

1 JUDGE GONZALEZ: I'm having a little more trouble
2 making the connection on this one. I don't see it so far,
3 sir. I'll give you an opportunity to try to make it clearer
4 to me. The last time I believe it was in connection with the
5 informality.

6 MR. SCHNEIDER: Part of the problem with this this
7 time, Your Honor, is that it's a little more terse because it
8 refers -- rather than have an all-inclusive discussion of the
9 particular meeting that's involved, it refers when he took
10 part in -- and other LaStar discussions and the -- refers back
11 to prior testimony in paragraph 11 and --

12 JUDGE GONZALEZ: But how does it relate to the
13 issue? That's what I'm having trouble seeing.

14 MR. SCHNEIDER: Well, the issue is going to be, the
15 issue is going to be whether or not testimony concerning the
16 management committee or its functioning was, was candid or
17 whether there were misrepresentations intentionally made in
18 that testimony.

19 JUDGE GONZALEZ: Specifically?

20 MR. SCHNEIDER: Pardon?

21 JUDGE GONZALEZ: Specifically what, what? I mean --

22 MR. SCHNEIDER: Specifically that if Mr. Carlson was
23 involved rather than Mr. Nelson or Mr. Meyers it couldn't have
24 been a meeting of the management committee and that to
25 describe it or to imply that it was such was knowingly untrue

1 | and --

2 | JUDGE GONZALEZ: Is that the Bureau's position?

3 | MR. WEBER: If the USCC witnesses knew that
4 | Mr. Carlson's participation did not make it a management
5 | committee and they still called it such then yes, we would say
6 | it's a false statement. If the USCC witnesses believed
7 | rightly or wrongly that Mr. Carlson's participation still made
8 | it a management committee meeting and they testified as to
9 | such then we would find they did not lie. Mr. Crenshaw's
10 | belief about Mr. Carlson's participation is completely
11 | irrelevant because we are not questioning Mr. Crenshaw's
12 | statements about the functioning for the management committee
13 | so whether he believed Mr. Carlson could act as a member of
14 | not is irrelevant. The testimony about whether Mr. Nelson
15 | believed Mr. Carlson could act as a member of the management
16 | committee would be relevant.

17 | MR. SCHNEIDER: And, Your Honor, my only point was
18 | that you could make -- you might very well make the finding --

19 | JUDGE GONZALEZ: Yeah, but I think his point is well
20 | taken. I'll sustain the objection and that paragraph 12 is
21 | stricken.

22 | (Whereupon, the aforementioned material
23 | was stricken.)

24 | JUDGE GONZALEZ: Any further objections, Mr. Weber?

25 | MR. WEBER: Yes, Your Honor. Paragraph 17, I would

1 strike the first two sentences as irrelevant.

2 JUDGE GONZALEZ: First three is it?

3 MR. WEBER: First two.

4 JUDGE GONZALEZ: First two.

5 MR. WEBER: Again, I believe this is stating only
6 Mr. Crenshaw's state of mind.

7 MR. SCHNEIDER: I think consistent with your past
8 rulings we're going to take out everything up through
9 "Moreover."

10 MR. WEBER: And including "Moreover."

11 MR. EMMONS: Including "Moreover." I'm just trying
12 to expedite.

13 JUDGE GONZALEZ: That's right. You're perfectly
14 correct. The sentence will begin with "I never heard anyone
15 at TDS or -- " and --

16 MR. WEBER: And in that same paragraph I'd also --

17 JUDGE GONZALEZ: Excuse me. I just want to make it
18 clear for the record that we are striking the first sentence
19 through the first word of the second sentence "Moreover."

20 (Whereupon, the aforementioned material
21 was stricken.)

22 JUDGE GONZALEZ: Your next objection?

23 MR. WEBER: The first two sentences and the first
24 word of the third sentence?

25 JUDGE GONZALEZ: I mean, is that -- I'm sorry, yeah,

1 I'm sorry. I saw a comma instead of a period there. I guess
2 -- it's 10 of 3:00. It's starting to have an effect on me. I
3 correct the record. We're striking the first two sentences
4 and the first word of the third sentence "Moreover." Your
5 next objection?

