



cnorthrop@telecomlawpros.com  
202.789.3113

March 27, 2019

**VIA ECFS**

Marlene H. Dortch  
Secretary  
Federal Communications Commission  
445 12<sup>th</sup> Street, S.W.  
Washington, DC 20554

Re: Notice of Written Ex Parte Communication  
*In the Matter of Applications of T-Mobile US, Inc. and Sprint Corporation for Consent to Transfer Control of Licenses and Authorizations* – WT Docket No. 18-197

Dear Ms. Dortch:

On March 11, 2019, T-Mobile US, Inc. (“T-Mobile”) filed a written *ex parte* presentation in the above-referenced docket.<sup>1</sup> That filing attempts to rebut showings by Cellular South, Inc. d/b/a C Spire (“C Spire”)<sup>2</sup> and the Rural Wireless Association (“RWA”)<sup>3</sup> that backhaul is a “problem” that will prevent the merged T-Mobile/Sprint Corporation entity (“New T-Mobile”) from fulfilling its lofty promises regarding the coverage, capacity and speed of service it will offer in rural areas. In this response, C Spire shows that the T-Mobile *Ex Parte* fails to respond to the shortcoming that C Spire and RWA identified.

The only concrete information contained in the T-Mobile *Ex Parte* pertains to the percentage of T-Mobile’s existing rural sites that have high speed backhaul “**today**.”<sup>4</sup> This misses the point, perhaps intentionally. T-Mobile has a long record of providing inadequate coverage in rural America, instead having focused its buildout in and around major metropolitan areas. The idea that T-Mobile might have adequate backhaul facilities today to provide the limited rural coverage it currently offers does nothing to advance T-Mobile’s latest argument in support of the proposed merger.

The point that C Spire made earlier in opposition to the merger is that there is nothing about the proposed transaction that changes the challenging economics of doing a green field build in rural areas where the availability and cost of backhaul present severe limitations.<sup>5</sup> The Applicants failed to address this obvious shortcoming while also failing to commit to build out any particular rural area or any

---

<sup>1</sup> T-Mobile. Notification of Written *Ex Parte* Presentation, WT Docket No. 18-197, filed March 11, 2019 (“T-Mobile *Ex Parte*”).

<sup>2</sup> C Spire Notice of *Ex Parte* Communication, WT Docket No. 18-197, filed Nov. 8, 2018 (“C Spire *Ex Parte*”).

<sup>3</sup> RWA Notice of *Ex Parte*, WT Docket No. 18-197, filed Dec. 10, 2018.

<sup>4</sup> T-Mobile *Ex Parte* at 2 (emphasis added).

<sup>5</sup> C Spire *Ex Parte* at 4.



Ms. Marlene H. Dortch  
March 27, 2019  
Page 2

particular number of rural sites in any particular timeframe. Consequently, the Commission should dismiss T-Mobile's lofty claims that New T-Mobile will commence a robust rural buildout.

The latest T-Mobile *Ex Parte* merely continues the long pattern of sleight of hand behavior from the proponents of this transaction. T-Mobile makes a vague reference to having "future-proofed its backhaul to handle the performance requirements of New T-Mobile with scalable/upgradable solutions and contractual arrangements already in place."<sup>6</sup> These nebulous claims do not demonstrate that New T-Mobile will actually obtain the backhaul necessary to construct new sites in rural areas unserved by T-Mobile. No copies of the contractual arrangements have been provided, and no details of the arrangements have been offered. No timetable is given as to when any backhaul upgrades will be completed and, as before, no commitment is made as to the nature and extent of New T-Mobile's rural build-out in any particular time frame. Once again, the Applicants are saying "Trust us!" which, as C Spire has repeatedly pointed out, is **not** an adequate public interest showing.

By filing this latest *ex parte*, T-Mobile effectively has acknowledged that the backhaul problem identified by C Spire is serious and that this problem undermines yet another of T-Mobile's recent attempted justifications of the merger. The T-Mobile *Ex Parte* fails to resolve the issue.

Sincerely,

Carl W. Northrop  
of TELECOMMUNICATIONS LAW PROFESSIONALS PLLC

cc (via email):           Kathy Harris  
                                  David Lawrence  
                                  Linda Ray  
                                  Catherine Matraves  
                                  Jim Bird  
                                  David Krech

---

<sup>6</sup> T-Mobile *Ex Parte* at 2. Ironically, if the Commission accepts the unverified claim that T-Mobile already has future-proofed its rural backhaul capabilities, the Commission need not approve the proposed transaction in order to promote rural build out.