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October 16, 2018

VIA ECFS AND HAND DELIVERY

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

Re: Applications of Securus Technologies, Inc. and Inmate Calling Solutions, LLC d/b/a ICSolutions for Consent to the Transfer of Control of Licenses and Authorizations – WC Docket No. 18-193

Dear Ms. Dortch:

Securus Technologies, Inc. (“STI”) hereby provides the enclosed supplemental responses to the September 11, 2018 Information and Document Requests from the Federal Communications Commission (“FCC” or “Commission”) in the above-referenced docket.¹

Enclosed please find:

1. STI’s supplemental narrative responses to the Information Requests;
2. One disk containing the load files associated with additional documents provided to the Department of Justice (“DOJ”) to date under the Second

¹ Letter from Lisa Hone, Deputy Chief, WCB, to Paul C. Besozzi and Peter M. Bean, Squire Patton Boggs (US) LLP, Counsel for Securus Technologies, Inc. and Howard M. Liberman and Jennifer L. Kostyu, Wilkinson Barker Knauer, LLP, Counsel for TKC Holdings, Inc. and Inmate Calling Solutions, LLC d/b/a ICSolutions, WC Docket No. 18-193, DA 18-939 (dated Sept. 11, 2018) (“Information Requests”).

Ms. Marlene H. Dortch
October 16, 2018
Page 2

Request pursuant to the Hart-Scott-Rodino Antitrust Improvements Act of 1976 (the “Document Production”)² and;

3. One disk containing the exhibits referenced in the supplemental narrative responses (the “Narrative Exhibits”).

The disk containing the Document Production has been labeled “HIGHLY CONFIDENTIAL INFORMATION – SUBJECT TO PROTECTIVE ORDER IN WC DOCKET NO. 18-193 BEFORE THE FEDERAL COMMUNICATIONS COMMISSION” in accordance with paragraph 5 of the Protective Order³ in the above-referenced docket.⁴

The Narrative Exhibits have been stamped, with one exception, as “HIGHLY CONFIDENTIAL INFORMATION – SUBJECT TO PROTECTIVE ORDER IN WC DOCKET NO. 18-193 BEFORE THE FEDERAL COMMUNICATIONS COMMISSION” in accordance with the Protective Order.

This filing contains information that is properly designated as Highly Confidential under the Protective Order. In accordance with paragraph 3 of the Protective Order, STI has received the written approval of the Commission Staff to designate certain information

² The Document Production documents produced herewith include (1) documents that were initially tagged as privileged, but were subsequently determined to be non-privileged and (2) other responsive custodial documents. The documents that were initially tagged as privileged, but that are provided here, consist only of reproduction images of previously-produced records that have now been de-designated or de-redacted in the course of preparing the privilege log, which is also included.

³ *In the Matter of TKC Holdings, Inc., Transferor, Inmate Calling Solutions, LLC d/b/a ICSolutions, Licensee, and Securus Technologies, Inc., Transferee, Consolidated Applications for Consent to Transfer Control of Domestic and International Authorizations Pursuant to Section 214 of the Communications Act of 1934, as Amended*, Protective Order, WC Docket No. 18-193, DA 18-938, ¶ 5 (rel. Sept. 11, 2018) (“Protective Order”).

⁴ Pursuant to discussions with the Commission’s Staff, all custodial documents and data provided in the Document Production have been classified as “Highly Confidential Information” under the Protective Order. Notwithstanding that default classification, STI is not asserting Highly Confidential status for any documents that have been publicly released (which would be public) or for third-party materials that are copyrighted (which would be considered confidential). The Commission Staff has also agreed to accept the Bates numbers and confidentiality markings on all of the documents in the Document Production, which differ from the requirements under the Protective Order.

Ms. Marlene H. Dortch
October 16, 2018
Page 3

provided herewith as Highly Confidential.⁵ Pursuant to the procedures set forth in the Information Requests and the Protective Order, one copy of the Highly Confidential filing, including the disks, is being provided to the Secretary's Office. In addition, two copies of the Highly Confidential filing, including the disks, are being provided to Jodie May and Michael Ray of the Commission's Staff. One copy of the disk containing the Document Production is being provided to the Commission's vendor per the instructions of the Commission's Staff. Separately, a redacted copy of this filing labeled "REDACTED – FOR PUBLIC INSPECTION" is being filed electronically through the Commission's Electronic Comment Filing System in the above-referenced docket.

STI has made a diligent effort to ensure that none of the documents being produced herewith is privileged under the attorney-client privilege or the attorney work product doctrine. To the extent that any privileged documents may have been inadvertently produced, such production does not constitute a waiver of any applicable privilege. STI requests that any privileged documents inadvertently produced be returned to STI as soon as the inadvertent production is discovered by any party, and reserves all rights to seek return of any such documents.

