

BEFORE THE PUBLIC UTILITIES COMMISSION OF THE STATE OF COLORADO

DOCKET NO. 09A-771T

IN THE MATTER OF THE APPLICATION OF UNION TELEPHONE COMPANY,
DOING BUSINESS AS UNION WIRELESS, FOR DESIGNATION AS AN ELIGIBLE
TELECOMMUNICATIONS CARRIER IN COLORADO.

**STIPULATION AND AGREEMENT OF THE PARTIES TO THE ETC APPLICATION
OF UNION TELEPHONE COMPANY**

This Stipulation and Agreement (“Stipulation”) is entered into by the Parties to this proceeding; Union Telephone Company, by and through its counsel, Bruce S. Asay; the Staff of the Colorado Public Utilities Commission, by and through its counsel, Michael J. Santisi; and the Colorado Office of Consumer Counsel, by and through its counsel, Gregory E. Bunker. (The Parties to this proceeding are referred to collectively as the “Parties.”)

RECITALS

Union Telephone Company (“Union”) filed an application with the Colorado Public Utilities Commission (“Commission”) for designation as an eligible telecommunications carrier (“ETC”) in certain selected counties in Colorado on October 27, 2009. As appropriate notice was provided to the public, the Staff of the Colorado Public Utilities Commission (“Staff”) and the Colorado Office of Consumer Counsel (“OCC”) intervened. The application was reviewed by the Parties and following a hearing the application was conditionally granted, in part, on November 23, 2010, by the *Recommended Decision of Administrative Law Judge, Dale E. Isley, Conditionally Granting Application, In Part*.¹

¹ Recommended Decision, Conditionally Granted Application, In Part, Decision No. R10-1264, Docket No. 09A-771T, (November 23, 2010). (“Recommended Decision”).

As Exceptions were taken from the Recommended Decision, the excepted issues were addressed by the Commission in its Remand Order on April 26, 2011 in Decision No. C11-0441.² The Commission in examining the Exceptions, posed as a threshold issue, whether the Commission must grant Union's application for an ETC designation or whether the designation was permissive and public interest implications of an ETC designation should be considered. The Commission ruled designation by Union as an ETC to be mandatory in certain areas and discretionary in areas served by rural telecommunication providers,³ and remanded the docket with directions to the ALJ. The Commission's remand directives to the ALJ included:

(1) A determination of which areas in Union's proposed service areas are "discretionary" rather than "mandatory;"

(2) The application of a public interest analysis with regard to such "discretionary" areas;

(3) A requirement that Union must form a separate wireless subsidiary as a condition of receiving any ETC designation for its Colorado wireless operations and file appropriate documentation with the Commission demonstrating this requirement has been met within 90 days of a grant of any ETC designation; and

(4) A condition requiring Union's separate wireless subsidiary to develop Colorado specific sub-accounts to track expenses, investments and revenues including but not limited to Federal Universal Service Funds (USF) subsidies received for Colorado and to obtain Staff and OCC agreement regarding the proposed sub-accounts plan.⁴

² Order Granting Exceptions, In Part, and Remanding With Directions, Decision No. C11-0441, Docket No. 09A-771T, April 26, 2011 ("Remand Order").

³ Remand Order at page 8.

⁴ Id., at ¶¶ 24, 30, 33 and 34.

The matter was remanded to the ALJ, who considered the Commission's Remand Order, and concluded that the scope of the proceedings should be limited to allow a public interest analysis in the discretionary areas but not the mandatory areas as identified in his Revised Appendix.⁵ As the ALJ allowed an immediate appeal to the decision, the OCC filed further Exceptions - which the Staff joined. As Union objected, the Commission declined to consider the Exceptions filed by the Interveners⁶ and Judge Keith J. Kirchubel was appointed as the ALJ to complete the proceeding. In reviewing the pleadings and following a hearing, the ALJ issued an order finding that Federal Communications Commission ("FCC") Order No. 11-161,⁷ did impact the proceeding and had superseded the FCC *Interim Cap Order*. The ALJ noted the requirement that ETCs must offer broadband data services in addition to voice services and the public interest analysis required consideration of broadband offerings.⁸ This is consistent with the goals of the FCC Report and Order which defines the public interest obligations for designated carriers; it requires that all ETCs offer voice services (which they are now required to offer), as well as broadband services. Union intends to provide voice and broadband services in its proposed service areas and to participate in the FCC Mobility Fund Phase I auction discussed in FCC Order 11-161 and DA 12-671.

⁵ Second Interim Order of the Administrative Law Judge, Dale E. Isley, Concerning Remand Order and Setting Pre-Hearing Conference, Decision No. R11-10150I, Docket No. 09A-771T, Sep. 21, 2011.

⁶ Order Declining Consideration of Exceptions to Interim Order, Decision No. C12-0196, Docket No. 09A-771T, February 24, 2012, page 3.

⁷ Id at p. 4 referring to Report and Order, FCC 11-161.

