

John Antonuk

Areas of Specialization

Executive management; management audits and assessments; service quality and reliability management and measurement, utility planning and operations; litigation strategy; management of legal departments; human resources; risk management; regulatory relations; affiliate transactions and relations; subsidiary operations; and testimony development and witness preparation.

Relevant Experience

Mergers and Acquisitions

Engagement Director and witness for Liberty's 2016-2017 evaluations and testimony regarding the acquisition of Oncor for the Public Utility Commission of Texas.

Engagement Director for Liberty's evaluations and testimony regarding the acquisition of UniSource (Arizona).

Project Manager of an assessment of the merits of the proposed acquisition of Portland General Electric by a group of private investors.

Engagement Director for Liberty's audit for the Virginia State Corporation Staff of Potomac Edison's distribution system transfer to two cooperative systems. Liberty examined the public interest, financial, rates and energy supply questions associated with the transfer by Allegheny Energy's utility operating subsidiary (Potomac Electric) of all of its electricity distribution operations business and facilities in Virginia to two rural electric cooperatives.

Engagement Director for the New Hampshire Public Utilities Commission in the evaluation and negotiation of approval terms for the spin-off and merger of Verizon's New England wireline businesses with FairPoint Communications.

Project Director of an assessment of the public interest impacts of a proposed merger of CEI and Northeast Utilities for the Office of the Governor of the State of New Hampshire.

Engagement Director and witness for Liberty's 2007 evaluations and testimony regarding the acquisition of TXU (Texas).

Project Director on two separate, comprehensive affiliate relationships and transactions reviews of Duke Energy Carolinas for the North Carolina Utilities Commission staff, and one review for the Indiana Utility Regulatory Commission, including review of Duke Energy/Cinergy merger costs to achieve and merger savings, and the separation of holding company and utility financing, cash management and pension plans.

Holding Company/Utility Governance and Structure

Director of multiple projects addressing governance and/or holding company/utility organization structure:

1. AGLR/Elizabethtown Gas Management and Operations Audit
2. Allegheny Power/West Penn Power Management and Operations Audit
3. Allegheny Power Sale of Virginia Power Operations (Potomac Edison)
4. Alliant/Interstate Power Management and Operations Audit
5. Bell Atlantic/Bell of Pennsylvania Management and Operations Audit
6. CEI/Consolidated Edison Management and Operations Audit
7. Consolidated Edison/Northeast Utilities Merger
8. Duke Energy/Duke Power Affiliate Relationships Audit
9. DRI/Virginia Power Holding Company – Utility Subsidiary Dispute Investigation
10. East Kentucky Power Corp. Management and Operations Audit
11. GTE/GTE Kentucky Management and Operations Audit
12. Iberdrola SÁ/Iberdrola US/NYSEG/RG&E Management and Operations Audit
13. NJR/New Jersey Natural Gas Management and Operations Audit
14. Northeast Utilities/PSNH Management and Operations Audit
15. NUI/Elizabethtown Gas Management and Operations Audit
16. NUI/Elizabethtown Gas Financial Distress Monitor/Advisor for New Jersey Board of Public Utilities
17. PHI/Pepco Management and Operations Audit
18. Saguaro/UniSource Acquisition
19. SJI/South Jersey Gas Management and Operations Audit
20. UniSource LBO Acquisition
21. Verizon/FairPoint Northern New England Acquisition

Corporate counsel for multiple operating subsidiaries of Pennsylvania Power & Light Company and Regulatory Affairs representative at weekly meetings of senior Pennsylvania Power & Light Company executive management team.

Telecommunications

Arbitrator named by the District of Columbia Public Service Commission to address industry-wide need for amendments to interconnection agreements as a result of the FCC's Triennial Review Order.

Project Manager for assistance being provided to the Administrative Law Judge of the Delaware Public Service Commission hearing the arbitration to address industry-wide need for amendments to interconnection agreements as a result of the FCC's Triennial Review Order.

Project Manager for Liberty's engagement to serve as advisors to commissioners of the District of Columbia Public Service Commission in their review of the Section 271 application of Verizon to provide in-region, interLATA service in the District.

Project Manager for Liberty's engagement to serve as advisor to the administrative law judge of the Delaware Public Service Commission in the review of the Section 271 application of Verizon to provide in-region, interLATA service in the state.

Retained by the Idaho Public Utilities Commission to serve as administrative law judge in complaint proceedings involving three paging companies and Qwest, involving a variety of financial disputes arising out of interconnection and tariff purchases.

Conducted wholesale performance metrics training for staff members and commissioners of the Pennsylvania Public Utility Commission as part of efforts to monitor service quality and payments under the Verizon Performance Assurance Plan adopted in connection with the RBOC's entry into the in-region inter-LATA market in Pennsylvania.

Engagement Director for Liberty's comprehensive financial review of Verizon New Jersey Inc. (VNJ) for the New Jersey Board of Public Utilities. The review had three parts: a financial evaluation; a review of merger costs and savings; and an assessment of affiliate costs and transactions.

Engagement Director for Liberty's audit of Ameritech-Ohio policies, procedures and compliance with service quality performance requirements under Ohio's Minimum Telephone Service Standards.

Engagement Director for Liberty's audit of Qwest's performance measures for the Regional Oversight Committee (ROC). Responsible for the evaluation of the processes and data tracking of several hundred wholesale and retail performance indicators including service areas such as provisioning, OSS access, maintenance and repair, and billing.

Project Manager and hearing administrator for Qwest's 271 hearings for the commissions of Idaho, Iowa, Montana, New Mexico, North Dakota, Utah, and Wyoming.

Engagement Director for Liberty's assistance provided to the Staffs of the Virginia State Corporation Commission and the New Jersey Board of Public Utilities in the implementation of the 1996 Telecommunications Act.

Project Manager for Liberty's assistance to Delaware PSC arbitrators in seven different interconnection cases arising out of the Telecommunications Act.

Served on an arbitration board in Mississippi, and as the sole arbitrator in two cases in Idaho regarding interconnection agreements between incumbent local-exchange companies and new entrants to the local telephone market.

Engagement Director for Liberty's work determining permanent prices for the unbundled-network elements of Southwestern Bell Telephone for the Oklahoma Corporation Commission.

Engagement Director for Liberty's provision of arbitration services to the North Dakota Public Service Commission and Nebraska Public Service Commission in cases involving implementation of the Telecommunications Act of 1996.

Engagement Director for Liberty's combined comprehensive management/affiliate-relations audit of Bell Atlantic - Pennsylvania for the PA PUC, and affiliate relations audit of Bell Atlantic - District of Columbia for the Public Service Commission (DCPSC) of the District of Columbia. Served as team leader with responsibility for the coordination of the review of executive management, finance, and support services.

Engagement Director for Liberty's examination of the accounting and allocation on lobbying costs of Bell Atlantic for an eight-year period for the DCPSC. Engagement included an examination of the propriety of policies and procedures for assigning and allocating lobbying costs.

Engagement Director for a management audit of GTE South, Inc. for the Kentucky Public Service Commission. This examination included a review of GTE's affiliate transactions.

Project Director for Liberty's evaluation of New York Telephone's transactions with affiliates for the NYPSC. Responsible for the review of affiliates involved in directories publishing, government affairs, international activities, information services, and the legal-affairs entity.

Project Director for Liberty's management audit of the affiliated interests of C&P Telephone of Maryland performed on behalf of the Maryland Public Service Commission.

Engagement Director for Liberty's two assignments for the DCPSC in reviewing Bell Atlantic - District of Columbia's construction-program planning and quality-of-service standards.

Electricity

Engagement Director for Liberty's operational audit of utility staffing levels of each New York electric and gas utility for the New York Public Service Commission.

Project Manager and witness on audits of fuel (primarily coal and natural gas) procurement and management practices of Nova Scotia Power, a review of the merits and mechanics of a company-proposed automatic recovery method for energy costs, and an audit of affiliate relationships (including coal, electric power, and natural gas procurement activities) performed for the Nova Scotia Utility and Review Board. Liberty has assisted the Nova Scotia Utility and

Review Board in other reviews of Nova Scotia Power regarding storm outage and response, in rate cases, and in various other proceedings.

Engagement Director for Liberty's review the prudence of management decisions and actions of Newfoundland and Labrador Hydro concerning Island outages experienced during the winters of 2013 and 2014. This project sought to determine the costs related to these decisions and actions.

Project Manager for Liberty's prudence review of Arizona Public Services' acquisition of Four Corners units 4 and 5 on behalf of the Arizona Commission. That review included an examination of short-and long-term planning issues including environmental risk, fuel economics, transmission system capability, and demand and usage growth. Liberty's review also evaluated the various rate and revenue requirement impacts resulting from the acquisition.

Engagement Director for two Liberty audits for the Mississippi Public Service Commission of Mississippi Power Company's management and operation of fuel and purchased-power procurement. Responsible for reviews of fuel-oil and natural-gas contracting and management, including price-risk management, and the functioning of the Company's Fuel Cost Recovery and Energy Cost Mechanisms.

Engagement Director for Liberty's integrated work with New Hampshire Commission Staff on an analysis of the competitiveness of the Public Service New Hampshire's generating fleet. This work provided a valuation of the power plants, addressing current and expected energy market conditions, the effects of increased cycling of units designed for baseload operations, potential costs associated with compliance with current and potentially increased environmental restrictions, impacts on the competitive market place, and other factors important for the Commission to consider in determining what future role might exist for utility-owned supply resources.

Engagement Director for Liberty's review of electric system infrastructure, supply, and generation at Newfoundland Power and Newfoundland Hydro for the Board of Commissioners of Public Utilities.

Project Director and lead consultant for Executive Management and Governance and Human Resources on Liberty's management and operations audit of Pepco for the District of Columbia Public Service Commission.

Engagement Director for Liberty's review of Entergy Texas's exit from Entergy's multi-state, multi-operating company approach to system planning and operation; and systems planning changes needed to support stand-alone operation by Entergy Texas for the PUCT.

Engagement Director for Liberty's review of Pacific Gas & Electric use of risk assessment to drive electricity safety expenditures; included a review of the basis for identifying required programs, initiatives, and resources for the California Public Utilities Commission.

Project Director and lead consultant for Corporate Planning on Liberty's management and operations audit of Iberdrola SA/Iberdrola USA/NYSEG and RG&E for the New York Public Service Commission.

Project Director and lead consultant for Governance and Senior Management on Liberty's management and operations audit of Interstate Power and Light for the Iowa Utilities Board.

Project Director and lead consultant on Liberty's management and operations audit of the electricity, natural gas, and steam operations of ConEd for the New York Public Service Commission.

Project Director on Liberty's benchmarking analysis of Arizona Public Service for the Arizona Corporation Commission. This study covered a ten-year audit period and benchmarked Arizona Public Service's performance with the following metrics: Operational Performance, Cost Performance, Financial Performance, Affiliate Expenses, and Hedging & Risk Management.

Project Manager for Liberty's comprehensive, detailed affiliate relationships and transactions audit of Duke Energy Carolinas for the North Carolina Utilities Commission staff.