In support of this request for treatment of the enclosed information as Highly Confidential Information, STI provides the following information:⁶

(1) Identification of the specific information for which confidential treatment is sought

STI hereby seeks Highly Confidential treatment of the documents and data provided on the disks with the caveats noted above in addition to all of the information after the notation *****BEGIN HIGHLY CONFIDENTIAL INFORMATION***** and before the notation *****END HIGHLY CONFIDENTIAL INFORMATION***** in the attached narrative responses. All of this information is properly designated as Highly Confidential Information under one or more of the categories listed in Appendix A of the Protective Order.⁷

(2) Identification of the Commission proceeding in which the information was submitted or a description of the circumstances giving rise to the submission

The information is provided in connection with the Information Requests issued by the Wireline Competition Bureau in WC Docket No. 18-193.

⁵ Protective Order ¶ 3.

⁶ 47 C.F.R. § 0.459(b).

⁷ Protective Order Appendix A.

Ms. Marlene H. Dortch
October 16, 2018
Page 4

(3) Explanation of the degree to which the information is commercial or financial or contains a trade secret or is privileged

The subject information fits into one or more of the categories listed in Appendix A of the Protective Order as explained to the Commission Staff. Additionally, the information provided constitutes proprietary commercial and business information or confidential materials not routinely available for public inspection under Exemption 4 of the FOIA.⁸ STI hereby requests that such information be treated as Highly Confidential Information under the Protective Order and not be made routinely available for public inspection.

(4) Explanation of the degree to which the information concerns a service that is subject to competition

The Highly Confidential Information pertains to STI's provision of inmate telephone calling and related services ("ITS"), a nationwide competitive service.

(5) Explanation of how disclosure could result in substantial competitive harm

Disclosure of the Highly Confidential Information to the public or to competitors of STI would "allow those persons to gain a significant advantage in the marketplace or negotiations."⁹ The presence of competitors in the ITS market and the likelihood of competitive injury to STI threatened by release of this information should compel the Commission to withhold the information designated as Highly Confidential Information from public disclosure. The Commission has provided assurances that it is "sensitive to ensuring that the fulfillment of its regulatory responsibilities does not result in the unnecessary disclosure of information that might put its regulatees at a competitive disadvantage."¹⁰

(6) Identification of any measures taken by the submitting party to prevent unauthorized disclosure

In order to prevent unauthorized disclosure of the subject information, STI is hereby submitting a request that the subject information be treated as Highly Confidential Information indefinitely, and STI has obtained Commission Staff's written approval to

⁸ 5 U.S.C. § 552(b)(4); 47 C.F.R. § 0.457.

⁹ Protective Order ¶ 2.

¹⁰ *Examination of Current Policy Concerning the Treatment of Confidential Information Submitted to the Commission*, Report and Order, 13 FCC Rcd 24816, ¶ 8 (1998).

Ms. Marlene H. Dortch
October 16, 2018
Page 5

designate the subject information as Highly Confidential Information pursuant to paragraph 3 of the Protective Order.¹¹ STI takes routine measures to ensure the confidentiality of this information during normal business operations, including instructing its employees and contracting partners not to disclose such information outside of STI, and restricting access to this information internally.

(7) Identification of whether information is available to the public and the extent of any previous disclosure of the information to third parties

The subject information is not ordinarily available to the public or to any third parties.

(8) Justification of the period during which the submitting party asserts that material should not be available for public disclosure

As described above, the subject information contains highly sensitive information within one or more of the categories set forth in Appendix A of the Protective Order and constitutes proprietary commercial and business information or confidential materials not routinely available for public inspection under Exemption 4 of the FOIA.¹² Disclosure of this information would cause significant competitive injury to STI if disclosed. For this reason, STI respectfully requests that the Commission protect this information from public disclosure indefinitely.

(9) Any other information that the party seeking confidential treatment believes may be useful in assessing whether its request for confidentiality should be granted

As the subject information is being submitted voluntarily, STI requests that, in the event that the Commission denies STI's request for confidentiality, the Commission return the materials without consideration of the contents therein.

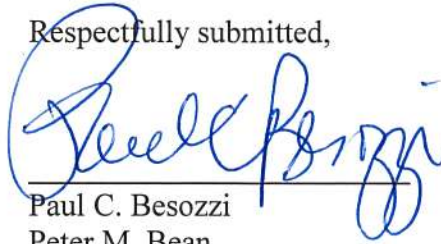
Please contact the undersigned should you have any questions concerning the foregoing.

¹¹ Protective Order ¶ 3.

¹² 5 U.S.C. § 552(b)(4); 47 C.F.R. § 0.457.

Ms. Marlene H. Dortch
October 16, 2018
Page 6

Respectfully submitted,

A handwritten signature in blue ink, appearing to read "Paul C. Besozzi", written over a horizontal line.

