

EXHIBIT H
PUBLIC VERSION

BEFORE THE PUBLIC UTILITIES COMMISSION
OF THE STATE OF SOUTH DAKOTA
IN THE MATTER OF THE COMPLAINT OF SOUTH DAKOTA NETWORK, LLC,
AGAINST SPRINT COMMUNICATIONS COMPANY LP

DOCKET NUMBER TC 09-098

IN THE MATTER OF THE THIRD PARTY COMPLAINT OF SPRINT COMMUNICATIONS COMPANY L.P. AGAINST SPLITROCK PROPERTIES, INC., NORTHERN VALLEY COMMUNICATIONS, INC., SANCOM, INC., AND CAPITAL TELEPHONE COMPANY

SPRINT COMMUNICATIONS COMPANY L.P.'s ~~FIRST~~SECOND AMENDED RESPONSES TO NORTHERN VALLEY COMMUNICATIONS, LLC'S FIRST DOCUMENT REQUESTS

TO: Northern Valley Communications, LLC and its lawyers David Carter, ARENT FOX LLP, 1050 Connecticut Ave, NW, Washington, DC 20036 and James M. Cremer, BANTZ, GOSCH & CREMER, L.L.C., 305 Sixth Ave, SE, Aberdeen, SD 57402-0970

For its ~~responses~~Second Amended Responses and Objections to the First Document Requests of Northern Valley Communications, LLC ("Northern Valley"), Sprint Communications Company L.P. ("Sprint") hereby states as follows:

GENERAL OBJECTIONS

1. Sprint objects to the Requests, including the instructions and definitions, to the extent that Northern Valley purports to impose upon Sprint discovery obligations that are inconsistent with and/or exceed the discovery obligations under the South Dakota Rules of Civil Procedure. Sprint will comply with its discovery obligations under the South Dakota Rules of Civil Procedure.

~~2. Sprint objects to the Requests to the extent that they seek discovery of information that is outside the scope of the referral to the Commission by the United States District Court for District of South Dakota, including, but not limited to: (1) Sprint's alleged liability for interstate access charges assessed by Northern Valley pursuant to its Tariff No. 3, which became effective in July 2010; and (2) Northern Valley's unjust enrichment claim, which was not referred by the District Court.~~

2. Sprint objects to the Requests to the extent they seek discovery of information related to Northern Valley's unjust enrichment claim in this case, which is the subject of a pending motion to dismiss, and which Northern Valley previously indicated it would withdraw.

~~3. Sprint objects to the Requests to the extent they seek discovery of information related to Northern Valley's unjust enrichment claim in this case, which is the subject of a pending motion to dismiss, and which Northern Valley previously indicated it would withdraw.~~

3. Sprint objects to the definition of "Sprint" as overbroad and encompassing entities not a party to this case.

RESPONSES AND OBJECTIONS

All of the responses set forth below are subject to the foregoing general objections (which are expressly incorporated by reference into each such response), in addition to any specific objections set forth in particular responses.

REQUEST NO. 3: Produce all Documents that You referred to, used or identified in preparing your answers to any of Northern Valley's interrogatories served on You in this action.

RESPONSE: Sprint objects to this Request to the extent that it seeks information that is protected by the attorney-client privilege, the joint defense or common interest privilege, and/or the attorney work product doctrine. Sprint further objects to this Request on the grounds that it is overly broad, unduly burdensome, oppressive and harassing, and seeks information that is irrelevant and not reasonably calculated to lead to the discovery of admissible evidence.

Subject to and without waiver of its objections, Sprint states that both Sprint and

Northern Valley have produced a substantial amount of documents. Sprint has not relied upon any particular documents in answering Northern Valley's Interrogatories, other than the traffic study referred to in response to Interrogatory No. 11, which has been produced. [The bates numbers of that study are SPRNV00087 and SPRNV000199, and Amy Clouser is the custodian of those documents.](#)

REQUEST NO. 5: Produce all Documents that refer, relate to or evidence Your affirmative defense on page 3 of your Answer in the federal litigation that Northern Valley's claims under its state and/or federal tariffs are barred because "its tariff was unlawfully filed and is void *ab initio*."

