

Charles E. Foster
Group President

SBC Communications Inc.
175 E. Houston Street
San Antonio, Texas 78205
Phone 210 351-5100



July 29, 1999

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FEDERAL COMMUNICATIONS COMMISSION
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ExParte Presentation

Magalie Roman Salas, Esq.
Secretary
Federal Communications Commission
445 12th Street, S.W.
Washington, D.C. 20554

RE: In the Matter of Applications for Consent to the Transfer of Control of Licenses and Section 214 Authorizations from Ameritech Corporation, Transferor, to SBC Communications Inc., Transferee.
CC Dkt. No. 98-141

Dear Ms. Salas:

On July 1, 1999, SBC Communications Inc. ("SBC") and Ameritech Corporation ("Ameritech") filed a package of proposed conditions that comprehensively address the concerns raised by Chairman Kennard regarding the SBC-Ameritech transfer of control and provide significant commitments that will bring immediate and substantial benefits to the public.

Notwithstanding that the Proposed Conditions are not yet in effect, SBC and Ameritech are complying with those specific Proposed Conditions that we agreed would be implemented before the merger closes. First, Proposed Condition 62a requires that SBC appoint a corporate officer to oversee the implementation of and compliance with FCC Conditions and to monitor SBC/Ameritech's compliance program regarding Conditions imposed by the FCC relating to the merger. On July 13, 1999, Edward Whitacre, Chairman and Chief Executive Officer of SBC, appointed me to this position. See Attachment 1. As a result, I will serve as the SBC corporate compliance officer for the Conditions imposed by the FCC relating to this merger.

Second, Proposed Condition 2a includes a pre-merger closing condition on SBC. Specifically, it requires that SBC implement certain

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specified performance measurements and provide data for Arkansas, California, Kansas, Missouri, Nevada, Oklahoma and Texas by August 1, 1999. SBC has implemented these performance measurements and has enclosed with this letter two months of data (May and June), thereby fulfilling the August 1st commitment. Specifically, the two months of data cover the following performance measurements for SBC's operations in Arkansas, Kansas, Missouri, Oklahoma and Texas: 1, 2a, 2b, 3a, 3b, 3c, 4a, 4b, 4c, 5a, 5b, 5c, 8a, 8b, 9a, 9b, 9c, 10a, 10b, 10c, 11a, 11b, 11c, 13, 14, 15, 16, 17, 18, 19 and 20. In addition, as called for by Proposed Condition 2a, two months of data for the following performance measurements are enclosed for SBC's operations in California and Nevada: 2a, 2d, 5a, 8a, 8b, 9b, 10a, 10b, 11a, 11b, 14, 15, 16, 18, 19 and 20. The same measurements are in place across the 7 SBC states except where specific state requirements apply or there are differences in the underlying legacy systems (i.e., measurements 15 and 16 for California and Nevada are slightly different due to differences in the California and Nevada wholesale and legacy systems versus the systems in use at SWBT and the underlying business rules, levels of disaggregation and benchmarks established for these measures by the California and Nevada Commissions).

If you have any questions regarding the above, please contact Marian Dyer at (202) 326-8835.

Sincerely,

A handwritten signature in black ink, appearing to read "C. E. Foster". The signature is fluid and cursive, with a large initial "C" and "E".

Charles E. Foster

cc: Mr. Bill Dever (with attachments)

To be announced: July 13, 1999
1:00 p.m.

**SBC COMMUNICATIONS INC.
SAN ANTONIO, TEXAS**

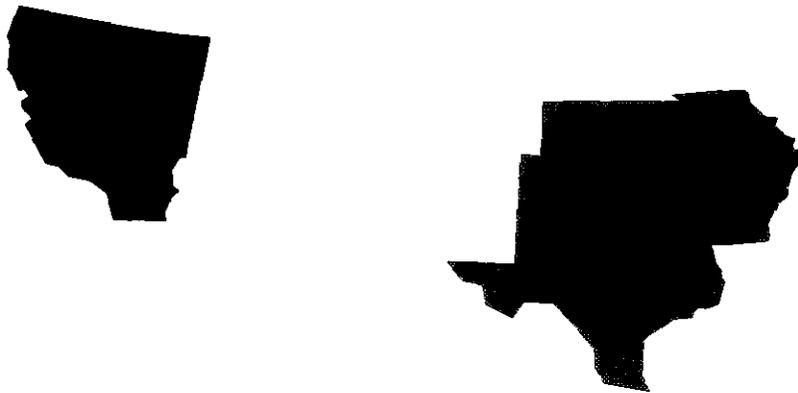
Effective immediately, **MR. CHARLES FOSTER**, Group President-SBC, has been assigned the additional responsibility of Compliance Officer. Mr. Foster will be responsible for ensuring that SBC meets all the requirements contained in merger agreements negotiated with the FCC Staff.

Edward E. Whitacre, Jr.

**Chairman and
Chief Executive Officer
SBC Communications Inc.**



FCC Performance Measurements



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FCC Performance Measurements.