

represented under this Plan will guarantee the eventual receipt of reimbursement for those links in our system not initially represented under the plan.

Offering a guarantee does not necessarily mean the licensees who participate in the Plan will pay for links which do not affect them. We intend to negotiate with all non-participating licensees, especially those in the 'C' block, requesting the same average link reimbursement that we are asking from the 'A' and 'B' licensees who participate in our plan. Although we cannot guarantee that any unrepresented licensee such as the 'C' licensees will eventually pay their share, we will cooperate in any way we can to assist licensees in receiving downstream reimbursement from any other licensee whose links you have cleared as a result of this guarantee.

Pertaining to the 'C' links, we suggest that each 'A' and 'B' licensee, represented in the Plan, contribute to the guarantee on a pro-rata basis relative to their percentage of A and B license holdings in their MTAs. If WWI is not impacted by any 'C' frequencies in any particular MTA, the 'A' and 'B' licensee would not be required to contribute for that MTA.

As you are aware, the FCC has issued a NoPR that deals with cost-sharing. Depending on the language of the proposed rule and its implementation, a more direct mechanism may be available that eliminates the need for this separate guarantee, while still allowing us to be compensated.

7. A recommended task list and schedule

To implement a Coordinated Relocation Plan within the time frame many of you have requested, we propose the following action items and schedule:

1. We would like to receive your comments to this proposal, in writing, by November 22. Please call Mr. Cunningham, (918) 588-4879, if you have any questions or comments.
2. We will assimilate your comments and issue a final Coordinated Relocation Plan by the first week in December. We will call your contact person to coordinate details as needed.
3. If we need to meet as a group, to finalize the details of the Plan, WWI will schedule a meeting in December. We can meet in person or via video conference.
4. We hope to conclude negotiations by year-end 1995 or soon thereafter. If we conclude an agreement by December 31, we will begin our replacement project in January 1996.

8. Other considerations

We are willing to talk with you independently concerning your possible need for tower and enclosure facilities along our pipelines. We are willing to negotiate whatever space you may need in those places where it is feasible for us to do so.

ATTACHMENT

Sprint Telecommunications Ventures Cash Compensation

Price Per Link:	\$450,000
Number of WWI links in your MTAs	
- Number of links in your 'A/B' frequency range:	38.0
- Pro-rata number of Links in the 'C' range:	10.7
Total reimbursement for replacing all 'A/B' links:	\$17,100,000
Total guarantee for pertaining 'C' links:	\$4,810,500

Your MTAs Traversed by WWI Pipelines	No. of WWI Links in Your 'A/B' Block	No. of WWI Links in the 'C' Block	Percent of WWI Links You Affect (*1)	Pro-rata No. of 'C' Links (*2)
Birmingham	2	3	40%	1.2
Dallas	5	0	100%	0.0
Denver	4	4	67%	2.7
Louisville	6	2	75%	1.5
New Orleans	10	3	63%	1.9
New York	2	0	40%	0.0
San Antonio	1	0	33%	0.0
Wichita	8	9	38%	3.4
TOTAL	38	21		10.69

- *1 Ratio of the # of WWI links you affect in MTA vs the # affected by other licensee
- *2 The total number of 'C' links in the MTA multiplied by the % of WWI links you affect

Capacity Compensation

As incentive compensation to relocate our 2 GHz microwave systems as quickly as possible, Williams Wireless requests free access and usage of your PCS radio network during off-peak periods. Access will be subject to capacity availability and granted for a set period of time. We intend to offer non-real time data gathering applications which may prove beneficial to us both. We will be happy to discuss these possible applications with you as we proceed with our negotiations.

SPRINT TELECOMMUNICATIONS VENTURE

9221 Ward Parkway, Suite 100

Kansas City, MO 64114

December 13, 1995

S. Miller Williams
Tulsa Union Depot
111 East 1st Street
Tulsa, OK 74103-2808

Dear Mr. Williams:

On behalf of STV I would like to thank you for taking the time to submit a proposal for microwave relocation. We have considered your proposal and have performed a detailed analysis of how it impacts STV both financially and spectrally. Your concerns regarding a coordinated relocation plan have been addressed to the best of our ability.

Proposal

STV has completed a proposal to Williams Wireless, Inc. for microwave relocation. This proposal covers the relocation of 39 co-channel, STV MTA-Block (WirelessCo and PhillieCo), paths and 10.69 pro-rated adjacent-channel, BTA-Block, paths for systemic relocation. Although the relocation of nearly all Williams Wireless' microwave paths are unessential to the buildout of STV's PCS system, we will offer a total payment of \$9,265,048 for the removal of all 49.69 paths. This is offered as a "cash" payment to Williams Wireless, Inc. since WWI intends to perform all the engineering and relocation work. This proposal includes the following concessions to show STV's desire for a good faith negotiation: 1.) Digital upgrade to WWI's system, 2.) Included 10.69 pro-rated BTA and Unlicensed paths in addition to the 39 STV co-channel paths to provide systemic relocation, 3.) Added \$43,100 extra per path for either tower modification, miscellaneous engineering, or premium overhead. In addition STV would like to open negotiations with respect to preferred PCS rate schedules in exchange for tower co-location of STV base station equipment and antennas (where feasible).