RESPONSE: Sprint objects to the Request on the grounds that it is overly broad, unduly burdensome, and seeks information that is irrelevant and not reasonably calculated to lead to the discovery of admissible evidence. [Subject to that objection and without waiver thereof, Sprint states that it does not assert and will not assert in this proceeding that Northern Valley's intrastate access tariff is "void *ab initio*." With respect to Sprint's challenges to Northern Valley's interstate access tariffs, see the documents Sprint has filed with the FCC with respect to Northern Valley's interstate access tariffs, and the FCC's orders with respect to such filings.](#)

REQUEST NO. 8: Produce all Documents relating to Sprint's payments, deferrals of payments, or refusal to make payments to South Dakota Network, including all bills, invoices, receipts, account statements or any correspondence, whether within Sprint or with any third party, relating to South Dakota Network's bills or invoices.

RESPONSE: Sprint objects to this Request to the extent that it seeks information that is protected by the attorney-client privilege, the joint defense or common interest privilege, and/or the attorney work product doctrine. Sprint further objects to this Request as premature to the extent that discovery is continuing and responsive documents are in the possession, custody, or control of Northern Valley, Calling Service Providers, and/or other third parties. Sprint also objects to this Request on the grounds that it is overly broad, unduly burdensome, and/or seeks

information that is irrelevant and not reasonably calculated to lead to the discovery of admissible evidence.

Subject to and without waiving its objections, ~~Sprint states that it will produce Sprint's dispute notices to South Dakota Network that encompass traffic delivered by South Dakota Network to Northern Valley.~~ Sprint states that its dispute notices to South Dakota Network are summarized within SPRSDN00053-54 and 59-70.

REQUEST NO. 12: Produce all Documents that refer, relate to or evidence any communications that You have had either within Sprint, with any Sprint-affiliated Company, or with any other person relating to any provision of any tariff that Northern Valley has filed with either the Federal Communications Commission or the South Dakota Public Utilities Commission from January 1, 2004 to present.

RESPONSE: Sprint objects to this Request on the grounds that it seeks information that is protected by the attorney-client privilege, the joint defense or common interest privilege, and/or the attorney work product doctrine. Sprint further objects to this Request on the grounds that it is overly broad, unduly burdensome, oppressive and harassing, and seeks information that is irrelevant and not reasonably calculated to lead to the discovery of admissible evidence. In particular, but without limitation, Sprint objects to this Request to the extent it seeks documents relating to Northern Valley's Tariff No. 3, which became effective in July 2010 ~~and is outside the scope of the referral to the Commission.~~

Subject to and without waiving its objections, Sprint states that it has previously produced publicly available pleadings and filings, and non-public internal and external Sprint documents relating to Calling Service Providers doing business with Northern Valley in the

state of South Dakota. Sprint will identify a reasonable number of custodians and search for and produce additional documents, if any, that are not publicly available, postdate Sprint's earlier document production, and relate to Northern Valley tariff filings.

REQUEST NO. 13: Produce all Documents that refer, relate to or evidence any communications that You have had either within Sprint, with any Sprint-affiliated Company, or with any other person since July 1, 2006, relating to Northern Valley's assessment, right or ability to assess access charges for calls associated with Calling Service Providers.

RESPONSE: Sprint objects to this Request to the extent that it seeks information that is protected by the attorney-client privilege, the joint defense or common interest privilege, and/or the attorney work product doctrine. Sprint further objects to this Request on the grounds that it is overly broad, unduly burdensome, oppressive and harassing, and seeks information that is irrelevant and not reasonably calculated to lead to the discovery of admissible evidence. ~~In particular, but without limitation, this Request is not properly limited to Calling Service Providers doing business with Northern Valley in the state of South Dakota.~~

Subject to and without waiving its objections, Sprint states that it has previously produced publicly available pleadings and filings, and non-public internal and external Sprint documents relating to Calling Service Providers doing business with Northern Valley in the state of South Dakota. Sprint will identify a reasonable number of custodians and search for and produce additional documents, if any, that are not publicly available, postdate Sprint's earlier document production, and relate to Northern Valley.