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Counsel for STI

Enclosures

cc: Jodie May
Michael Ray

REDACTED – FOR PUBLIC INSPECTION

Supplemental narrative responses

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

In the Matter of the Joint Application of)
TKC Holdings, Inc., Transferor)
Inmate Calling Solutions, LLC d/b/a)
ICSolutions, Licensee) WC Docket 18-193
and) ITC-T/C-20180612-00109
Securus Technologies, Inc., Transferee)
For Grant of Authority Pursuant to Section 214)
of the Communications Act of 1934, as)
amended, and Sections 63.04 and 63.24 of the)
Commission’s Rules to Transfer Ownership and)
Control of Inmate Calling Solutions, LLC d/b/a)
ICSolutions to Securus Technologies, Inc.)

SUPPLEMENTAL RESPONSES TO INFORMATION AND DOCUMENT REQUESTS
BY SECURUS TECHNOLOGIES, INC.

Securus Technologies, Inc. (“STI” or “Company”) hereby provides the below supplemental responses and explanations to the Federal Communications Commission’s (“FCC” or “Commission”) Information and Document Requests dated September 11, 2018.¹ As noted in the accompanying cover letter, STI is providing two sets of documents and data in electronic form delivered to the Commission: (1) one disk containing additional documents provided to the U.S. Department of Justice (“DOJ” or “Department”) in connection with the Department’s confidential investigation of the above-captioned transaction (the “Transaction”) and the Department’s Request

¹ Letter from Lisa Hone, Deputy Chief, Wireline Competition Bureau, FCC, to Paul C. Besozzi and Peter M. Bean, Squire Patton Boggs (US) LLP, Counsel for Securus Technologies, Inc. and Howard M. Liberman and Jennifer L. Kostyu, Wilkinson Barker Knauer, LLP, Counsel for TKC Holdings, Inc. and Inmate Calling Solutions, LLC, WC Docket No. 18-193, DA 18-939 (Sept. 11, 2018) (“Information Requests”). Inmate Calling Solutions, LLC d/b/a ICSolutions is referred to as ICS herein.

for Additional Information and Documentary Material issued to Securus on July 9, 2018 (the “Second Request”) pursuant to the Hart-Scott-Rodino Antitrust Improvements Act of 1976² (“Document Production”)³ and (2) one disk containing the exhibits to these responses.⁴

In its Initial Responses,⁵ STI committed to update its narrative responses and explanations to certain specifications in the Information Requests that overlapped with substantially identical specifications in the DOJ’s Second Request. STI hereby updates its responses to Commission Specifications 6, 9, 11, 16, 18, and 19 consistent with the Company’s responses to substantially identical specifications in the DOJ’s Second Request.⁶

6. *For each Facility Customer, state separately for each Applicant and for each of the last five years and separately for each facility operated by the Facility Customer and for each contract between an Applicant and the Facility Customer:*
- a. the address of each facility;*
 - b. total average daily populations (ADP) of inmates;*
 - c. total quantities of each Relevant Service, including the number of phone calls and number of phone minutes purchased by inmates in the custody of the facility;*

² Hereinafter “HSR Act”.

³ As noted in the accompanying cover letter and pursuant to discussions with the Commission’s Staff, all custodial documents and data in the Document Production have been classified as “Highly Confidential Information.” Notwithstanding that default classification, STI is not asserting Highly Confidential status for any documents that have been publicly released (which would be public) or for third-party materials that are copyrighted (which would be considered Confidential).

⁴ The exhibits consist of*****BEGIN HIGHLY CONFIDENTIAL INFORMATION*****
*****END HIGHLY CONFIDENTIAL INFORMATION*****

⁵ See *Initial Responses to Information and Document Requests by Securus Technologies, Inc.*, WC Docket No. 18-193; ITC-T/C-20180612-00109, dated September 25, 2018 (“Initial Responses”).

⁶ References herein to the “Document Production” refer to the entirety of the production of documents made to the DOJ under the Second Request and provided to the Commission. As was the case with respect to STI’s Initial Responses and pursuant to discussions with Commission Staff, STI has referenced the Document Production in connection with specifications asking for “all documents” or similar language.

