Before the
Federal Communications Commission
Washington, DC 20554

In the Matter of	)	
	)	
Sprint Nextel Corporation and Clearwire	)	WT Docket No. 08-94
Corporation Seek FCC Consent to Transfer	)	
Control of Licenses and Authorizations	)	

AT&T INC. PARTIAL OPPOSITION TO
PUBLIC INTEREST SPECTRUM COALITION
PETITION FOR RECONSIDERATION

AT&T Inc., on behalf of AT&T Mobility LLC and its wholly-owned and controlled wireless affiliates (collectively, "AT&T"), hereby opposes in part the Petition for Reconsideration filed by the Media Access Project on behalf of the Public Interest Spectrum Coalition ("PISC") in the above-captioned proceeding.[1] Specifically, AT&T opposes PISC's request that the Commission "reverse its decision to include [Broadband Radio Service ("BRS")] in the spectrum screen."[2] As AT&T and others stated on the record in this proceeding, and as the FCC itself determined in the *Sprint-Clearwire Order*,[3] BRS spectrum meets all of the FCC's criteria for inclusion in the input market for mobile broadband and telephony, and the "new" Clearwire plainly intends to compete with existing mobile providers.[4] PISC has provided no

[1] Petition for Reconsideration of the Public Interest Spectrum Coalition, WT Docket No. 08-94 (filed Dec. 8, 2008) ("*PISC Petition*").

[2] *PISC Petition* at 4.

[3] Sprint Nextel Corporation and Clearwire Corporation, *Memorandum Opinion and Order*, WT Docket No. 08-94 (rel. Nov. 7, 2008) ("*Sprint-Clearwire Order*").

[4] Indeed, as noted below, New Clearwire already competes with existing mobile broadband providers in some areas, and intends to cover half the population of the United States within two years.

basis for revisiting this conclusion, and its request should be summarily denied on both substantive and procedural grounds.

In this proceeding, the FCC reviewed and ultimately approved the assignment of the BRS licenses and leases of Sprint Nextel Corporation ("Sprint") to Clearwire Corporation ("Clearwire") and the associated restructuring of Clearwire. Contrary to Sprint and Clearwire's initial assertions, the Commission determined that it was required to conduct a competitive analysis of the combination[5] and that, in applying the "spectrum screen" triggering competitive review, the FCC should include BRS spectrum to be held by the new company. PISC now challenges the FCC's determination that BRS spectrum should be included in the mobile telephony and broadband input market, and therefore the inclusion of BRS in the spectrum screen.

Specifically, in the *Sprint-Clearwire Order*, the FCC found that "[i]n light of recent developments and our determination to evaluate the broader combined market for mobile telephony/broadband services in our competitive analysis, we decide to include . . . certain BRS spectrum in an updated, market-specific initial spectrum screen in those markets where that spectrum is available."[6] Those recent developments, as noted by the Commission, included "great progress in the last three years . . . in terms of transitioning to the new band plan, finalizing the WiMAX standards, developing equipment, and formulating . . . plans for using the 2.5 GHz band to provide service."[7] The Commission also observed that it had, since the *AT&T-*

[5] PISC apparently concedes that it was appropriate for the FCC to conduct a competitive analysis of the merger, and with the FCC's conclusion that consolidation will benefit consumers in this case. *PISC Petition* at 1-2. PISC apparently disagrees with the notion that the spectrum being used by New Clearwire to compete should be considered suitable for New Clearwire's use in mobile broadband competition. *Id*. at 3.

[6] *Sprint-Clearwire Order* at ¶ 61.

[7] *Id.* at ¶ 65.

