

CURTIS, OETTING, HEINZ, GARRETT & O'KEEFE, P. C.
ATTORNEYS AT LAW

130 SOUTH BEMISTON, SUITE 200
ST. LOUIS, MISSOURI 63105
(314) 725-8788
FAX (314) 725-8789

CARL J. LUMLEY
PRINCIPAL

CLUMLEY@COHGS.COM

June 4, 2002

Secretary of the Commission
200 Madison Street, Suite 100
P.O. Box 360
Jefferson City, Missouri 65102-0360

Re: Case No.: TO-2002-397

Dear Secretary of the Commission:

Enclosed please find for filing with your office an original and nine (9) copies of Response of MCI WorldCom Communications, Inc., Brooks Fiber Communications of Missouri, Inc. and MCImetro Access Transmission Services, LLC to Commission's Order Directing Filing. Upon your receipt, please file stamp the extra copy received and return to the undersigned. If you have any questions, please contact me.

Very truly yours,


Carl J. Lumley

CJL:dn
Enclosures
cc. Parties of Record (W/Enclosure)

BEFORE THE MISSOURI PUBLIC SERVICE COMMISSION

In the Matter of the Determination of Prices) Case No. TO-2002-397
of Certain Unbundled Network Elements.)

MCI WORLD COM COMMUNICATIONS, INC.'S
BROOKS FIBER COMMUNICATIONS OF MISSOURI, INC.'S
AND MCI metro ACCESS TRANSMISSION SERVICES, LLC'S
RESPONSE TO THE COMMISSION'S ORDER
DIRECTING FILING

COME NOW MCI WorldCom Communications, Inc., Brooks Fiber Communications of Missouri, Inc. and MCI metro Access Transmission Services, LLC (WorldCom) and for their response to the Commission's Order Directing Filing dated May 28, 2002 state to the Commission:

1. Explain why the Commission's standard protective order should be replaced instead of simply modified to adopt a single confidential designation scheme. Which provisions of the Commission's standard protective order would need to be modified to change from a three-tier scheme of highly confidential, proprietary and non-proprietary, to a two-tier scheme of confidential and public information?

WorldCom will leave it to other parties to address this question in detail. However, WorldCom hereby expresses its support for eliminating the restrictions which currently totally preclude internal access to highly confidential information. Missouri appears to be the only state in the region served by SWBT that continues to impose this total ban on internal access. The Texas model protective order or the hybrid order proposed by IP in this case would enable parties to participate on a more complete basis in this proceeding. As the Commission has observed, while the limitations on access to information usually work to SWBT's advantage - as is the case in this proceeding - there can even be instances such as Case No. TC-2002-190 where even SWBT finds the restrictions unworkable. These matters should be addressed by means of the Commission revising its legacy protective order rather than by side deals between individual parties.

2. If the Commission adopts a hybrid protective order, similar to the one suggested by IP, should that hybrid protective order be used in all Commission cases or just in this case.

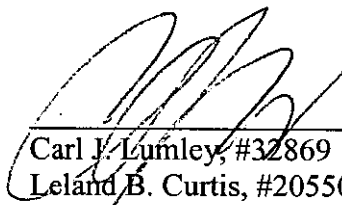
It would be preferable for the Commission to use a new protective order in all cases that are pending now or arise in the future, rather than only in this proceeding. Completely precluding internal access to highly confidential information unduly interferes with a party's ability to participate in cases. Parties do not have the resources to employ outside experts in every proceeding, nor can they even evaluate the need to employ an outside expert without some internal access to all information. Counsel cannot keep clients fully informed when internal access to essential information is completely prohibited. Furthermore, it would be unduly burdensome and invite unintentional violations if substantially different protective orders were to be used in various proceedings.

3. What are the advantages and disadvantages of the Commission adopting the standard protective order but granting exceptions to it on a case-by-case basis, in order to allow specific internal experts access to certain highly confidential information?