- d. *total revenues earned from inmates in the custody of the Facility Customer broken down by each Relevant Service and type of fee or charge as applicable;*
- e. *total revenues earned from the Facility Customer, broken down separately by each Relevant Service;*
- f. *total revenues earned from parties communicating with inmates in the custody of the Facility Customer broken down by each Relevant Service and type of fee or charge as applicable;*
- g. *total commissions paid to the Facility Customer broken down separately by each Relevant Service and the type of payment as applicable;*
- h. *total other expenditures by each Applicant relating to the provision of any Relevant Services to the Facility Customer or the inmates in the custody of the Facility Customer broken down by (A) the total expenditures related to the provision of each Relevant Service or component thereof, and (B) the type of expenditure as applicable including without limitation:*
 - 1. *upfront costs incurred by each Applicant at the start of the contract term (e.g., cost of new or replacement equipment; equipment installation cost; cost of customizing or installing software; labor costs; wiring cost; cost of arrangements with local telephone companies or internet service providers; cost of obtaining or expanding call or data processing facilities or storage server capacity; etc.); and*
 - 2. *ongoing costs incurred by each Applicant during the contract term; and*
- i. *whether each Applicant provides any dedicated or local personnel to serve the facilities operated by the Facility Customer, and if so, state separately for the Applicant:*
 - 1. *the number of personnel, their titles, and the number of facilities;*
 - 2. *whether the personnel are dedicated to the facility;*
 - 3. *whether the personnel are local on site or off-site; and*
 - 4. *total cost to each Applicant of providing the personnel.*

Initial Response to Specification 6: A response to this Specification is being prepared in connection with a similar specification in the DOJ Second Request. STI will supplement its response to this Specification as soon as this is completed.

Supplemental Response to Specification 6: The DOJ agreed to adjust its virtually identical specification through discussions with STI's antitrust counsel. In response to Specification 6, STI provides the identical information submitted to the DOJ including detailed information on*****BEGIN HIGHLY CONFIDENTIAL INFORMATION*****

END HIGHLY CONFIDENTIAL INFORMATION

9. *List the names of each of the Applicants' competitors for the provision of any Relevant Service in the last five years, and for each such competitor, submit all documents relating to that competitor's efforts to compete in the provision of each Relevant Service, including:*
- a. facilities to be served;*
 - b. products or services to be supplied, including features or quality, and new services;*
 - c. pricing, including inmate prices and commissions, and including discounts or rebates;*
 - d. sales;*
 - e. requests for proposals (RFPs) or bids;*
 - f. sales call reports or win/loss reports;*
 - g. features or quality;*
 - h. offering additional products and services to purchasers of any Relevant Service;*
 - i. expansion plans;*
 - j. research and development;*
 - k. plans to introduce a new Relevant Service;*
 - l. plans to exit (or actual exit of) the provision of any Relevant Service;*
 - m. market shares; and*
 - n. relative strengths and weaknesses.*

Initial Response to Specification 9: A response to this Specification is being prepared in connection with a similar specification in the DOJ Second Request. Documents responsive to this Specification are in the Document Production.

Supplemental Response to Specification 9: STI provides **Exhibit G** containing the names and contact information (where available) of STI's competitors for the provision of Relevant Services in the U.S. STI does not systematically track information relating to any person that has competed or has attempted to compete with STI for the provision of any Relevant Service.

In addition, STI does not have access to, or knowledge of, non-public plans that actual or potential entrants or expanders may have relating to any Relevant Service. **Exhibit G** represents STI's best current estimate of its competitors and is likely under-inclusive.

Non-privileged documents responsive to this Specification have been provided in the Document Production to the extent they exist in the files of the custodians searched, including the shared files identified by custodians and in-house counsel as likely to contain responsive documents.

- 11. *List the names of each person that has plans to enter or expand output of, has entered or expanded output of, or has attempted to enter or expand output of the provision of any Relevant Service in the last five years, and for each such plan, entry, expansion, or attempt:***
- a. describe the plan, entry, or attempt, including identifying the Relevant Service; and***
 - b. describe the Applicants' estimate of costs and times to enter, steps necessary to entry, and entry barriers (including any necessary regulatory approvals and the minimum viable scale required for entry).***

Initial Response to Specification 11: A response to this Specification is being prepared in connection with a similar specification in the DOJ Second Request. STI will supplement its response to this Specification as soon as this is completed.

Supplemental Response to Specification 11: STI provides **Exhibit G** containing the names and contact information (where available) of each person that has plans to enter or expand output or has attempted or actually entered or expanded output of the provision of any Relevant Service in the U.S. in the last ten years. STI does not systematically track information relating to plans to enter or expand or attempted or actual entry or expansion, including STI's estimate of the costs and time to enter, the steps necessary to enter, and any entry barriers. In addition, STI does not have access to or knowledge of non-public plans that actual or potential entrants or expanders

may have relating to any Relevant Service. **Exhibit G** represents STI's best current estimate and is likely under-inclusive. STI further notes the following:

Competition in the inmate telephone services ("ITS") industry is dynamic, with dozens of companies entering or expanding output of the provision of Relevant Services over the last ten (10) years. As discussed in*****BEGIN HIGHLY CONFIDENTIAL INFORMATION*****
*****END HIGHLY CONFIDENTIAL INFORMATION*****⁷ these competitors routinely participate in and win RFPs for facility customers of all sizes.