Dobson Order, "include[d] BRS spectrum as part of our market-specific analysis of competitive harm that might result through spectrum aggregation when BRS spectrum was in fact available in a particular market,"[8] and that its prior reluctance to include BRS in the general screen was that "in the context of a uniform nationwide initial spectrum screen, . . . we could not yet conclude that sufficient BRS spectrum would be available nationwide soon enough to affect current behavior."[9] Because the Commission now applies "the initial spectrum screen on a market-specific, rather than a nationwide, basis,"[10] that prior objection no longer is relevant.[11]

In its Petition, PISC makes only two arguments for reconsideration of the inclusion of BRS in the mobile services spectrum input market. First, PISC argues that it would be premature to consider such spectrum suitable for mobile service competition, and second, that adding BRS to the input market would lead to anticompetitive spectrum aggregation. Neither argument has any basis.

Notably, there is ample record evidence, including numerous statements by the principals of Sprint and Clearwire, as to the suitability of 2.5 GHz spectrum for mobile broadband services. For example, Clearwire's own Chief Executive Officer stated that "[t]he 2.5 GHz band is best for mobile broadband services due to channel size and propagation characteristics" and that "[i]t's

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[8] *Id.* at ¶ 66.

[9] *Id.*

[10] *Id.* The FCC further observed that progress had been made since the AT&T-Dobson Order, noting that, "in the time since release of the *AT&T-Dobson Order*, . . . the transition has been completed in 337 out of 493 Basic Trading Areas (BTAs) [and that] all BRS licensees must be operating and be able to demonstrate substantial service by May 1, 2011 or lose their licenses, [which] should further accelerate completion of the transition." *Id*.

[11] Indeed, based on the record evidence, the Commission's decision to include only 55.5 MHz of BRS spectrum in the input market was very conservative. Other parties had argued for inclusion of over three times that amount, including Educational Broadband Service ("EBS") spectrum. AT&T continues to believe, to the extent that it is leased to commercial providers, that EBS should also be considered part of the input market.

ideal for broadband because high bandwidth wireless networks have to deliver capacity, not just coverage."[12] PISC apparently does not agree with New Clearwire's own assessment of its spectrum assets, despite the fact that Clearwire's owners have invested billions based on it.

PISC's conjecture that it would be premature to conclude that BRS is suitable for mobile broadband is demonstrably wrong.[13] Even if BRS spectrum were not already available and in use in the mobile services market, it should still be included in the input market as it is likely to discipline market behavior. As the Commission noted in the *AT&T-Dobson Order*, commercial availability of services using a specific band is not a prerequisite for inclusion of such spectrum in the spectrum input market. In fact, in the *AT&T-Dobson Order*, the FCC included 700 MHz spectrum, even though the majority of the band at that time had not even been auctioned—much less licensed—and that the analog-to-digital transition that would clear broadcasters from the band was not slated to occur before February 17, 2009. The FCC stated "[w]e are . . . confident at this point in time that [the 700 MHz spectrum] will be licensed and available on a nationwide basis in the sufficiently near term—less than a year and a half—that the prospect of its availability will discipline current market behavior."[14] The question is not therefore whether the BRS competitors are actually operating in a market, but rather whether the prospect of such competition will discipline market behavior. Sprint has gone far beyond this, in fact, and

[12] *See* AT&T Inc. Reply to Sprint/Clearwire Opposition and Google Opposition, WT Docket 08-94 (filed Aug. 11, 2008) ("*AT&T Reply*") at 9 (citing "New Wireless Venture Seen Drawing Scant Regulatory Scrutiny," Communications Daily (May 8, 2008)).

[13] *PISC Petition* at 3.

[14] Applications of AT&T Inc. and Dobson Communications Corporation For Consent to Transfer Control of Licenses and Authorizations, *Memorandum Opinion and Order*, 22 FCC Rcd 20295, ¶ 31 (2007). Under PISC's reasoning, the Commission should have excluded 700 MHz spectrum from competitive analysis as unsuitable for mobile broadband competition because the spectrum is not currently available for use and "it will take some time before the spectrum is ready and the competitor[s] can begin actually offering a working service." *PISC Petition* at 4.

claimed that "[t]hree years from now, we'll be the undisputed clear leader of wireless data in America."[15] Such a pronouncement by Sprint, a leader in wireless services for more than a decade, clearly disciplines current market participants.