Determining Baseline Cost:

STV standard cost estimates for Analog to Digital upgrades follows. Although these quotes lack the benefit of site visits, they provide a quick estimate of actual costs.

The average cost for replacement for the microwave paths with Digital radios was determined to be \$143,357 per path. This includes the following:

- 1.) A digital upgrade with equivalent or greater capacity than existing equipment
- 2.) High performance 6.7 GHz antennas
- 3.) MUX added to DS3 radios (included with others)

SPRINT TELECOMMUNICATIONS VENTURE

9221 Ward Parkway, Suite 100
Kansas City, MO 64114

- 4.) Each radio is equipped with order wire
- 5.) Each radio is equipped to connect to station alarms
- 6.) Jack fields and T-1 patch capability
- 7.) Program management

Items excluded, but that could be provided by the radio manufacturer:

- 1.) AC or DC power requirements
- 2.) Installation and Testing
- 3.) Site cleanup and removal of 2 GHz equipment
- 4.) Tower Analysis (*provided for in \$43,100 extra*)
- 5.) Path Survey (*provided for in \$43,100 extra*)
- 6.) Site Survey
- 7.) Frequency Coordination (*provided for in \$43,100 extra*)
- 8.) Path Calculations for 99.999% reliability design

To the \$143,357 per path, STV added \$1,600 for each path survey, \$1,500 for every frequency coordination, and \$40,000 for either tower modification, channel banks or premium overhead. This brings the TOTAL cost to **\$9,265,048 =>** (\$186,457 per path with 49.69 paths STV responsibility).

Due Dates:

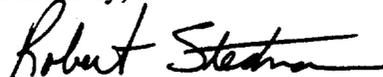
STV agrees to the timeline indicated in the Williams Companies Proposed Coordinated PCS Relocation Plan submitted to STV November 14, 1995.

Please provide us with your comments to our proposal no later than January 5, 1996.

If it is determined that WWI would like to have a meeting with STV individually or with any other PCS licensees present please notify me so that we may attend. An alternative option is to have the PCS licensees work together to provide a systemic solution to WWI. To accomplish this option STV would require a letter from WWI authorizing the licensees to work together in the interest of WWI.

If you have any questions or concerns please do not hesitate to contact me at (816)276-2125 or Lyle Nyffeler at (816)276-2114

Sincerely,



Robert Stedman
Microwave Relocation Manager

RS/mlj

Microwave Relocation - Bad Actor Form

2/21/96

Incumbent Name: **Washington State Patrol**

Market / MTA: **Seattle**

Market freq. block: **B**

Number of paths required for initial system:	10	Number of paths requested by incumbent for relo:	9
Estimated comparable cost per path:	\$220,000	A paths:	1
		B paths:	6
Total estimated comparable cost:	\$2,200,000	C - F path:	2
		Non PCS paths:	
		Per path cost requested by the incumbent:	\$318,513
		Additional payments requested by the incumbent:	
		Total requested relocation cost by the incumbent:	\$2,866,617

Chain of events:

<u>Date</u>	<u>Action</u>
11/29/95	MLJ estimates average cost to replace 12 paths at \$113,750 per path with a max of \$150,000
11/30/95	Incumbent requests to deal directly with STV and not with MLJ, STV takes on direct responsibility
12/12/95	STV meets with Incumbent and agrees to a cash payment of approximately \$220,000 per path for 10 paths
12/15/95	STV sends Incumbent list of terms discussed during meeting which Incumbent verbally agrees to.
1/18/96	STV meets with Incumbent to discuss finalizing the contract, Incumbent raises price to \$300,000 per path.
1/25/96	STV sends incumbent letter raising price to \$240,000 per path.
2/2/96	Incumbent rejects STV's offer and raises price to \$318,513 per path.
2/13/96	STV send incumbent letter accepting costs, but reducing number of paths

Additional Comments:

Washington State Patrol does not want tax payers to have to pick up any costs for relocation, but instead want STV to pay for a digital upgrade of their system. Initial offer was for a comparable analog system.

Confidential
BASE COST
State of Washington - Highway Patrol
SEATTLE MTA

No. of Paths to be Relocated by STV: 12

Based on the field visit and discussions with the incumbent, following assumptions have been made:

- 1) 100 ft. of waveguide (average) for each antenna
- 2) 8 ft. antenna for each radio terminal.
- 3) 600 ch. Harris-Farinon FAS 6000 Loop Protected (Non Standby) analog radios Spurs
- 4) No significant modifications to towers and/or foundations will be required
- 5) All work (engineering and Labor) will be performed by the incumbent.