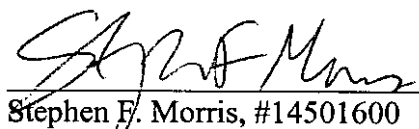
It would be unwieldy and burdensome on all parties as well as the Commission to make use of the legacy protective order and then have to request and obtain specific exceptional access to specific information. Parties would have to make repeated requests at each stage of discovery, upon the filing of each round of testimony, and even at numerous points during a hearing, in order to have any internal access to critical information. The Commission would have to allow responses to each request (and potentially replies to each response), before making such rulings. The delay involved would significantly impair the value of the relief to be obtained by such exceptional case-by-case orders. Such delays would also perpetuate the advantage held by the party claiming highly confidential status (in this case SWBT).

WHEREFORE, WorldCom prays the Commission to take this response into account when ruling upon IP's Motion for Protective Order.

Respectfully submitted,



Carl J. Lumley, #32869
Leland B. Curtis, #20550
130 S. Bemiston, Suite 200
Clayton, MO 63105
(314) 725-8788
(314) 725-8789 (FAX)
clumley@cohgs.com
lcurtis@cohgs.com




Stephen F. Morris, #14501600
WorldCom
701 Brazos, Suite 600
Austin, Texas 78701
(512) 495-6721
(512) 495-6706 (FAX)
stephen.morris@wcom.com

Attorney for MCI WorldCom Communications, Inc.
Brooks Fiber Communications of Missouri, Inc.,
MCImetro Access Transmission Services, LLC,

Certificate of Service

A true and correct copy of the foregoing was served upon the parties identified on the attached service list on this 4th day of June, 2002, by placing same in the U.S. Mail, postage paid.



Office of Public Counsel
P.O. Box 7800
Jefferson City, MO 65102
mdandino@mail.state.mo.us

Lisa Creighton Hendricks
Sprint
Mail Stop KSOPHN0212-2A253
6450 Sprint Parkway, Bldg. 14
Overland Park, KS 66251
Lisa.c.creightonhendricks@mail.sprint.com

Carol Keith
NuVox Communications
16090 Swingley Ridge Road, Suite 500
Chesterfield, MO 63017
ckeith@nuvox.com

Sondra B. Morgan
Brydon, Swearingen & England
P.O. Box 456
Jefferson City, MO 65102
smorgan@brydonlaw.com

General Counsel
Missouri Public Service Commission
P.O. Box 360
Jefferson City, MO 65102
whaas01@mail.state.mo.us

Mark P. Johnson, Trina R. LeRiche
Sonnenschein, Nath & Rosenthal
4520 Main Street, Suite 1100
Kansas City, MO 64111
johnson@sonnenschein.com

Rebecca B. DeCook
AT&T
1875 Lawrence Street, Room 1575
Denver, CO 80202
decook@att.com

Paul H. Gardner
Goller, Gardner & Feather, P.C.
131 E. High Street
Jefferson City, MO 65101
info@gollerlaw.com

David J. Stueven
IP Communications
6405 Metcalf, Suite 120
Overland Park, KS 66202
dstuevan@ip.net

Paul Lane
Southwestern Bell Telephone Co.
One Bell Center, Room 3520
St. Louis, MO 63101
paul.lane@shc.com

Brad Kruse
Associate General Counsel
McLeodUSA Telecommunications
Services, Inc.
P.O. Box 3177
Cedar Rapids, IA 52406-3177
bkruse@McLeodUSA.com a

Christopher Malish
Mark Foster
Foster & Malish, LLP
1403 West Sixth Street
Austin, TX 78703
markfoster@austin.rr.com

Mary Ann (Garr) Young
William D. Steinmeier, P.C.
P.O. Box 104595
Jefferson City, MO 65110-4595
myoung0654@aol.com

Morton J. Posner
Allegiance Telecom, Inc.
1919 M Street N.W., Suite 420
Washington, D.C. 20036