6 MR. WEBER: In that same paragraph -- I would strike
7 the final sentence. Same basis as relevancy.

8 JUDGE GONZALEZ: The final sentence? Yeah.

9 MR. EMMONS: Your Honor, if I may be heard on that.
10 I think that that's -- of U.S. Cellular's state of mind as to
11 whether or not they --

12 JUDGE GONZALEZ: U.S. Cellular's?

13 MR. EMMONS: Unless I'm reading the wrong sentence.
14 The sentence that starts "From the outset"?

15 JUDGE GONZALEZ: Yeah.

16 MR. EMMONS: Yes, let me finish the sentence. I
17 understand what your thought is, Your Honor, that this is Mr.
18 Crenshaw testifying, but he is testifying as basically to his
19 perception of actions taken -- by U.S. Cellular and TDS. And
20 I think that, that those actions taken or not taken as he
21 perceived it are relevant to TDS and U.S. Cellular's own state
22 of mind as to whether they felt they controlled this
23 partnership. Mr. Crenshaw is saying that he saw nothing --
24 that from what he saw TDS and U.S. Cellular fully respected
25 SJI's position as majority partner and that, and that finding,

1 was stricken.)

2 JUDGE GONZALEZ: Any further objections, sir?

3 MR. WEBER: Yes, I would move to strike paragraph 18
4 in its entirety. Same basis, relevancy, no, no nexus that
5 USCC witnesses are aware of this.

6 MR. SCHNEIDER: On that --

7 JUDGE GONZALEZ: Excuse me. I'd just like to read
8 it. All right, sir?

9 MR. EMMONS: The middle sentence of that paragraph,
10 Your Honor, refers to the 1987 meeting in Chicago where
11 according to this witness, Mr. Belendiuk, said that -- this
12 joint venture agreement had been approved by the FCC. That
13 meeting in Chicago was attended by Mr. Roy Carlson and also
14 part of the time by Mr. Donald Nelson. And so this middle
15 sentence at least would be evidence of what Mr. Carlson and
16 possibly Mr. Nelson may have heard from Mr. Belendiuk as well.
17 And so while I think I might be inclined to yield on the first
18 sentence and the third sentence of the paragraph, in light of
19 Mr. Weber's objection I think that second sentence does have
20 probative value here and is relevant.

21 MR. SCHNEIDER: And I agree with my colleague with
22 one minor exception which is I think to understand the second
23 sentence, there are other places in this very declaration
24 where Mr. Crenshaw does put -- does place the various USCC or
25 TDS principals at that meeting. But to understand the second

1 | sentence I think you need at least to understand what similar
2 | provisions refers to.

3 | MR. HARDMAN: If I may, Your Honor.

4 | JUDGE GONZALEZ: Surely.

5 | MR. HARDMAN: Part of the problem at least why I'm
6 | joining the objection particularly with respect to this
7 | sentence is that what it says is, assuming it's true, is that
8 | Mr. Belendiuk said that similar provisions had been approved
9 | by the FCC. That doesn't mean that anything that was in this
10 | contract was approvable or that he was rendering an opinion
11 | that this agreement was okay. All it says is similar
12 | provisions. That really does not have any probative value on
13 | the -- any facts that relate to what his testimony could be
14 | about, his state of mind or anything.

15 | MR. EMMONS: Well, it certainly does, Your Honor.
16 | Counsel is telling the principals that the FCC has approved --

17 | MR. HARDMAN: That's a --

18 | JUDGE GONZALEZ: Yeah, I'm -- yeah, I'm inclined to
19 | agree with Mr. Hardman. I really don't see that in the
20 | paragraph either, though I'll grant the -- I mean -- objection
21 | and paragraph 18 is stricken.

22 | (Whereupon, the aforementioned material
23 | was stricken.)

24 | JUDGE GONZALEZ: Are there any further -- do you
25 | have any -- I gather that concludes your objections.