Project Manager for the performance of Liberty's audit for the Delaware Public Service Commission of a diagnostic audit of the affiliate costs borne by Delmarva Power, a member of the multi-state holding company, PHI. This review included an examination of the central services organization structure and operations, the procedures and methods used to allocate and assign costs, and test work to verify that execution of methods and procedures conforms to company procedures and to good utility practice.

Project Manager for Liberty's work for NorthWestern Energy to formulate long-range integrated infrastructure plans for its multi-state electric and natural gas distribution utilities. This project includes consideration of how to incorporate "Smart Grid" technology into infrastructure plans in a manner that will enable the Company to roll out new capabilities and services as technology makes them available, without undue acceleration of capital spending as uncertainties in this new marketplace become resolved.

Project Manager for Liberty's audit of Arizona Electric Power Cooperative for the Arizona State Corporation Commission which included reviews of fuel procurement and management, bulk electricity purchases and sales, power plant management, operations and maintenance, energy clause design and operation, and other issues affecting the prudence, reasonableness, and accuracy of costs that pass through the fuel and energy clause.

Project Manager for Liberty's audit of Southwest Transmission Cooperative for the Arizona Commission, a companion examination of the transmission cooperative that is owned and operated in parallel with Arizona Electric Power Cooperative (a generation cooperative). Among the issues examined in this audit were line losses.

Project Manager for Liberty's audit of East Kentucky Power Cooperative, which included examinations of Governance, Planning, Finance, and Budgeting. Liberty performed for the Kentucky Public Service Commission an examination of governance at a generation and transmission cooperative serving 16 distribution cooperatives across the state. This study came in the wake of significant financial difficulties and also addressed planning, budgeting, financial, and risk functions and activities.

Project Manager for Liberty's audit for the Virginia State Corporation Staff of Potomac Edison Distribution System Transfer. Liberty examined the public interest questions associated with the transfer by an Allegheny Energy's utility operating subsidiary (Potomac Electric) of all of its electricity distribution operations business and facilities in Virginia to two rural electric cooperatives.

Project Manager for Liberty's audit of the fuel and purchased-power procurement practices and costs of Arizona Public Service Company for the Arizona Corporation Commission. Liberty completed audits relating to fuel procurement and management and on rate and regulatory accounting for related costs at Arizona Public Service Company for the Arizona Corporation Commission.

Project Manager for Liberty's audit of Duke Energy Carolinas for the North Carolina Utilities Commission. Scope included compliance with regulatory conditions and code of conduct imposed by the Commission after the merger with Cinergy, and affiliate transactions and cost allocation methods.

Project Manager for Liberty's audit of affiliate transactions of Nova Scotia Power on behalf of the Nova Scotia Utility and Review Board.

Project Manager for Liberty's audit for the New Jersey Board of Public Utilities of the competitive service offerings of the state's four major electric companies. Scope included corporate structure, governance, and separation, service company operations and charges, inter-affiliate cost allocations, arm's-length dealing with respect to a variety of code-of-conduct requirements, and protection of customer and competitor proprietary information.

Project Manager and witness for the staff of the Arizona Corporation Commission addressing the merits of the proposed acquisition of UniSource by a group of private investors.

Project Manager and witness before the Oregon Public Utility Commission addressing the merits of the proposed acquisition of Portland General Electric by a group of private investors.

Engagement Director for Liberty's provision of engineering and technical assistance to the Vermont Public Service Board in connection with review of public necessity and convenience related to the Northwest Reliability Project, which would add a major new 345kV transmission plan to provide an additional source of electricity to serve Vermont's major load growth in its northwest region. The project involved transmission reinforcements at lower voltages and significant substation upgrade work. The proceedings had numerous public, private, and

government interveners, who raised issues regarding project need, available electrical alternatives, routing and design, and electromagnetic radiation.

Project Manager for Liberty's support for the New Hampshire Public Utilities Commission in its charge to oversee the divestiture of the Seabrook nuclear plant as part of a major restructuring settlement. The sale produced record high compensation for nuclear facilities in the country.

Project Manager and witness for Liberty's assessment of fuel procurement, affiliate transactions, and automatic adjustment clause implementation for the staff of the Nova Scotia Utility and Review Board in rate case of Nova Scotia Power.

Project Manager for Liberty's engagement on behalf of Boston Edison to examine the company's affiliate relations, including issues of the valuation of assets transferred to an affiliate. Testified in proceedings before the Massachusetts Department of Telecommunications and Energy (formerly the Department of Public Utilities) on several telecommunications issues, including: (a) development of competition, and legislative and regulatory-policy changes supporting it, (b) electric-utility entry into telecommunications markets, (c) costs, prices, and market value of network elements, (d) requirements of the Telecommunications Act of 1996, (e) assessment of compliance with commission orders, company procedures, and service agreements regarding limits on affiliate interactions, (f) inter-company loans, guarantees, and credit support among utilities and their affiliates, (g) accounting for affiliate transactions, (h) obligations to allow nondiscriminatory access to network infrastructure to third parties, and (i) cost pools, overhead factors, and allocation of common costs among utility and non-utility affiliate activities and entities.

Project Manager for Liberty's major consulting engagement for the New Hampshire Public Utilities Commission. Liberty examined management, operations, and costs at Public Service Company of New Hampshire/Northeast Utilities, which is engaged in the operational and cost-accounting separation of its network into segments, for the purposes of restructuring service offerings to allow competition in certain aspects of electric-energy supply. This engagement included an assessment of valuations of nuclear and fossil units, as well as supply contracts with independent-power producers. Liberty also assisted in efforts to settle rate case and restructuring disputes involving, among other issues, stranded costs associated with power plants. The scope of Liberty's work included the development of plans and protocols for power plant (fossil, hydro, and nuclear) and power supply contract assets, as well as the oversight of activities associated with asset auctions.

Engagement Director for Liberty's evaluation of corporate relations and affiliate arrangements of Dominion Resources, Inc. and Virginia Power for the Virginia State Corporation Commission. This project addressed all significant aspects of corporate governance, operating relationships, and affiliate arrangements between the two entities.

Project Director for all aspects of Liberty's comprehensive management and operations audit of West Penn Power Company for the Pennsylvania Public Utilities Commission. Managed focused reviews of the Company's affiliated costs, power dispatch and bulk power transactions, customer

services, finance, and corporate services. Presented testimony before the PAPUC on behalf of the Office of Trial Staff regarding the results of the audit in West Penn's rate case.

Lead Consultant for affiliate relations for Liberty's assignment of providing assistance to Delmarva Power & Light Company in developing and implementing self-assessment and continuous-improvement processes.

Served as advisor to the administrative law judge of the Delaware PSC responsible for hearing cases regarding the implementation of the new law that restructures the electric-utility industry in Delaware.

Engagement Director for nuclear plant performance-improvement projects that Liberty conducted for Duquesne Light Company, Centenor Energy, Nebraska Public Power District, and Pennsylvania Power & Light Company (PP&L).

Engagement Director for a Liberty assignment for Florida Power Corporation, regarding a proposal by the Tampa Electric Company to construct transmission lines to serve the cities of Wauchula and Fort Meade, Florida. Liberty's testimony helped convince the Florida Public Service Commission that Tampa Electric Company's proposed line was uneconomic.

Directed Liberty's engagement to assist a regional electric generation and transmission cooperative, whose members' combined operations make it a major competitor in the state's electricity business, to conduct its first-ever comprehensive and formal strategic-planning process.

Natural Gas

Project Manager for Liberty's investigation of Peoples Gas of Chicago's Accelerated Main Replacement Program for the Illinois Commerce Commission.

Project Manager for Liberty's review of Connecticut's program to produce a major expansion of natural gas availability and use by all three of its natural gas utilities for the PURA.

Project Manager for Liberty's examination of safety programs and activities of NiSource's Maine subsidiary Northern Utilities for the Maine Public Service Commission.

Project Manager for Liberty's focused and general management audits of NJR, New Jersey Natural Gas, and affiliates for the New Jersey Board of Public Utilities. This project included detailed examinations of affiliate relationships, governance, financing and utility ring-fencing, compliance with New Jersey EDECA requirements for affiliate separation, protection of confidential information, non-discrimination against third-party competitors with utility affiliates, and other code-of-conduct issues. Personally performed the reviews of governance, EDECA requirements compliance, and legal services.

Project Manager on a major focused audit of Peoples Gas/Integrus that Liberty performed for the Illinois Commerce Commission. Audit topics included natural gas forecasting, portfolio design and implementation, gas purchase and sale transactions, controls, organization and staffing, asset management, off-system sales, storage optimization, and all other issues related to gas supply over a period of eight years.

Project Manager for Liberty's focused and general management audits of SJI, South Jersey Gas, and affiliates for the New Jersey Board of Public Utilities. This project included detailed examinations of affiliate relationships, governance, financing and utility ring-fencing, compliance with New Jersey EDECA requirements for affiliate separation, protection of confidential information, non-discrimination against third-party competitors with utility affiliates, and other code-of-conduct issues. Personally performed the reviews of governance, EDECA requirements compliance, and legal services.

Project Manager for Liberty's work with staff of the Virginia State Corporation Commission to evaluate the services of an affiliate providing gas portfolio management services under an asset management agreement with Virginia Natural Gas, an operating utility subsidiary of Atlanta-based AGLR.

Project Manager for Liberty's focused audit of NUI Corporation and NUI Utilities. This audit included a detailed examination of the reasons for poor financial performance of non-utility operations, downgrades of utility credit beneath investment grade, and retail and wholesale gas supply and trading operations. Also examined performance of telecommunications, engineering services, customer-information-system, environmental, and international affiliates. The audit included detailed examinations of financial results, sources and uses of funds, accounting systems and controls, credit intertwining, cash commingling, and affiliate transactions, among others. Liberty's examination included very detailed, transaction-level analyses of commodities trading undertaken by a utility affiliate both for its own account and for that of utility operations.

Project Manager for Liberty's comprehensive management audit of United Cities Gas Company for the Tennessee Public Service Commission. Responsible for the focused reviews of affiliate interests, executive management and corporate planning, and vehicle management.

Lead Consultant in Liberty's management audit of Connecticut Natural Gas Company for the Connecticut Department of Public Utility Control (DPUC). Responsible for reviews of organization and executive management and legal management.

Lead Consultant in Liberty's management audit of Southern Connecticut Gas Company for the DPUC. Responsible for organization and executive management, affiliates, and legal management. Included valuation of a major, rate-based LNG facility being offered for sale.

Other Companies

Set up and managed service and facilities section of the PP&L Regulatory Affairs Department. Counseled utility management on regulatory and legislative matters. Litigated rate related and facility construction proceedings before agencies and the courts.

Attorney for the PA PUC. Assigned as counsel to the Commission's Audit Bureau in developing a comprehensive management-audit system. Negotiated contracts for the first commission-ordered management audits in Pennsylvania. Revised Commission organization and practice to conform to regulatory-reform legislation.

Testimony

Please see Team Member Biographies section of Liberty's proposal for a detailed list.

