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April 17, 2019
VIA ECFS

Marlene H. Dortch
Secretary
Federal Communications Commission
445 Twelfth Street, S.W.
Washington, DC 20554

REDACTED – FOR PUBLIC INSPECTION

**Re: Notification of Written *Ex Parte* Presentation
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:

Cellular South, Inc. d/b/a C Spire (“C Spire”) and the Rural Wireless Association each submitted a letter¹ in response to T-Mobile US, Inc.’s (“T-Mobile”) March 11, 2019 submission detailing the high speed backhaul capabilities that already exist and T-Mobile already has under contract for rural cell sites.² In the Letters, C Spire and RWA attempt to argue that T-Mobile’s existing and contracted backhaul is insufficient to handle the demands of New T-Mobile’s proposed 5G coverage of rural areas.³ However, neither C Spire nor RWA seem to understand that substantial backhaul upgrades and greenfield builds are unnecessary to address the proposed New T-Mobile network’s backhaul needs.

¹ Letter from Carl Northrup, Counsel for C Spire, to Marlene H. Dortch, Secretary, Federal Communications Commission, WT Docket No. 18-197 (Mar. 27, 2019) (“C Spire Letter”); Letter from Caressa D. Bennet, General Counsel, Rural Wireless Association, to Marlene H. Dortch, Secretary, Federal Communications Commission, WT Docket No. 18-197 (Mar. 28, 2019) (“RWA Letter”)

² Letter from Nancy J. Victory, Counsel for T-Mobile, to Marlene H. Dortch, Secretary, Federal Communications Commission, WT Docket No. 18-197 (Mar. 11, 2019) (“T-Mobile’s March 11 Letter”).

³ For avoidance of doubt, T-Mobile defines as “rural” those areas the U.S. Census Bureau defines as rural. The Commission has repeatedly utilized this same definition in defining rural areas. *See, e.g., Bridging the Digital Divide for Low-Income Consumers*, Fourth Report and Order, Order on Reconsideration, Memorandum Opinion and Order, Notice of Proposed Rulemaking, and Notice of Inquiry, FCC 17-155 (Dec. 1, 2017).



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As a comparison of the maps included in the Public Interest Statement show, New T-Mobile will have only a limited increase in its rural footprint compared to standalone T-Mobile.⁴ Since its acquisition of 600 MHz spectrum, T-Mobile has embarked on a significant expansion of its network into rural areas. While expanding its network footprint, the company has contracted for high-speed backhaul to serve the vast majority of these new rural sites.

Indeed, as stated in T-Mobile’s March 11 Letter, today [REDACTED] of T-Mobile’s rural sites have high-speed backhaul or high-speed microwave links, with [REDACTED] of rural sites able to deliver [REDACTED]. Further, contracts are already in place for [REDACTED] of T-Mobile’s rural sites to support 5G and LTE bandwidth reaching [REDACTED] and [REDACTED] of its rural sites will support 5G and LTE bandwidth reaching up to [REDACTED].⁵ This backhaul capacity – which exists today and does not depend on additional construction – can more than handle the demands of 5G at these sites for the foreseeable future.⁶

While New T-Mobile will build additional sites to densify and strengthen its rural coverage, these sites will generally be located in areas where T-Mobile already has existing cell sites and either has acquired, or has contracted for, high-speed backhaul. Thus, the number of greenfield builds necessary following consummation of the proposed merger will be limited and securing adequate backhaul for them will be readily manageable. Accordingly, the purported challenges C Spire raises about securing high-speed backhaul for extensive greenfield builds are not a meaningful concern.

⁴ *Applications of T-Mobile US, Inc. and Sprint Corporation for Consent to Transfer Control of Licenses and Authorizations*, WT Docket No. 18-197, Description of Transaction, Public Interest Statement, and Related Demonstrations, at 23, 46 (June 18, 2018). As detailed therein, the merger will result in more robust and higher quality service in rural areas, but not a substantial increase in geographic coverage.

⁵ T-Mobile fully expects these percentages to increase as it continues to enter into contractual arrangements to future-proof backhaul capabilities at its cell sites.

⁶ While RWA asserts that it has provided test results and evidence that “unquestionably disprove the existence of fiber connectivity or microwave backhaul, or the existence of satellite backhaul facilities capable of supporting 5 Mbps download speeds,” RWA Letter at 1-2, RWA has done nothing of the sort. The summarized results of alleged “tests” conducted by RWA members reveal nothing about T-Mobile’s existing backhaul, not to mention contracted backhaul. Indeed, on their face, the cited declarations are clear they are based on assumptions and extrapolations, not facts, and they target only a minute percentage of T-Mobile’s rural cell sites. In short, RWA’s testing conveys nothing about T-Mobile’s backhaul capabilities at rural sites.



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Please direct any questions regarding the foregoing to the undersigned.

Respectfully submitted,

DLA Piper LLP (US)

/s/ Nancy J. Victory

Nancy J. Victory
Partner

cc: David Lawrence
Kathy Harris
Linda Ray
Catherine Matraves
Jim Bird
David Krech

DECLARATION OF ANKUR KAPOOR

I, Ankur Kapoor, hereby declare the following:

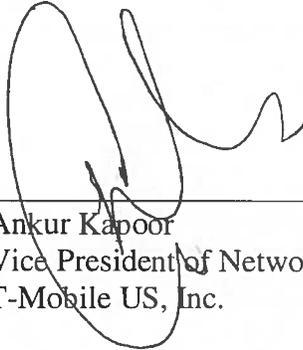
1. I am Vice President of Network Technology at T-Mobile US, Inc. (“T-Mobile”).

In this role, I am responsible for all aspects of network capacity and planning.

2. I am familiar with T-Mobile’s existing and contracted backhaul as well as with the network plans for New T-Mobile.

3. I have reviewed the foregoing letter and find it to be factually accurate.

4. I declare under penalty of perjury under the laws of the United States that the foregoing is true and correct. Executed on April 17, 2019.



Ankur Kapoor
Vice President of Network Technology
T-Mobile US, Inc.