1 MR. WEBER: That concludes --

2 JUDGE GONZALEZ: Do you have any objections, Mr.
3 Hardman?

4 MR. HARDMAN: No further objections.

5 JUDGE GONZALEZ: All right. Not hearing any
6 further, Exhibit 4 -- and all the tabs are still relevant? I
7 mean, they haven't been affected by any of the --

8 UNIDENTIFIED PARTY: No, none have -- Your Honor.

9 JUDGE GONZALEZ: All right. The exhibit and the
10 tabs are received. That is Tab A through F, and that's
11 Exhibit 4.

12 (Whereupon, the document referred to as
13 TDS-USCC Exhibit No. 4 was received into
14 evidence.)

15 MR. EMMONS: Next, Your Honor, is TDS-USCC
16 Exhibit 5, and that is the direct written testimony of Richard
17 L. Bidy, B-I-D-Y, consisting of eight pages of written
18 testimony plus a cover declaration and on tabs.

19 JUDGE GONZALEZ: It's identified.

20 (Whereupon, TDS-USCC Exhibit No. 5 was
21 marked for identification.)

22 MR. SCHNEIDER: Your Honor, I'd just like to state
23 for the record that we're giving to you and to at least
24 counsel for the settlement group and the Bureau a revised copy
25 of Volume IV of the hearing exhibits. Let me explain to you

1 | why we're doing that. And it is nowhere near as momentous as
2 | it might appear. In copying and numbering the pages in
3 | Exhibit 7 which we have not yet gotten to, Exhibit 7 is the
4 | declaration of Richard Goehring which just happens to be
5 | contained in Volume IV which also contains Exhibit 5. In
6 | copying those pages certain page of an attachment of Mr.
7 | Goehring's declaration, 30 pages were omitted. And what we've
8 | done is revised the volume to include those pages -- frankly
9 | what they are is missing pages of a deposition.

10 | JUDGE GONZALEZ: Just in the attachment?

11 | MR. SCHNEIDER: Just the attachment.

12 | JUDGE GONZALEZ: All right.

13 | MR. SCHNEIDER: What we wanted to avoid was if some
14 | point in the future somebody looking through this exhibit and
15 | finding there's a missing page in the declaration -- in the
16 | testimony. So what we've done is revised the volume for you
17 | to include the missing deposition pages. We've used A's and
18 | B's to keep them numbered sequentially and we've provided each
19 | party in the proceeding that remained with a -- and will
20 | provide the others at a later date, with the revised -- for
21 | today's purposes it's not clear to me that those missing are
22 | going to be relevant.

23 | MR. WEBER: And you will state for the record that
24 | nothing in any of the written declarations has changed?

25 | MR. SCHNEIDER: No, nothing. The only thing that's

1 | been changed is that certain pages of testimony that were just
2 | not -- were missing in the copying have been included. For
3 | example, in the testimony of Mr. Goehring at Tab F we've
4 | omitted page 1485 of the transcript so we now have page 1548
5 | in this attachment and it's labeled 8-A because -- page 1484
6 | was labeled page A.

7 | JUDGE GONZALEZ: So, all the additions have a letter
8 | attached to the --

9 | MR. SCHNEIDER: They all have a letter attached to
10 | them. I apologize for taking your time. I just wanted to be
11 | absolutely clear what we were doing. It in no way changes any
12 | of the testimony.

13 | JUDGE GONZALEZ: No, and I gather there aren't very
14 | many. Is that correct?

15 | MR. SCHNEIDER: Several pages, three pages.

16 | JUDGE GONZALEZ: Three pages? Yeah, well, I'm sure
17 | there'll be plenty of time to get them in.

18 | MR. EMMONS: I think we've identified Exhibit 5,
19 | Your Honor.

20 | JUDGE GONZALEZ: Right.

21 | MR. EMMONS: If so then I would now offer it into
22 | evidence.

23 | JUDGE GONZALEZ: Are there any objections to the
24 | receipt of any portion of that document?

