

**Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, DC 20554**

In the Matter of)
)
AT&T Inc. and Plateau Wireless Seek FCC) WT Docket No. 14-144
Consent to the Assignment of Advanced)
Wireless Services, Cellular, Lower 700 MHz)
And Microwave Licenses and International)
Section 214 Authorizations from Plateau)
Wireless to AT&T Inc.)

AT&T INC. OPPOSITION TO PETITION FOR CONDITIONS

I. Introduction

The Commission should promptly grant the applications to assign to AT&T Inc. (“AT&T”) the licenses used by the mobile wireless business of E.N.M.R. Telephone Cooperative, Plateau Telecommunications, Inc., New Mexico RSA 4 East Limited Partnership, and Texas RSA 3 Limited Partnership (collectively, “Plateau Wireless”). The public interest benefits of this transaction are undisputed -- AT&T and Plateau Wireless customers alike will benefit from a broader, denser, more advanced network, while Plateau Wireless customers will gain access to AT&T’s wider array of services. In addition, the transaction will result in substantial roaming cost savings. The absence of competitive harms is equally undisputed -- AT&T’s spectrum holdings will be well below the new 194 MHz screen, and the other three national carriers hold spectrum across Plateau Wireless’s footprint.

The only substantive filing to date in response to the Commission’s Public Notice has been a Petition for Conditions from T-Mobile USA, Inc. (“T-Mobile”), which is directed solely

at roaming issues.¹ The effects of this transaction on roaming are clear. AT&T's upgrading of the Plateau Wireless network will benefit all customers, including wholesale roaming customers such as T-Mobile. AT&T will make roaming services on this enhanced network available in accordance with the FCC's roaming rules and policies to all eligible carriers, including T-Mobile. If T-Mobile believes that AT&T is failing to comply with its obligations in this regard, T-Mobile may avail itself of the remedies available under the Commission's roaming rules and policies. A license transfer proceeding should not be used to ask the Commission to consider hypothetical violations of its roaming rules and policies, as T-Mobile does in its Petition.

II. The Transaction Will Improve Roaming Services

AT&T's acquisition of Plateau Wireless will improve service for all customers, including roaming customers. Plateau Wireless currently provides 2G GPRS/EDGE service at all of its cell sites and HSPA+ service at some of its cell sites. AT&T will upgrade Plateau Wireless's network, resulting in faster and more reliable data services for all customers, including roaming customers.² 4G LTE service can be more than 100 times faster than 2G GPRS/EDGE service, and 4G LTE service permits the use of voice and data services at the same time, while 2G GPRS/EDGE does not.

In areas where the AT&T and Plateau Wireless networks overlap, AT&T will integrate complementary cell sites and select other equipment, resulting in a denser network with improved coverage and capacity. There will be fewer dropped calls, dead spots, and coverage gaps. Greater cell site density also will enable faster data speeds and permit better signal

¹ Petition for Conditions of T-Mobile USA, Inc. at 1 n.3 (filed Oct. 17, 2014) (“[T]his Petition for Conditions is limited to the transaction’s impact on roaming.”) (“T-Mobile Petition”).

² Response of AT&T Inc. to the General Information Request at 7-8 (filed Oct. 6, 2014).

penetration of homes and other buildings. Roaming customers will benefit from all of these network improvements.

III. The Commission’s Review of This Transaction Should Not Be Weighed Down by a Theoretical Roaming Dispute

A license assignment proceeding is not the place for resolving roaming disputes. This is particularly the case when those disputes are merely hypothetical. T-Mobile claims that the transaction “[j]eopardizes T-Mobile’s [r]oaming [a]bility.”³ Contrary to T-Mobile’s assertion, AT&T has made clear that carriers that roam on Plateau Wireless’s facilities today will continue to be able to roam on them from the day the transaction closes, even though AT&T is not assuming Plateau’s roaming agreements. Indeed, AT&T will continue to offer roaming services on commercially reasonable terms, in accordance with the applicable roaming rules.

T-Mobile does not contest the fact that it will continue to have the ability to roam throughout Plateau’s footprint. T-Mobile apparently is not concerned that service in Plateau’s footprint would be degraded; indeed, after the transaction, T-Mobile’s subscribers will be able to roam on a significantly upgraded network throughout this area.⁴ And T-Mobile is not (at least in this docket) seeking some form of roaming rate regulation. T-Mobile complains instead that AT&T is likely to integrate the Plateau network facilities into the AT&T network, and thereby interfere with T-Mobile’s desire for the option to purchase roaming “in areas comprised of one

³ T-Mobile Petition at 3.