⁸ Interim Order of Administrative Law Judge Keith J. Kirchubel Granting Motion; Establishing Procedural Schedule; Setting Hearing Date; and Confirming Scope of Hearing, Decision No R12-0373-I, Docket No. 09A-771T at p. 4.

AGREEMENT

As it is in the public interest to grant Union an ETC designation, in part, in order for it to participate in the FCC Connect America Fund Auctions or successor programs, the Parties to this proceeding stipulate and agree as follows:

(1) Union agrees to immediately create a separate Colorado wireless subsidiary while contemporaneously seeking to amend the application to add this newly created entity as a party to this Docket so the Commission may grant ETC status to this entity.

(2) Pursuant to the Motion for Approval and the terms and conditions stated in the Stipulation entered into by the Parties, Union seeks a Commission order approving its application and granting ETC designation in the stated service areas as contained in Recommended Decision No. R11-1015-I, and accordingly, requests that such an order be issued via a Recommended Decision. Union intends to participate as a bidder in the FCC's Mobility Fund Auctions, the first of which is presently scheduled to be held on September 27, 2012. If Union is not a successful bidder at the FCC Mobility Fund Auctions such that it will not receive Connect America Funds for its wireless broadband deployment in Colorado, Union will file an application with the Commission within 60 days after it receives notice from the FCC regarding its bids in the Mobility Fund Auctions and stating that Union immediately relinquishes its Colorado ETC designation for all service areas granted in this docket.

(3) The Parties request that in response to the Stipulation that the ALJ issue a Recommended Decision approving the Stipulation and granting ETC designation for the mandatory areas as specified in Attachment A with an effective date at the time Union's ETC designation application is approved by the Commission.

(4) The Parties also request that Union be granted ETC designation in Colorado for the "mandatory" service areas stated in Decision No. R11-1015-I and Revised Appendix 1 to ALJ Isley's Second Interim Order on Remand and attached as Attachment A to the Stipulation, plus ETC designation in the McCoy Exchange located in Routt and Grand Counties for the applicable FCC census blocks for Union's proposed service area in those two counties, and which was previously determined by ALJ Isley to be a "discretionary" area, and as reflected in Attachment A to this Stipulation.

(5) Union withdraws its application for ETC designation in Colorado as to the "discretionary" areas identified in Decision No. R11-1015-I and Revised Appendix 1 to ALJ's Isley's Second Interim Order on Remand and attached as Attachment A to the

Stipulation with the exception that the McCoy Exchange in Routt and Grand Counties will be included in Union's ETC designation service area.

(6) Union presently has specific subaccounts that can track expenses, investments and revenues including but not limited to Federal Universal Service Funds (USF) subsidies received for Colorado as contemplated by the Commission in its Remand Order. Union has met with Staff in regard to its accounting and agrees to continue its discussions with the Staff and the OCC to develop Colorado specific sub-accounts for its separate wireless subsidiary as required by the Commission. If Union, Staff, and the OCC are unable to agree on a proposed sub-account plan, the parties should present their dispute to the Commission for resolution.

(7) The Parties stipulate and agree that with the incorporation of the agreed upon terms and conditions in Attachment B, designating Union Wireless as an ETC serves the public interest, convenience and necessity as required by 47 U.S.C. § 214(e)(2) and §§ 40-15-101, 40-15-501, and 40-15-502, C.R.S.

(8) Union's basic universal service (BUS) plan, as described in Attachment B to this Stipulation, meets the requirements as described by Commission Decision No. R10-1264, VI.A.3. Union will file a verified affidavit signed by an officer of Union Wireless-Colorado, Inc. d/b/a Union Wireless attesting to compliance with the Commission Order 30 days after the effective date of order approving Stipulation.

(9) The Commission has authority to enforce compliance with this Stipulation and pursuant to 4 CCR 723-2-2187 may exercise its audit powers derived from Section 40-15-107, C.R.S. with respect to the basic universal service offering or Union's ETC status.

General Terms and Conditions

1. This Stipulation shall not become effective until the Commission issues a final order approving the Stipulation, which order does not contain any modification of the terms and conditions of this Stipulation that is unacceptable to any of the Parties to the Stipulation. In the event the Commission modifies this Stipulation in a manner unacceptable to any Party hereto, that Party may withdraw from the Stipulation and shall so notify the Commission and the other Parties to the Stipulation in writing within ten (10) days of the date of the Commission order. In the event a Party exercises its right to withdraw from the Stipulation, this Stipulation shall be

null and void and of no effect in this or any other proceedings. In the event this Agreement becomes null and void or in the event the Commission does not approve this Stipulation, this Stipulation, as well as the negotiation undertaken in conjunction with the Stipulation, shall not be admissible into evidence in these or any other proceedings. This Stipulation is an integrated agreement that may not be altered by the unilateral determination of any Party.

