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VIA ELECTRONIC FILING

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

**Re: Notice of *Ex Parte* Presentation
Application of AT&T Mobility Spectrum LLC and Club 42 CM Limited
Partnership for Consent to Assign Licenses, WT Docket No. 14-145**

Dear Ms. Dortch:

On October 21, 2015, the undersigned of AT&T Inc. (“AT&T”) and Robert Jackson, counsel for Club 42 CM Limited Partnership (“Club 42”) met separately with Holly Saurer, Acting Legal Advisor to Commissioner Mignon Clyburn and Johanna Thomas, Legal Advisor to Commissioner Jessica Rosenworcel. In each meeting, the parties discussed the above-captioned application of AT&T and Club 42, and how the parties’ proposed transaction would yield significant public interest benefits for wireless consumers in the affected areas of California.

Specifically, the parties discussed how under the Commission’s case-by-case review of wireless transactions, taking into account the “enhanced factor” review of certain low-band spectrum transactions, the above-captioned transaction plainly satisfies the public interest standard. The Commission’s *Mobile Spectrum Holdings Order* made clear that the “enhanced factor” complements – but does not replace – the Commission’s case-by-case review, and that a detailed showing that the public interest benefits of a proposed transaction clearly outweigh potential public interest harms is sufficient to satisfy the “enhanced factor” test.¹ AT&T and Club 42 have more than met this evidentiary burden. As the parties have indicated in their numerous filings with the Commission, the proposed transaction will produce significant public interest benefits. This transaction will enable AT&T to expand its 700 MHz LTE deployment in the affected markets from a 5 x 5 MHz to a 10 x 10 MHz configuration, which in turn will lead to rapid network enhancement, greater spectral efficiency, improved throughput, increased capacity, and better performance for consumers. The Commission has endorsed and favorably cited these benefits in similar transactions.²

¹ *Policies Regarding Mobile Spectrum Holdings*, Report and Order, FCC 14-63, ¶¶ 286-287 (2014).

² *See, e.g., Application of AT&T Mobility Spectrum LLC and Kaplan Telephone Company, Inc. for Consent to Assign Licenses*, Memorandum Opinion and Order, DA 15-958, ¶¶ 29-31 (2015).



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The parties also discussed how grant of the AT&T/Club 42 application will not harm competition. This transaction does not implicate the vast majority of factors typically evaluated by the Commission in determining competitive harm: this transaction has no impact on market shares, the number of competitors operating in the market, or competitors' network coverage. This transaction also does not trigger the Commission's overall spectrum screen. Rather than providing evidence of specific competitive harms as a result of this transaction, its opponents have asserted that any acquisition of spectrum below 1 GHz that triggers "enhanced factor" review is presumptively anticompetitive and/or raised concerns regarding spectrum aggregation as a general matter.

The parties also noted that the Commission has the authority to consider the market for wireless licenses in a given geographic area as part of its review of a proposed transaction.

Finally, AT&T and Club 42 note that they have supplied substantial evidence in this proceeding – including responses to three information and document requests – supporting their public interest showing. As AT&T's and Club 42's submissions have demonstrated, this transaction will result in numerous, significant public interest benefits – benefits that have repeatedly been endorsed by the Wireless Telecommunications Bureau in other proceedings – and will not harm competition. Thus, the Commission should promptly grant this transaction and permit AT&T to proceed with enhancing its LTE network to the benefit of consumers in the affected markets.

Pursuant to Section 1.1206(b)(2) of the Commission's Rules, a copy of this letter is being filed electronically for inclusion in the above-captioned docket. Please direct any questions about this matter to the undersigned.

Respectfully submitted,

/s/ Joan Marsh

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Vice President, Federal Regulatory

cc: Holly Saurer
Johanna Thomas