25 | MR. WEBER: The Bureau has no objections to --

1 JUDGE GONZALEZ: Mr. Hardman?

2 MR. HARDMAN: Yes, we do, Your Honor. Starting with
3 paragraph 3, there's a reference in the first two lines of
4 LaStar and the majority partner and -- minority partner and
5 continuing over to the bottom of that page to the top of the
6 next page. And then six lines down another reference as the
7 minority partner and his testimony is without foundation
8 there's no reason to believe Bidy would have any competent
9 knowledge about that or that his -- of those asserted facts
10 would have any probative value.

11 JUDGE GONZALEZ: What is the purpose of that
12 paragraph? I mean, is not that information already in the
13 record somewhere?

14 MR. EMMONS: You know, Your Honor, subject to my
15 fellow counsel --

16 JUDGE GONZALEZ: Because I think the objection is
17 well taken. Mr. Bidy is just an engineer, correct? I mean --

18 MR. SCHNEIDER: Well, as to his competence, Your
19 Honor, that can be cross-examination -- that's a subject of
20 cross-examination, but -- if Mr. Bidy was told that or that
21 was explained to him then he's competent to so testify. He
22 says I understood. Now, if you want to go to his competency,
23 I believe he's competent to testify about his understanding.
24 As to its relevance, it's not offered to, it's not offered to
25 prove anything about control. It does set a background, it

1 | does -- it may corroborate what witnesses that you'll be
2 | evaluating said -- have said that they understood.

3 | MR. HARDMAN: Your Honor, the statement in the
4 | testimony as I understood, it doesn't say I was told or Mr.
5 | Belendiuk or anyone else told me, it doesn't go into all that.
6 | TDS and USCC have the burden in this case and presumably were
7 | aware of that when -- testimony and I don't see a use of
8 | cross-examination to rehabilitate vague statements that have
9 | no probative value.

10 | MR. KIRKLAND: Your Honor, if I could comment. I've
11 | heard Mr. Hardman now mention several times the issue of
12 | whether SJI is a majority partner and TDS or USCC is a
13 | minority partner. And I'm assuming that Mr. Hardman is not
14 | suggesting that SJI did not own a majority interest in a
15 | LaStar joint venture --

16 | JUDGE GONZALEZ: Yeah, I was going to mention that
17 | earlier on, that my understanding is that SJI does have 51
18 | percent of the ownership interest. Is that correct?

19 | MR. KIRKLAND: That's correct.

20 | JUDGE GONZALEZ: So, it is a majority owner.

21 | UNIDENTIFIED PARTY: What conclusions you draw from
22 | that --

23 | JUDGE GONZALEZ: Yeah, the question is really
24 | control, it's not ownership.

25 | MR. SCHNEIDER: Your Honor, the very exhibit belies

1 -- or it --

2 JUDGE GONZALEZ: No, my real problem with this is
3 not this information -- I mean, I wonder what it's
4 contributing to the record.

5 MR. SCHNEIDER: I do want to point out that contrary
6 to what I think -- "At some point after my initial meeting
7 with Belendiuk he told me that United States Cellular
8 Corporation was coming in as the new minority partner of
9 LaStar." So, at least with respect to that statement it
10 wasn't drafted in a vague manner. The statement is right
11 there. You're going -- if others are going to argue that
12 everybody knew from the beginning that this was a sham, this
13 evidence tends to show that consultants who were parties
14 working with the partners weren't told that and were told
15 contrary things to that. Now, we're not going to argue --
16 reargue the control case, we've said that numerous times. But
17 we are going to argue that the witnesses were pure of mind and
18 pure of heart, whether faulty or not.

19 MR. HARDMAN: Your Honor, Mr. Bidy's candor is not
20 being questioned here and defies human experience to think
21 that if indeed the allegation was this whole arrangement was a
22 sham to begin with that they would have brought in independent
23 consultants as part of that conspiracy. And there's no reason
24 to think that what they were told or weren't told has any
25 significance to the issues in this proceeding. You wouldn't

1 expect them to be told that, yeah, this is a sham --

2 MR. EMMONS: Your Honor, I believe Mr. Hardman's
3 objection was to the term majority partner and the term
4 minority partner. Speaking for TDS, my client, I would not
5 object to saying one partner and the other partner if that
6 solves Mr. Hardman's problem.