2. The Parties agree that this Stipulation is in the public interest and that all of its terms are reasonable. The Parties stipulate to support all elements of this Stipulation as being in the public interest in proceedings before the Commission, and to advocate in good faith that the ALJ or Commission approve this Stipulation in its entirety. Nevertheless the Parties agree that the adjustments to Union's application for ETC designation as to its proposed service areas and incorporated into the Stipulation do not establish a precedent for future cases. Neither shall this Stipulation constitute a precedent for any future proceeding.

3. The Parties agree that all negotiations relating to this Stipulation are privileged and confidential, and no party shall be bound by any position asserted in the negotiations, except to the extent expressly stated in this Stipulation.

4. The Parties stipulate and agree that this Stipulation represents a compromise in the positions of all Parties. As such, statements made in the negotiation and discussion phases of this Stipulation shall not be admissible as evidence in any proceeding before the Commission or any court.

5. The Parties stipulate and agree that except as expressly noted herein, the execution of the Stipulation shall not be deemed to constitute an acknowledgement of any Party hereto of the validity or invalidity of any particular method, theory or principle of ratemaking or regulation, and no Party shall be deemed to have agreed that any principle, method or theory of

regulation employed in arriving at this Stipulation is appropriate for resolving any issue in any other proceeding. The execution of the Stipulation shall not constitute the basis of estoppel or waiver in future proceedings by any Party. Furthermore, no Party hereafter shall be deemed to be bound by any position asserted by any Party and no finding of fact or conclusion of law other than those expressly stated herein shall be deemed to be implicit in this Stipulation.

6. It is the Parties' intent to support this Stipulation. The Parties acknowledge that this Stipulation represents a compromise in the positions of the Parties in this Docket and has been negotiated as a whole. The Parties agree to present hearing testimony and evidence in support of this Stipulation to the extent discussed above or requested by the ALJ and to acknowledge that their support and advocacy of the Stipulation is based upon the Stipulation as a whole, in its entirety, and not based upon its individual components viewed in isolation. The Parties acknowledge that their support and advocacy of it may be compromised by alterations to the Stipulation. In the event the ALJ or Commission rejects or materially alters the Stipulation the Parties agree they are no longer bound by its terms and are not deemed to have waived any of their respective procedural or due process rights under Colorado law.

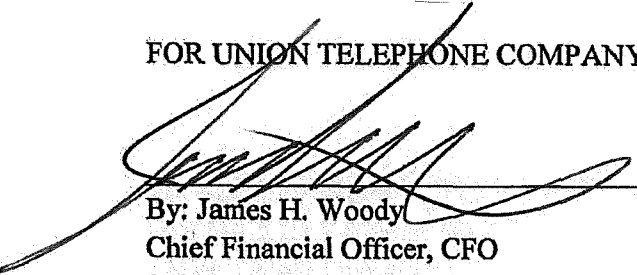
7. This Stipulation may be executed in separate counterparts, including facsimile.

The counterparts taken together shall constitute the Stipulation and Settlement Agreement.

WHEREFORE, the Parties respectfully submit this Stipulation and Settlement Agreement for approval by the Commission and request that the Commission grant such approval.

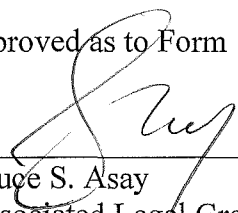
Dated this 10th day of July, 2012.

FOR UNION TELEPHONE COMPANY



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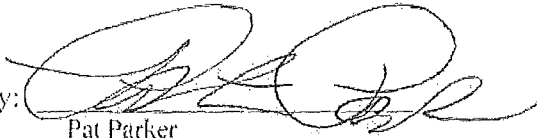


