

**BEFORE THE KANSAS CORPORATION COMMISSION**

AUG 30 2005

Application of Sprint Nextel Corporation )  
for Approval of the Transfer of Control of )  
United Telephone Company of Kansas, )  
United Telephone Company of Eastern )  
Kansas, United Telephone Company of )  
Southcentral Kansas, Sprint Missouri, Inc. )  
d/b/a United Telephone Company of )  
Southeastern Kansas and Sprint Long )  
Distance, Inc. From Sprint Nextel )  
Corporation to LTD Holding Company. )

Docket No. 06-SCCC-200-MIS

*Susan K. Riffe*

Docket  
Room

**MOTION FOR ADOPTION OF PROTECTIVE ORDER**

Sprint Nextel Corporation (“Sprint”) hereby requests that a Protective Order and an Order on Discovery be issued by the Kansas Corporation Commission (“Commission”) in the above captioned docket. In support of its motion, Sprint states as follows:

**BACKGROUND**

1. On August 30, 2005 Sprint Nextel Corporation (“Sprint”) submitted the above-captioned application (“Application”) requesting the Kansas Corporation Commission (“Commission”) approve the transfer of control of United Telephone Company of Kansas, United Telephone Company of Eastern Kansas, United Telephone Company of Southcentral Kansas, Sprint Missouri, Inc. d/b/a United Telephone Company of Southeastern Kansas (“United” or “local service companies”), and Sprint Long Distance, Inc. from Sprint Nextel Corporation to LTD Holding Company.

2. In order to facilitate the discovery process and disclosure of confidential documents and information during the course of the proceeding, Sprint requests the Commission adopt the standard protective order (“Protective Order” or “Order”) to govern the proceeding.

## DISCUSSION

3. Sprint submits that the interest in maintaining the confidential status of qualifying material, and avoiding the substantial competitive harm that otherwise would result to the parties, outweighs any interest in disclosing the material to unauthorized parties or in proceedings unrelated to the Application. For these reasons, Sprint requests the Commission to adopt the standard Protective Order.

4. A Protective Order allows the Commission to manage the discovery process in a particular proceeding in a manner that furthers the goal of full disclosure of relevant, non-sensitive information while at the same time protecting participants from harm that would result from the unregulated disclosure of commercially-sensitive information. The Commission has substantial latitude in deciding when a protective order is appropriate and the degree of protection that is required.

5. “Good cause” for a protective order exists if a party or parties will suffer specific prejudice or harm in the absence of such an order. One example of such harm is the injury that would result from the unprotected disclosure of a party’s confidential, commercially-sensitive information. In the absence of an appropriate protective order, production of material containing confidential and proprietary information easily could result in that information ending up in the hands of the party’s competitors, causing that party significant harm. When the interest in protecting the confidentiality of the commercially-sensitive information and avoiding such harm outweighs any negative impact on the need to inform the public of matters of legitimate public concern, a protective order is warranted.

6. In this proceeding, Sprint anticipates that parties, Commission Staff and CURB could seek the production of documents and information from Sprint that may

contain material of great commercial sensitivity. With its Application in this proceedings, Sprint has already filed confidential information that contains significant detail regarding the current and projected financial condition of the Sprint ILEC operations in Kansas and other states. Sprint expects that parties will seek production of further “Confidential” material.

7. Unrestricted disclosure of Sprint’s commercially-sensitive and confidential information would cause significant harm to Sprint. Such disclosure would give Sprint’s competitors an unfair advantage in the intensely competitive market for telecommunications services. These competitors would enjoy an unobstructed eye into Sprint’s business affairs which would give them a distinct and unjust competitive edge far into the future. For example, armed with knowledge of Sprint’s cost structure and marketing plans, a competitor could develop and roll out competing products much more efficiently and quickly than otherwise would be the case. Accordingly, Sprint has a strong interest in maintaining the confidentiality of this information and preventing its competitors from gaining access to it.

8. The compelling interest of Sprint, and potentially other parties, in maintaining the confidentiality of their commercially-sensitive information is balanced against the public interest in the disclosure of information necessary to evaluate the proposed transfer of control of Sprint’s local operating companies to LTD Holding Company. Sprint respectfully submits that limiting the disclosure of a subset of commercially-sensitive information to authorized persons participating in this proceeding, while allowing unrestricted public access to all other information, effectively serves this public interest. Sprint contends that no legitimate issue of “public concern” would require unrestricted disclosure of the type of confidential and proprietary business

information Sprint seeks to protect. Thus, the balance of interests fully supports adoption of the standard Protective Order.

### CONCLUSION

WHEREFORE, for the foregoing reasons, Sprint requests the Commission to adopt the standard protective order to govern these proceedings.

Respectfully submitted this 30th day of August, 2005,

#### **Sprint Nextel Corporation**

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Attorneys for Sprint

**VERIFICATION**

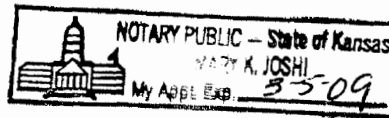
I, Brett D. Leopold, an attorney and duly authorized representative of Sprint Nextel Corporation, hereby verify and affirm that I have read the foregoing Motion for Protective Order and the statements contained therein are true and correct to the best of my information and belief.

Brett D Leopold  
Brett D. Leopold

Subscribed and sworn to before me on this 30<sup>th</sup> day of August, 2005.

Mary K Joshi  
Notary Public

My Appointment Expires: March 5, 2009

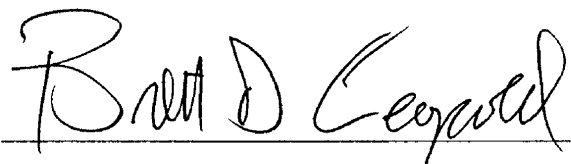


## CERTIFICATE OF SERVICE

The undersigned hereby certifies that on this 30th day of August, 2005, a copy of the above and foregoing Application was served via electronic mail, facsimile and or U.S. Mail, postage prepaid to each of the following

Office of the General Counsel  
Kansas Corporation Commission  
1500 SW Arrowhead Road  
Topeka, Kansas 66604

Citizens' Utility Ratepayer Board  
1500 SW Arrowhead Road  
Topeka, Kansas 66604



Brent D Caswell