There are no barriers to entry in the provision of ITS or ancillary services. To win an RFP for any Relevant Services, a company simply needs to demonstrate to the customer that its ITS platform and/or ancillary services meet certain quality and technological specifications. A basic ITS platform is a commoditized, low-tech product which simply enables inmates and their family and friends to make phone calls to one another and to be charged for those calls. To the extent a RFP requires any additional ITS platform capabilities, those are limited to: the ability to restrict outgoing inmate calls; restrict incoming calls to inmates; and record calls. ITS providers have the choice of developing their own ITS platform or, in the alternative, licensing another provider's platform.*****BEGIN HIGHLY CONFIDENTIAL INFORMATION*****

⁷ See *****BEGIN HIGHLY CONFIDENTIAL INFORMATION***** *****END HIGHLY CONFIDENTIAL INFORMATION*****

*****END HIGHLY CONFIDENTIAL INFORMATION*****⁸ Developing a proprietary ITS platform, however, is not necessary to win a customer's business. Some ITS providers rely on a third party's ITS platform and other third parties' ancillary services.

There are no technology-related barriers to entry to creating an ITS platform.⁹ Many ITS providers compete successfully without licensing any technology from STI and, for those providers that choose to license from STI, the Company charges modest licensing fees and grants licenses to all providers wishing to do so. ICS does not have any patents.¹⁰

Beyond developing or licensing an ITS platform,*****BEGIN HIGHLY CONFIDENTIAL INFORMATION*****

*****END HIGHLY CONFIDENTIAL INFORMATION*****while most companies,*****BEGIN HIGHLY CONFIDENTIAL INFORMATION*****

*****END HIGHLY CONFIDENTIAL INFORMATION*****¹¹

⁸ See***** BEGIN HIGHLY CONFIDENTIAL INFORMATION*** ***END HIGHLY CONFIDENTIAL INFORMATION*****

⁹ See*****BEGIN HIGHLY CONFIDENTIAL INFORMATION*** ***END HIGHLY CONFIDENTIAL INFORMATION*****

¹⁰ See *****BEGIN HIGHLY CONFIDENTIAL INFORMATION*** ***END HIGHLY CONFIDENTIAL INFORMATION*****

¹¹ See*****BEGIN HIGHLY CONFIDENTIAL INFORMATION*** ***END HIGHLY CONFIDENTIAL INFORMATION*****

In addition to developing or licensing an ITS platform and ancillary services, providers of Relevant Services need to develop a billing platform, create and publish a website, and offer a customer service telephone line. All of these can be outsourced or quickly developed internally at a low cost.

Further, there are no barriers to expanding to serve large facility customers for any Relevant Services. In fact, expansion at most requires only three scaling activities: (1) installation of new phones and ancillary equipment at the new facility; (2) potentially expanding internal data center equipment and server capacity to handle additional business; and (3) potentially expanding customer service and maintenance and repair capabilities (together, the “Scaling Activities”). Each Scaling Activity can be undertaken with minimal capital after being selected as a provider; can be completed using third-party vendors, such that there are no sunk costs or experience disadvantages; and does not result in increased unit costs based on the size of the facilities.¹²

Moreover, upfront payments to facility customers, including upfront commissions, initial grants or bonuses, and minimum guarantees are not barriers to entry or expansion. These payments are rare and typically of small magnitude relative to the value of servicing an account.¹³

In addition, with an ITS platform—whether internally developed or licensed—there are no geographic or capacity restraints that would prevent a company from offering its ITS platform to any customer in the U.S. Moreover, increasingly, traditional ITS platforms and services are under threat by new tablet and communications technology that enables facilities to offer inmate

¹² See*****BEGIN HIGHLY CONFIDENTIAL INFORMATION***** *****END HIGHLY CONFIDENTIAL INFORMATION*****

¹³ See*****BEGIN HIGHLY CONFIDENTIAL INFORMATION***** *****END HIGHLY CONFIDENTIAL INFORMATION*****

communication services entirely through tablets. This transition from offering inmate communication services through landline-based telephones to tablets further lowers costs for ITS providers, eliminating up-front costs required for installation and subsequent maintenance and scaling costs.

Lastly, to offer Relevant Services anywhere in the U.S., a provider must comply with applicable state business and utility regulations, which vary by state. Generally, all states require some form of authorization from the Secretary of State or equivalent to conduct business in the State, such as registration as a foreign corporation. Certain non-telecommunications Relevant Services require specific state authorizations (e.g., money transmitter licenses). In most states, the provision of ITS services requires an authorizing certificate from (or at least registration with) the state public utility commission (“PUC”) or equivalent regulatory authority. Obtaining PUC authorizations can take anywhere from 3-6 months depending on a variety of factors.

Non-privileged documents responsive to this Specification have been provided in the Document Production to the extent they exist in the files of the custodians searched, including the shared files identified by custodians and in-house counsel as likely to contain responsive documents.