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Attachment A to Stipulation

Revised Appendix I
Decision No. R11-1015-I
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County Union is Seeking ETC Designation	Staff's Mapping County to Telephone Exchange	Incumbent Local Exchange Provider	Rural/Non-Rural	Other CETCs	Mandatory/Discretionary
Grand	Fraser	Qwest	Non-Rural	None	Mandatory
Grand	Grand Lake	Qwest	Non-Rural	NECC	Mandatory
Grand	Granby	Qwest	Non-Rural	None	Mandatory
Grand	Hot Sulphur Springs	Qwest	Non-Rural	None	Mandatory
Grand/Routt	Kremmling	Qwest	Non-Rural	None	Mandatory
Jackson	Walden	CenturyTel of Eagle	Rural	NECC	Discretionary
Moffat	Dinosaur	CenturyTel of Eagle	Rural	None	Mandatory
Moffat	Maybell	CenturyTel of Eagle	Rural	None	Mandatory
Moffat		Union Telephone	Rural		Granted by Decision No. 11-0441 (¶¶ 35-37)
Moffat/Routt		Dubois Telephone	Rural		Granted by Decision No. 11-0441 (¶¶ 35-37)
Moffat/Routt/Rio Blanco	Craig	Qwest	Non-Rural	None	Mandatory
Rio Blanco/Garfield	Rangely	CenturyTel of Eagle	Rural	None	Mandatory
Rio Blanco/Garfield	Meeker	Qwest	Non-Rural	None	Mandatory
Routt/Eagle/Grand/Garfield	McCoy	CenturyTel of Eagle	Rural	San Isabel	Discretionary
Routt	Steamboat Springs	Qwest	Non-Rural	None	Mandatory
Routt/Rio Blanco	Oak Creek	Qwest	Non-Rural	None	Mandatory
Routt	Hayden	Qwest	Non-Rural	None	Mandatory
Routt	Yampa	Qwest	Non-Rural	None	Mandatory
Clear Creek	Georgetown	Qwest	Non-Rural	None	Mandatory
Clear Creek	Idaho Springs	Qwest	Non-Rural	None	Mandatory
Delta	Cedaredge	Delta County	Rural	NTCH	Discretionary
Delta/Montrose	Crawford	Delta County	Rural	None	Mandatory
Delta	Eckert	Delta County	Rural	NTCH	Discretionary
Delta	Hotchkiss	Delta County	Rural	NTCH	Discretionary
Delta	Paonia	Delta County	Rural	None	Mandatory
Delta/Gunnison	Somerset	Delta County	Rural	None	Mandatory
Delta	Delta	Qwest	Non-Rural	None	Mandatory
Eagle	Eagle (Zone 1)	CenturyTel of Eagle	Rural	San Isabel	Discretionary
Eagle	Edwards (Zone 1)	CenturyTel of Eagle	Rural	San Isabel	Discretionary
Eagle/Garfield	Gypsum (Zone 1)	CenturyTel of Eagle	Rural	San Isabel	Discretionary
Eagle	Avon	Qwest	Non-Rural	None	Mandatory
Eagle/Pitkin	Basalt	Qwest	Non-Rural	None	Mandatory
Eagle	Minturn	Qwest	Non-Rural	None	Mandatory
Garfield/Pitkin	Carbondale	Qwest	Non-Rural	None	Mandatory
Garfield	Glenwood Springs	Qwest	Non-Rural	None	Mandatory
Garfield	New Castle	Qwest	Non-Rural	None	Mandatory
Garfield	Parachute	Qwest	Non-Rural	None	Mandatory
Garfield	Rifle	Qwest	Non-Rural	None	Mandatory

Attachment A to Stipulation

Revised Appendix I
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County Union is Seeking ETC Designation	Staff's Mapping County to Telephone Exchange	Incumbent Local Exchange Provider	Rural/Non-Rural	Other CETCs	Mandatory/Discretionary
Grand	Fraser	Qwest	Non-Rural	None	Mandatory
Grand	Grand Lake	Qwest	Non-Rural	NECC	Mandatory
Grand	Granby	Qwest	Non-Rural	None	Mandatory
Grand	Hot Sulphur Springs	Qwest	Non-Rural	None	Mandatory
Grand/Routt	Kremmling	Qwest	Non-Rural	None	Mandatory
Jackson	Walden	CenturyTel of Eagle	Rural	NECC	Discretionary
Moffat	Dinosaur	CenturyTel of Eagle	Rural	None	Mandatory
Moffat	Maybell	CenturyTel of Eagle	Rural	None	Mandatory
Moffat		Union Telephone	Rural		Granted by Decision No. 11-0441 (¶¶ 35-37)
Moffat/Routt		Dubois Telephone	Rural		Granted by Decision No. 11-0441 (¶¶ 35-37)
Moffat/Routt/Rio Blanco	Craig	Qwest	Non-Rural	None	Mandatory
Rio Blanco/Garfield	Rangely	CenturyTel of Eagle	Rural	None	Mandatory
Rio Blanco/Garfield	Meeker	Qwest	Non-Rural	None	Mandatory
Routt/Eagle/Grand/Garfield	McCoy	CenturyTel of Eagle	Rural	San Isabel	Discretionary
Routt	Steamboat Springs	Qwest	Non-Rural	None	Mandatory
Routt/Rio Blanco	Oak Creek	Qwest	Non-Rural	None	Mandatory
Routt	Hayden	Qwest	Non-Rural	None	Mandatory
Routt	Yampa	Qwest	Non-Rural	None	Mandatory
Clear Creek	Georgetown	Qwest	Non-Rural	None	Mandatory
Clear Creek	Idaho Springs	Qwest	Non-Rural	None	Mandatory
Delta	Cedaredge	Delta County	Rural	NTCH	Discretionary
Delta/Montrose	Crawford	Delta County	Rural	None	Mandatory
Delta	Eckert	Delta County	Rural	NTCH	Discretionary
Delta	Hotchkiss	Delta County	Rural	NTCH	Discretionary
Delta	Paonia	Delta County	Rural	None	Mandatory
Delta/Gunnison	Somerset	Delta County	Rural	None	Mandatory
Delta	Delta	Qwest	Non-Rural	None	Mandatory
Eagle	Eagle (Zone 1)	CenturyTel of Eagle	Rural	San Isabel	Discretionary
Eagle	Edwards (Zone 1)	CenturyTel of Eagle	Rural	San Isabel	Discretionary
Eagle/Garfield	Gypsum (Zone 1)	CenturyTel of Eagle	Rural	San Isabel	Discretionary
Eagle	Avon	Qwest	Non-Rural	None	Mandatory
Eagle/Pitkin	Basalt	Qwest	Non-Rural	None	Mandatory
Eagle	Minturn	Qwest	Non-Rural	None	Mandatory
Garfield/Pitkin	Carbondale	Qwest	Non-Rural	None	Mandatory
Garfield	Glenwood Springs	Qwest	Non-Rural	None	Mandatory
Garfield	New Castle	Qwest	Non-Rural	None	Mandatory
Garfield	Parachute	Qwest	Non-Rural	None	Mandatory
Garfield	Rifle	Qwest	Non-Rural	None	Mandatory