Education

J.D., with academic honors, Dickinson School of Law
B.A., cum laude, Dickinson College

Randall E. Vickroy

Areas of Specialization

Mr. Vickroy has over 30 years of experience in the utility industry, including 20 years as a management consultant. He has managed and performed numerous high-level consulting assignments at companies and utility commissions in over 35 states. His areas of expertise include corporate finance and treasury, investment and liability management; capital markets and financing vehicles; utility industry restructuring; utility rates and pricing; holding company lines of business and utility insulation; strategy and planning issues; asset valuations and decision-making; energy supply procurement; energy supply economics; commodity risk management; capital and expense budgeting and forecasting; corporate resource allocation; and financial and economic analysis.

Relevant Experience

Mergers and Acquisitions

Lead consultant and witness for Liberty's 2016-2017 evaluations and testimony regarding the acquisition of Oncor for the Public Utility Commission of Texas.

Lead Consultant for Liberty's audit for the Virginia State Corporation Staff of Potomac Edison's distribution system transfer to two cooperative systems. Liberty examined the public interest, financial, rates and energy supply questions associated with the transfer by Allegheny Energy's utility operating subsidiary (Potomac Electric) of all of its electricity distribution operations business and facilities in Virginia to two rural electric cooperatives.

Served as Liberty's lead consultant in evaluations and testimony regarding the acquisitions of TXU (Texas), UniSource (Arizona) and Portland General Electric (Oregon) by leveraged buyout entities. Responsible for assessments of utility financial insulation and ring fencing, holding company leverage levels and credit rating impacts, governance, service reliability, access to information, and community presence issues.

Lead Consultant for the New Hampshire Public Utilities Commission in the evaluation and negotiation of approval terms for the spin-off and merger of Verizon's New England wireline businesses with FairPoint Communications. Responsible for the review and evaluation of the merger transaction, the financial viability of the merged entity, financial forecasts, credit ratings, access to capital, debt covenant approval and tax implications.

Lead Consultant for financial issues in a focused review of the Exelon/PSEG merger for the New Jersey Board of Public Utilities (BPU). Responsible for defining and evaluating the financing, credit rating, liquidity facility, and market risk exposures of PSE&G's utility operations to risks of Exelon's nuclear generating business.

Utility Financial Insulation/Ring Fencing

Lead Consultant for Liberty's two separate, comprehensive affiliate relationships and transactions reviews of Duke Energy Carolinas for the North Carolina Utilities Commission staff, and one review for the Indiana Utility Regulatory Commission. Responsibilities included the review of the Duke Energy/Cinergy merger costs to achieve and merger savings, and the separation of holding company and utility financing, cash management and pension plans.

Lead Consultant for the performance of Liberty's audit and testimony for the Delaware Public Service Commission of the affiliate financial costs and risks borne by Delmarva Power, a member of the multi-state holding company, PHI.

Lead Consultant for Liberty's comprehensive review of affiliate relationships, holding company cost allocation, transaction review, and regulatory reporting and rate recovery for a major Northeastern utility holding company. Responsibilities included the review of the holding company organization and management, transactions with its utilities, cost assignment, and capital recovery techniques.

Project Lead for Liberty's review of affiliate relationships, treasury operations and lines of credit, holding company cost allocation, transaction review, and regulatory reporting and rate recovery of Delmarva/PHI Holdings for the Delaware PSC. Responsibilities included the review of the holding company organization and management, all financing and intercompany transfers, the review of transactions with its utilities, cost allocations, and regulatory reporting.

Leader for all financial areas in the review of affiliate transactions among Public Service Electric and Gas, its holding company parent, and the extensive diversified businesses of the holding company. Responsible for evaluating PSE&G's consolidated finance functions to determine whether the financial integrity, flexibility, and cost of capital of the regulated utility had been adversely affected by the activities of diversified affiliates. Work included the review and analysis of the long-term financing, cash management, direct and indirect credit support mechanisms, investor relations, and all transactions between and among the affiliates.

Lead for examining all financial issues in a pre-rate case audit of affiliate relations at Nova Scotia Power Company for the Nova Scotia UARB. Responsibilities included the evaluation of financing vehicles, lines of credit, credit ratings, holding company structure, and financial impacts of the holding company on financing costs.

Led the review of financial impacts and the effectiveness of insulation of the utility from parent and non-utility finances on Liberty's management and affiliate transactions audit of Elizabethtown Gas (ETG), its new parent AGL Holdings and all affiliates for the New Jersey Board of Public Utilities. This project included detailed examinations of affiliate relationships, governance, holding company and financing and credit facilities and utility ring-fencing. Also reviewed were strategic planning, capital and expense budgeting and enterprise risk management.

Lead Consultant for examination of financing and utility insulation on Liberty's focused audit of NUI Corporation and NUI Utilities. This audit included a detailed examination of the reasons for poor financial performance of non-utility operations, effect of affiliate operations, including commodity trading on utility credit and finance, downgrades of utility credit beneath investment grade, and retail and wholesale gas supply and trading operations. The audit included detailed examinations of financial results, sources and uses of funds, accounting systems and controls, credit intertwining, cash commingling, and affiliate transactions, among others. Liberty's examination included very detailed, transaction-level analyses of commodities trading undertaken by a utility affiliate both for its own account and for that of utility operations.

Led the review of financial impacts and the effectiveness of insulation of the utility from parent and non-utility on Liberty's focused and general management audit of NJR, New Jersey Natural Gas and affiliates for the New Jersey Board of Public Utilities. This project included detailed examinations of affiliate relationships, governance, financing and utility ring-fencing, compliance with New Jersey EDECA requirements for affiliate separation, protection of confidential information, non-discrimination against third-party competitors with utility affiliates, and other code-of-conduct issues.

Led the review of financial impacts and effectiveness of insulation of the utility from parent and non-utility operations and finances on Liberty's focused and general management audits of SJI, South Jersey Gas, and affiliates for the New Jersey Board of Public Utilities. This project included detailed examinations of affiliate relationships, governance, financing and utility ring-fencing, compliance with New Jersey EDECA requirements for affiliate separation, protection of confidential information, non-discrimination against third-party competitors with utility affiliates, and other code-of-conduct issues.

Led the evaluation of the financial relationships between Hawaiian Electric Industries and Hawaiian Electric Company for the Hawaii Department of Commerce and Consumer Affairs. The focus of the review was the credit and financial support provided by the utility company to the holding company and its diversified businesses.

Led the review and analysis of corporate governance, financial relationships and affiliate transactions between Virginia Power and its parent, Dominion Resources for the Virginia State Corporation Commission. The review included an evaluation of all utility and non-utility financing, governance and economic impacts. The engagement was in response to a well-publicized dispute between the holding company and Virginia Power.

Management and Operations Audits

Lead Consultant on financial management, capital and expense budgeting, electrical energy and pension/OPEB on Liberty's management and operations audit of Pepco for the District of Columbia Public Service Commission.

Lead Consultant on financial management, strategic planning, capital and expense budgeting, electrical energy and capacity purchases and hedging on Liberty's management and operations audit of the electricity and natural gas businesses of Interstate Power and Light and Alliant Energy for the Iowa Utilities Board.

Lead Consultant on financial management, planning, capital and expense budgeting, electrical energy and capacity purchases and hedging on Liberty's management and operations audit of the electricity and natural gas businesses of Iberdrola SA/Iberdrola USA/NYSEG and RG&E for the New York Public Service Commission.

Lead Consultant on electrical energy and capacity purchases and sales, hedging policies and operations, and capital budgeting on Liberty's management and operations audit of the electricity, natural gas, and steam operations of Consolidated Edison for the New York Public Service Commission.

Lead Consultant for Liberty's audit of East Kentucky Power Cooperative, which included examinations of governance, planning, finance and budgeting. Liberty performed for the Kentucky Public Service Commission an examination of governance at the generation and transmission cooperative serving 16 distribution cooperatives across the state. This study came in the wake of significant financial difficulties and also assessed planning, budgeting, financial, and risk functions and activities.

Lead Consultant in Liberty's comprehensive analysis of the ratemaking implications of Commonwealth Edison's Chicago electric service outages for the Illinois Commerce Commission. Responsible for investigating and analyzing ComEd's capital budgeting, resource allocation, project management, expenditure levels and rate base impacts over 10 years for operations leading up to and in response to the outages.

Lead Consultant on capital expenditure and operating expense benchmarking, capital and expense budgeting, and financial projections included in the restructuring plan for Northwestern Energy – Montana. Liberty performed a management and operations review of the electric and natural gas businesses of Northwestern – Montana following the bankruptcy filing of the utility holding company.

Team leader for the review of the New York Power Authority's (NYPA) profitability, financial reporting, rate competitiveness, pricing policies, power plant economics and economic development programs in two separate management audits for the state of New York. NYPA is the largest generator and carrier of power in New York, providing over 25 percent of the electricity sold.

Led the review of finance, cash management, budgeting, and rates in a comprehensive management audit of Southern Connecticut Gas (SCG) for the Connecticut Department of Public Utility Control (DPUC). Responsibilities included operational audits of all finance, regulatory, pension and budgeting processes of SCG.

Led the review of the finance, cash management, budgets, pension, accounting and rate functions in a comprehensive management audit of Connecticut Natural Gas (CNG) for the Connecticut DPUC. Work also included a focus on the financial impacts of CNG's non-regulated businesses, which includes a large steam system in downtown Hartford.

Led the review of the finance, cash management, budgeting, pension, rates, and tax functions in a comprehensive management audit of Yankee Gas for the Connecticut DPUC. Evaluation included an in-depth analysis of the effectiveness of Yankee's capital and expense budgeting processes and the integration of market and competitive components into these processes.

Led the review of the finance, pension, regulatory and accounting functions in a management audit of United Cities Gas for the Tennessee Regulatory Authority. Responsibilities included a review of all financial functional areas, as well as a review of the impact of all affiliate transactions between the regulated and non-regulated businesses.

Consultant on Liberty's management audit of GTE South - Kentucky for the Kentucky Public Service Commission. Responsible for the analysis of the financial management of GTE as it relates to the operation of its GTE South subsidiary.

Lead Consultant in Liberty's management audit of Bell Atlantic - Pennsylvania and Bell Atlantic - District of Columbia for their respective commissions. Responsible for reviewing Bell Atlantic's capital structure, finance and controller functions, financial systems, and treasury operations.

Fuel and Energy Supply

Lead Consultant in examining purchased power and off-system sales in Liberty's project fuel and purchased power audit of Mississippi Power Company for the Mississippi Public Service Commission.

Lead Consultant in examining purchased power, off-system sales and generation modeling in Liberty's project evaluating the fuel and power procurement and fuel recovery mechanisms of Arizona Public Service for the Arizona Corporation Commission. Responsibilities also included the preparation and submittal of testimony for the regulatory dockets on these issues.

Lead Consultant for evaluating the fuel forecasting models and methods utilized by Nova Scotia Power Company in the development of a fuel adjustment clause mechanism for the company, working for the Nova Scotia Utility and Review Board (UARB). Assessed NSPI's simulated production dispatch model and several ancillary models that include the impact on fuel expense of hedging and ancillary fuel costs.