- 16. *Provide a detailed explanation and identify and provide documents sufficient to show the basis for and derivation of the Applicants’ claimed public interest benefits, efficiencies, and synergies resulting from the proposed Transaction (as set forth in the Public Interest Statement at 3-5 of the Application and Joint Opposition to Petition to Deny at 27-28), and for each explanation provide:***
- a. *a summary and provide and identify documents sufficient to show the underlying assumptions and steps the Applicants will take to achieve the claimed cost savings, efficiencies, synergies, and other benefits; the costs Applicants will incur to achieve these effects; the risks the Applicants face in realizing these effects; the breakdown between savings in fixed costs and marginal costs; and the time required to achieve these effects (including whether they are primarily short-term or long-term);***

- b. a summary and provide and identify all documents related to efforts by either Applicant to achieve similar benefits, efficiencies, and synergies without the Transaction; barriers posed to either Applicant achieving similar benefits, efficiencies, and synergies without the Transaction; and reasons the Transaction will enable the claimed benefits, efficiencies, and synergies;*
- c. the Applicants' plans to pass through any cost savings from the Transaction, including but not limited to inmates, and the extent to which each of the Applicants have passed through past cost savings, including to inmates and their families, from prior transactions (including the magnitude and time horizon for these pass-through cost savings to inmates); and*
- d. a description of the additional products and services the combined company will be able to offer each existing ICSolutions' Facility Customer because of the Transaction that are currently not offered by ICSolutions. Describe any products and services that Securus will cease offering to each existing ICSolutions Facility Customer as a result of the Transaction.*

Initial Response to Specification 16: A response to this Specification is being prepared in connection with a similar specification in the DOJ Second Request. STI will supplement its response to this Specification as soon as this is completed. Documents responsive to Specifications 16(a)-(c) are in the Document Production.

Supplemental Response to Specification 16: Integration planning and efforts to achieve synergies from the Transaction are ongoing and subject to change. STI estimates that a combination of STI and ICS will*****BEGIN HIGHLY CONFIDENTIAL INFORMATION*****

*****END HIGHLY CONFIDENTIAL INFORMATION*****In addition,*****BEGIN HIGHLY CONFIDENTIAL INFORMATION*****

*****END HIGHLY CONFIDENTIAL INFORMATION*****In particular, STI has been a leading innovator in the ITS space for many years, introducing new products and features to its ITS platform that benefit inmates, correctional facility administrators, and the public alike.

Through the Transaction, ICS customers will gain access to these innovations. Services that can be available to ICS correctional facility administrators for the first time as a result of the Transaction include, for example, investigative programs that monitor calls, forensic services, detection of contraband cellphones, and reports of inmate-to-inmate communication. These services are not currently offered by ICS and would not be in the near future.

STI provides*****BEGIN HIGHLY CONFIDENTIAL INFORMATION*****

*****END HIGHLY CONFIDENTIAL INFORMATION*****

STI *****BEGIN HIGHLY CONFIDENTIAL INFORMATION*****

*****END HIGHLY CONFIDENTIAL INFORMATION*****Because integration planning is*****BEGIN HIGHLY CONFIDENTIAL INFORMATION***** *****END HIGHLY CONFIDENTIAL INFORMATION*****

STI cannot identify each person with the responsibility for*****BEGIN HIGHLY CONFIDENTIAL INFORMATION*****

REDACTED – FOR PUBLIC INSPECTION

*****END HIGHLY CONFIDENTIAL INFORMATION*****

As shown in *****BEGIN HIGHLY CONFIDENTIAL INFORMATION*****

*****END HIGHLY CONFIDENTIAL INFORMATION*****

Non-privileged documents responsive to this Specification have been provided in the Document Production to the extent they exist in the files of the custodians searched, including the shared files identified by custodians and in-house counsel as likely to contain responsive documents.

- 18. *Describe the timetable for the Transaction, and identify, provide and describe documents sufficient to show:***
- a. all actions that must be taken before its completion, including each domestic regulatory, competition, or antitrust authority that the Applicants have notified (or intend to notify) of the Transaction, and the case numbers as assigned by each entity;***
 - b. the timing for each such action, including for each authority notified, the dates (or expected dates) the authority was (or is expected to be) notified and did or will complete its review;***
 - c. any harm that would result if the Transaction is delayed or not completed; and***
 - d. any terms or conditions of the Transaction that are not reflected in the merger or sale agreement.***

Initial Response to Specification 18: A response to this Specification is being prepared in connection with a similar specification in the DOJ Second Request. STI will supplement its response to this Specification as soon as this is completed. Documents responsive to this Specification are in the Document Production.