7 JUDGE GONZALEZ: Is that the extent of --

8 MR. HARDMAN: Yeah, that would solve my problem.

9 JUDGE GONZALEZ: All right. Well then, when we'll
10 change the word "majority" in second line of paragraph 3 to --

11 MR. EMMONS: I would suggest the word "one," Your
12 Honor.

13 JUDGE GONZALEZ: "One partner"?

14 MR. KIRKLAND: Your Honor, could we just clarify
15 though that the parties are not calling into question the
16 truth of the fact that SJI is the majority partner here, it is
17 a 51-percent joint venture.

18 JUDGE GONZALEZ: Is there anyone --

19 MR. HARDMAN: I have no problem with the --

20 JUDGE GONZALEZ: Well, I think that's also been
21 found by the Commission too hasn't it? I mean, so --

22 MR. HARDMAN: Yes. Exactly.

23 JUDGE GONZALEZ: -- it's established fact.

24 MR. EMMONS: Then I would change the word "minority"
25 on the fourth line to "other." Your Honor, again, if we could

1 | do this by -- we would have the witness -- assuming the
2 | witness is willing to make those reformatations --

3 | JUDGE GONZALEZ: Right. Obviously, he will have to.
4 | In fact, all the changes will be gone over with the witness.
5 | All of the witnesses. Is there another couple of -- there's
6 | another reference too that might --

7 | MR. EMMONS: In about the middle of the paragraph
8 | there is a reference to USCC coming in as the new minority
9 | partner and if Mr. Hardman objects to that phrase we could
10 | change that to "as a new partner."

11 | MR. HARDMAN: Well, at this point -- corrected by
12 | Mr. Schneider that this is a statement allegedly made by
13 | Mr. Belendiuk so I mean on that basis I renew my objection.

14 | JUDGE GONZALEZ: All right. Any other references
15 | that have to be changed? Any further objections then?

16 | MR. HARDMAN: Yes, Your Honor, on paragraph 5, the
17 | first full sentence. Ask that it be stricken. Whether
18 | Mr. Belendiuk was solely in charge of the case was clear to
19 | this witness or not again has no probative value.

20 | MR. EMMONS: Your Honor, I believe it does. This is
21 | the perception of someone who has no vested in this case,
22 | wasn't anybody's principal, wasn't anybody's counsel, has no
23 | vested interest in the issue of who was or wasn't in control
24 | of LaStar -- worked on the LaStar application in the capacity
25 | as a consultant and was a partner in events and activities in

1 | that connection and worked with some people in that connection
2 | and had an opportunity to observe who in his view and his
3 | perception was the -- was in charge of a litigation. And
4 | that's all, that's all at issue here, this is not a question
5 | of who is in control of LaStar, but who had --

6 | JUDGE GONZALEZ: And how does that relate to the
7 | issue?

8 | MR. EMMONS: Well, it confirms -- again, this is,
9 | this is the plausibility argument, Your Honor, and the
10 | corroboration argument. If a witness's credibility is at
11 | issue, makes a statement that he believes such and such, his
12 | credibility is strengthened if there are other people who
13 | believe the same thing and would say so. On the contrary, his
14 | credibility would be diminished if there were other people who
15 | said they believed just the opposite. And so there is some
16 | probative value to the fact that other people who had on ax to
17 | grind at all have a perception about who was doing what, who
18 | was in charge of what because that corroborates the
19 | plausibility of the perception that Mr. Nelson and others at
20 | USCC testified was --

21 | MR. HARDMAN: Your Honor, the core problem with
22 | Mr. Emmons' argument is his premise that this witness has no
23 | ax to grind. Quite to the contrary. This witness was
24 | retained by LaStar, was being compensated for performing
25 | engineering services and in the normal course of events he

1 | would not be inclined to look for any problem. So his, his
2 | perception of what was clear or not clear, you know, really
3 | has no, has no --

4 | MR. SCHNEIDER: Well, I have to statements to be
5 | heard on that, Your Honor, two statements. First, what
6 | Mr. Hardman's complaint is with Mr. Bidy is standard
7 | impeachment evidence and if he wants to impeach these
8 | statements he can do that when he's on the stand.