County Union is Seeking ETC Designation	Staff's Mapping County to Telephone Exchange	Incumbent Local Exchange Provider	Rural/Non-Rural	Other CETCs	Mandatory/Discretionary
Garfield	Silt	Qwest	Non-Rural	None	Mandatory
Gunnison	Arrowhead	Nucla-Naturita	Rural	None	Mandatory
Gunnison	Crested Butte	Qwest	Non-Rural	None	Mandatory
Gunnison/Saguache	Gunnison	Qwest	Non-Rural	NECC Commnet	Discretionary
Mesa	Collbran	CenturyTel of Eagle	Rural	None	Mandatory
Mesa	Mesa	CenturyTel of Eagle	Rural	None	Mandatory
Mesa	Gateway	Nucla-Naturita	Rural	None	Mandatory
Mesa	Clifton	Qwest	Non-Rural	None	Mandatory
Mesa/Garfield	Debeque	Qwest	Non-Rural	None	Mandatory
Mesa	Fruita	Qwest	Non-Rural	None	Mandatory
Mesa	Grand Junction	Qwest	Non-Rural	None	Mandatory
Mesa	Palisade	Qwest	Non-Rural	None	Mandatory
Montrose/San Miguel	Norwood	CenturyTel of Eagle	Rural	NNTC	Discretionary
Montrose	Naturita	Nucla-Naturita	Rural	NNTC	Discretionary
Montrose	Nucla	Nucla-Naturita	Rural	NNTC	Discretionary
Montrose	Paradox	Nucla-Naturita	Rural	NNTC	Discretionary
Montrose	Montrose	Qwest	Non-Rural	None	Mandatory
Montrose	Olathe	Qwest	Non-Rural	None	Mandatory
Pitkin	Aspen	Qwest	Non-Rural	None	Mandatory
Pitkin	Snowmass	Qwest	Non-Rural	None	Mandatory
Summit	Breckenridge	Qwest	Non-Rural	None	Mandatory
Summit	Copper Mountain	Qwest	Non-Rural	None	Mandatory
Summit	Dillon	Qwest	Non-Rural	None	Mandatory
Summit	Frisco	Qwest	Non-Rural	None	Mandatory
Summit	Vail	Qwest	Non-Rural	None	Mandatory
Chaffee	Buena Vista	Qwest	Non-Rural	Commnet	Mandatory
Chaffee	Salida	Qwest	Non-Rural	NECC Commnet	Discretionary
Custer	Westcliffe	CenturyTel of Eagle	Rural	NECC Commnet	Discretionary
Custer/Pueblo	Beulah	Pine Drive	Rural	NECC Commnet	Discretionary
Fremont/Custer	Howard	CenturyTel of Eagle	Rural	NECC Commnet	Discretionary
Fremont	Canon City	Qwest	Non-Rural	NECC Commnet	Discretionary
Fremont/Custer	Florence	Qwest	Non-Rural	NECC Commnet	Discretionary
Fremont	Penrose	Qwest	Non-Rural	NECC Commnet	Discretionary
Lake/Chaffee	Leadville	Qwest	Non-Rural	None	Mandatory
Park	Lake George	CenturyTel of Eagle	Rural	None	Mandatory