<u>Equipment List</u>	<u>Quantity</u>	<u>Unit Cost</u>	<u>Cost</u>
Harris Farinon FAS 6000 Loop Protected Analog Microwave Radio Terminals	24	\$30K	\$720K
Waveguide (Cablewave WEP63 or equivalent)	2400 ft.	\$15/ft	\$36 K
8 Ft. Parabolic Solid Antennas (Cablewave PA8-65 or equivalent)	24	\$4 K	\$96 K
Miscellaneous Hardware	Lot	\$3K / Terminal	\$72 K
Spare, Test Equipment & Training	Lot	\$5 K/ Terminal	\$120 K
Path/System Engineering/Survey		\$10 K/ Path	\$120 K
Installation Labor		\$10 K/ Path	\$120 K
Frequency Coordination/Licensing Fee	24	\$750/Path	\$9 K
Equipment Removal	24	\$3 K / Terminal	\$72 K
Total Base Cost			\$1,365K (*)

(*) Or average \$ 113.75 K per path

Based on the incumbent's desire to use portion of the proceedings from this transaction for its long term digital conversion plan, MLJ/VCI recommends to offer this incumbent \$1,620 K (\$135 K Per Path) as an initial offering, with \$1800K (\$150K per path) to be used as maximum negotiated cost.

**QUEEN ANN - BOTHELL SUBSTATION
MICROWAVE PATH
CITY OF SEATTLE
SEATTLE MTA**

<u>Equipment List</u>	<u>Quantity</u>	<u>Cost</u>
Harris Farinon FAS 6000 Protected Analog Microwave Radio Terminals	2	
Waveguide (Cablewave WEP63 or equivalent)	500 ft.	
8 Ft. Parabolic Solid Antennas (Cablewave PA8-65 or equivalent)/ and required hardware	2	
Miscellaneous Licensing Fee, Air Dielectric	Lot	

SERVICES / LABOR

- Tower / Foundation Analysis
- Tower / Foundation Modifications
- Eng. Design / Equipment Installation
- Equipment Removal

Sub- Total

Remove Path in 120 days and file FCC Form 402 (Note 1)

Total Base Cost

\$175 K

Note 1: This cost will be reduced by 25% for each month the project is delayed and the path is remained in service.

Sprint Telecommunications Venture
9221 Ward Parkway, Kansas City, MO 64114

Phone: 816-276-2105
Fax: 816-276-2133

January 3, 1996

Washington State Patrol
Electronic Services Section
2803 156th Avenue SE
Bellevue, WA 98007-6599
Attention: Mr. Roy J. Kittelson
Mr. Patrick E. Buller

Dear Gentlemen:

In response to the action items of our meeting on December 12, 1995, a list of terms discussed follows. If you have questions or comments, please contact Steve Vohs at (913) 624-6723 or Tony Sabatino at (816) 276-2105.

I. Path Description

Group 1

The following paths are subject to reimbursement by STV and are designated to be relocated by Washington State Patrol no later than June 6, 1996:

<u>Path</u>	<u>ID</u>	<u>Site 1</u>	<u>Call Sign 1</u>	<u>Freq. 1</u>	<u>Site 2</u>	<u>Call Sign 2</u>	<u>Freq. 2</u>	<u>Cost</u>	<u>Incentive</u>
4075	1Y	S. Gardiner	WHB473	1885	Gold Mtn.	WPS76	1965	\$187,000	\$5000
4077	1M	Bellvue	KOJ34	1875	Gold Mtn.	WPS76	1935	\$187,000	\$5000
4200	1B	Galbraith Mtn.	KOW59	1935	Little Mtn.	KOJ38	1875	\$187,000	\$5000
4202	4T	Striped Pk.	KCX70	1955	401 E. 8th	KCX72	1875	\$187,000	\$5000

The following paths are subject to reimbursement by STV. Due to technical issues, the Cultus Mtn. site will be abandoned and a new site constructed at a different location. The cost reflects the addition of the new site. Assuming a 1.7 Ghz solution is possible, these paths are designated to be relocated by Washington State Patrol no later than June 6, 1996:

<u>Path</u>	<u>ID</u>	<u>Site 1</u>	<u>Call Sign 1</u>	<u>Freq. 1</u>	<u>Site 2</u>	<u>Call Sign 2</u>	<u>Freq. 2</u>	<u>Cost</u>	<u>Tower</u>	<u>Incentive</u>
4197	4H	Cultus Mtn.	WNTR403	1885	Marysville	WNTR402	1985	\$215,000	\$150,000	\$5000
4198	1H	Cultus Mtn.	WNTR403	1985	Little Mtn.	KOJ38	1885	\$215,000	\$140,000	\$5000

Group 2

The following paths are subject to reimbursement by STV and are designated to be relocated by Washington State Patrol no later than August 30, 1996:

<u>Path</u>	<u>ID</u>	<u>Site 1</u>	<u>Call Sign 1</u>	<u>Freq.</u>	<u>Site 2</u>	<u>Call Sign 2</u>	<u>Freq.</u>	<u>Cost</u>	<u>Incentive</u>
3907	4K	Laguna Rd.	WNTQ639	1875	Beverly	KPH25	1955	\$187,000	\$5000
3920	2D	Pacific Ave.	KCX71	1975	Capitol Pk.	KCX59	1885	\$187,000	\$5000
3928	4P	Capital Pk.		KCX59	1875	Baw Faw	KOJ41	1965	\$187,000
								\$5000	
4187	4E	Tunk Mtn.	WGX860	1875	Goat Peak	WNEW822	1955	\$187,000	\$5000

II. Replacement System

Cash payment of \$2,216,000 is offered to Washington State Patrol for the relocation of above listed paths to 6 GHz, with 1.7 Ghz as an alternate, based on comparable replacement values of existing microwave equipment. An incentive of \$5000 per path is offered for paths relocated by the specified date.

