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REDACTED – FOR PUBLIC INSPECTION

April 27, 2015

VIA HAND DELIVERY

Marlene H. Dortch, Secretary
Federal Communications Commission
Office of the Secretary
445 12th Street, SW
Washington, DC 20554

Re: Applications of Cellular Network Partnership and KanOkla Telephone
Association for Consent To Assign Licenses (WT Docket No. 15-48)

Dear Ms. Dortch:

KanOkla Telephone Association (“KanOkla”) hereby responds (the “Response”) to the Wireless Telecommunications Bureau (“WTB”) General Information Request dated April 13, 2015 (“Request”).¹ The Request seeks information to assist the Federal Communications Commission (“FCC” or “Commission”) to complete its review of the applications in the above-referenced proceeding.

The Request calls for KanOkla to submit certain information that is sensitive from a commercial, competitive, and financial perspective, and that KanOkla would not reveal in the ordinary course of business to the public or its competitors. KanOkla is submitting information on a Highly Confidential basis pursuant to the Joint Protective Order issued in this proceeding on April 13, 2015. The inadvertent inclusion of any material that is subject to an assertion of the

¹ Letter from Roger C. Sherman, Chief, Wireless Telecommunications Bureau, to Greg Aldridge, KanOkla Telephone Association, WT Docket No. 15-48 (April 13, 2015) and accompanying General Information Request.

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attorney-client, attorney work-product, or other applicable privilege is not intended as a waiver of such privilege. KanOkla requests that any privileged material inadvertently produced be returned to KanOkla as soon as such inadvertent production is discovered by any party, and reserves all rights to seek the return of any such material.

In the public version of the Response, KanOkla has redacted Highly Confidential Information and marked the redactions with “[BEGIN KANOKLA HIGHLY CONFIDENTIAL INFORMATION] . . . [END KANOKLA HIGHLY CONFIDENTIAL INFORMATION]”. The redacted Response is marked “REDACTED – FOR PUBLIC INSPECTION” and is being filed electronically in the Commission’s Electronic Comment Filing System (“ECFS”). The Highly Confidential, unredacted Response is marked “HIGHLY CONFIDENTIAL INFORMATION – SUBJECT TO PROTECTIVE ORDERS IN WT DOCKET NO. 15-48 BEFORE THE FEDERAL COMMUNICATIONS COMMISSION” and is being delivered to the Secretary. Additional copies of the unredacted Response are being delivered as instructed in the Request.

RESPONSE

Request:

1. Explain in detail the decision made by KanOkla to assign the Lower 700 MHz C Block spectrum that is the subject of these applications to CNP, including any attempts made to enter into a sale of this spectrum or alternative arrangements with parties other than CNP.

Response:

KanOkla is a rural incumbent local exchange carrier that, among other things, provides local telephone service and broadband Internet service in rural areas in southern Kansas and northern Oklahoma. KanOkla also provides fixed wireless broadband Internet access service using its licensed Lower 700 MHz C Block spectrum and 3650-3700 MHz spectrum (“3650 MHz”) in rural Kansas and Oklahoma.

KanOkla began using the Lower 700 MHz C Block spectrum to provide high-speed wireless broadband Internet access in 2005. Due to the extremely high cost of the equipment necessary to utilize the 700 MHz spectrum, however, KanOkla deployed service on a trial basis to a limited number of customers in rural Oklahoma, outside KanOkla’s local telephone service area.

[BEGIN KANOKLA HIGHLY CONFIDENTIAL INFORMATION]

[END KANOKLA HIGHLY CONFIDENTIAL INFORMATION] Because KanOkla is a general partner in Cellular Network Partnership (“CNP”), KanOkla, also began considering utilizing its 700 MHz assets to benefit CNP.

In January of 2014, KanOkla consulted with, and engaged Alpina Capital, LLC (“Alpina”) to assist in a strategic review of KanOkla’s wireless operations and assets. Alpina is a FINRA-registered investment bank that has negotiated the sale of over 100 wireless systems and/or spectrum transactions since 2006. In addition, one of Alpina’s Managing Partners has substantial management experience operating, constructing, and financing wireless systems in rural markets. Alpina and KanOkla evaluated several business options regarding KanOkla’s wireless assets, and ultimately focused Alpina’s review and efforts on: **[BEGIN KANOKLA HIGHLY CONFIDENTIAL INFORMATION]**

[END KANOKLA HIGHLY CONFIDENTIAL INFORMATION]

On August 19, 2014, KanOkla and Pioneer entered into a License Purchase Agreement (“LPA”), pursuant to which KanOkla agreed to assign the Licenses to Pioneer. **[BEGIN KANOKLA HIGHLY CONFIDENTIAL INFORMATION]**

[END KANOKLA HIGHLY

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CONFIDENTIAL INFORMATION] Accordingly, on November 17, 2014, KanOkla and Pioneer amended the LPA, to assign the Licenses to CNP.

Please direct any questions regarding this Response to the undersigned.

Respectfully submitted,

A handwritten signature in black ink, appearing to read 'G. Whiteaker', with a long horizontal flourish extending to the right.

Gregory W. Whiteaker
Counsel for KanOkla Telephone Association