REQUEST NO. 15: Produce all Documents that refer, relate to or identify any instances in which Sprint has paid terminating access charges to any LEC that serves Calling Service Providers, including all Documents relating to Sprint's validation that such charges were owed, including any analysis of relevant tariffs.

RESPONSE: Sprint further objects to this Request insofar as its seeks documents that are confidential pursuant to agreements with third parties and are subject to production only

pursuant to court or administrative order or via subpoena. Sprint further objects to this Request on the grounds that it is overly broad, unduly burdensome, harassing and oppressive, seeks information that is confidential, and seeks information that is irrelevant and not reasonably calculated to lead to the discovery of admissible evidence. ~~In particular, but without limitation, Sprint objects to this Request to the extent it seeks documents relating to Northern Valley's Tariff No. 3, which became effective in July 2010 and is outside the scope of the referral to the Commission.~~ Furthermore, this Request is not properly limited to Calling Service Providers doing business with Northern Valley in the state of South Dakota.

REQUEST NO. 16: Produce all Documents that refer, relate to or evidence all instances in which You or any Sprint-affiliated Company has paid a fee, charge, inducement, or any other consideration to any person, other than fees directly related to work performed to install, repair or maintain the necessary hardware or software, as a reward, incentive, or for purposes of customer origination or retention for the provision of any Sprint or Sprint-affiliated service, including local exchange services, long distance services, Internet access services, payphone services, SMS or text messaging services or data services. Such persons include, but are not limited to, hotels, motels, inns, lodges, and resorts; multiple dwelling buildings; office parks; office buildings; hospitals; airports; correctional facilities; and shopping malls.

RESPONSE: ~~Sprint objects to this Request on the grounds that it is overly broad, not limited in time, unduly burdensome, oppressive and harassing, and seeks information that is irrelevant and not reasonably calculated to lead to the discovery of admissible evidence.~~ Sprint objects to this Request as seeking information that is irrelevant and not reasonably calculated to lead to the discovery of admissible evidence. In particular, but without limitation, this Request improperly seeks information related to Northern Valley's unjust enrichment claim which is not properly before the Commission. Sprint objects to this Request on the grounds that it is overly broad, not limited in time, unduly burdensome, oppressive and harassing. For example, this request would require Sprint to produce all of its contracts with enterprise customers who receive administrative fees based on purchase of Sprint services the employees of those

customers choose to buy. Sprint has a large number of such agreements that are located in various groups throughout Sprint. Some of those agreements may not be available electronically and would have to be located and copied prior to being produced. It would take a significant amount of time to gather these agreements and, absent review of hundreds, if not thousands, of business contracts to which Sprint is a party, and it would be difficult to ensure that all such agreements were produced.

REQUEST NO. 26: For the period January 1, 2005 to present, produce one or more Documents that identify the volumes of traffic delivered to Northern Valley by Sprint on its own behalf and on behalf of each of its wholesale customers and gross revenues associated with the traffic delivered on behalf of each wholesale customer.

RESPONSE: Sprint objects to this Request on the grounds that it is overly broad, unduly burdensome, and seeks information that is irrelevant and not reasonably calculated to lead to the discovery of admissible evidence. In particular, but without limitation, this Request improperly seeks information related to Northern Valley's unjust enrichment claim which is not properly before the Commission. [Sprint incorporates its objections to Interrogatories No. 7 and 8.](#)

REQUEST NO. 34: Produce all Documents that refer, relate to or evidence revenue-sharing agreements that Sprint has with third-party entities in South Dakota.

RESPONSE: Sprint objects to this Request on the ground that the term "revenue-sharing agreements" is vague, ambiguous, and undefined. Sprint further objects to this Request on the grounds that it is overly broad, unduly burdensome, oppressive and harassing, and seeks information that is irrelevant and not reasonably calculated to lead to the discovery of admissible evidence. In particular, but without limitation, this Request improperly seeks documents related to Northern Valley's unjust enrichment claim which is not properly before the Commission. [Sprint also incorporates its objection to Doc. No. 16.](#)

Dated: December 5, 2011

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