III. Relocation Management Program

- Washington State Patrol shall perform the relocation.
- STV has designated a vendor to meet with Washington State Patrol on a regular basis to coordinate and monitor progress. The vendor will report progress to STV.

IV. Relocation Timing

- Start Date: As soon as possible
- Completion Date: Washington State Patrol agrees to the installation of Group 1 replacement paths by June 6, 1996 and Group 2 replacement paths by August 30, 1996.
- Final Sign Off: On June 6, 1996, STV will obtain the right to interfere with Group 1 paths regardless of path status. On August 30, 1996, STV will obtain the right to interfere with Group 2 paths regardless of path status.
- Washington State Patrol will provide information to STV for completion and submittal of FCC 402 forms.

V. Cash Payment net 30 Days

- 1/3 of total after execution of Contract between STV and Washington State Patrol.
- 1/3 of total upon completion of path relocation.
- 1/3 of total and applicable incentive on Final Sign Off Date.

Sincerely,

Tony Sabatino
STV Senior Microwave Relocation Engineer
Western Region

cc: Bob Stedman

STV - Washington State Patrol
J & S Project No. 96-102
January 23, 1996

MEETING MEMORANDUM

A meeting was held on January 18, 1996, in the Washington State Patrol (WSP) offices in Bellevue, Washington, to discuss microwave relocation work to be performed by the Patrol. Attendees were as follows:

SPRINT TELECOMMUNICATIONS VENTURE (STV):

Steve Vohs (913) 624-6723
John Chapman (via speaker phone)

WASHINGTON STATE PATROL:

Carol Smith - Assistant Attorney General (360) 753-4556
Jim Stuart - Contracts Manager (360) 753-6550
Patrick Buller - Electronic Design Engineer (206) 649-4679
Ross Morris (206) 649-4666

J & S ASSOCIATES, INC.:

Jon Schottler (913) 362-0920
Dean Riedel (913) 362-0920

Carol Smith opened the meeting stating that the WSP was previously not aware of the amount of work associated with the microwave relocation. Their current cost estimate to perform the relocation work for the 10 paths is \$3,000,000. Carol explained that the State Legislative Transportation Committee must authorize all expenditures. She said there is no way the State will cover any relocation costs, therefore, sufficient monies must be included in the Agreement with STV. Carol stated that the political climate toward this work is not favorable in the state legislature, since the federal government mandated this microwave relocation.

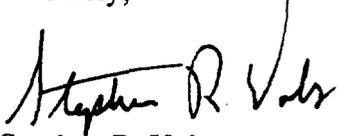
The WSP explained that they will perform all relocation work themselves. The system will be an overbuild. loop system, converted from analog to digital. They are proposing to use Harris equipment.

Sprint Telecommunications Venture

4121 W. 83rd Street, Prairie Village, KS 66208

If you have any questions regarding our position, please feel free to call Steve Vohs at (913)385-1627. We look forward to hearing from you.

Sincerely,

A handwritten signature in black ink, appearing to read "Stephen R. Vohs". The signature is fluid and cursive, with a large initial "S" and "V".

Stephen R. Vohs

Microwave Relocation Engineer

cc: Patrick E. Buller (Washington State Patrol)
Ross Morris (Washington State Patrol)
Carol A. Smith (Assistant Attorney General, State of Washington)
Robert Stedman
Don Mueller
Ken Cashman

Sprint Telecommunications Venture
9221 Ward Parkway, Kansas City, MO 64114

Phone: 913-385-1627
Fax: 913-385-1399

January 30, 1996

Washington State Patrol
Budget & Fiscal Services
PO Box 42602
Olympia, WA 98504-2602
Attention: Lieutenant Jim Stuart

Dear Lieutenant Stuart:

In response to our meeting on January 18, 1996, STV believes the original pricing agreed to on December 12, 1995 was negotiated in good faith and was of mutual benefit to both parties. STV is disappointed that this equitable financial offer was not accepted, based upon your unsubstantiated counter-offer for \$3 million.

We have yet to receive your detailed cost breakdown justifying your increase. We, on the other hand, have learned through our cost sharing agreement with Western Wireless, you negotiated a price of \$150,000 per path for paths Kalama to Baw Faw and Kalama to Naselle. STV feels the price we negotiated of \$187,000 per path was more than adequate to provide a comparable system.

Although we are disappointed with our most recent meeting, in order expedite an agreement, STV is willing to increase our cash payment to you by \$284,000 from \$2,216,000 to \$2,500,000. The incentive, timeline and associated 'Right to Interfere' will remain unchanged. This offer exceeds comparable relocation costs by a wide margin.

We consider this offer fair and equitable, providing more compensation for microwave path relocation than projected costs. We look forward to meeting with you directly to complete this agreement for the benefit of both parties. If you have any questions to the above offer, please call Steve Vohs at (913)385-1627.