County Union is Seeking ETC Designation	Staff's Mapping County to Telephone Exchange	Incumbent Local Exchange Provider	Rural/Non-Rural	Other CETCs	Mandatory/Discretionary
Park	Pike Trail	CenturyTel of Eagle	Rural	Commnet	Discretionary
Park/Chaffee	Hartsel	South Park	Rural	None	Mandatory
Park/Jefferson	Bailey	Qwest	Non-Rural	None	Mandatory
Park	Fairplay	Qwest	Non-Rural	None	Mandatory
Alamosa/Saguache	Mosca	Columbine	Rural	NECC Commnet	Discretionary
Alamosa/Conejos	Alamosa	Qwest	Non-Rural	NECC Commnet	Discretionary
Alamosa	Alamosa	Blanca	Rural	NECC Commnet	Discretionary
Archuleta	Pagosa Springs	CenturyTel of Colorado	Rural	None	See footnote ¹
Archuleta	Pagosa West	CenturyTel of Colorado	Rural	None	See footnote 1
Archuleta/LaPlata	Allison	CenturyTel of Colorado	Rural	None	See footnote 1
LaPlata/Montezuma	Marvel	CenturyTel of Colorado	Rural	None	See footnote 1
Conejos	Antonito	CenturyTel of Eagle	Rural	NECC Commnet	Discretionary
Conejos	LaJara	CenturyTel of Eagle	Rural	NECC Commnet	Discretionary
Conejos	Manassa	CenturyTel of Eagle	Rural	NECC Commnet	Discretionary
Mineral	Creede	CenturyTel of Eagle	Rural	NECC Commnet	Discretionary
Rio Grande	Del Norte	Qwest	Non-Rural	NECC Commnet	Discretionary
Rio Grande	Monte Vista	Qwest	Non-Rural	NECC Commnet	Discretionary
Rio Grande	Southfork	Qwest	Non-Rural	NECC Commnet	Discretionary
Saguache/Rio Grande	Center	CenturyTel of Eagle	Rural	Commnet	Discretionary
Saguache	Saguache	CenturyTel of Eagle	Rural	NECC Commnet	Discretionary
Saguache	Crestone	Columbine	Rural	NECC	Discretionary
Larimer	Red Feather Lake	CenturyTel of Eagle	Rural	NECC	Discretionary
Larimer/Weld	Berthoud	Qwest	Non-Rural	NECC	See footnote ²
Larimer	Estes Park	Qwest	Non-Rural	NECC	Mandatory
Larimer	Ft. Collins	Qwest	Non-Rural	NECC	Mandatory

¹ Union's request for ETC designation in these areas was denied by Recommended Decision No. 10-1264 (¶ 74) since, under applicable law, Union is required to serve the entirety of the CenturyTel of Colorado study area, a portion of which was not included in the geographic scope of its ETC designation request. This finding was not appealed by Union.

² Union's request for ETC designation in this area was granted by Recommended Decision No. 10-1264 (Appendix I, page 2) but this was in error since, under applicable law, Union is required to serve the entirety of the Berthoud exchange, a portion of which is in Weld County. Union's application did not request ETC designation in Weld County.

County Union is Seeking ETC Designation	Staff's Mapping County to Telephone Exchange	Incumbent Local Exchange Provider	Rural/Non-Rural	Other CETCs	Mandatory/Discretionary
Larimer	Harmony	Qwest	Non-Rural	NECC	Mandatory
Larimer	Loveland	Qwest	Non-Rural	NECC	Mandatory
Larimer	Wellington	Qwest	Non-Rural	NECC	Mandatory
Ouray	Ouray	Qwest	Non-Rural	None	Mandatory
Ouray	Ridgway	Qwest	Non-Rural	None	Mandatory
San Miguel	Telluride	Qwest	Non-Rural	None	Mandatory
Boulder	Table Mesa	Qwest	Non-Rural	None	See footnote ³

³ Union's request for ETC designation in this area was granted in Recommended Decision No. 10-1264 (Appendix I, page 3) but this was in error since Union did not request such a designation in Boulder County. See, Exhibit 2.

Operating Procedures Applicable to Basic Universal Service (BUS) Offering for Union Telephone Company, d/b/a Union Wireless (Union) or its Subsidiary

A. ACCESS TO RECORDS.

All records required by these procedures pertaining to Union's Basic Universal Service (BUS) offering shall be made available to the Commission or its authorized representatives at any time upon request. Union shall place its BUS offering on its website in plain sight of potential customers.

B. RETENTION OF RECORDS.

Unless otherwise authorized by the Colorado Public Utilities Commission (Commission), all records required by these procedures pertaining to Union's BUS offering shall be preserved for the period of time specified by FCC 47 CFR §54.320 or by Rule 4 CCR 723-2-2005 of the Rules Regulating Telecommunications Providers, Services, and Products, but in no event less than a minimum of 24 months after the date of entry of the record or for any longer period of time specified by FCC rule or order or Commission rule, whichever is longer.

C. SERVICE AREA MAPS.

Attachment A to Stipulation depicts the exchanges where Union is designated ETC status.

D. RECORDS OF COMPLAINTS

1. Union shall maintain an accurate record of all oral and written complaints made by its customers regarding its service, or rates and charges. This record shall include the name and address of the customer or complainant, the time, date and nature of the complaint, the action taken to clear trouble, and the date and time of trouble clearance.
2. The record of complaints shall be categorized to indicate to Union and to the Commission whether any particular customer encounters the same difficulties frequently, in terms of complaints per month, including customer trouble reports, whether a large number or percentage of all complaints from different customers arise from the same irregularity in service, with 5 percent or more of all complaints over a three month period being considered significant, or whether some phase of the construction, equipment, maintenance or operation are causing the complaints.
3. For any unresolved complaints or customer questions, Union shall direct its personnel engaged in initial contact with an applicant or Customer in which dissatisfaction with the decision or explanation by the personnel is expressed, to inform the Customer of the right to have the problem

considered and acted upon by another consumer representative or supervisory personnel of Union. If the applicant or Customer continues to express dissatisfaction after the supervisory personnel have addressed the problem, Union shall further direct the supervisory personnel to provide the complainant that they may contact the External Affairs Section of the Commission at Colorado Public Utilities Commission, Consumer Affairs, 1560 Broadway, Suite 250, Denver Colorado 80202, Phone 303-894-2070 or 800-456-0858, fax number 303-894-2532 or by e-mail to PUCconsumer.complaints@dora.state.co.us for further review of an unresolved problem.

