

Joint Petition of Consolidated Communications)
Holdings, Inc., Consolidated Communications,)
Inc., Falcon Merger Sub, Inc., FairPoint)
Communications, Inc., Telephone Operating)
Company of Vermont LLC, FairPoint Vermont,) Docket No. 8881
Inc., UI Long Distance, Inc., and Enhanced)
Communications of Northern New England,)
Inc., for Approval of a Transfer of Control by)
Merger, Pursuant to 30 V.S.A. §§ 107, 108,)
109, 231(a), and 311)

By this filing, Joint Petitioners¹ respond to the January 19, 2017 Motion to Intervene filed on behalf of Communications Workers of America (CWA) Local 1400 and International Brotherhood of Electrical Workers (IBEW) Locals 2320, 2326, and 2327, that form the IBEW System Council T-9 (collectively “Labor Intervenors”).

1 The Joint Petitioners are: Consolidated Communications Holdings, Inc., Consolidated Communications, Inc., Falcon Merger Sub, Inc. (the three foregoing, together, “Consolidated”), FairPoint Communications, Inc., Telephone Operating Company of Vermont LLC d/b/a FairPoint Communications, Enhanced Communications of Northern New England, Inc., FairPoint Vermont, Inc., and UI Long Distance, Inc. (the five foregoing, together, “FairPoint”).

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benefits provided to FCI employees; and (4) Such other matters that will or may affect the interests of FCI's represented employees.³

These issues are beyond the scope of the statutory review in this case. The proposed transaction involves a cash-free exchange of stock between two holding companies that will result in an upstream, indirect change in ownership of FairPoint's Vermont operating subsidiaries. Consolidated Communications will assume all the agreements and obligations of FairPoint, including the collective bargaining agreement now in force between FairPoint and the Labor Intervenors. That contract is in effect and is not set to expire until the third quarter of 2018. The proposed transaction does not involve any changes in the terms and conditions of that agreement and will not require an assignment of that agreement to any new parties or any substitution of the existing parties to that agreement. Issues related to the collective bargaining agreement and labor relations are not appropriate matters for consideration in this proceeding. Although counsel for the Labor Intervenors has included these subjects in the Motion to Intervene here, counsel has also observed in parallel proceedings before the Maine Public Utility Commission ("MPUC"), that "labor relations issues are not within the Commission's jurisdiction, and [Labor Intervenors] will not attempt to raise those issues here."⁴ The Joint Petitioners request that the Board provide a similar acknowledgement in its Order and limit the scope of Labor's intervention. The Board has implemented similar limitations when allowing intervention in other proceedings.⁵ The requested clarity from the Board will provide the parties with

³ Motion to Intervene at ¶ 13.

⁴ *In re Northern New England Telephone Operations LLC d/b/a FairPoint Communications-NNE Request for Approval of Reorganization*, Docket No. 2016-307, Case Conference Transcript (1-11-2017) at 12, lines 7-11 (Rubin), available at <https://mpuc-cms.maine.gov/CQM.Public.WebUI/Common/CaseMaster.aspx?CaseNumber=2016-00307>.

⁵ See, e.g., *In Petition of Vermont Dep't of Pub. Serv. for an Investigation into the Adequacy of Tel. Operating Co. of Vermont LLC, d/b/a FairPoint Commc'ns, Provision of Serv. Quality.*, Docket No. 8390 (Vt. Pub. Serv. Bd. Jan. 23, 2015) (holding that, "[t]he scope of IBEW's intervention is limited to service quality issues raised during the December 9, 2014, prehearing conference, [and] declining to find that the scope of the current proceeding should encompass issues that are currently before FairPoint and IBEW in ongoing labor negotiations."); *Investigation into Vermont Electric Utilities Use of Smart Metering and Time-Based Rates.*, Docket No. 7307 (Vt. Pub. Serv. Bd. Dec. 1, 2011) (limiting intervention in broad investigative proceeding to the issues raised by the Department's specific policy proposals); *In Re Green Mt. Power Corp.*, Docket No. 6958 (Vt. Pub. Serv. Bd. July 1, 2004) (granting intervention to Conservation Law Foundation, but "specifically and explicitly" noting what issues were properly before the Board).

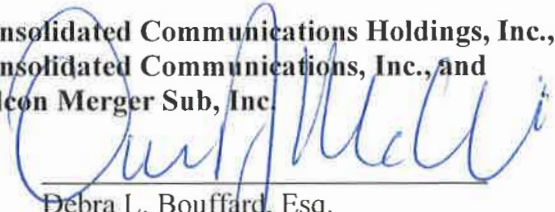
Board Rule 2.209 provides the Board with general authority to set limits on intervention: "the Board may restrict [a] party's participation to only those issues in which the party has demonstrated an interest, may require such party to join with other parties with respect to appearance by counsel, presentation of evidence or other matters, or may otherwise limit such party's participation, all as the interests of justice and economy of adjudication require."

direction during the discovery process and help to minimize potential discovery disputes regarding relevancy and breadth of requested information.

For the foregoing reasons, Joint Petitioners do not oppose the intervention of Labor Intervenors, however, they respectively request that the Board clarify and limit the scope of that intervention so as to exclude labor relations issues and related topics as listed above and as identified in the last four bullet points at ¶13 of the Motion to Intervene.

Dated: February 3, 2017

**Consolidated Communications Holdings, Inc.,
Consolidated Communications, Inc., and
Falcon Merger Sub, Inc.**

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