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November 26, 2007

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VIA EMAIL TO PATTY.VANGERPEN@STATE.SD.US

Ms. Patricia Van Gerpen
South Dakota Public Utilities Commission
Capitol Building, 1st Floor
500 East Capitol Avenue
Pierre, SD 57501-5070

RE: *TC07-111: In the Matter of the Petition of Alliance Communications Cooperative, Inc.
for Arbitration Pursuant to the Telecommunications Act of 1996 to Resolve Issues
Relating to An Interconnection Agreement with Alltel Communications, Inc.*

Dear Ms. Van Gerpen:

Enclosed for filing in the above matter, please find the Proposed Scheduling Order of Alliance Communications Cooperative, Inc.

As indicated above, these documents have been sent to you via electronic mail in PDF form. If you have any questions or concerns regarding these documents, please do not hesitate to contact me.

Best regards.

Sincerely,

CUTLER & DONAHOE, LLP

Meredith A. Moore

Meredith A. Moore
For the Firm

MAM/cmc
Attachments
cc: Service List

**BEFORE THE PUBLIC UTILITIES COMMISSION
OF THE STATE OF SOUTH DAKOTA**

**IN THE MATTER OF THE PETITION
OF ALLIANCE COMMUNICATIONS
COOPERATIVE, INC. FOR
ARBITRATION PURSUANT TO THE
TELECOMMUNICATIONS ACT OF
1996 TO RESOLVE ISSUES
RELATING TO AN
INTERCONNECTION AGREEMENT
WITH ALLTEL, INC.**

DOCKET No. TC 07-111

PROPOSED SCHEDULING ORDER

COMES NOW Alliance Communications Cooperative, Inc. ("Telco"), by and through its undersigned counsel, pursuant to A.R.S.D. 20:10:32:29(9), and sets forth the following proposed schedule for the governance of the proceedings in the above-captioned matter:

PROPOSED PROCEDURAL SCHEDULE

1. On or before December 17, 2007, the first round of discovery requests shall be served by all parties and responses shall be due on or before January 11, 2008.

2. On or before January 25, 2008, the second round of discovery requests shall be served by all parties and responses shall be due on or before February 15, 2008.

Discovery requests and responses shall not be filed with the Commission unless necessary in connection with a motion to compel or if introduced as a hearing exhibit.

3. On or before March 3, 2008, all parties shall serve and file direct testimony, including exhibits;

4. On or before March 28, 2008, all parties shall serve and file rebuttal testimony, including exhibits.

5. No witness shall be allowed to testify at the hearing unless that witness has prefiled testimony pursuant to this procedural schedule with the exception of witnesses offering live testimony regarding issues first raised in rebuttal testimony. Such testimony shall not be duplicative of prefiled testimony. In the event that a party determines that it will present testimony in response to rebuttal testimony from one or more witnesses that have not prefiled

testimony, the names and personal resumes of such witnesses, and a general description of the facts and testimony to be offered by such witnesses shall be provided to the other party and the Commission not later than April 4, 2008;

6. Exhibits offered through a Party's witness shall be attached to prefiled testimony. Any exhibit that may be used on cross-examination shall be disclosed to the other party or on before April 9, 2008, with a copy provided upon request.

Documents served or filed are served on the date they are received. All documents shall be served by e-mail, in .pdf format, and service by e-mail is effective when received. In addition to filing electronically, a filing party shall provide the Commission with one paper copy of each document filed;

7. The hearing shall be held in approximately April 2008 or as soon thereafter as the Commission shall be able to hear this matter, in the State Capitol Building, Pierre, South Dakota. The hearing will begin at _____ a.m. CDT on _____. Parties shall arrive prior to the commencement of the hearing to mark exhibits.

8. The parties shall simultaneously serve and file post hearing briefs 45 days following the hearing, along with proposed language for the disputed issues in the interconnection agreement. The parties shall simultaneously serve and file reply briefs 14 days following the receipt of the initial post hearing briefs.

9. The Commission shall issue its decision resolving the issues in the arbitration on or before July 31, 2008. The decision shall establish a procedure and schedule for filing a confirmed arbitrated agreement for consideration by the Commission. The Commission's resolution of the issues presented in the arbitration shall not be accorded to "final offer" or "baseball" arbitration in which the Commission must accept the final offer of one or the other party, but rather shall be according to "traditional" arbitration in which the Commission may

resolve issues presented as it determines to be proper consistent with the facts presented and applicable legal requirements.

Dated this 26th day of November, 2007.

CUTLER & DONAHOE, LLP
Attorneys at Law



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CERTIFICATE OF SERVICE

The undersigned hereby certifies that a true and correct copy of the foregoing was served electronically on the 26th day of November, 2007, upon the following:

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