F. HELD SERVICE APPLICATIONS

1. During periods of time, if any, when Union may not be able to supply service to customers whose Lifeline applications have been completed and approved in Union's service areas within the time frames established in these procedures, Union shall keep a record for each service area showing the name and address of each applicant for service, the date of application, the class type and grade of service applied for, (e.g., first line or additional line), together with the reason for the delay in providing the service to the applicant, and the expected date of service.
2. If the number of held service orders exceeds 50 orders in a service area providing service to 2,000 or more customers, or 20 held service orders in a service area serving fewer than 2,000 customers, Union shall maintain a summary of applications for each affected service area showing the total number categorized by various causes for delay and by dates of application.
3. If conditions described in paragraph G.1 occur, Union shall submit to the Commission a report showing the information required by paragraph 1 of this procedure, and the number of days service has been delayed, when the lesser of 50 or 5 percent of the total number of service applications in a service area in a consecutive three-month period are held service orders. Union shall further submit a report of its proposed action to reduce the number of those held service orders to fewer than the lesser of 50 or five percent of the total number of service applications in that service area. Reports must be submitted to the Commission by April 1st of each year.
4. Under circumstances where the period to provide BUS service exceed 30 calendar days, Union shall file a letter with the Commission stating the circumstances causing the delay, explaining whether such circumstances are beyond Union's control, and providing an estimate of the time necessary to provide service.

G. SERVICE INTERRUPTIONS

General

1. Service is interrupted when it becomes unusable to the Customer or when the Customer is unable to transmit or receive calls due to the failure of a component of the network furnished by Union.
2. An interruption period begins when the Customer reports a service, facility or circuit to be inoperative and releases it for testing and repair. An interruption period ends when the service, facility or circuit is operative.

Reestablishing Service

1. Company will make all reasonable efforts to prevent interruptions of service and, when interruptions do occur, reestablish service with the shortest possible delay. Company will make attempts to resolve emergencies at all hours, consistent with the bona fide needs of customers and the personal safety of Company's employees. In almost all cases, Company will be able to reestablish service within 24 hours. If unusual repairs are required, or other factors will prevent the prompt reestablishment of service, Union will make reasonable efforts to contact Customer.

Record Keeping and Reports

1. Union shall keep a record showing all interruptions affecting service in an entire service area or any major portion of it that affects the lesser of 25 percent or 1,000 of the service area's customers for one or more hours during the day. This record shall show the date, time, duration, extent and cause of the interruption. Union shall inform Customers of the potential of future service unavailability when Union is experiencing or is forecasting potential service unavailability in specific areas for purposes other than outages due to routine maintenance. Services are available twenty-four (24) hours per day, seven (7) days per week. Union will make reasonable arrangements to resolve emergencies resulting from failures of service, unusual and prolonged increases in traffic, illness of personnel, fire, storm or other acts of God, and inform its employees as to procedures to be followed in the event of such emergencies in order to prevent or minimize interruptions or impairment of telecommunications service. Reports must be submitted to the Commission by April 1st of each year.

H. ADVERTISING

Union shall submit annual reports describing advertising materials it uses in Colorado to the Commission Staff and OCC no later than April 1st of each year.

I. NETWORK REQUIREMENTS

Intra-LATA Interexchange Toll Dialing Pattern. Union will comply with all NANP dialing pattern requirements.

J. REPORTING REQUIREMENTS

Union shall file the following reports with the Commission:

1. Copies of all filings submitted to Federal Communications Commission (FCC) or Universal Service Administrator Company (USAC). Union shall file copies of all FCC forms submitted to the FCC or USAC, including Form 497, with the Commission at the time filings occur at the FCC or USAC.
2. Annual ETC Certification. Union will file annual certification that it is able to function in emergency situations, is complying with applicable service quality standards and the consumer protection rules, e.g., the CTIA consumer code for wireless service. This certification shall be filed with the Commission by April 1st of each year.
3. Plan Offerings. Union shall file a copy with the Commission in advance of any and all proposed offering(s) 30 days prior to offering service to customers in Colorado.
4. Changes to existing plans or new plans. Union shall notify the Commission 30 days in advance before implementing any changes to terms, conditions, to the BUS plan and any changes to any new plans or products introduced.
5. Submit quarterly report to Commission regarding Lifeline customer-specific data. Union shall submit a quarterly report to the Commission to include customer-specific data: customer name, address, and zip code for:
 - a. Lifeline customers receiving or that have applied through Union for a second Lifeline subsidy per household in that same month from Union,
 - b. Lifeline customers receiving or that have applied through Union for a second Lifeline subsidy per household in that same month from another carrier,
 - c. New Lifeline customers enrolled in Union's Lifeline service,
 - d. Lifeline customers removed from Lifeline service due to non-usage, and
 - e. Lifeline customers removed from Lifeline service due to ineligibility through the verification process.
6. Unfilled Requests for Service. Number of requests for service from eligible Lifeline customers approved by DHS within Union's service area which were unfulfilled during the past year. Report must be submitted to Commission by April 1st of each year.

