

STATE OF NEW HAMPSHIRE
PUBLIC UTILITIES COMMISSION

Docket No. DT 16-872
Consolidated Communications Holdings, Inc.

Joint Petition for Findings in Furtherance of the Acquisition of FairPoint
Communications, Inc. and its New Hampshire Operating Subsidiaries by
Consolidated Communications Holdings, Inc.

PETITION TO INTERVENE OF LABOR INTERVENORS

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) pursuant to NH Code of Administrative Rule PUC
203.17 and New Hampshire Revised Statute Annotated 541-A:32 petition to intervene as parties
in the above-captioned proceeding.

The grounds for this Petition are:

1. On December 29, 2016, Consolidated Communications Holdings, Inc.
("Consolidated") and FairPoint Communications, Inc. ("FCI") filed a Joint Petition with the New
Hampshire Public Utilities Commission ("Commission") requesting a Commission finding under
RSA 374:30, II that Consolidated contains the requisite managerial, financial, and technical
fitness to own and operate FCI's New Hampshire business as an incumbent local exchange
carrier. The finding is requested as part of the proposed merger of FCI with and into
Consolidated (the "Transaction").

2. The proposed Transaction is part of a larger transaction under which FCI and
Consolidated (together, the "Joint Petitioners") are proposing to merge a new subsidiary of
Consolidated (Falcon Merger Sub, Inc.) with and into FCI, with FCI as the surviving company.

The result of the proposed transaction would be that Consolidated will become the upstream holding company of both FCI and its New Hampshire operations.

3. Labor Intervenors are the authorized collective bargaining representatives for more than 1350 employees of FCI in New Hampshire, Maine, and Vermont. This includes employees of FairPoint-New Hampshire who are members of IBEW Local 2320; employees of CWA who provide service to FairPoint customers in New Hampshire and throughout New England from FairPoint's call centers in Bangor, ME, Portland, ME, Burlington, VT, and Manchester, NH; as well as members of IBEW System Council T-9, who provide services to FairPoint customers throughout New England, such as the provisioning of DSL service.

4. Labor Intervenors have started the process of reviewing the proposed transaction and are looking for more information before forming an opinion as to the fitness of Consolidated to own and operate the major telecommunications provider in New Hampshire. For instance, Labor Intervenors want to determine the extent to which Consolidated has experience providing service over a large geographic area containing the diverse mix of business, government, non-profit, and residential customers in urban, suburban, and rural areas that is found in FairPoint-New Hampshire's service territory.

5. Labor Intervenors also are concerned that, in its current state, the Agreement filed with the Joint Petition does not represent the entire agreement between FCI and Consolidated. Specifically, the Joint Petitioners did not file the exhibits and schedules to the Agreement and Plan of Merger, even though the Agreement states that those documents are an integral part of the Agreement. (Sec. 10.4 of the Agreement and Plan of Merger states: "All schedules accompanying this Agreement and all information specifically referenced in any such schedule form an integral part of this Agreement, and references to this Agreement include reference to

them."). As a consequence, Labor Intervenors, the Commission, and other potential intervenors possess only incomplete information about the details of the proposed Transaction. Only after those schedules and exhibits are provided can the parties begin to learn and understand the true terms and conditions of the proposed transaction. Without knowing the full extent of Consolidated's commitments under the Agreement, it is not possible for the Commission to determine whether Consolidated has the requisite fitness to meet those obligations.

6. Labor Intervenors seek complete access to any and all allegedly confidential information, including the schedules and exhibits to the Agreement and Plan of Merger, as well as information about Consolidated's plans to finance the proposed transaction. The details of such financing arrangements are essential in determining whether Consolidated has the financial fitness to both meet its obligations to lenders and provide adequate capital to operate FairPoint-New Hampshire, including improving service to New Hampshire consumers.

7. Labor Intervenors, are hiring a financial analyst to provide consulting assistance in this proceeding, will seek discovery, and are planning to present testimony to determine the true nature of the proposed transaction and to explore Consolidated's fitness to own and operate FairPoint-New Hampshire.

8. Labor Intervenors propose to consolidate their presentations to the Commission in this docket, thereby promoting efficiency in the processing of the docket.

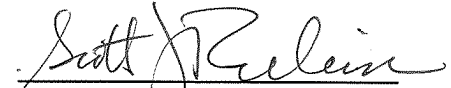
WHEREFORE, the undersigned counsel for Labor Intervenors request this Commission (1) to permit Communications Workers of America Local 1400 and International Brotherhood of Electrical Workers Locals 2320, 2326, and 2327, as the IBEW System Council T-9 to intervene as full parties in the above-captioned proceeding and (2) to permit Labor Intervenors' counsel

and consultants to have full access to any allegedly confidential information provided by Joint Petitioners or other parties.

Respectfully submitted,

Labor Intervenors,

BY:



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