Lead Consultant for evaluating the electric supply of Mississippi Power for the Mississippi Public Service Commission. Responsible for assessing the Southern Company intercompany interchange agreement, related system operations, power pool purchases and sales and pricing/billing.

Lead Consultant for evaluating the electric supply of Entergy-Mississippi for the Mississippi PSC. Responsible for assessing the Entergy interchange agreements, power pool purchases, electric supply solicitation processes and analysis and pricing/billing.

Lead Consultant for evaluating the economic dispatch operations, electric purchases and sales, Independent Power Producer contracts and power imports of Nova Scotia Power Company in a rate case context, working for the Nova Scotia UARB.

Prepared, filed and provided testimony regarding a large biomass purchased power agreement of Nova Scotia Power Company, working for the Nova Scotia UARB. Testimony included the evaluation of financial risks, credit rating impact, and contract terms as they would affect NSPI.

Provided in-depth analysis and direct counsel to Commissioners regarding proposals of merchant power companies to build 550 MW power plants and sell all electric output to Mid-American Energy, working for the Iowa Utilities Board. Evaluations included the assessment of financial risks, credit rating impact, economics versus company ownership and contract terms as they would affect Mid-American.

Led the consulting and monitoring of contracting for electric supply by Western Massachusetts Power following the sale of its generation assets under electric deregulation.

Project Leader for the evaluation of electric supply alternatives for Orlando Utilities. Responsible for evaluating electric generation economics, electric purchases and sales, independent power producer contracts, regional market opportunities and transmission paths available.

Rates and Regulatory

Prepared and filed Liberty's direct testimony addressing rate of return, cost of capital and target debt coverage rates in the 2010 rate cases of Arizona Electric Power Company and Southwest Transmission Company for the Arizona Corporation Commission.

Project Manager for the development and implementation of regulatory financial systems and models for deregulated ratemaking at Pacific Gas and Electric Company. The project involved developing regulatory strategy, California Public Utilities Commission earnings monitoring models, data bases, analytical models and reporting for all regulatory requirements of PG&E's regulated businesses.

Project Leader for Liberty's evaluation of cost of capital issues for a Yankee Gas rate case for the Connecticut DPUC. Scope of work included the analysis of the cost of equity and debt, capital structure, and short-term debt positions of all parties and participation in hearings and drafting of the Staff recommendations regarding Yankee's cost of capital.

Prepared and filed Liberty's direct testimony specifically addressing pension expense and prepaid pension assets in rate base in the 2011 gas rate case of Nova Scotia Power Company for the Nova Scotia UARB.

Prepared and filed direct testimony specifically addressing pension expense and prepaid pension assets in rate base in the 2011 gas rate case of Xcel Energy – Colorado for the Staff of the Public Utilities Commission of the State of Colorado.

Led Liberty's development of a framework and strategy to resolve all electric industry restructuring issues between the State of New Hampshire, Public Service Company of New Hampshire, and the New Hampshire Public Utilities Commission. Project included assessment and valuation of all key assets and development of a disposition strategy for all generation assets, contracts and obligations. The project also included the assessment of alternative rate paths; planning for the securitization and recovery of stranded costs; and the development of provisions for power supply purchases during a transition period.

Lead Consultant in Liberty's financial audit for ratemaking purposes of Verizon New Hampshire (VNH) for the New Hampshire Public Utilities Commission. Responsible for a broad and comprehensive analysis of the financial status of VNH, including an audit of the books and records of the Verizon parent, in order to assist the commission in determining rate base, rates of return and appropriate adjustments for the test year.

Lead Consultant in Liberty's review of the financial integrity and earnings of Verizon New Jersey's (VNJ) rate regulated and competitive businesses for the New Jersey BPU. Responsible for the financial evaluation of VNJ's earnings, capital structure, rates of return, dividend policies, credit ratings, financial reporting, SEC reporting, and BPU surveillance reports.

Team Leader in providing consulting assistance to Kentucky Utilities (KU) in preparing its initial application for implementing an environmental surcharge. Responsibilities included analyzing legislation, analysis of capital expenditures, analysis of KU's Clean Air Act compliance plan, analysis of costs recoverable under the surcharge, and developing testimony, exhibits, special accounting systems, and rate tariffs.

Project Leader for providing consulting assistance to Big Rivers Electric in preparing its initial application for implementing an environmental surcharge. Responsibilities included a review and evaluation of the economics of a major investment in a flue gas scrubber, analysis of Big Rivers' Clean Air Act compliance plan, evaluating cost recoverable under the surcharge, and developing surcharge testimony, exhibits, accounting systems and rate tariffs.

Other

Led the review and evaluation of the financial management practices of a major utility holding company. Engagement included an assessment of overall financial management and crisis-

liquidity plans; strategic and business planning; asset valuations and their accounting impacts upon deregulation; independent power contract buy-downs; and rate reduction strategies.

Led the evaluation and recommendation of strategic lines of business for a major municipal utility facing industry deregulation.

Led the development of a strategic framework for the establishment and growth of non-regulated businesses for a major international electric holding company.

Led the development, analysis, and recommendation of alternative electric generation and power resource strategies for a regional generation and transmission company in preparation for electric deregulation.

Led the review and evaluation of all utility and non-utility financing, financial relationships, and affiliate transactions between a major utility holding company and its electric company subsidiary.

Leader for all financial areas in the evaluation of the diversified businesses of a major utility holding company. Engagement determined the impact on financial integrity, financial flexibility, credit mechanisms, and the cost of capital of the substantially diversified businesses of the holding company.

Led the development of an overall gas business strategy, capital asset allocation methods, financial analysis programs and gas main extension policy for a Midwestern combination utility.

Education

M.B.A., Finance, University of Denver
B.A., Business Administration, Monmouth.

Charles H. King

Areas of Specialization

Executive management; project management; service quality measurements; third-party test design; affiliate audits; operations support systems; cost allocation; third-party assessments of utility operations and processes; regulatory financials; arbitration support; regulatory relations; pricing; demand modeling and forecasting; quantitative analysis and modeling.

Relevant Experience

Dr. King has over 35 years of broad experience in telecommunications and other public utilities, with particular expertise in project management, performance measurement audits, third-party testing, cost allocation, utility operational support systems, telecommunications systems and operations, affiliate audits, affiliated codes of conduct, public policy and regulatory affairs, and quantitative analysis.

Telecommunications:

Project Manager for Liberty's support of the New Hampshire Public Utilities Commission Staff in its review of the sale of Verizon's business in northern New England to FairPoint Communications. Led the team analyzing the proposed sale, provided expert testimony before the Commission, and supported Staff in negotiations with Verizon and FairPoint.

Project Manager for Liberty's monitoring of the transition of the telephone operations and systems from Verizon to FairPoint Communications for the staff of the Maine Public Utilities Commission, New Hampshire Public Utilities Commission, and Vermont Department of Public Service. Led the team reviewing and assessing the development and testing of the new FairPoint systems, the development and testing of new business processes, and the hiring and training of staff to replace Verizon centralized operations. Provided expert testimony about FairPoint's readiness to cutover to the new systems and processes before the Maine Public Utilities Commission, New Hampshire Public Utilities Commission, and Vermont Public Service Board.

Project Manager for Liberty's audit of FairPoint's wholesale performance metrics and Performance Assurance Plan for the New Hampshire Public Utilities Commission.

Project Manager for Liberty's audit of FairPoint's retail Quality of Service measurements for the New Hampshire Public Utilities Commission.

Project Manager for Liberty's support of the District of Columbia Public Utility Commission in its review of Verizon's transition from copper to fiber infrastructure.

Project Manager for Liberty's review of Verizon's compliance with the New York Public Service Commission's requirements for broadband installations. Liberty's team physically inspected a random sample of broadband installations at customers' premises throughout New York State and assessed compliance with the New York Commission's grounding requirements.

Project Manager for Liberty's review of Verizon's reported progress in implementing its network modernization plan in Pennsylvania for the Pennsylvania Public Utility Commission. This project involved the review of Verizon's progress in providing broadband and other advanced services in the state, including a review of the accuracy of Verizon's records and reported results, site visits to field locations throughout the state to verify the implementation of the plan, observations of tests to verify the broadband capability of a sample of circuits, and reviews of Verizon's reporting process, and reviews of Verizon's capital expenditures and capital budgeting processes.

Project Manager of Liberty's review for 11 of the 14 states in the Qwest operating region of the Qwest Wholesale Performance Assurance Plans and performance measures for the purpose of recommending modifications of the plans and measures.

Project Manager for Liberty's review of Qwest's wholesale loop qualification process for the Arizona State Corporation Commission.

Project Manager for Liberty's audit of Qwest's performance measures and performance assurance plans for 13 states in the Qwest operating region. Also, leading the team to evaluate the effectiveness of the Qwest performance assurance plans for 12 of the 14 Qwest states.

Project Manager for Liberty's audits of BellSouth's wholesale performance assessment plan for the Florida Public Service Commission.

Project Manager and member of Liberty's team reviewing Verizon's wholesale performance metrics and performance incentive plans for the District of Columbia Public Service Commission, the Maryland Public Service Commission, and the Virginia State Corporation Commission.

Advisor to the Delaware hearing examiner in the arbitration of an interconnection agreement between Verizon and Intrado.

Advisor to arbitrator in the District of Columbia and the hearing examiner in Delaware in the arbitration of amendments to interconnection agreements between Verizon and CLECs to address changes resulting from the FCC's Triennial Review and Triennial Review Remand Orders.

Advisor to and technical expert for the hearing examiner and staff of the Delaware Public Service Commission in its Triennial Review Order proceedings to evaluate Verizon's petition for non-impairment for mass market switching and dedicated transport.

Reviewer for the Arizona State Corporation Commission of Qwest's process for and compliance with the rules for filing of intercarrier agreements.

Project Manager for a third-party evaluation by BearingPoint (formerly KPMG Consulting) for the New Jersey Board of Public Utilities of Verizon's capability to provide access for CLECs to its Operations Support Systems (OSS). Managing Director for BearingPoint's third-party evaluations of Verizon's OSS for the Pennsylvania Public Utility Commission, the Rhode Island Public Utilities Commission, and the Virginia State Corporation Commission. Member of the team performing the third-party evaluation of Verizon's OSS for the New York Public Service Commission. This work was used to assess Verizon's 271 applications in these jurisdictions. Managed teams of more than 100 consultants investigating Verizon's provision of various wholesale services, including pre-ordering, ordering, provisioning, maintenance, repair, billing, collocation, change control, CLEC training, documentation, and account management. The work of the team involved interviewing Verizon and CLECs; setting up wholesale electronic OSS interfaces with Verizon; creating and transmitting electronic and manual wholesale transactions with Verizon, and measuring Verizon's performance in processing these transactions; observing wholesale operations; and evaluating Verizon's systems for reporting wholesale metrics, including review of metrics processes, analysis of the integrity of the metrics data, recalculation of metrics results, and review of metrics change control. Also provided testimony in formal and informal hearings of the New York Public Service Commission, the Pennsylvania Public Utility Commission, the New Jersey Board of Public Utilities, and the Rhode Island Public Utilities Commission.

