frontier Communications

MAGGIE WILDEROTTER
Chairman and Chief Executive Officer

August 18, 2010

The Honorable Luis A. Aguilar
Commissioner of U.S. Securities and Exchange Commission
U.S. Securities and Exchange Commission
100 F Street, NE
Washington, DC 20549

Re: Facilitating Shareholder Director Nominations
Release Nos. 33-9046; 34-60089; IC-28765
File No. S7-10-09 (June 10, 2009)

Dear Commissioner Aguilar:

Frontier Communications Corporation (NYSE: FTR) is a communications company providing services to rural areas and small and medium-sized towns and cities. Following our recent acquisition of over 4 million telephone access lines from Verizon Communications in July of 2010, we are now the nation's largest communications service provider focused primarily on rural areas and the nation's fifth largest incumbent local exchange carrier, with more than 6 million access lines, 1.7 million broadband connections, 513,000 video connections, 14,500 employees in 27 states and pro-forma revenue as of December 31, 2009 of \$6.1 billion. We have approximately 992 million shares outstanding and 3 million shareholders with retail shareholders representing over 40% of our share base.

Frontier prides itself on its best corporate governance practices. RiskMetrics rates our corporate governance practices in the top 5% of the companies in the S&P 500 and Telecommunications Services group. These corporate governance practices provide for strong independent leadership on our board, as well as direct accountability to shareholders. As provided in our Corporate Governance Guidelines, our board believes that at least 75% of the members of the board should be independent at any time. As determined by the board, in accordance with New York Stock Exchange ("NYSE") rules, over 91% of the members of our board are currently independent (i.e., all directors other than the Chairman). Each member of the Audit Committee, Compensation Committee and Nominating and Corporate Governance Committee is an independent director. The board's independent leadership is further enhanced by the existence of a lead director who is selected by the independent directors and has clearly delineated duties. Frontier's bylaws also provide for majority voting for the election of directors.

As you and your fellow Commissioners consider the appropriateness of a federal proxy access rule, I urge you to take into account the negative impact that frequent election contests will have on a corporation's stability from a corporate governance

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perspective, their lessened ability to focus on generating long-term shareholder value, and the increased volatility of public company share prices. Telecommunications companies, such as Frontier, that require long-term capital intensive investment to support the deployment of broadband infrastructure, are particularly at risk. Diverting corporate resources to the management of insubstantial proxy contests, particularly at a time when the administration and industry are working together to promote economic recovery and increased broadband availability to America, fails to deliver long term benefits to shareholders as well as the general American public and is a waste of corporate assets.

If the Commission nevertheless decides to implement a form of proxy access, the rules must be crafted to encourage ongoing investment in the U.S. stock market by benefitting mainstream investors. For these reasons, I urge you to adopt a 5% ownership threshold and a two year net long holding requirement. Any other framework will empower special interest groups to aggregate their shares to pursue their own narrow agendas, rather than the creation of long-term shareholder value. While such agendas may make sense in the political arena, capital market stability is critical for the long term health of our country and therefore the focus should be on real shareholder protections. If a 5% threshold is adopted, the rule would provide for mainstream investors, such as a mutual fund or union pension fund, to nominate a director if it believed that board representation needed to be adjusted. The 5% threshold reflects a reasonable balance between the desire to ensure that shareholders have a say in corporate governance while protecting against management disruption, costly, unnecessary proxy battles, and special interest agendas that harm long term corporate stability and value creation.

Another critical requirement is that investors seeking to gain proxy access have a long-term economic interest in the company. To this end, the Commission should adopt a minimum two year net long holding requirement. This tool is designed to protect actual long term investors and should be designed to prevent manipulation by individuals or companies who cheaply borrow shares to meet the eligibility threshold for purposes of nominating candidates for the board. Furthermore, this requirement would protect shareholders from groups of investors associated with their competitors that might target and disrupt the company's operations.

I appreciate your attention to this very important issue. If you have any questions, please do not hesitate to contact me or Kathleen Abernathy, Frontier's Chief Legal Officer at (203) 614-5071 or kathleen.abernathy@ftr.com.

Sincerely,

Maggie Wilderotter
Chairman & CEO