Exhibit G

Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, D.C. 20554

In the Matter of	)	
	)	
Petition of ACS of Anchorage, Inc. Pursuant to	)	
Section 10 of the Communications Act of 1934, as	)	WC Docket No. 05-281
amended, for Forbearance from Sections 251(c)(3)	)	
and 252(d)(1) in the Anchorage LEC Study Area	)	
	)	

DECLARATION OF RICHARD DOWLING

I, Richard Dowling, do hereby declare under penalty of perjury:

1. I have served as the Senior Vice President of Corporate Development at General Communication Inc. ("GCI") since early 1991. Previously, I served as Vice President of Engineering and Operations in charge of GCI's general technical and operational management, with responsibilities for system development, quality of service, system integrity, and the development of new cost saving strategies. Before joining GCI in 1981, I was the Principal Advisor on Telecommunications Policy to the Governor of Alaska and, prior to that, was the Deputy Director and Chief Engineer of the Alaska Office of Telecommunications.

2. This declaration describes GCI's efforts to provision telephone services over its own cable plant as quickly as technologically and economically feasible. GCI's cable-based telephony deployment has always been on the cutting edge of emerging technology and industry development. In my opinion, and in contrast to the claims of ACS of Anchorage, Inc. ("ACS"), GCI could not and cannot reasonably deploy cable telephony faster in the Anchorage markets without severely risking its high quality

service to consumers, making access to copper loops a continued key component of GCI's competitive local service offerings.

3. GCI first provided telephone service to Alaska consumers in 1982, when it began offering interstate long distance service. In 1991, GCI also started providing intrastate long distance services. In 1995, GCI acquired the cable facilities of three different cable providers throughout Alaska, including the Anchorage cable system, intending to use those facilities for expanded services, including, in time, phone service over cable wire and broadband Internet services. Shortly thereafter, GCI began upgrading the cable plant from an all coaxial plant to a hybrid fiber coaxial ("HFC") plant. Among other things, this upgrade enabled the cable plant to carry return signals—an obvious first step to providing high speed Internet and voice service—and reduced noise created by excessive amplification that would be unacceptable for voice services. While GCI was implementing that massive undertaking, Congress passed the Telecommunications Act of 1996, thus allowing GCI to enter the Anchorage local telephone market in 1997 and provide competitive UNE-based service while working toward its own full facilities-based solution.

4. GCI completed its cable plant HFC upgrade in 1998, but the technology was not yet available to economically provide high quality voice-over-cable service to its phone customers. Cable telephony technology developed slowly. The first iteration was pure circuit-switched cable telephony, which some cable companies began using on a limited basis by 1996. But this was an immature, proprietary technology without any industry standards. As such, it was expensive to implement and a risky investment, because a cable operator using those systems to provide telephone service would be tied

to the success or failure of both the company selling the solution and the robustness and durability of the technology. GCI also believed—correctly so—that the industry was moving towards newly developing Internet Protocol ("IP") technologies and that in developing a set of industry standards a more open equipment market would develop. Moreover, this pure circuit-switched cable telephony could not support sophisticated service features that were quickly becoming standard in the broader telephone marketplace.

5. It was not until the end of 2001 that the industry, through CableLabs, developed and issued its DOCSIS 2.0 specifications for advanced cable modems, with dynamic quality of service ("DQoS") standards, that would truly enable reliable, carrier-quality IP voice service over cable plant.[1] In parallel, CableLabs had also developed the Packet Cable 1.0 standard, which governed the signaling used to support telephony over cable modems and to correlate those signals to the signaling needed for Public Switched Telephone Network (PSTN) operations.[2] Even with the DOCSIS 2.0 and PacketCable 1.0 specifications, however, necessary equipment was not immediately available for commercial deployment. It took some time for the chipset, cable modem, and Cable Modem Termination System ("CMTS") vendors to incorporate those standards into their products. Thus, CableLabs did not certify the first DOCSIS 2.0 or PacketCable devices until December 2002.

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[1] DOCSIS 1.1 specifications also included DQoS standards, but by the time CableLabs certified the first DOCSIS 1.1 modems in September 2001, it was already clear that DOCSIS 2.0 specifications would soon be released, superseding and greatly improving on the 1.1 iteration. As a result, the industry did not move to implement DOCSIS 1.1.
[2] PacketCable 1.0 is a group of specifications and reports that was released over time from 1999 to 2005.