Managing Director for BearingPoint's assessment of the similarity of Verizon's OSS in the District of Columbia, Maryland, Virginia, and West Virginia for the District of Columbia Public Service Commission, the Maryland Public Service Commission, the Virginia State Corporation Commission, and the West Virginia Public Service Commission. This work was used as part of the assessment by these commissions as to whether the results of the detailed third-party evaluation performed in Virginia could be used to support Verizon's 271 application in the other three jurisdictions.

Managing Director for BearingPoint's audit of BellSouth's wholesale service quality measurements for the Georgia Public Service Commission and the Louisiana Public Service Commission. Work involved review of metrics processes, analysis of the integrity of the metrics data, recalculation of metrics results, review of metrics change control, and review of the performance incentive plan.

Co-director of BearingPoint's support operations for its third-party evaluations of BellSouth's OSS for the Florida Public Service Commission, specializing in service quality measurements, test design, and test bed development.

Co-director of BearingPoint's support operations for its third-party evaluations of SBC Ameritech's OSS for the Illinois Commerce Commission, the Indiana Utility Regulatory Commission, the Michigan Public Service Commission, the Public Utilities Commission of Ohio, and the Wisconsin Public Service Commission, specializing in service quality

measurements, test design, test bed development, and provisioning evaluations. Co-inventor on United States Patent 6636585, “Metrics-related testing of an operational support system (OSS).”

Co-director of BearingPoint’s support operations for its third-party evaluation of Qwest’s OSS in thirteen states for the Regional Oversight Committee (ROC), specializing in test design and test bed development.

Managed consulting engagements at several existing and prospective Competitive Local Exchange Companies, analyzing and improving competitive local service operations, measuring OSS performance, and developing operational strategies for competitive local service entry.

Developed and managed teams developing market research methods and market demand models for a major interexchange carrier.

Directed analysis and model development to support AT&T’s local telecommunications service entry strategy. Directed the design and development of a computerized strategic planning model to develop optimum local service investment strategies for each of the over 20,000 local serving areas in the U.S.

Helped organize and became Vice Chairman of the Local Competition Users Group, a leading industry group fostering local telecommunications competition in the U.S. Participated in the development of proposed metrics for assessing the performance of operational support system access provided by incumbent local exchange carriers and chaired a subcommittee that developed a common position and produced a public policy paper on the need for the Unbundled Network Elements Platform.

Orchestrated a team of subject matter experts who worked for AT&T to develop standards within the Alliance for Telecommunications Industry Solutions. The team successfully advocated detailed specifications of national standards to support operational interfaces between local telecommunications carriers for ordering, provisioning, maintenance, and billing.

Directed an analytical team to support negotiations for AT&T’s purchase of a \$300 Million interexchange telecommunications provider. Developed the business case for the purchase and was principal analyst on the negotiating team. Formed and directed a multi-disciplinary transition team to manage all aspects of the change of ownership, including finance, marketing, sales, legal, network, human resources, billing, access, government affairs, and public relations.

Represented AT&T at the Federal Communications Commission, developing and advocating public policy positions on access and regulatory financial issues. Managed the organization responsible for regulatory financial reports.

Managed the strategic pricing and forecasting of all regulated domestic consumer services for AT&T.

Other Public Utility Experience:

Consultant for Liberty's 2016-2017 evaluations and testimony regarding the acquisition of Oncor for the Public Utility Commission of Texas.

Led the Affiliates and Support Services modules for the audit of Pepco for the D.C. Public Utilities Commission.

Consultant for Nova Scotia Utility and Review Board reviews of utility affiliate codes of conduct.

Reviewed and assessed Central Maine Power's filing of a study of market pricing of service company functions for the Maine Public Utilities Commission, providing testimony at a Commission hearing.

Led the Affiliates module and managed the transaction testing team on Liberty's management and operations audit of Iberdrola SA/Iberdrola USA/NYSEG and RG&E for the New York Public Service Commission.

Led the Affiliates module and managed the transaction testing team on Liberty's management and operations audit of Interstate Power and Light for the Iowa Utilities Board.

Managed the Liberty team that examined cost allocation methods, time reporting, and transaction testing issues in Liberty's examination of National Grid U.S. affiliate relationships and transactions.

Oversaw Liberty's transaction-testing activities for the Liberty's 2010-2011 audit of the affiliate transactions of Duke Energy for the North Carolina Utilities Commission.

Lead consultant on customer information systems support operations for Liberty's management audit of Kentucky Utilities and Louisville Gas & Electric. Lead consultant on affiliate transactions and support services for Liberty's management audit of Elizabethtown Gas Company.

Testimony

FairPoint Communications' readiness to cutover from Verizon's to its newly developed systems and processes – testimony before the Maine Public Utilities Commission, the New Hampshire Public Utilities Commission, and the Vermont Board of Public Service.

Whether the transfer of Verizon's land-line business to FairPoint Communications is in the public interest – testimony before the New Hampshire Public Utilities Commission.

Section 271 third-party operations support system testing – testimony at the New York Public Services Commission, New Jersey Board of Public Utilities, Pennsylvania Public Utility

Commission, and Rhode Island Public Utilities Commission on the results of third-party tests of Verizon's wholesale operations support systems.

Education

Ph.D., Physics, Yale University

M. Phil., Physics, Yale University

B.A., Physics, summa cum laude, Northwestern University

Graduate of the Wharton Business School's Advanced Management Program

Member of Phi Beta Kappa

Robert V. Falcone

Areas of Specialization

Telecommunications network design and engineering, network switching systems, network operations including service provisioning and maintenance, operations support systems, operational audits, and project management.

Relevant Experience

Mr. Falcone has over 40 years of broad experience in the telecommunications industry with expertise in service provisioning, service maintenance and repair operations, network design and engineering, operational support systems and regulatory matters. For the past sixteen years Mr. Falcone has been an independent consultant working on a diverse range of engagements including:

- Consultant to the New Hampshire, Maine and Vermont state regulatory Staffs to oversee the development and to determine the adequacy of FairPoint's newly developed operations support systems, which were designed to replace the Verizon systems that FairPoint was using under contract with Verizon for its operations in these three states. Also provided input to the three state commission Staffs on FairPoint's progress with the development of its business process, the staffing of its open positions and the training of its staff members on the newly developed systems in preparation of a declaration of cutover readiness by FairPoint indicating that it is ready to transition from Verizon's systems and business processes. Provided expert testimony about FairPoint's readiness to cutover to the new systems and processes before the Maine Public Utilities Commission, New Hampshire Public Utilities Commission, and Vermont Public Service Board.
- Analyzed the operational capabilities of FairPoint Communications and provided advice and input to the New Hampshire PUC with regard to the proposed FairPoint purchase of Verizon's wire-line assets and operations in that state. Developed pre-filed testimony and served as a witness on the docket to determine whether the sale of Verizon's assets should be approved by the state PUC.
- Lead consultant for Liberty Consulting's audit of FairPoint's New Hampshire retail Quality of Service metrics. Investigated the integrity of the data used by FairPoint to reports its monthly results, FairPoint's compliance with the Quality of Service business rules and led the effort to attempt to replicate the past results reported by FairPoint using algorithms developed by Liberty. Also, lead consultant for Liberty's audit of FairPoint's wholesale performance metrics and Performance Assurance Plan for the New Hampshire Public Utilities Commission.
- Consultant in Liberty's support of the District of Columbia Public Utility Commission in its review of Verizon's transition from copper to fiber infrastructure.
- Directed a team of nine consultants who physically inspected Verizon's FiOS installations as part of Liberty's review of Verizon's compliance with the New York

Public Service Commission's optical network terminal (ONT) grounding requirements. Liberty's team physically inspected a random sample of FiOS installations at customers' premises throughout New York State and assessed compliance with the New York Commission's requirements for proper grounding of the ONT.

- Lead consultant for Liberty Consulting in its analysis and audit of Verizon's progress toward the network modernization plan commitments Verizon made to the Pennsylvania PUC. Work involved reviews of the accuracy of Verizon's records, site visits to Verizon network facilities, and observations of network tests.
- As a consultant to AT&T, performed an audit of the monthly wholesale carrier access bills rendered to AT&T by Verizon.
- Lead Consultant in Liberty's review for 11 of the 14 states in the Qwest operating region of the Qwest Wholesale Performance Assurance Plans and performance measures for the purpose of recommending modifications of the plans and measures.
- Lead Consultant for Liberty's review of Qwest's wholesale loop qualification process for the Arizona State Corporation Commission.
- Lead Consultant for Liberty's audit of Qwest's performance measures and performance assurance plans for 13 states in the Qwest operating region. Also, leading the team to evaluate the effectiveness of the Qwest performance assurance plans for 12 of the 14 Qwest states.
- Lead Consultant in Liberty's audit of BellSouth wholesale performance measures and incentive plan on behalf of the Florida Commission, focusing primarily on provisioning measures.
- Developed advocacy white papers and advised and assisted in negotiating interconnection agreements.
- Developed pre-filed testimony and analyzed network cost studies submitted by parties and advised client on areas of concern regarding cost overruns associated with these cost studies.
- Consultant for BearingPoint in its development of operations support systems for Hawaiian Telcom, with responsibilities in the wholesale and regulatory reporting areas. Responsibilities included development of supplier performance and other regulatory reports required by the Hawaii Public Service Commission and the Federal Communications Commission, outside vendor management, development of methods and procedures, training development and delivery, user test coordination and test execution and acting as a general telecommunications subject matter expert.
- Team leader for BearingPoint in the development of the test plans and in the successful execution of the third party tests of Verizon's, Qwest's, Ameritech's and BellSouth's operations support systems in various state jurisdictions that were part of the evaluation of these companies' satisfaction of the Telecommunications Act's Section 271 requirements.

While he was employed by the AT&T Corporation from 1970 through 1998, Mr. Falcone held a number of positions in the areas of network maintenance, network design, project management, process development, and telecommunications operations. These assignments included:

- Designing and managing the implementation of various telecommunications networks.
- Managing the forecasting of network needs and the modeling of cost effective network designs.
- Project Manager for Bell Laboratories design and implementation of toll-free customer network management solutions.
- Managing the implementation of network maintenance and operations support systems.
- Managing teams responsible for operations software and provisioning of new service for all of AT&T's 4ESS switching machines in New York City.
- Central office switching technician.

Testimony

FairPoint Communications' readiness to cutover from Verizon's to its newly developed systems and processes – testimony before the Maine Public Utilities Commission, the New Hampshire Public Utilities Commission, and the Vermont Board of Public Service.

Whether the transfer of Verizon's land-line business to FairPoint Communications is in the public interest – testimony before the New Hampshire Public Utilities Commission.

Expert witness on telecommunications networks and operations support systems for various clients before numerous regulatory commissions in the Verizon, Ameritech, Qwest, BellSouth and SBC service territories.

Education

B.S., Business Administration, Adelphi University

Christine Kozlosky

Areas of Specialization

Ms. Kozlosky has 30 years of consulting experience with regulated industries. Her areas of expertise include customer-service operations, performance measurement and benchmarking, innovation and best-practice discovery, business-process re-engineering, and information-systems management.

