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May 3, 2005

VIA ELECTRONIC FILING

Marlene H. Dortch
Secretary
Federal Communications Commission
445 12th Street, SW
Washington, DC 20554

Re: Verizon Communications, Inc. and MCI, Inc.
Applications for Approval of Transfer of Control
Access to Confidential Materials in WC Docket No. 05-75

Dear Ms. Dortch:

By letter dated April 27, 2005, Verizon Communications Inc. (“Verizon”) and MCI, Inc. (“MCI”) objected to the disclosure of confidential information in WC Docket No. 05-75 to Susan Jin Davis, Covad’s Vice President for External Affairs and Investor Relations.¹ As explained below, Ms. Jin Davis is entitled to see confidential information under the terms of the Protective Order adopted in this proceeding.² Covad Communications Company (“Covad”) therefore respectfully requests that the Commission resolve Verizon and MCI’s objections in Covad’s favor and permit Ms. Jin Davis to have access to confidential information in this proceeding.

Ms. Jin Davis is an attorney in good standing who has actively participated in numerous proceedings before this Commission, either directly or in a supervisory role. She is employed by Covad as a lawyer. Specifically, she is a Vice President in Covad’s legal department, reporting directly to Covad’s General Counsel. She is responsible for, among other things, Covad’s advocacy before this Commission. Her Investor Relations role is not to be “involved in competitive decision making”, but rather to convey information regarding the company to Covad’s investors.

¹ See Letter from Sherry A. Ingram, Verizon Inc., to Marlene H. Dortch, Secretary, FCC, WC Docket No. 05-75 (filed April 27, 2005).

² *Verizon Communications Inc. and MCI, Inc. Applications for Approval of Transfer of Control*, WC Docket No. 05-075, DA 05-647 at Appendix A (rel. March 10, 2005) (“Protective Order”).

Based on her responsibilities at Covad, Ms. Jin Davis is both “In-House Counsel” and “Counsel” as defined in Paragraph 1 of the Protective Order. She has read the Protective Order, agreed to be bound by it, and executed the Appendix B Acknowledgement as required by Paragraph 7 of the Protective Order.³ She is therefore entitled to review Confidential Information under Paragraph 4 of the Protective Order.

As an attorney, Ms. Jin Davis is well aware of the obligations of confidentiality that the Protective Order imposes and by which she agreed to be bound. She has signed numerous protective orders in a variety of proceedings and has never been accused of violating any of them. In short, Verizon and MCI have no basis for any belief that Ms. Jin Davis will do anything other than honor the terms of the Protective Order in accord with her ethical obligations as a member of the bar.

Finally, Ms. Jin Davis has already certified to this Commission that she is not “involved in competitive decision making” as that term is used in the definition of “In-House Counsel” in Paragraph 1 of the Protective Order.⁴ Neither Verizon nor MCI have claimed that Ms. Jin Davis submitted a false certification to this Commission, and neither has presented any evidence that could lead this Commission to reach that conclusion.

For the foregoing reasons, Covad respectfully requests that the Commission resolve Verizon and MCI’s objections in Covad’s favor as quickly as possible so that Ms. Jin Davis may fully perform her duties as In-House Counsel for Covad.

Respectfully submitted,

/s/ Praveen Goyal
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³ See Letter from Gregg Hyde, Covad Communications Company, to Marlene H. Dortch, Secretary, FCC, WC Docket No. 05-75 (filed April 22, 2005).

⁴ *Id.*