Sincerely,



Stephen R. Vohs
Microwave Relocation Engineer

cc: Patrick E. Buller (Washington State Patrol)
Ross Morris (Washington State Patrol)
Carol A. Smith (Assistant Attorney General, State of Washington)
Robert Stedman
Don Mueller
Ken Cashman



STATE OF WASHINGTON

WASHINGTON STATE PATROL

General Administration Building, PO Box 42600 • Olympia, Washington 98504-2600 • (360) 753-6540

February 2, 1996

Mr. Stephen R. Vohs, Microwave Relocation Engineer
Sprint Telecommunications Venture
9221 Ward Parkway
Kansas City MO 64114

Dear Mr. Vohs:

I am in receipt of your letter dated January 30, 1996, which contains Sprint Telecommunications Venture's (STV) current offer. The Washington State Patrol is disappointed in the response and believes it is appropriate to reiterate several of the points made at the meeting on January 18, 1996. However, prior to doing that, I need to explain that whatever agreement you believe you reached on December 12, 1995, was in no way a final agreement since the individuals involved lacked the authority to enter into such an agreement.

As stated at the January 18, 1996, meeting, the Washington State Patrol intends to recover all costs associated with relocating its microwave system. I am enclosing a copy of our cost analysis which details the charges associated with this relocation. **These costs are not subject to negotiation.** Due to the political climate, it is incumbent upon the Washington State Patrol to recoup its expenses and not pass off relocation costs to the taxpayers of the state of Washington.

Finally, your attempt to compare the price received from Western Wireless is quite irrelevant to the current discussion. The Washington State Patrol, in that contract, recovered the entire cost of relocating its system. The per-path price was simply a means to calculate the necessary amount and in no way set any precedent for other relocation costs.

During our discussions on January 18, 1996, you indicated you would be forwarding revised language to address some of the concerns raised by your proposed contract. I look forward to receiving that language.

We realize time is of the essence for STV and are willing to quickly facilitate a resolution to this matter based upon the terms outlined in our discussions on January 18, 1996.

I look forward to hearing from you.

Sincerely,

CHIEF ANNETTE M. SANDBERG

Lieutenant Jim S. Stuart
Budget and Fiscal Services

JS:glr
Enclosures



Sprint Telecommunications Venture

4121 W. 83rd Street, Prairie Village, KS 66208

February 13, 1996

Washington State Patrol
Budget & Fiscal Services
PO Box 42602
Olympia, WA 98504-2602
Attention: Lieutenant Jim Stuart

Dear Lieutenant Stuart:

We received your letter dated February 2, 1996. Thank you for the detailed cost estimate. STV understands you are working under a sensitive political climate and can in no way pass off the price of microwave relocation on to the taxpayer.

STV is willing to accept the cost of microwave relocation. STV understands microwave relocation to be the comparable replacement of your system. We do not believe microwave relocation includes system upgrade costs which normally would be passed on to the taxpayer.

STV is not prepared to pay for the entire upgrade of your analog system to digital. We are, however, appreciative of the speed which with you are willing to replace your microwave paths for our benefit. We are prepared to pay for some digital upgrades in return for this speed.

Unfortunately, your requirements have forced us to reevaluate our needs in the Seattle MTA. We will not be able to replace all of your 'B' block paths at this time. STV has reduced the number of paths which we wish to relocate from ten 'B' block paths to six 'B' block paths, two 'C/F' block paths, and one 'A/D' block path.

STV is willing to pay for the digital upgrade of these paths if they can be removed by August 31, 1996. The paths we are interested in are as follows:

PATH_NO	WSP CODE	SITE_NAME1	CALLSIGN_1	SITE_NAME2	CALLSIGN_2	FREQ1	FREQ2
3928	4P	CAPITOL PK	KCX59	BAW FAW	KOJ41	1875	1965
4072	1J	EVERETT	KOJ33	SQUAK MTN	KOJ40	1945	1895
4075	1Y	S GARDINER	WBH473	GOLD MTN	WPS76	1885	1965
4076	1X	BREMERTON	KCX68	GOLD MTN	WPS76	1895	1975
4077	1M	BELLVUE	KOJ34	GOLD MTN	WPS76	1875	1935
4197	4H	CULTUS MTN	WNTR403	MARYSVILLE	WNTR402	1885	1985
4198	1H	CULTUS MTN	WNTR403	LITTLT MTN	KOJ38	1985	1885
4199	1G	MT VERNON	KOJ32	LITTLE MTN	KOJ38	1975	1895
4200	1B	GALBRAITH M	KOW59	LITTLE MTN	KOJ38	1935	1875

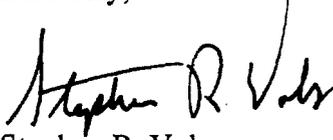
Please again provide us with a fair, detailed cost estimate for replacing only these paths by August 31, 1996. Again, we understand that the taxpayers should not pay for any costs associated with relocating these paths.