Relevant Experience

Lead Consultant for Liberty's current focused Management Audit of Liberty Utilities for the New Hampshire Public Service Commission. This audit is addressing a broad scope of customer service matters, including a review of the Company's CIS systems capabilities and performance, all customer service operations, including: 1) account initiation and management, 2) meter data management, 3) billing, 4) payments and collections, 5) call center, 6) account creation and management, 7) meter data management, and 8) an evaluation of the effectiveness and efficiency of staffing to support these customer service functions. The audit also includes a review of Information Technology and Corporate Support Services, Vendor Relationships, Accounting, Business Planning, and Capital and O&M Budgeting.

Lead Consultant for Liberty's management and operations audit of the customer service function of KU/LG&E for the Kentucky Public Service Commission. This audit included the following focus areas: Customer Service, Operation and Maintenance Expenditures, Capital Budgeting, Strategic Planning, and Customer Information Systems Support. Liberty specifically examined the management and operations of customer service functions (including call center, outage location, and emergency response) during major outages.

Task Area Leader of Liberty's investigation of Ameren-Illinois storm response in the areas of communications, outage management systems, and call center performance. Performed verification of the implementation of recommendations resulting from that investigation.

Lead Consultant responsible for customer operations issues on Liberty's investigation of Peoples Gas of Chicago's Accelerated Main Replacement Program for the Illinois Commerce Commission.

Lead Consultant, responsible for customer service and customer communications, on Liberty's review of electric system infrastructure, supply, and generation at Newfoundland Power and Newfoundland Hydro.

Lead Consultant on Liberty's management review of outage communications at CL&P for the Public Utilities Regulatory Authority (PURA). This review examined CL&P's storm response and communications during two major storms in 2011. Reviewed call center and telephony

capacities and performance, web and IVR self-service response, social media and proactive customer communications, public relations and communications, Outage Management System performance, and Estimated Restoration Times effectiveness.

Completed a follow-up review of outage communication improvements at Nova Scotia Power. This review followed a management study conducted in 2006 that examined Nova Scotia Power's storm response and communications during a major ice storm. Ms. Kozlosky assisted the utility in the implementation of recommendations, including upgrades to the Customer Information System and Outage Management System, the addition of a third-party overflow service to handle peak calling periods, and changes to the Customer Service storm communications response plan.

Lead Consultant in Liberty's management and operations audit of Interstate Power & Light for the Iowa Utilities Board. Led reviews of customer service and gas operations, including Distribution Operations, Distribution Engineering, Meter Reading, Call Center, Billing, Credit & Collection, Theft of Service, Field Service, Underground Locating, and Business Office Operations.

Lead Consultant for review of customer service on Liberty's focused and general management audit of New Jersey Natural Gas, and affiliates for the New Jersey Board of Public Utilities. This project included detailed examinations of affiliate relationships, governance, financing and utility ring-fencing, compliance with New Jersey EDECA requirements for affiliate separation, protection of confidential information, non-discrimination against third-party competitors with utility affiliates, and other code-of-conduct issues.

Lead Consultant for a management review of customer service operations of Elizabethtown Gas Company, a subsidiary of AGL Resources. This review, as part of a commission-mandated audit, examined the management and operations of all functions within customer service, including: Meter Reading, Call Center Operations, Billing, Credit & Collection, Field Service, Revenue Protection, and Business Office Operations. As part of this review, Ms. Kozlosky reviewed the operations and performance of the off-shore outsourcing company that is currently handling the majority of customer service calls for the utility; including the decision to outsource, review of the service contract, service level performance, costs, and impact to the natural gas company's overall service delivery and customer satisfaction. Additionally, Ms. Kozlosky reviewed the subsequent decision to bring these capabilities back in-house, as well as the establishment and start-up of a New Jersey-based call center later this year.

Task Area Leader for review of customer service on Liberty's focused and general management audits of SJI, South Jersey Gas, and affiliates for the New Jersey Board of Public Utilities. This project included detailed examinations of affiliate relationships, governance, financing and utility ring-fencing, compliance with New Jersey EDECA requirements for affiliate separation, protection of confidential information, non-discrimination against third-party competitors with utility affiliates, and other code-of-conduct issues.

Conducted an Electronic Payment Processing Assessment for Greater Cincinnati Water Works. The purpose of the Electronic Payment Processing (EPP) project is to help GCWW quickly define a knowledgeable path forward related to outsourcing of credit/debit card processing, including defining outsourcing options, identifying the impact of outsourcing on GCWW's business processes and customers, and developing a recommended path forward. As part of this project, Ms. Kozlosky conducted a diagnostic review of GCWW's current payment processing capabilities and conducting industry market and benchmarking research of payment processing options and practices.

Assisted Macon Water Authority with the implementation of an automated field order processing system. Mobile laptops with 3G broadband capabilities have been deployed in the field, allowing technicians access to service orders as well as customer account information. Orders status is updated in real-time as orders are worked in the field. Ms. Kozlosky worked closely with field personnel to adapt MWA's business process to maximize effectiveness.

Revised credit and collection policies and procedures for the City of Denton's Customer Service organization. As part of a prior management review, Ms. Kozlosky recommended improvement in the City of Denton's collection practices, including risk-based treatment of delinquent accounts, revised credit requirements, a more condensed collection timeline, writing off bad debt, and metrics to track performance. Part of this effort included evaluating payment channels available to customers, including the acceptance of credit/debit cards, e-payment through website and kiosk, and other forms of electronic payment. The city investigated whether to continue accepting credit/debit card payments through its third-party vendor and the implications on accepting payments in person, over the phone, IVR, and web. The City of Denton has already proceeded with many of the changes and is currently pursuing City Council approval for those impacting the City Ordinance.

Assisted Macon Water Authority with the implementation of a new check imaging remittance-processing solution. Following recommendations from a prior Customer Service diagnostic review conducted by the Ascent Group, Macon Water Authority replaced its outdated check processing equipment with a solution that provides accounts receivables conversion (ARC) to ACH. The new solution will improve cash flow, reduce banking fees, and streamline cash processing. In-person payments by check will also be converted on-the-spot to ACH, thereby increasing same-day fund availability and eliminating paper check handling and processing.

Assisted Motion Picture Industry Pension and Health Plans with the consolidation of three call centers into one. While multiple call centers were providing specialized services for plan members and providers, they were creating barriers and confusion for customers, leading to a high number of transferred calls, longer wait times, increased repeat calls, disjointed customer service, and caller dissatisfaction. In phase one of the assignment, Ms. Kozlosky conducted an As-Is Evaluation of MPIPHP's call center practices and performance. Recommendations were then presented to merge the centers and implement practices to improve member and provider satisfaction, achieve higher first call resolution, and increase contact quality. Implementation of these recommendations proceeded throughout 2010.

Reviewed First Contact Resolution strategies for AT&T to identify best practices and techniques to measure and improve first contact resolution. Ms. Kozlosky also benchmarked AT&T's National Consumer Sales organization's performance against a panel of similar companies. Recommendations were presented to improve AT&T's first contact resolution performance as well as the internal processes supporting the achievement of first contact resolution.

Conducted a management review of outage communications at Nova Scotia Power for the Utility and Review Board of Nova Scotia. This review examined Nova Scotia Power's storm response and communications. Numerous recommendations were made to improve call center performance and overall outage communications, including a framework for early ETRs (Estimated Time of Restoration), more proactive communication with customers during the storm, third-party call overflow handling, and the staging of customer service representatives. Ms. Kozlosky also testified in a public hearing in regard to this review.

Completed a review of Washington D.C. Metro Area Transit Authority people processes for its front-line customer service employees—train operators and bus drivers. Ms. Kozlosky benchmarked WMATA's practices against "best in industry" in the areas of hiring, training, and performance. Ms. Kozlosky presented findings and recommendations for improvement to WMATA's CEO and upper management.

Conducted a study of customer service performance for the American Water Works Association Research Foundation (AWWARF). This study developed and deployed a customer service benchmark framework for 1,000 member utilities. As part of the study, an interactive web-based benchmarking tool was developed to collect benchmark data and disseminate benchmark results. Additionally, a customer satisfaction survey was deployed to measure satisfaction among the member utilities. These tools were then handed over to the AWWARF for ongoing benchmark comparisons and continuous improvement of its member utilities.

Project Manager for a study funded by the Cooperative Finance Network of the National Rural Electric Cooperative Association (NRECA) to identify e-commerce initiatives and solutions for utilities and telecommunications firms. Ms. Kozlosky identified more than 400 initiatives involving utilities and use of the Internet for both business-to-business and business-to-consumer products and services. Ms. Kozlosky designed a database and published the study results on a web site designed exclusively for use by NRECA member cooperatives.

Lead Consultant for a research study of billing operations for more than a dozen utilities. The study focused on how companies are looking to new billing products and services as the industry moves to deregulation and competition. Companies were interviewed to understand how quickly services like Internet bill presentation and payment and "weatherized" bills are being adopted and implemented.

Interviewed and researched "best in industry" leaders to document call center and customer care best practices and lessons learned. Companies included in the review were Southwest Airlines, FedEx, Tesco, First Direct, The Ritz-Carlton, USAA, Southern Company, State Farm, Dell, Lexus, and Yellow Freight.

Assisted Jacksonville Electric Authority's customer service reengineering team in the identification and presentation of recommendations to improve JEA's customer service delivery. JEA had identified a goal of being the best service provider in the U.S. by 2007. Recommendations were provided to reorganize around key business processes, implement new technologies, change existing processes to be more efficient and effective, implement additional training and development, and empowerment of front-line employees. JEA will implement the recommendations concurrently with the selection and implementation of a new Customer Information System.

Project Manager and Lead Facilitator for a "best in class" benchmarking study of Entergy's Retail Operating Support organization. Ms. Kozlosky was responsible for directing the benchmarking efforts of four company teams. Areas studied in detail included: telephone center operations, meter reading, billing, remittance processing, credit and collections, and payment agency operation. The study focused on Entergy's performance in a competitive environment.

Assisted a start-up Internet company with the design and development of a data acquisition and publication system for selling and syndicating content over the Internet. Ms. Kozlosky was responsible for designing the input mechanism and developing specifications for the development of the Internet knowledge-base distribution mechanism.

Conducted a competitive assessment of the many ways in which utility companies are acquiring new products and services to prepare for the competitive marketplace. Examined the utility and telecommunications industries to understand the range of competencies that are being acquired through joint ventures, partnerships, acquisitions, and alliances. The research was conducted for Entergy's Marketing organization.

Project Manager for a benchmarking study of Integrated Voice Response Technology within ten industries. The study was commissioned by Illinois Power Company. Ms. Kozlosky was responsible for securing participation from companies and interviewing participants about their IVR strategy and deployment. The study examined how companies are deploying the technology, how it comes into play from a customer perspective, and how it fits into an overall customer service strategy.

Lead Consultant for customer service areas in Liberty's comprehensive examination of transmission and distribution (T&D) for the Illinois Commerce Commission following concerns about Commonwealth Edison's (ComEd's) performance in meeting its public service responsibilities. Evaluated ComEd's customer service performance, organization, staffing levels, and organizational effectiveness. Examined costs associated with customer service and communications contained as part of Liberty's investigation of ComEd rate filing.

