



**NOTICE OF WRITTEN EX PARTE
PRESENTATIONS (47 C.F.R. § 1.1204(10))**

October 21, 2005

VIA ECFS

Ms. Marlene H. Dortch
Secretary
Federal Communications Commission
445 12th Street, SW
Room TW B204
Washington, DC 20554

Re: Written Ex Parte Filed in the Proceedings Captioned:

***In the Matter of Application for Consent to Transfer of Control filed by SBC
Communications Inc. and AT&T Corporation, WC Docket No. 05-65.***

***In the Matter of Application for Consent to Transfer of Control filed by Verizon
Communications Inc. and MCI Corporation, WC Docket No. 05-75.***

Dear Madam Secretary:

SBC Communications Inc. ("SBC") and AT&T Corp. ("AT&T"), in the FCC proceedings docketed WC Docket No. 05-65,¹ and Verizon Communications Inc. ("Verizon") and MCI, Inc. ("MCI"), in the FCC proceedings docketed WC Docket No. 05-75,² have filed a series of applications seeking FCC approval of the transfer of control to: (i) SBC of licenses and authorizations held directly and indirectly by AT&T as a result of a proposed acquisition whereby AT&T will become a wholly owned SBC subsidiary; and (ii) to Verizon of licenses and authorizations held directly and indirectly by MCI based on a proposed acquisition resulting in MCI becoming a wholly-owned subsidiary of Verizon. The FCC notice for each of these

¹ See "Commission Seeks Comment On Application For Consent To Transfer Of Control Filed By SBC Communications Inc. and AT&T Corp.; Pleading Cycle Established," *Public Notice*, WC Docket No. 05-65, 20 FCC Rcd 5268 [DA 05-656] (March 11, 2005, Released).

² See "Commission Seeks Comment On Applications For Consent To Transfer Of Control Filed By Verizon Communications Inc. And MCI, Inc.; Pleading Cycle Established," *Public Notice*, WC Docket No. 05-75, 20 FCC Rcd 6293 [DA 05-762] (March 24, 2005, Released).

dockets specified that both “. . .will be governed by permit-but-disclose ex parte procedures that are applicable to non-restricted proceedings under section 1.1206 of the Commission's rules.”

In July 2005, after the close of the comment cycles in both proceedings, NARUC passed a resolution relevant to both captioned: ***Resolution on Mergers in the Telecommunications Industry***. That resolution points out that the FCC and States have worked collaboratively on a number of issues and that State Commissions understand the service and network issues unique to their jurisdictions. It also urges the FCC to:

- Engage in a full and detailed review of these mergers;
- Take into account the collective and cumulative impact of pending mergers;
- Include consideration of conditions designed to remedy possible anti-competitive effects, if any such effects are found to exist; and
- Provide State Commissions with “a meaningful participatory role in the enforcement of any merger conditions, as appropriate.”

I have attached a copy of the resolution to this letter.If you have any questions or comments about this filing, please do not hesitate to contact me at 202.898.2207.

Respectfully Submitted,

/s/ _____

James Bradford Ramsay
NARUC General Counsel

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Resolution on Mergers in the Telecommunications Industry

WHEREAS, State Commissions and the Federal Communications Commission (FCC) have worked collaboratively to develop market and industry conditions fostering the development of competitive retail and wholesale markets; *and*

WHEREAS, State Commissions and the FCC have worked to bring consumers the benefits of new competitors and technologies through encouraging entry by diverse facilities based competitors; *and*

WHEREAS, Significant mergers in the telecommunications market may prove to have beneficial aspects or they could also result in the loss of the benefits from the current level of competition in retail and wholesale markets; *and*

WHEREAS, State Commissions have been fully engaged with implementing the Telecommunications Act of 1996 and understand the service and network issues unique to their State; *now therefore be it*

RESOLVED, That the Board of Directors of the National Association of Regulatory Utility Commissioners (NARUC), convened at its July 2005 Summer Meetings in Austin, Texas, resolves that to preserve the intent of Congress to facilitate competition and protect the public interest, the review of these mergers by the Department of Justice and the FCC should be detailed, thorough, and provide for full review and debate by all affected parties and State commissions; *and be it further*

RESOLVED, That the Department of Justice and the FCC should take into account the collective and cumulative impact of pending mergers; *and be it further*

RESOLVED, That the review of these mergers by the Department of Justice and the FCC should include consideration of conditions designed to remedy possible anti-competitive effects, if any such effects are found to exist; *and be it further*

RESOLVED, That State Commissions should have a meaningful participatory role in the enforcement of any merger conditions, as appropriate; *and be it further*

RESOLVED, That NARUC directs its General Counsel to act with due diligence in furthering this Resolution in all merger reviews conducted by the Department of Justice and the FCC.

*Sponsored by the Telecommunications Committee
Adopted by the NARUC Board of Directors July 27, 2005*