Sprint Telecommunications Venture

4121 W. 83rd Street, Prairie Village, KS 66208

If you have any questions regarding our position, please feel free to call Steve Vohs at (913)385-1627. We look forward to hearing from you.

Sincerely,

A handwritten signature in black ink that reads "Stephen R. Vohs". The signature is written in a cursive style with a large, prominent "V" at the end.

Stephen R. Vohs
Microwave Relocation Engineer

cc: Patrick E. Buller (Washington State Patrol)
Ross Morris (Washington State Patrol)
Carol A. Smith (Assistant Attorney General, State of Washington)
Robert Stedman
Don Mueller
Ken Cashman

Microwave Relocation - Bad Actor Form

2/21/96

Incumbent Name: **Western Resources**

Market / MTA: **Wichita/46**

Market freq. block: **B**

Number of paths required for initial system:	2	Number of paths requested by incumbent for relo:	2
Estimated comparable cost per path:	\$261,851	A paths:	
		B paths:	2
Total estimated comparable cost:	\$523,702	C - F paths:	
		Non PCS paths:	
		Per path cost requested by the incumbent:	\$420,818
			\$295,318
		Additional payments requested by the incumbent:	\$104,000
		Total requested relocation cost by the incumbent:	\$820,136

Chain of events:

<u>Date</u>	<u>Action</u>
1/12/96	First meeting with incumbent. Willing to move by 5/31/96.
1/26/96	Incumbent is moving most of his system to fiber. Fiber is in place for 1.78 mi. path. Incumbent said they would move by 6/01/96 if cash settlement was fair. Cash offer made for comparable analog replacement.
2/5/96	Letter from Western Resources listing monetary requirements (See enclosed ltr)

Additional Comments:

The "Total estimated comparable cost" quoted above is for digital replacement using DVM6-8T1 radios.

The incumbent desires a new 300' heavily loaded tower to replace a 250' tower which already supports an adequate load for relocation if dual band (2 GHz/6 GHz) antennas are used for the project. Western Resources is using the process of microwave relocation to pay for a new supporting structure designed for their current and future loading of equipment which has nothing to do with PCS microwave relocation.

**COLUMBIA SPECTRUM
MANAGEMENT**

Memorandum

DATE: 1-15-1996

TO: Don Mueller

FROM: WILLIAM L. BOYT

RE: WESTERN RESOURCES

CC: KATIE GRAMMES, MELISSA CONWAY

My meeting with Ray Hildebrand, Manager of Mobile Networks, with Western Resources went very well. As you know I meet with him on 1-12-96 at his office in Topeka and the results of the meeting are as follows;

1. Western is looking for a cash settlement.
2. Willing to move by 5-31-96 and will probably go with fiber as he has had discussions with the local cable operator's and knows its available at least for the short hop (East Central to Wichita) and maybe available for the longer hop (Beaumont to El Dorado aka Mididan) .
3. The paths in question are 300 channel Analog and are approximately 70 % loaded. The system was designed to be a loop system but was not completed due to the PCS/2GHz uncertainty. The radios are GTE Lenkurt 778F2, hot stand-by with Granger DTL channel equipment. The system supports customer calls, field 2-way radio control and substation control.
4. According to Mr. Hildebrand many multipoint circuits exist around the network that will require special treatment. He also said the existing system must remain until any replacement is completed and certified.
5. Western will do its own engineering .

I told Mr. Hildebrand I would talk this over with you and get back to him very soon.

Memorandum

To: Don Mueller
CC:
From: William L. Boyt
Date: January 26, 1996
Re: Incumbent Report Market 46 B

Butler County Community College- Incumbent has indicated that they will accept replacement equipment. The equipment I suggested to them was CMI TS 6G-4DS1. They currently have Co System 4T1 HEL3ABDR2L-2 radios. I did not give them a relocation cost number. A site visit will be necessary as a new shelter may be needed at the South Haverhill site. I have requested a date when this can be done and Joe Hostettler said he would let me know no later than 1-29-96. He felt he could be off in three to four months. Preparing a term letter.

→ **Western Resources-** Incumbent is moving most of his system to fiber . Fiber is in place on one hop, the short 1.78 mile hop in downtown Wichita, the other 25 mile hop is the problem. Ray Hilderbrand said they would move by 6-1-96 if the cash settlement was "fair". Based on numbers supply to me by our engineering I told Ray that the cash amount was \$139,322. For the long hop and \$133,936. For the short hop. He said he would give this to his boss Clyde Hill and be back to me this week. As of this afternoon I have not heard from Ray. I called and left message on his voice mail to call me over the weekend if necessary.

State of Kansas- Incumbent system is in bad need of repair and or upgrade. Has no money budgeted for either in 1996. Does not want a cash settlement as he feels the money would go in the state general fund and he would not have the resources to move. Also the Kansas State Police use one of his sites as their main control point and cannot be off the air at all. I made an offer to the Incumbent that we would supply him with new analog radios and do the engineering for them. The attorney for them asked that I provide them with a list of other state's were we have done this same type of relocation. Working on this with CSM in Va .