Lead Consultant in Liberty's management audit of Bell Atlantic-Pennsylvania and Bell Atlantic-District of Columbia for their respective commissions. Responsible for review of customer service, including sales, service and support organization, credit and collections, billing,

remittance, and staff support. Also included in the study was the review of the information systems supporting customer service, billing, and collections.

Consultant for Liberty's audit of Ameritech-Ohio policies, procedures and compliance with service quality performance requirements under Ohio's Minimum Telephone Service Standards (MTSS).

Lead Consultant in Liberty's management audit of Southern Connecticut Gas Company, conducted for the Connecticut Department of Public Utility Control. Responsible for reviewing the company's customer-service organization, including planning, credit and collections, billing, remittance, telephone operations, business offices, and staff support. Also included in the study was the review of the information systems supporting customer service, billing, and collections.

Lead Consultant for the review of the work-management and manpower-planning processes of Rochester Telephone Company, performed for the New York State Public Service Commission. Provided recommendations to improve existing and planned work-management and manpower-planning processes in the engineering, operations, and customer service functions.

Project Manager for the design and pilot implementation of an automated work force management and manpower planning system for New York Telephone Company, in an engagement for the New York State Public Service Commission. Responsible for ensuring that previous audit recommendations were fulfilled, as well as providing functional design guidance.

Consultant in Liberty's management audit of Yankee Gas Services Company, conducted for the Connecticut Department of Public Utility Control. Responsible for detailed analysis of selected customer-service issues.

Lead Consultant for a research study of billing operations for more than a dozen utilities. The study focused on how companies are looking to new billing products and services as the industry moves to deregulation and competition. Companies were interviewed to understand how quickly services like Internet bill presentation and payment and "weatherized" bills are being adopted and implemented.

Conducted market research for a large underground facilities locating firm based in Atlanta, Georgia. The research determined market size and potential for locating services throughout the United States.

Worked with a team to design and implement call center technology for the Electricidad de Caracas in Venezuela. Ms. Kozlosky provided assistance with procedural and systems development as well as best practice implementation.

Project Manager for a study of business office operations within five utilities that still operate full-service, walk-in customer service centers. The study focused on how these offices fit into an overall customer service strategy and how they impact customer satisfaction. Ms. Kozlosky also looked at the future of face-to-face customer service. The study was conducted for Entergy.

Lead Consultant on Liberty's study for Colorado Springs Utilities to assist this utility in addressing the organizational impacts associated with a transition to automated meter reading (AMR). Liberty's work included a survey of the experiences and lessons learned from 25 utilities that had already experienced the transition to AMR.

Project Manager for a multi-company meter-reading comparative-practices study. Detailed review of the meter-reading organization, practices, policies, and management of more than 20 electric, gas, and water utilities located across the U.S., Canada, and the U.K. Areas researched include: emerging technologies used in route optimization and meter automation, staffing strategies, training, performance-incentive programs, and approaches to resolve inaccessible meters, reduce off-cycle reads, address high-read-cost meters. Study findings were presented at a National Meter Reading Conference.

Project Manager for a study to determine the cost of service for the appliance-repair activities of Providence Gas Company.

Lead Consultant in a study that helped a large western electric utility's Distribution Business Unit develop its strategic plan. Tasks included identifying information-systems needs to prepare for deregulation and open access, support new product/service offerings, and improve customer service. This involved identification of new, strategic systems as well as modifications and enhancements to existing legacy systems. Also provided financial analysis to support strategic action items.

Lead Consultant for the review of performance-reporting systems for the distribution operations of a southwestern electric utility. Led a client team in the design and implementation of a Crew Performance Reporting System to track regional performance of T&D line crews. The system provided information on crew productivity, job backlog, work flow, and job-completion status. Modified an existing Field Service Management system to better measure and track serviceman performance. Detailed action plans were developed to facilitate a successful implementation of recommendations.

Project Manager for an internal benchmarking performance study of Delmarva Power & Light's twelve district customer-services offices. Identified opportunities for improvement within the customer-call center, business-office operations, remittance processing, meter reading, field services, credit and collection, and customer accounting. Activity based analysis provided the foundation for a more balanced allocation of resources to the operating districts.

Project Manager for a diagnostic assessment of Detroit Edison's Customer Service operating performance compared against an industry benchmarking panel of more than 25 electric utilities. Presented findings to all levels of management in the Customer Service organization, conducted focus-group reviews for: business-office operations, remittance processing, meter reading, field services, credit and collection, and customer accounting. Recommended practices for improvement teams to evaluate for implementation.

Lead Consultant for the review of the human-resource functions and work-management /manpower-planning processes of Washington Gas Light Company for the Maryland Public Service Commission. Provided observations and recommendations to improve existing and planned work-management and manpower-planning processes and human-resource processes and systems. Areas reviewed included: customer contact, meter reading, billing, collections, servicemen and appliance repair, and public affairs and community relations.

Project Manager and Lead Facilitator for the development of an executive-level conceptual design of a customer-response system for Boston Edison Company. The project developed an integrated vision for responding to customer inquiries that optimizes the use of information systems and technology. Facilitated an inter-departmental team in the design of the response system, drawing together industry best practices, process-mapping findings, and technology expertise.

Project Manager for a study to analyze and redesign Boston Edison Company's collection and customer-service correspondence. Recommendations were made to eliminate unnecessary correspondence and all remaining correspondence was rewritten to be more professional and more customer sensitive.

Project Manager for a study of customer expectations at Nashville Electric Service (NES). The study developed a baseline understanding of NES's customer and employee expectations and satisfaction. At the same time, an internal diagnostic of NES's business processes and practices identified areas of improvement opportunity as well as potential weaknesses in delivering customer service. The project then matched customer expectations and satisfaction feedback to the internal process-review results to delineate specific areas for improvement or process realignment. The customer-measurement process used to gather mail-survey, telephone-survey, and focus-group feedback was also established so that customer feedback can be obtained and reviewed by NES staff on an on-going basis.

Conducted and published the 1993-94 Electronic Data Interchange Billing Practices Utility Industry Study. This research study surveyed more than 160 electric, gas, water, and telecommunications companies to identify the use of Electronic Data Interchange for producing customer bills. Companies using this technology were profiled in detail, including: length of time that the service has been in place, participation level by customer segment, software and hardware specs required to offer service, marketing plans, and plans for expansion.

Project Manager for a custom-tailored assessment of Empire District Electric's Customer Service operating performance as compared to an industry benchmarking panel of more than 25 electric utilities. Presented findings to senior management as well as the entire customer-service management team.

Project Manager for a diagnostic assessment of Southern California Edison's Customer Service operating performance as compared to an industry panel of more than 35 utilities. Presented findings to all levels of management and staff through a series of focused review sessions. Areas

evaluated included: telephone-center and business-office operations, meter reading, field services, credit and collection, and customer accounting.

Project Manager for an annual multi-company benchmarking study of customer service in the electric utility industry, for three years. Functions benchmarked by the study included: front-office operations, meter reading, customer accounting, field and meter services, telephone-center operations, remittance processing, and credit and collections. Designed, developed, and provided detailed industry comparison of operating-company expenditures, productivity measures, and key service-level indicators. Analysis highlighted the best performers in each function and detailed interviews were conducted with these companies to identify innovative practices.

Lead Consultant for a cost-reduction study of customer-service operations at General Public Utilities. Analyzed remittance processing, billing, customer-service operations, energy programs, and meter-reading work practices and procedures. Encompassed in the study was a detailed industry comparison of operating-company operation and maintenance expenditures and key service-level indicators. Identified significant manpower and dollar savings.

Engagement Director for focus-group research conducted with call-center customer-service representatives, collectors, and meter readers at Boston Edison, Sierra Pacific Power, Northeast Utilities, Duke Power, and Illinois Power. Focus groups were conducted to ascertain perceptions and effects of changes in the utility industry, including mergers and acquisitions, work group consolidation, office closings, and corporate re-engineering and downsizing.

Project Manager for the review of customer payment processing capabilities of Central Power & Light. Led a client team in a feasibility study to determine the cost/benefit of centralizing the payment processing facilities. Recommended remittance processing equipment, staffing, and processing procedures. Detailed action plans were developed to facilitate a successful implementation of recommendations.

Project Manager for a benchmarking study of integrated-voice-response technology for Illinois Power Company. Responsible for securing participation of companies from many industries and interviewing participants about their IVR strategy and deployment.

Project Manager for a study to uncover innovative products and services for the electric and gas utility industry. Coordinated a multi-client survey and investigation to detail the range of products and services currently offered; directed an intense literature search to document innovative products and services outside the industry that could be applied to the client; and developed a framework for assessing new products and services that fit with the client's current business strategy. The results from this study have been used to focus and enhance the product and service development efforts of Pacific Gas & Electric.

Education & Certifications

B.S. Information & Computer Science, Georgia Institute of Technology.

Certified Female Business Enterprise: State of Illinois, Commonwealth of Pennsylvania, State of New York, and the City of Philadelphia.

Publications

The Ascent Group has conducted significant research into customer care best practices, process improvement, and performance benchmarking and maintains an extensive database of customer service metrics from companies in all industries. Additionally, The Ascent Group offers an online benchmarking service to assist companies in ongoing performance measurement and best practice discovery.

The Ascent Group's publications include:

- Call Center Strategies
- Call Quality Improvement
- Credit & Collections Practices
- Achieving First Call Resolution
- IVR Improvement Strategies
- Reward & Recognition Program Profiles & Best Practices
- Improving Front-line Recruitment & Hiring
- Improving Front-line Training
- Improving Front-line Performance
- Billing & Payment Profiles & Best Practices
- Meter Reading Profiles & Best Practice

Summary of Conditions Proposed on Consolidated Communications Acquisition of FairPoint Communications in Vermont and Maine Regulatory Proceedings