Supplemental Response to Specification 18: STI provided the Unit Purchase Agreement (“UPA”) to the FCC on September 25, 2018 at Bates range STI-GC-00000674-STI-GC-00000822. The UPA describes actions that must be taken prior to consummation of the Transaction.*****BEGIN HIGHLY CONFIDENTIAL INFORMATION*****

*****END HIGHLY CONFIDENTIAL INFORMATION*****

The closing conditions are*****BEGIN HIGHLY CONFIDENTIAL INFORMATION*****

*****END HIGHLY CONFIDENTIAL INFORMATION*****

The DOJ, Federal Trade Commission, FCC, and the states listed in the UPA Disclosure Schedule are the only regulatory authorities that have been notified of the Transaction or that STI intends to notify of the Transaction.

*****BEGIN HIGHLY CONFIDENTIAL INFORMATION*****

*****END HIGHLY CONFIDENTIAL INFORMATION*****

Additionally, depending on the state, the Transaction may require pre-closing state regulatory approval to consummate a transfer of control and/or financing related to the Transaction. The following states, which require transfer of control approval, financing approval, or both, have already approved the Transaction: Arizona (8/8/18); California (6/22/18); Georgia (7/19/18); Indiana (6/29/18); Louisiana (6/20/18); Maryland (7/25/18); Minnesota (8/10/18); Mississippi (10/2/18); Nebraska (7/24/18); New York (7/1/18 financing and 8/16/18 transfer of control); Ohio (6/25/18); Pennsylvania (7/17/18 financing); Rhode Island (6/1/18); West Virginia (8/24/18); and Wyoming (7/27/18). The status of the remaining approvals is as follows: Hawaii (transfer of control and financing approval pending; neither ICS nor STI has customers in Hawaii) and Pennsylvania (transfer of control approval pending). No protests have been filed in any state to date and none are expected.

*****BEGIN HIGHLY CONFIDENTIAL INFORMATION*****

*****END HIGHLY CONFIDENTIAL INFORMATION*****

As noted above, STI provided the UPA and related documents to the FCC on September 25, 2018. There have been no additional amendments to the UPA; thus, there are no terms or conditions of the Transaction not reflected in the UPA.

19. *Describe each bid, estimate, quote, proposal, or response to any request for information, submission, or proposal (collectively hereinafter, bid) that each of the Applicants drafted, submitted, or participated in as a primary bidder, joint bidder, or subcontractor since January 1, 2013 to supply any Relevant Service, and for each bid list the following in the format specified in the accompanying template:*

- a. issuer and date of the Request for Proposal (RFP);***
- b. date each Applicant submitted the bid;***
- c. if either Applicant ultimately withdrew a bid, state the withdrawal date and the reason for withdrawal;***
- d. the identity of the incumbent provider at the time of the RFP, or state if there was no incumbent provider;***

- e. the total estimated value, in dollars, of the bid, including any recurring or one-time commissions to the actual or potential Facility Customer, or other incentives;*
- f. the initial duration of the contract as described in the RFP, including starting and ending dates;*
- g. the name and address(es) of the Facility Customer covered in the contract, and the address and type of each facility to be served (e.g., jail or prison);*
- h. the average daily number of inmates at all facility address(es) covered by the contract;*
- i. the contract's provisions for possible extensions;*
- j. whether the bid submitted won or was declined, and if won, the estimated value of the bid;*
- k. each Relevant Service provided in the winning bid;*
- l. if an Applicant did not win the bid, the name, if known, of the winning bidder, the ranking of the Applicant or Applicants' bid or bids; and reason for not winning, if known;*
- m. the identities of all other bidders and the ranking of their bids, if known; and*
- n. for each bid described, provide all documents related to the RFP, the completed bid, and all correspondence between the actual and potential Facility Customer and either of the Applicants; and identify in metadata associated with each document to which RFP each document refers.*

Initial Response to Specification 19: STI will provide an RFP Drive including relevant RFP information. This is expected to be produced to the DOJ as part of the DOJ Production on or about October 1, 2018. As noted above, STI will provide the RFP Drive portion of the Document Production when it becomes available.

Supplemental Response to Specification 19: STI provided its RFP Drive to the Commission on October 2, 2018 along with a bid template in the form requested by the Commission. There have been minor updates to the latter, which are being provided with these supplemental responses. Changes have been highlighted for the convenience of the Commission's Staff.

Respectfully submitted,

SECURUS TECHNOLOGIES, INC.

By: 

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Counsel for STI

Dated: October 16, 2018

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EXHIBITS

The exhibits have been provided on the enclosed disk and, with the exception of Exhibit G attached hereto, are Highly Confidential in their entirety.