⁴ Although T-Mobile asserts that its customers might experience “loss of coverage or diminution in service quality” if the Commission does not impose the condition it demands, *id.* at 9, any such interruption or degradation in service could result only from a choice by T-Mobile to impose such constraints on its own customers—T-Mobile does not contend, nor could it, that AT&T would not offer roaming or that service on the Plateau network would be degraded.

or a few cell sites” if it prefers to do so.⁵ Accordingly, T-Mobile asks the Commission to order AT&T to organize its network to accommodate T-Mobile’s wishes.

T-Mobile can point to no transaction-specific harm that its proposed condition would remedy.⁶ Indeed, T-Mobile raises concerns about the manner in which AT&T’s network is managed in Wisconsin and Idaho, areas far from the three CMAs relevant here. Rather, T-Mobile appears to be concerned, generally, with the manner in which AT&T divides its network into geographic units for purposes of offering roaming. But even if this were a transaction-specific concern, it would be unreasonable to order one carrier to reorganize its network architecture in a way that, as discussed below, would degrade service to its own customers, merely to suit the desire of a roaming partner to buy roaming one site at a time.

Like other carriers, AT&T and T-Mobile offer roaming services throughout their network service areas. To accommodate roaming partners who need roaming over only a portion of the network, the serving network may offer roaming in discrete geographical network subsections known as location area codes, or “LACs,” which contain a certain number of cell sites. AT&T strives to configure its LACs to make the most efficient use of network resources and to provide an optimal customer experience. If LACs are too big (i.e., they contain too many cell sites), they could exceed the capacity of the radio network controller (“RNC”) that controls the cell sites in the LAC.⁷ By contrast, if LACs are too small, or if their geographic boundaries do not properly

⁵ *Id.*

⁶ The prior transactions that T-Mobile cites to justify its raising of roaming issues in a license assignment proceeding are not on point. In this transaction, unlike the Verizon/Alltel and AT&T/Centennial transactions that T-Mobile cites in its Petition, there will be no appreciable reduction in competition to provide roaming services because the AT&T and Plateau Wireless networks have limited overlap.

⁷ An RNC is a piece of network equipment that handles radio resource management, mobility management, and certain encryption functions.

account for population centers or patterns of customer movement (e.g., rush hour commuting routes), customers may have to unnecessarily cross multiple LAC boundaries during a single session, resulting in excessive hand-offs and increased signaling loads on the network. This, in turn, can increase the likelihood of service degradation and dropped calls.

Although AT&T has agreed to subdivide, or “split,” LACs under some circumstances, it typically resists requests to break its network into pieces as small as “one, or a few cell sites,” as T-Mobile demands here, because of the adverse effects on our network resources and, more importantly, our customers’ service experience. Indeed, we find it rather ironic that T-Mobile is complaining that AT&T’s LACs are too large, as we understand that the average T-Mobile UMTS LAC contains significantly more cell sites than the average AT&T UMTS LAC.

Nonetheless, to the extent that T-Mobile contends that AT&T’s decision to reasonably manage its network in the best interests of its customers is somehow “commercially unreasonable,” it has a remedy available under the complaint procedures in the roaming rules, which would address not only the three CMAs at issue here, but its concerns in Idaho, Wisconsin or elsewhere. In short, this proceeding is simply not the proper forum for addressing T-Mobile’s non-merger-specific desire for smaller LACs.

IV. Conclusion

In reviewing the AT&T/Plateau Wireless assignment applications, the Commission need not address T-Mobile’s claim that the Commission’s roaming rules and policies give T-Mobile the right to dictate the design of AT&T’s network, notwithstanding the needs of AT&T’s other customers. The Commission has created other fora in which to resolve roaming disputes. What is relevant and undisputed here is that this transaction will significantly enhance the quality of

wireless service without harming competition. The Commission should therefore grant the AT&T/Plateau Wireless applications swiftly and without conditions.

Respectfully submitted,

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CERTIFICATE OF SERVICE

I, William R. Zema, Jr., do hereby certify that on this 27th day of October 2014 a true and correct copy of the foregoing “AT&T Inc. Opposition to Petition for Conditions” was served on all of the following via email and, where marked by an asterisk, also by first class mail:

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