9 | JUDGE GONZALEZ: Well, that was what I was going to
10 | suggest. I think perhaps what I'll do is I'll permit you to
11 | review your objection once Mr. Bidy is there testifying, or
12 | once he's here testifying. Any further objections?

13 | MR. HARDMAN: Yes, Your Honor. One related point.
14 | The first phrase of paragraph 6, starts out "Although
15 | Mr. Belendiuk was in charge," -- conclusion based on argument
16 | from the previous --

17 | JUDGE GONZALEZ: Right.

18 | MR. HARDMAN: Factually it ought to just start "He
19 | made -- Mr. Belendiuk made it clear that we should," and
20 | continue without that preparatory phrase. But I'm willing to
21 | let that go in with the renewed objection --

22 | JUDGE GONZALEZ: Right. It's still related to the
23 | previous matter that -- handle it that way. Any further
24 | objection?

25 | MR. HARDMAN: Yes, Your Honor. On paragraph 10, the

1 | last three full sentences at the bottom of the page beginning
2 | with "It was my understanding that -- was present at those
3 | meeting" down through "Nor did -- or anyone ever -- to give my
4 | firm instructions or directions about any -- matters." And a
5 | similar objection previously. This witness's is understanding
6 | of -- role really is of no probative value on any of the
7 | designated issues.

8 | JUDGE GONZALEZ: Yeah, I have -- again, I would --

9 | MR. EMMONS: Well, Your Honor, I can see a
10 | distinction between the first sentence -- "It is my
11 | understanding that -- was present" simply to be informed about
12 | the case. But I think the next two sentences are different.
13 | The next two sentences are statements of fact which reflect in
14 | our view that the -- what they state is -- didn't give us any
15 | instructions or directions about the case. And that I think
16 | is probative of -- state of mind as an agent of U.S. Cellular
17 | because they were counsel, that they did not believe that they
18 | were in charge of the case. That, that again is relevant to
19 | U.S. Cellular's perception and understanding.

20 | JUDGE GONZALEZ: It's a pretty straightforward
21 | statement which could -- certainly subject to cross-
22 | examination and yeah, I will strike the first sentence and
23 | permit the last two sentences that were objected to regarding
24 | the meetings and any -- matters remain part of the exhibit.

25 | (Whereupon, the aforementioned material

1 was stricken.)

2 JUDGE GONZALEZ: Any further objections?

3 MR. HARDMAN: No, Your Honor. Thank you.

4 JUDGE GONZALEZ: Then the document which has been
5 identified as Exhibit No. 5 is received.

6 (Whereupon, the document referred to as
7 TDS-USCC Exhibit No. 5 was received into
8 evidence.)

9 MR. EMMONS: Next, Your Honor, TDS-USCC Exhibit 6
10 which is the direct written testimony of Mark B. Peabody.
11 Testimony consists of seven pages and -- cover and declaration
12 and there are no attachments.

13 JUDGE GONZALEZ: It's identified.

14 (Whereupon, the document referred to
15 as TDS-USCC Exhibit No. 6 was marked
16 for identification.)

17 JUDGE GONZALEZ: And you offer it, sir?

18 MR. EMMONS: And I offer it into evidence.

19 JUDGE GONZALEZ: Are there any objections?

20 MR. WEBER: Yes, Your Honor. I would first move to
21 strike paragraph 10 in its entirety. In this paragraph
22 Mr. Peabody discusses conversations he had with Mr. Crenshaw
23 about what Mr. Crenshaw did and didn't do and that's not
24 relevant to the designated issues.