6. As equipment prototypes became available, GCI began limited initial field trials of its cable-based telephony service before the end of 2002. Because standards can be interpreted differently by different manufacturers, however, GCI had to conduct interoperability testing among the different pieces of network equipment, including the CMTS, the Multimedia Terminal Adapters ("MTA"), and the voice gateways that would be used to translate from the IP packets transmitted over the DOCSIS platform into traditional telephone signals that could be processed by GCI's Class 5 switch.[3] This process of validation, of course, raised new issues that required new solutions. For instance, GCI had to develop its own echo-canceling firmware to deal with an unsatisfactory echo inherent in the new technology. Moreover, there was a time lag between certification and manufacturers' ability to reach commercial production levels. And, in fact, some prospective vendors went out of business or stopped supporting the products they had supplied to GCI for initial consideration. GCI also had to upgrade its cable system—and particularly its cable nodes—to support the cable telephony technology.[4] Thus, working at an aggressive pace, GCI began commercial launch of its cable-based voice services in April 2004.

7. When launching its cable-based telephony products, GCI did not have the luxury (if it could be called that) of trading the novelty of new technology—such as the then nascent voice-over-Internet Protocol ("VoIP") service that has since gained some measure of popularity—for a lower quality of service. Because GCI had amassed a sizeable customer base on UNEs before the existence of viable cable telephony, voice

[3] By using its Class 5 switch, GCI avoided having to test and implement yet another piece of equipment, the softswitch.
[4] *See* Declaration of Gary Haynes.

services over the cable network had to be equal to or better than the copper-provided phone service that GCI was already providing over UNE loops. For a variety of reasons, when GCI was selecting its equipment in 2002 and 2003, it chose to implement a system that provided network-based powering of customer premises equipment ("CPE") (akin to how the circuit-switched telephone network operates) rather than customer powering of CPE.

8. For one, GCI had to meet state regulatory requirements for service quality and reliability. Among other things, this meant that any cable-based telephony product that GCI offered had to meet a state requirement for eight-hours of back-up power in the event of power failure.[5] Network powering most economically met this standard, and did so consistent with consumer expectations of their existing service.

9. Moreover, GCI's method for provisioning and installing cable-based service had to be all but imperceptible to existing customers. Outdoor units did not require the customer to be home for installation so that GCI could change the delivery method of phone service that customers were already receiving. In this way, GCI differed from other Multiple Systems Operators ("MSOs") that had not previously offered phone service; customers seeking "new" phone service from an MSO could rightly expect a service call or other provisioning-related steps in order to attain that new service for the first time. This was not the case with existing customers already receiving phone service from GCI. Moreover, GCI saw significant problems with other technologies, including the home-powered MTA units designed for indoor installation that AT&T and Cox had deployed on a limited basis. For one, the equipment was not

[5] 3 AAC § 52.270(b).

only believed to be harder and more inconvenient to deploy because the customer had to be home, but it could also be unplugged, creating outages and trouble reports for lines that were otherwise operational.

10. This network-powered, outdoor-provisioned technology was not ultimately adopted by the major MSOs, however, and all but one supplier discontinued their outdoor products. GCI was thus forced to fund the development of a reduced-cost model suitable to its needs by a single supplier, which further slowed down GCI's ability to deploy rapidly.

11. In its continuing efforts to improve deployment of cable telephony, GCI is currently considering use of a customer-powered, rather than network-powered, network design. It is not yet clear, however, whether this approach can feasibly be implemented in GCI's situation in which current customers are being converted from UNE loops to cable-based telephony, as opposed to an environment in which a cable operator initiates telephone service to customers for the first time—as is typically the case in the lower 48 states.

12. It is my firm belief that GCI could not and cannot effectuate the transition from UNE loops to its own facilities more quickly than it is already. GCI has been at the forefront of efforts to implement cable telephony and has dedicated significant resources to its efforts to do so. Cable telephony technology needed, and in some respects still needs, time to mature. Deployment any faster will unacceptably compromise the product that GCI could provide to its customers.

Respectfully submitted,

/s/

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