CONFIDENTIAL

RAY HILDEBRAND
Manager WAN & Mobile Networks
(913)575-1628



618 Kansas Avenue
P.O. Box 889
Topeka, Kansas 66601
Phone (913) 575-6300

February 5, 1996

Columbia Spectrum Management
10555 Turtlewood Court
Suite 514
Houston, Tx 77072

Re: Enclosed path information summary dated January 4, 1996.

Attn: William Boyt

Dear Bill,

You recently contacted me in regard to relocating two of our 2GHz microwave paths in the Wichita area.

1. Wichita SCC (WGS30) to Wichita SC (KAZ94)
2. Midian (KAZ95) to Beaumont (WCE934)

Although these sites have served the Company well for several years, the reality of PCS and the 90's is that we must be prepared to relocate some of our facilities. I understand that you prefer we vacate the frequencies by May 31, 1996. In order to accomplish this I must perform a considerable amount of temporary work, and will have to start within the next couple of weeks.

After examining the impact to our system of your request, we feel that the following is a fair and accurate summary of our costs to vacate the paths you have requested:

1. Wichita SCC (WGS30) to Wichita SC (KAZ94)

Description	Cost
DS-3 Radio (2 ea)	\$80,000
Newbridge 3600 Node (2 ea)	\$85,000
Antennas and Coax	\$20,000
Tower	\$148,798
Removal of old tower	\$15,000
Equipment Shelter	\$24,770
Site Development	\$34,210
Labor	\$18,000
Licensing	\$5,000
Total	<u>\$420,818</u>

2. Midian (KAZ95) to Beaumont (WCE934)

Description	Cost
DS-3 Radio (2 ea)	\$80,000
Newbridge 3600 Node (2 ea)	\$85,000
Antennas and Coax	\$20,000

Tower	\$48,798
Removal of old tower	\$9,000
Equipment Shelter	\$24,770
Site Development	\$24,750
Labor	\$8,000
Licensing	\$5,000
Total	<u>\$225,318</u>

We feel that we could accomplish this transition by December of 1996. I understand that you favor the frequency be vacated by May 31, 1996, and we could perform some temporary work with leased circuits etc to accomplish, but we would incur an additional cost of \$104,000. This includes extra labor to install temporary facilities and leased circuit costs for the months of June 1996 through December 1996.

If you have any questions, please feel free to call me at 913-575-1828. We look forward to hearing from you.

Sincerely,



Ray Hildebrand

attachments

COPY

MICROWAVE SITE PROFILES

EVANS EC:

This site is an operating energy center. The antenna is mounted on top of the elevator head house, and the equipment is in a shared equipment room. The room is full, and other arrangements will have to be made, including battery supply HVAC etc.

WICHITA SCC:

This site is the System Control Center and the hub of the southern region telecommunications. There are about 200 channels terminated here from the East (Wichita SC) and 36 from the West (Evans EC). These two systems are at present back to back on a channel level. At this location we can make space for new equipment and antennas during the transition time. The major difficulty will in coax penetrations through the roof. The tower structure is on the roof. Transmission line lengths are 150'.

WICHITA SC:

This site is our service center, and will be one of the more difficult sites to transition. The tower is a 250' self supporting, with a 10'x16' equipment shelter under it. The tower is loaded to capacity, and the shelter is completely full. This site will not support another set of equipment for the transition, either on the tower or in the Building. There is enough land available at this location to construct another tower and building, but will have to be another self support tower. The new site will have to be designed to handle the complete existing equipment load. The old site will then be removed to return the land back to the service center for their use. There are about 60 channels terminated at this facility. I would spec a 300' tower with the following loading: 4 microwave antennas at the top, allowance for diversity dishes 40' below the top, 4 DB609 or equivalent 900 Mhz antennas at the top, 2 DB609's at 250' and 2 DB609's at 200'.

MIDIAN:

This substation site has a 250' guyed tower and structure, that is not sufficient to handle the load of additional equipment or antennas. A new site will have to be constructed, and land availability is still under investigation. We have about 48 channels terminated here. Any new site construction will have to include a phone demark facility, since we lease tail circuits out of this facility.

BEAUMONT:

This station has recently been upgraded with a new tower and structure to facilitate addition of trunked radio equipment. The facility will easily handle a transition. There are now no channels here now, but 12 planned to handle 2 way radio control. The channels would already exist if not for the uncertainty of the PCS transition. We instead, incurred additional expense to provide lease circuit facilities to support the trunked radio requirements.

Microwave Relocation - Bad Actor Form

2/21/96

Incumbent Name: **BNSF**

Market / MTA: Dallas

Market freq. block: B

Number of paths required for initial system: 1
Estimated comparable cost per path: \$201,489
Total estimated comparable cost: \$201,489

Number of paths requested by incumbent for relo: 2
A paths: 1
B paths: 1
C - F paths:
Non PCS paths:
Per path cost requested by the incumbent: \$1,000,000
Additional payments requested by the incumbent:
Total requested relocation cost by the incumbent: \$2,000,000

Chain of events:

<u>Date</u>	<u>Action</u>
10/8/95	Recieved BNSF Letter proposal
10/27/95	Recieved BNSF Tulsa to Ft Worth Sub-system Map

Additional Comments:

We have not responded to this proposal since STV has begun to work well with BNSF in other MTAS and BNSF will only negotiate a single sub-system at a time. It is expected that this sub-system will be next for negotiation and STV plans to use the good faith precedence set in other sub-systems for the negotiation of our single path for relocation.