Exhibit G - Specification 11

Company	Contact Information	Inmate Telephone Service	Video Visitation	Tablets	Automated Information Services	Electronic Fund Transfer	Data Analytics	Location Based Services	Wireless Containment Solution	Jail Management Systems	Managed Access Solutions
ADS		X									
AVI-SPL	6301 Benjamin Road, Suite 101; Tampa, FL 33634; 866-708-5034		X								
Ally	4415 Shores Dr, Suite 226, Metairie, Louisiana 70006; 504-457-0300	X	X								
American Payphone Systems	913 Dilworth Street, St. Marys, GA 31558; 912-580-3775	X									
Bealls		X									
Blackcreek	Post Office Box 101747 Irondale, Alabama 35210; 205-949-9900		X							X	
CPMC Corrections	1846 Cargo Court Louisville, KY 40299; 800-950-2762	X									
Correct Solutions Group (CSG)	P.O. Box 796, Ruston, LA 71273; 866-367-9228	X	X			X					
City Tele Coin (CTC)		X	X								
Consolidated Telecom (CTEL)	P.O. Box 631159, Irving, Texas 75063-1159; 1-800-583-9683	X									
CenturyLink	4501 Marlena St Bossier City, LA 71111; 318-746-1114	X	X	X	X	X	X	X	X		X
Churchill Telephone											
Combined Communications	P.O. Box 76573, Highland Heights, KY 41076; 877-998-5678	X	X	X							
Crown Correctional	305 W. 3rd Street, Clifton, TX 76634; 254-708-0087	X	X								
D.C. Telesystems	P.O. Box 615, 211 Sower Boulevard, Frankfort, Kentucky 40602-0615	X									
DiRAD Technologies	9 Corporate Drive Clifton Park, NY 12065; 518-538-6000				X						
Dsc Tactical		X									
ETS Development Group	19992 Kelly Rd Harper Woods, MI 48225; 586-416-9400									X	
Eagletel	P.O. Box 2342 Brevard, NC 28712; (888) 884-4889	X									
EdgeAccess			X								
Encartele	8210 South 109 Street, LaVista, Nebraska 68128; 888-231-3393	X	X								
GTL	12021 Sunset Hills Road, Suite 100, Reston , VA 20190; 877-650-4249	X	X	X	X	X	X	X			
Homewav	info@homewav.com		X								
Inmate Calls Connect (ICC)	support@inmatecallsconnect.com	X									
ICSolutions		X	X	X							
IL Consolidated		X									
Infinity Networks	P.O. Box 648, Marksville, LA 71351; 318-253-6131	X	X								
Lattice	7150 N. Park Drive Suite 500, Pennsauken, NJ 08109; 1-800-910-1316	X	X	X		X					
Legacy Inmate Communications	10833 Valley View Street, Suite 150, Cypress, CA 90630; 800-577-5543	X	X	X	X	X					X
M&M MicroSystems	1905 High Park Circle Maryville, TN 37803; 888-644-5786									X	
NCIC Inmate Communications	607 East Whaley, Longview, TX 75601; 903-757-4455	X	X	X	X		X				
Paytel	PO Box 8179, Greensboro, NC 27419; 1-866-729-8352	X	X	X		X	X			X	
Protocol Phones	14927 S Caenen Lane, Olathe, KS 66062; 888-867-5063	X			X						
Reliance Telephone	1533 S. 42nd St, Grand Forks, ND 58201-3740; 888-773-6408	X	X								
Stellar Services	Stoughton, WI 53589; 866-320-4200	X	X	X							
Synergy Inmate Phones	12126 El Sendero Street, San Antonio, Texas 7823; 800-582-6182	X	X			X					
TIP Systems (Teaxs Inmate Phones)	3118 Lausanne Ave, Pasadena, TX 77505; 1-888-646-6283	X	X								
Telespan Communications	5925 EP True Parkway #7 West Des Moines, IA 50266	X	X	X	X		X			X	
Teletrust		X									
Telewest	PO Box 312, Edwards, CO 81632; 866-479-6339	X									
Turnkey Corrections	3329 Casey Street, River Falls, WI 54022; 715-386-5700		X								
Unisys	801 Lakeview Drive, Suite 100, Blue Bell, PA 19422; 215-274-2742	X								X	
WiMac Tel	2225 E. Bayshore Road, Suite 200, Palo Alto, California	X	X								
iWebVisit	support@iwebvisit.com		X								

DECLARATION OF DENNIS J. REINHOLD

I, Dennis J. Reinhold, hereby declare under penalty of perjury as follows:

1. I am the Senior Vice President and General Counsel of Securus Technologies, Inc.;
2. I have read the attached Supplemental Responses of Securus Technologies, Inc. to the Federal Communications Commission's Information and Document Requests ("Supplemental Responses"), which were prepared pursuant to my direction and control;
3. This Declaration is submitted in support of the foregoing Supplemental Responses; and
4. The allegations of fact contained in the Supplemental Responses are true and correct to the best of my knowledge and belief.

Dated: October 16, 2018


Dennis J. Reinhold

REDACTED – FOR PUBLIC INSPECTION

Document Production and Narrative Exhibits

These have been provided on the enclosed disks.

[REDACTED]