K. CTIA CODE OF CONDUCT

1. Union shall comply with the principles, disclosures, and practices for wireless service provided to consumers in the Cellular Telecommunications and Internet Association's (CTIA) Consumer Code for Wireless Service. Such Code can be found at: http://files.ctia.org/pdf/The_Code.pdf.

L. SUBSCRIBER ELIGIBILITY FOR LIFELINE

1. Subscriber eligibility shall be established pursuant to a DHS certification process and as modified by the Colorado General Assembly. Upon initial application for Union's Lifeline service, the Customer must certify by his or her signature under penalty of perjury that he or she is head of household and that he or she will receive Lifeline supported services only from Union.
 - a Union shall require each eligible Lifeline consumer to self-certify under penalty of perjury at the time of enrollment and annually thereafter that his or her household will receive only one Lifeline service and, to the best of his or her knowledge, the subscriber's household is not already receiving a Lifeline service;
 - b Union shall require each eligible Lifeline consumer at the time of application to initial on the certification form that to the best of his or her knowledge that he or she is not receiving Lifeline-supported service from any other Lifeline provider and to ensure the consumer understands that "Lifeline-supported service" is a federal subsidy.
2. Union shall file a copy of state-specific subscriber data, including name and address of Lifeline subscribers, to the Universal Service Administrative Company (USAC), upon request, and to this Commission for the purpose of determining whether an existing Lifeline subscriber receives Lifeline service from another carrier.
3. Union shall immediately investigate any notification from the Commission, DHS, or USAC regarding any Lifeline customer receiving duplicate subsidy from another carrier or from Union. If it is determined that the Lifeline customer is receiving duplicate subsidy, Union will work with the other carrier(s) to notify the customer of the duplicate accounts and work with the customer to choose only one provider of Lifeline service. Union shall also abide by any rules of the FCC and work with USAC and the Commission Staff to rectify any duplicate accounts. In the event the customer selects a carrier other than Union to provide Lifeline service, Union shall promptly remove the customer's Lifeline service and remove customer from any USAC reimbursement.

4. Union shall deal directly with the subscriber and DHS to certify and verify the subscriber's Lifeline eligibility on an annual basis.
5. Union shall explain in prominent, plain, easily comprehensible language to all new and potential subscribers that no consumer is permitted to receive more than one Lifeline subsidy.
6. Union shall ensure that all marketing materials for the service make clear that it is a Lifeline-supported service.
7. Union shall promptly, de-enroll any subscriber whom Union determines is no longer eligible for Lifeline service or is notified by DHS that the subscriber is no longer eligible for Lifeline service. Union shall promptly remove a customer's Lifeline service and remove customer from any USAC reimbursement.

M. 911 CALLING

1. Union shall provide access to 911 service. If service is disconnected or minutes are depleted, customers may still make 911 calls and calls to Customer Care number.
2. Union shall pay the appropriate wireless E911 charges in accordance with C.R.S. § 29-11-102 and 29-11-102.5.

O. CUSTOMER CARE ACCESS

1. Customers will be provided a toll-free method to access Union's customer care representatives who are continuously available by dialing 611 from a Union handset, and online at www.unionwireless.com. Customers may obtain directory assistance by dialing 411 from a Union handset.

P. Limitations of Liability

1. Because Union has no control of the content of communications transmitted over its network, and because of the possibility of errors incident to the provision and use of its services, services furnished by Union are subject to the terms, conditions and limitations specified herein and in Union's Terms of Service available on the www.unionwireless.com website.

Q. Customer Disconnection

1. Union may not deny or discontinue service to a Customer without prior written notice after at least 15-days ("written notice" or "in writing" as used in this

Section shall mean a message sent to the Customer as a SMS or “text” message or in letter form) except for the following reasons:

- a. If a condition immediately dangerous or hazardous to life, physical safety, or property exists; or
 - b. Upon order by any court, the Commission, or any other duly authorized public authority; or
 - c. For a violation of Union’s Terms of Service or these Operating Procedures; or
 - d. If service was obtained fraudulently or without the authorization of the provider or is being used for, or suspected of being used for, fraudulent purposes; or
 - e. Obtaining service by subterfuge that includes, but is not restricted to, an application for service at a location in the name of another party.
2. If Union disconnects service to Lifeline Customer for any reasons stated above, Union will immediately cease seeking reimbursement from the Lifeline universal service fund for that Customer.