25 MR. EMMONS: Well, Your Honor, once again --

1 JUDGE GONZALEZ: Excuse me. I have to read the
2 paragraph. Sir?

3 MR. EMMONS: Your Honor, the Bill of Particulars
4 again raises the question of whether U.S. Cellular was candid
5 about the role of SJI and its principals in the LaStar
6 application. And notwithstanding Mr. Weber says that the Bill
7 of Particulars is really very limited on that point or is more
8 limited than it says, nevertheless it says what it says and so
9 we are being given notice that, that the candor of U.S.
10 Cellular and TDS are about the extent of SJI's involvement in
11 the application -- at issue. And this paragraph 10 speaks to
12 the extent of SJI's involvement because it speaks to
13 communications between Mr. Crenshaw of SJI and Mr. Peabody who
14 was one of the engineering consultants and --

15 JUDGE GONZALEZ: For SJI or for the application?

16 MR. EMMONS: Mr. Peabody was engineering consultant
17 for LaStar.

18 JUDGE GONZALEZ: For LaStar?

19 MR. EMMONS: He was Mr. Bidy's assistant.

20 JUDGE GONZALEZ: I see.

21 MR. KIRKLAND: Your Honor, could we have a brief
22 off-the-record colloquy? Could I speak with TDS's counsel on
23 this paragraph?

24 JUDGE GONZALEZ: Surely.

25 MR. KIRKLAND: That is a very complicated issue --

1 JUDGE GONZALEZ: We'll take how many, five, ten
2 minutes?

3 MR. KIRKLAND: That'll be plenty.

4 JUDGE GONZALEZ: Five minutes. We'll go off the
5 record.

6 (Whereupon, off the record.)

7 (Whereupon, on the record.)

8 MR. KIRKLAND: Forgive the interruption.

9 JUDGE GONZALEZ: Oh, that's all right.

10 MR. KIRKLAND: This is the first time I had seen
11 this testimony and I had a question which I understand will be
12 addressed in due course, but it's not my witness's testimony.

13 MR. SCHNEIDER: Your Honor, we don't want to belabor
14 any point, and we don't have any more to say about this
15 particular paragraph --

16 JUDGE GONZALEZ: Perhaps I'd better -- if you don't
17 mind restating your --

18 MR. WEBER: The Bureau objects to this paragraph
19 because it's merely a recitation of things Mr. Peabody talked
20 to Mr. Crenshaw about doing. Neither of them are USCC or TDS
21 witnesses and therefore the Bureau doesn't believe this is
22 relevant to the designated issues.

23 JUDGE GONZALEZ: Yeah, I agree, it's stricken,
24 paragraph 10.

25 (Whereupon, the aforementioned material

1 was stricken.)

2 JUDGE GONZALEZ: Any further objections?

3 MR. WEBER: Yes, Your Honor. We'd move to strike
4 the final sentence of paragraph 16. This is merely the state
5 of mind of Mr. Peabody and is not probative of the designated
6 issues.

7 MR. SCHNEIDER: Your Honor, there's going to be a
8 question about whether Mr. Goehring was truthful or candid
9 about this role and what -- his view of what he did.
10 Mr. Peabody is -- was an engineer who worked on the
11 engineering in this project and Mr. Goehring is an engineer
12 with United States Cellular Corporation. And to the extent
13 that Mr. Peabody is, one, familiar with what Mr. Goehring
14 said, two, familiar with what Mr. Goehring did and states that
15 based on those things he has a view of what Mr. Goehring's
16 role was or activities were. That's going to be relevant to
17 your assessment of whether Mr. Goehring's characterization of
18 what he did is accurate. These things are always subject to
19 weight, they're always subject to cross-examination. But here
20 is a first-hand witness of what Mr. Goehring did and what he
21 said and this is the impression that Mr. Peabody has about
22 what those things amounted to.

23 JUDGE GONZALEZ: Yeah, I don't see the relevance.
24 It will be stricken, that last sentence.

25 (Whereupon, the aforementioned material

1 was stricken.)

