more than 150 pages.

- L. Attorneys of record in this case shall require that the in-house or outside expert read this Protective Order and certify in a written nondisclosure agreement that the person has reviewed the Protective Order and consented to be bound by its terms. The nondisclosure agreement shall contain the signatory's full name, permanent address, employer and the name of the party with whom the signatory is associated. Such agreement shall be filed with the Commission. Attached hereto as Attachment "1" and incorporated by reference herein is a form for use in complying with the terms of this paragraph.
- M. In the event a witness discloses the contents of designated prefiled testimony in his or her own prefiled testimony, such testimony shall also be designated in the same manner as the designated prefiled testimony and handled in accordance with this order.
- N. Unless good cause is shown, challenges to the confidential nature of prefiled designated testimony shall be filed with the Commission no later than ten days after the grounds supporting the designations are filed or at the hearing, whichever occurs first. The party making the designation shall have five days to respond to the challenge or may respond at the hearing, whichever occurs first.

- O. The Commission or Regulatory Law Judge may rule on the challenge to the designations prior to the hearing, or at the hearings.
- P. In the event no party challenges prefiled designated testimony, or in the event the Commission or its Regulatory Law Judge rules that testimony was properly designated, then such testimony shall be received into evidence, subject to any other objections being made and ruled upon, and kept under seal.
- Q. In addition, all live testimony, including cross-examination and oral argument which reveals the content of prefiled designated testimony or which is otherwise held to be confidential, including any argument as to whether certain testimony is properly designated, shall be made only after the hearing room is cleared of all persons besides the Commission, its Regulatory Law Judges, court reporters, attorneys of record and witnesses to whom the designated information is available pursuant to the terms of this Protective Order. The transcript of such live testimony or oral argument shall be kept under seal and copies shall only be provided to the Commission, its Regulatory Law Judges, and attorneys of record. Such attorneys shall not disclose the contents of such transcripts to anyone other than those who may have access to the designated information under the terms of this Protective Order. Persons who have access to the designated information under the terms of this Protective Order shall treat the contents of such transcript as any other designated information under the terms of this Protective Order.
- R. References to designated testimony, whether prefiled or live and transcribed, in any pleadings before the Commission, shall be by

citation only and not by quotation. Subject to the jurisdiction of any reviewing court, references to designated testimony in pleadings or oral arguments made to such reviewing court shall also be by citation only.

- S. All persons who are afforded access to information under the terms of this Protective Order shall neither use nor disclose such 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 information secure and in accordance with the purposes and intent of this order.
- T. Subject to the jurisdiction of any reviewing court, designated testimony constituting part of the record before the Commission shall be delivered to any reviewing court under seal upon service of the appropriate writ of review.
- U. The Commission may modify this order on motion of a party or on its own motion upon reasonable notice to the parties and opportunity for hearing.
- V. Within 90 days after the completion of this proceeding, including judicial review thereof, all designated information, testimony, exhibits, transcripts or briefs in the possession of any party other than Staff or the Public Counsel shall be returned to the party claiming a confidential interest in such information and any notes pertaining to such information shall be destroyed.
- W. The provisions of paragraph C, D, J and L of this Protective Order do not apply to Staff or Public Counsel. Staff and Public Counsel are subject to the nondisclosure provisions of Section 386.480,

RSMo 2000. Staff and Public Counsel shall provide a list of the names of their employees who will have access to the designated information.

- X. Outside experts of Staff or Public Counsel who have been contracted to be witnesses in this proceeding shall have access to designated information and testimony on the same basis as Staff and Public Counsel except the outside expert shall read this order and sign the nondisclosure agreement attached as Attachment "1" hereto.
- Y. Outside experts of Staff and Public Counsel who have not been contracted to be witnesses in this proceeding are subject to the provisions of this Protective Order.
- Z. Prefiled testimony and exhibits, whether filed or offered at the hearing, shall be prepared in the manner described in Attachment "2".

STATE OF MISSOURI
PUBLIC SERVICE COMMISSION

NONDISCLOSURE AGREEMENT

I, _____,
have been presented a copy of this Protective Order issued in Case
No. _____ on the _____ day of _____, 2____.

I have requested review of the confidential information
produced in Case No. _____ on behalf of

_____.

I hereby certify that I have read the above-mentioned
Protective Order and agree to abide by its terms and conditions.

Dated this _____ day of _____,
2_____.

Signature and Title

Employer

Party

Address

Telephone

1. If prefiled testimony contains parts which are classified as Proprietary or Highly Confidential, it shall be filed with the Commission's Secretary/Chief Regulatory Law Judge's Office as follows:

- A. One public version of prefiled testimony with the Proprietary or Highly Confidential portions obliterated or removed shall be filed. The Proprietary pages shall be stamped "P" and the Proprietary information indicated by two asterisks before and after the information, ****[Proprietary information removed]****. The Highly Confidential pages shall be stamped "HC" with the Highly Confidential information indicated by two asterisks and underlining before and after the Highly Confidential information, ****Highly Confidential information removed****. The designated information shall be removed with blank spaces remaining so that the lineation and pagination of the public version remains the same as the Highly Confidential and Proprietary versions.
- B. Eight copies of the complete prefiled testimony shall be filed under seal. The Proprietary pages shall be stamped "P" and the Proprietary information indicated by two asterisks before and after the information, ****Proprietary****. The Highly Confidential pages shall be stamped "HC" with the Highly Confidential information indicated by two asterisks and underlining before and after the Highly Confidential information, ****Highly Confidential****.

Any deviations from this format must be approved by the Regulatory Law Judge.

2. Three copies of exhibits, whether testimony or other, shall be filed at the hearing with the information separated as described in 1.A and 1.B above with each copy of the Proprietary and Highly Confidential portions placed into separate envelopes to be marked as Exhibit __, Exhibit __P and Exhibit __HC.

Alt/Sec'y: Dyrell / Jye
Date Circulated 3-9 70-2001-467
CASE NO.
Lumpe, Chair HL
Draiser, Vice Chair MDL
Murray, Commissioner Am 4 alie
Schemenauer, Commissioner RS
Simmons, Commissioner KS
Agenda Date 3-13
Action taken: 4-0/AS
Must Vote Not Later Than _____

STATE OF MISSOURI

OFFICE OF THE PUBLIC SERVICE COMMISSION

I have compared the preceding copy with the original on file in this office and
I do hereby certify the same to be a true copy therefrom and the whole thereof.

WITNESS my hand and seal of the Public Service Commission, at Jefferson City,
Missouri, this 13th day of March 2001.

Dale Hardy Roberts
Dale Hardy Roberts
Secretary/Chief Regulatory Law Judge