Maurice E. Foster
Consulting Engineer
Telecommunications Engineering

176 E. 5th St. Suite 250
St. Paul, Minnesota 55101
Telephone (612) 298-2771
FAX (612) 298-2611

October 8, 1995

Mr. Robert Smith
Columbia Spectrum Management
12819 Cricket Hollow Lane
Cypress, TX 77429
FAX 713/383-3580

Dear Mr. Smith:

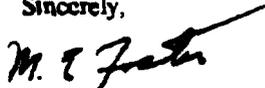
Reference our previous meetings and telephone conversations regarding Burlington Northern Railroad's 2 GHz microwave in the Dallas / Ft. Worth area. The stations of CSM's concern are WIA915, Irving, WIA916, Ft. Worth Deen Road, and WNEF727, Ft. Worth Continental Plaza. These stations are part of the railroad's backbone microwave system from Tulsa to Ft. Worth.

Having received new quotes from microwave radio vendors, I have revised the estimate for replacing the above hops from Ft. Worth to Tulsa. The estimate for implementing a digital replacement system is \$2,000,000 (two million dollars). This estimate includes the following:

- All engineering handled by Burlington Northern Railroad (BN).
- All radio, antenna, and battery equipment purchased / supplied by BN.
- All installation work arranged by BN.
- All frequency coordination and licensing handled by BN.
- All necessary antenna, waveguide, tower work arranged and completed by BN.
- All transportation and state / local taxes paid by BN.
- Arrangement of necessary lease circuits handled by BN.
- BN will agree to relinquish 1 year testing period of new radio paths and system.
- BN will agree to vacate the 2 GHz frequencies presently in use on the Irving to Ft. Worth microwave segment by the end of 1995 if the above estimate is accepted in a timely manner.

Timing of the last item is crucial in implementing a successful goal of vacating the 2 GHz frequencies by December 31, 1995. With the lead times required for ordering T1 lease circuits, we must receive a positive reply from you by November 13, 1995.

Sincerely,


M. E. Foster

cc: Mr. J. P. Hatton
Mr. R. C. Dahl
Mr. M. L. Christensen

File: PCS Ft. Worth

Microwave Relocation - Bad Actor Form

2/26/96

Incumbent Name: **Puget Power**

Market / MTA: **Seattle / MTA 24**

Market freq. block: **B**

Number of paths required for initial system:	12	Number of paths requested by incumbent for relo:	12
Estimated comparable cost per path:	\$190,000	A paths:	2
Total estimated comparable cost:	\$2,280,000	B paths:	7
		C - F path:	3
		Non PCS paths:	0
		Per path cost requested by the incumbent:	\$300,000
		Additional payments requested by the incumbent:	\$4,000,000
		Total requested relocation cost by the incumbent:	\$7,600,000

Chain of events:

<u>Date</u>	<u>Action</u>
2/7/96	STV made a joint offer with GTE to pay Puget Power a total of \$2,200,000 in cash to remove all twelve paths.
2/23/96	Puget Power made a counter offer stating STV/GTE pay \$4,000,000 in addition to a turnkey relocation for ten paths. Puget Power would turn off two paths and STV/GTE would provide a digital upgrade including channel banks for the remaining ten.

Additional Comments:

**PUGET
POWER**

13635 N.E. 80th Street
Redmond, WA 98052

February 23, 1996

Mr. Dee Alipanah
Vice President
VCI
1110 N. Globe Road, Suite 850
Arlington, VA 22201

RE: Puget Sound Power and Light Company 2 GHz Relocation

Dear Mr. Alipanah:

This letter presents a counter-offer to the offer that you presented to Puget Sound Power and Light Company ("Puget Power") on February 7, 1996.

General:

This letter reflects our mutual understanding that Puget Power will vacate the twelve (12) microwave paths currently operating in the PCS A, B, and C block frequencies listed below. In return, Sprint Telecommunications Venture ("STV") and GTE MobilNet ("GTE") shall (1) pay Puget Power a total of Four Million Dollars, U.S. (\$4,000,000.00, U.S.) in cash, and (2) provide turnkey installations for a system currently including ten (10) microwave paths as detailed in Section J below, and the parties hereto intending to be bound, agree as follows.

Description:

This agreement will allow for the relocation and/or decommissioning of the following microwave paths currently licensed to Puget Power:

Path #	FCC Call Sign 1		Freq. (MHz)	FCC Call Sign 2		Freq. (MHz)
1	KEY31	White River	1940	KYP29	Covington	1860
2	WDC47	Oak Harbor	1865	WNER541	Mt. Eric	1945
3	KPD79	Upper Baker	1945	KPD80	Lower Baker	1865
4	KOW42	ESO	1955	KOW41	Cougar Mtn	1855
5	WNER541	Mt. Eric	1955	WNEK417	Lookout Mtn	1855