2 JUDGE GONZALEZ: Any further objections?

3 MR. WEBER: Not from the Bureau.

4 JUDGE GONZALEZ: Mr. Hardman?

5 MR. HARDMAN: Your Honor, the only objection I have
6 is on paragraph 4 and it's the same objection that we
7 discussed in connection with -- the first sentence to majority
8 and minority interests because had the same reformation as --
9 for Mr. Bidy that was --

10 JUDGE GONZALEZ: Mr. Emmons?

11 MR. EMMONS: We'll accede to that, Your Honor,
12 subject to the witness --

13 JUDGE GONZALEZ: So it will read "was a joint
14 venture in which one interest was held by" or --

15 MR. EMMONS: "In which one -- " --

16 JUDGE GONZALEZ: "In which an interest was held
17 by -- " --

18 MR. EMMONS: "In which one." I think we ought to
19 say "one and the other," Your Honor, to make clear that there
20 were two.

21 JUDGE GONZALEZ: Okay. "So the one interest was
22 held by" --

23 MR. EMMONS: "Laboosh (phonetic sp.) in Louisiana
24 and the other partner had some relationship."

25 JUDGE GONZALEZ: And again we'll discuss those

1 | changes with the witness. Any further objections?

2 | MR. WEBER: No, Your Honor.

3 | JUDGE GONZALEZ: Then that's -- the document which
4 | has been identified as proposed Exhibit 6 is received.

5 | (Whereupon, the document referred to
6 | as TDS-USCC Exhibit No. 6 was
7 | received into evidence.)

8 | MR. EMMONS: Next I ask that be identified TDS-USCC
9 | Exhibit 7 which is the written testimony of Richard W.
10 | Goehring, G-O-E-H-R-I-N-G, consisting of a total of 15 pages
11 | of testimony plus a covering declaration and including Tabs A
12 | through F. Tab A is a three-page affidavit of Richard
13 | Goehring dated February -- Tab B is a two-page declaration of
14 | Richard Goehring dated March -- dated April 20, 1988. Tab C
15 | is the transcript of the deposition testimony given by Richard
16 | Goehring in -- July 1990. Tab C doesn't -- Tab D is a
17 | declaration of Richard Goehring, two pages long dated
18 | August 14, 1990. Tab E is LaStar Exhibit 16 totaling four
19 | pages. And Tab F is transcript of the oral testimony of
20 | Mr. Goehring at the LaStar hearing in 1991 and the last page
21 | which appear to me to be unnumbered in the lower right-hand
22 | corner and I think should be numbered 37-A, and that is pages
23 | 15 and 16 of the transcript.

24 | MR. SCHNEIDER: -- 38.

25 | JUDGE GONZALEZ: That's what I have too.

1 MR. EMMONS: Okay. Mine was unnumbered so I will
2 change mine to 38. And therefore the exhibit ends with page
3 38.

4 JUDGE GONZALEZ: And a couple of pages that have a
5 letter in addition to a number. It's identified along with
6 Tabs A through F.

7 (Whereupon, the document referred to
8 as TDS-USCC Exhibit No. 7 was marked
9 for identification.)

10 JUDGE GONZALEZ: Are there any objections?

11 MR. WEBER: Yes, Your Honor. In paragraph 25 I
12 would move to strike the final sentence --

13 JUDGE GONZALEZ: 25?

14 MR. WEBER: -- as speculative.

15 JUDGE GONZALEZ: Sir?

16 MR. SCHNEIDER: There may be an issue as to whether
17 or not Mr. Goehring properly disclosed -- or disclosed certain
18 involvement of Mr. Gilliland --

19 JUDGE GONZALEZ: Could you tell me who Mr. Gilliland
20 is?

21 MR. SCHNEIDER: Sure. Mr. Gilliland was for a brief
22 period an employee of United States Cellular who worked under
23 the supervision of Mr. Goehring, or at least was an engineer
24 in his department.

25 JUDGE GONZALEZ: I see.