Idx	Source	Condition
1	VT PSB: Docket 8881, Prefiled Testimony of Ardeth Smith on behalf of Vermont Department of Public Service, March 29, 2017: page 20	CNSL to provide detailed cutover plan to VT Board and Department 3 months before any cutover.
2	VT PSB: Docket 8881, Prefiled Testimony of Ardeth Smith on behalf of Vermont Department of Public Service, March 29, 2017: page 20	CNSL to complete “thorough stress and volume test” before attempting cutover
3	VT PSB: Docket 8881, Prefiled Testimony of Ardeth Smith on behalf of Vermont Department of Public Service, March 29, 2017: page 20	CNSL to convert one NNE state first, not all three at once
4	VT PSB: Docket 8881, Prefiled Direct Testimony of Brian E. Winn on behalf of Vermont Department of Public Service, March 29, 2017: page 5	Require CNSL to continue to maintain a separate corporate entity holding VT assets
5	VT PSB: Docket 8881, Prefiled Direct Testimony of Joel F. Jeanson on behalf of Vermont Department of Public Service, March 29, 2017: p. 27	CNSL to provide VT Board and Department advance notice of its “synergies” plan including impact of VT labor force
6	VT PSB: Docket 8881, Prefiled Direct Testimony of Joel F. Jeanson on behalf of Vermont Department of Public Service, March 29, 2017: p. 27	CNSL to provide VT Board and Department a 3 year capital investment plan for the VT network within 6 mos of acquisition
7	VT PSB: Docket 8881, Prefiled Direct Testimony of Joel F. Jeanson on behalf of Vermont Department of Public Service, March 29, 2017: p. 27	CNSL to commit to investing 14% of revenues it obtains from VT operations into the VT network over next 5 years
8	VT PSB: Docket 8881, Prefiled Direct Testimony of Joel F. Jeanson on behalf of Vermont Department of Public Service, March 29, 2017: p. 27	CNSL to reduce dividends to its investors by any shortfall in the VT 14% investment over the next 5 years
9	VT PSB: Docket 8881, Prefiled Direct Testimony of Joel F. Jeanson on behalf of Vermont Department of Public Service, March 29, 2017: p. 28	CNSL to refrain from cutting back on federal USF eligibility over next 5 years
10	VT PSB: Docket 8881, Prefiled Direct Testimony of Carol Flint on behalf of Vermont Department of Public Service, March 29, 2017: p. 14	CNSL to provide DPS with “easily accessible, high-level regulatory and customer service contacts” within one month of final order
11	VT PSB: Docket 8881, Prefiled Direct Testimony of Carol Flint on behalf of Vermont Department of Public Service, March 29, 2017: p. 14	CNSL to appoint senior regulatory official based in VT

Idx	Source	Condition
12	VT PSB: Docket 8881, Prefiled Direct Testimony of Carol Flint on behalf of Vermont Department of Public Service, March 29, 2017: p. 14	CNSL regulatory staff member[s] to appear in Montpelier for quarterly meetings for next 3 years
13	VT PSB: Docket 8881, Prefiled Direct Testimony of W. Curtis Mills, Jr. on behalf of Vermont Department of Public Service, March 29, 2017: p. 27	CNSL to deliver extra service quality reporting in non-competitive areas
14	VT PSB: Docket 8881, Prefiled Direct Testimony of W. Curtis Mills, Jr. on behalf of Vermont Department of Public Service, March 29, 2017: p. 27	CNSL to pay enhanced bill credits for 72+ hour service call delays in non-competitive areas
15	VT PSB: Docket 8881, Prefiled Direct Testimony of W. Curtis Mills, Jr. on behalf of Vermont Department of Public Service, March 29, 2017: p. 28	CNSL to deliver corrective action plan in 12 months
16	VT PSB: Docket 8881, Prefiled Direct Testimony of F. Wayne Lafferty on behalf of Vermont Department of Public Service, March 29, 2017: p. 17	CNSL to honor existing interconnection agreements (ICAs) and renegotiate them only as they expire, or when CLECs agree to renegotiate.
17	VT PSB: Docket 8881, Prefiled Direct Testimony of F. Wayne Lafferty on behalf of Vermont Department of Public Service, March 29, 2017: p. 18	CNSL to “follow FairPoint’s RBOC requirements” until / unless relaxed by regulators
18	VT PSB: Docket 8881, Prefiled Direct Testimony of F. Wayne Lafferty on behalf of Vermont Department of Public Service, March 29, 2017: p. 18	CNSL to adopt FairPoint’s Wholesale Performance Plan
19	VT PSB: Docket 8881, Prefiled Direct Testimony of F. Wayne Lafferty on behalf of Vermont Department of Public Service, March 29, 2017: p. 18	CNSL to maintain FairPoint Wholesale Carrier Group “in its current organizational format and size” for at least three years
20	VT PSB: Docket 8881, Prefiled Direct Testimony of F. Wayne Lafferty on behalf of Vermont Department of Public Service, March 29, 2017: p. 18	CNSL to continue using current wholesale support systems (VFO and CABS) indefinitely, changing them “only after review and negotiation with CLECs”
21	VT PSB: Docket 8881, Prefiled Direct Testimony of Scott A. Wierson on behalf of Vermont Department of Public Service, March 29, 2017: p. 22	CNSL to bring its existing trouble escalation procedures, including executive-level involvement, to VT within 3 months of acquisition
22	VT PSB: Docket 8881, Prefiled Direct Testimony of Scott A. Wierson on behalf of Vermont Department of Public Service, March 29, 2017: p. 23	CNSL to develop “formal maintenance and logistics plan” and present it to Department and Board within one year of acquisition
23	VT PSB: Docket 8881, Prefiled Direct Testimony of Scott A. Wierson on behalf of Vermont Department of Public Service, March 29, 2017: p. 23	CNSL to develop and file with Department and Board a “staff retention plan” three months after acquisition with particular focus on SS7 / STP staff

Idx	Source	Condition
24	VT PSB: Docket 8881, Prefiled Direct Testimony of Scott A. Wierson on behalf of Vermont Department of Public Service, March 29, 2017: p. 23	CNSL to notify Department and Board three months before outsourcing SS7 / STP operations
25	VT PSB: Docket 8881, Prefiled Direct Testimony of Scott A. Wierson on behalf of Vermont Department of Public Service, March 29, 2017: p. 24	CNSL to specifically address last-mile network in a capital investment plan
26	VT PSB: Docket 8881, Prefiled Direct Testimony of Randy Barber on behalf of Labor Intervenors, March 29, 2017, p. 10	CNSL to be required to provide more detailed information on capital investment plans, service quality improvement plans, staff / functional operations relocation plans, and other financial projections before approval
27	VT PSB: Docket 8881, Prefiled Direct Testimony of Randy Barber on behalf of Labor Intervenors, March 29, 2017, p. 43	CNSL to make "concrete, enforceable commitments to improve service and operations in VT"
28	VT PSB: Docket 8881, Prefiled Direct Testimony of Randy Barber on behalf of Labor Intervenors, March 29, 2017, p. 43	CNSL to make capital investment commitments similar to those made by FairPoint in 2008
29	VT PSB: Docket 8881, Prefiled Direct Testimony of Randy Barber on behalf of Labor Intervenors, March 29, 2017, p. 45	Require CNSL to invest "a fair portion of VT-generated operating cash flows" in VT
30	VT PSB: Docket 8881, Prefiled Direct Testimony of Randy Barber on behalf of Labor Intervenors, March 29, 2017, p. 45	Require CNSL to maintain a VT operational budget "equal to pre-synergy levels" for five years
31	VT PSB: Docket 8881, Prefiled Direct Testimony of Randy Barber on behalf of Labor Intervenors, March 29, 2017, p. 46	Require CNSL to reduce its dividend payments by 50%, using the funds to either pay down FairPoint debt or invest in VT network
32	VT PSB: Docket 8881, Prefiled Direct Testimony of Randy Barber on behalf of Labor Intervenors, March 29, 2017, p. 46	Board to identify areas of VT network needing repair and investment, and require CNSL to make these investments
33	VT PSB: Docket 8881, Prefiled Direct Testimony of Randy Barber on behalf of Labor Intervenors, March 29, 2017, p. 46	"Require Consolidated and FairPoint to increase staffing to remedy shortcomings in FairPoint Vermont's network, plant and operations."
34	VT PSB: Docket 8881, Prefiled Direct Testimony of Randy Barber on behalf of Labor Intervenors, March 29, 2017, p. 46	Prohibit CNSL from making headcount reductions unless it can prove it is still able to meet all service quality requirements.
35	VT PSB: Docket 8881, Prefiled Direct Testimony of Michael Spillane on behalf of Labor Intervenors, March 29, 2017, p. 18	Require CNSL to submit plans to Board showing that any layoffs will not cause deterioration in reliability and safety of VT phone service
36	Maine PUC, Docket No. 2016-00307, Direct Testimony of Dr. Robert Loube, Office of the Public Advocate, March 14, 2017, p. 18	"CNSL should commit to a plan that immediately enhances the unsupported portion of the FairPoint network [in Maine]. [For example: achieve 60% availability of 25 Mbps or higher]."
37	Maine PUC, Docket No. 2016-00307, Direct Testimony of Dr. Robert Loube, Office of the Public Advocate, March 14, 2017, p. 19	"CNSL could commit to a plan that reduces the portion of FairPoint consumers who do not have the ability to purchase broadband service at least 4 mbps from current levels to 10 percent by 2018 and to 5 percent by 2020."

Idx	Source	Condition
38	Maine PUC, Docket No. 2016-00307, Direct Testimony of David Brevitz, CFA, Office of the Public Advocate, March 14, 2017, p. 50	CNSL to produce “concrete information and details regarding conclusions and plans for Maine”
39	Maine PUC, Docket No. 2016-00307, Direct Testimony of Pete McLaughlin on behalf of Labor Intervenors, March 14, 2017, p. 21	CNSL to “submit plans to the Commission showing that its reductions in work force and operations will not have an adverse effect on the reliability and safety of telephone service [in Maine]”
40	Maine PUC, Docket No. 2016-00307, Pre-Filed Direct Testimony of Randy Barber on behalf of Labor Intervenors, March 14, 2017, p.	CNSL to be required to provide more detailed information on Maine-specific plans over the next 5 years for capital spending, operational spending, and staffing
41	Maine PUC, Docket No. 2016-00307, Pre-Filed Direct Testimony of Randy Barber on behalf of Labor Intervenors, March 14, 2017, p. 44	CNSL to make “concrete, enforceable commitments to improve service and operations in ME”
42	Maine PUC, Docket No. 2016-00307, Pre-Filed Direct Testimony of Randy Barber on behalf of Labor Intervenors, March 14, 2017, p. 44	CNSL to make capital investment commitments similar to those made by FairPoint in 2008
43	Maine PUC, Docket No. 2016-00307, Pre-Filed Direct Testimony of Randy Barber on behalf of Labor Intervenors, March 14, 2017, p. 45	ME PUC Staff to investigate impact of FairPoint Dec. 2016 staff reductions
44	Maine PUC, Docket No. 2016-00307, Pre-Filed Direct Testimony of Randy Barber on behalf of Labor Intervenors, March 14, 2017, p. 46	CNSL return a “fair portion” of Maine-generated revenues to Maine operations
45	Maine PUC, Docket No. 2016-00307, Pre-Filed Direct Testimony of Randy Barber on behalf of Labor Intervenors, March 14, 2017, p. 46	CNSL to maintain Maine Operations budget at “projected pre-synergy levels” for 5 years
46	Maine PUC, Docket No. 2016-00307, Pre-Filed Direct Testimony of Randy Barber on behalf of Labor Intervenors, March 14, 2017, p. 46	CNSL to reduce dividend payments by 50% and use funds to a) pay down FairPoint debt or b) invest in Maine network
47	Maine PUC, Docket No. 2016-00307, Pre-Filed Direct Testimony of Randy Barber on behalf of Labor Intervenors, March 14, 2017, p. 46	CNSL to “increase staffing to remedy shortcomings in FairPoint Maine’s network, plant, and operations”
48	Maine PUC, Docket No. 2016-00307, Pre-Filed Direct Testimony of Randy Barber on behalf of Labor Intervenors, March 14, 2017, p. 46	CNSL prohibited from cutting Maine staffing until demonstrating to ME Commission that they “meet all service quality requirements”