Moreover, BRS is commercially available today, having been transitioned to the new band plan in Basic Trading Areas comprising nearly 85 percent of the U.S. population.[16] Indeed, the spectrum is already being used for wireless broadband. As the *Sprint-Clearwire Order* notes, "[i]n September 2008, [Cleawire] launched . . . WiMAX service in Baltimore, Maryland, and plans to launch service in Washington, D.C., and Chicago, Illinois in the fourth quarter of 2008."[17] The order also notes that Clearwire "currently provides fixed and portable wireless broadband internet services operating on licensed BRS and leased EBS spectrum in the 2.5 GHz Band . . . to 394,000 subscribers in 46 markets in suburban and rural communities in the United States that include an estimated 13.6 million people," that it "is planning to upgrade its existing fixed wireless network in the United States by deploying a mobile WiMAX network," and that "[i]n Portland, Oregon, Clearwire is in a beta trial to deploy this mobile network upgrade, which reportedly has gone well."[18] The Clearwire applications also themselves commit to a mobile broadband build-out that will "cover almost one half of the United States population in roughly

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[15] *See AT&T Reply* at 11 (citing Cecilia Kang, "Bucking the Wind to Rebuild Sprint," *The Washington Post* at D01 (May 21, 2008)).

[16] *See, generally*, WT Docket 06-136.

[17] *Sprint-Clearwire Order* at ¶ 5. According to press reports, Chicago and Washington have been "soft launched" since January of 2008. *See* AT&T Inc. Petition to Deny, WT Docket No. 08-95 (filed July 24, 2008) at 5 (citing Brad Reed, "Sprint Gets WiMAX Soft Launch Underway," NETWORKWORLD (Jan. 8, 2008), http://www.networkworld.com/news/2008/010808-sprint-wimax.html (last visited July 24, 2008).

[18] *Sprint-Clearwire Order* at ¶¶ 7-8. The parties have apparently branded their offering "Clear" and, according to the Clear website, Clear is currently providing service in Portland, Oregon, with service in Las Vegas, Nevada, Atlanta, Georgia, and Grand Rapids, Michigan "coming soon." https://www.clear.com/where_is_clear.html (last visited Dec. 15, 2008).

thirty-six months," "cover[ing] up to 140 million people in the United States by the end of 2010."[19] Contrary to PISC's conjecture, BRS spectrum is not only available and suitable for mobile services, it is already in use. It is in no way premature to consider BRS as part of a spectrum input market for mobile services.

PISC's second argument for reconsideration of the inclusion of BRS in the spectrum input market consists solely of wild speculation as to the anticompetitive results that PISC supposes would result from this change. PISC frets that the order is "an invitation for incumbents to swoop into a market as soon as a potential competitor clears BRS spectrum."[20] Apparently, PISC believes that by considering all spectrum used for mobile services to be in the same input market, the FCC will, in the future, lose its ability to identify which spectrum aggregations are in the public interest.

As the Commission's decision in the Verizon Wireless/ALLTEL transaction makes clear, however, the Commission's case by case analysis is very well suited to identify those combinations that are likely to benefit consumers through lower prices, increased innovation, and broader and more robust coverage, and those that are likely to be anticompetitive. Although the combination of Verizon Wireless and ALLTEL generally was deemed beneficial, the parties were required to divest spectrum and operations in more than 100 CMAs where the consolidation raised competitive concerns.[21] PISC is not unaware of the FCC's ability to make public interest

[19] Applications of Sprint Nextel Corporation and Clearwire Corporation For Consent to Transfer Control of Licenses and Authorizations, ULS File No. 0003562540 *et al.*, Public Interest Statement at 20 (filed June 6, 2008).

[20] *PISC Petition* at 4. PISC's prediction of the horrors that would accompany the *future* clearing of BRS spectrum ignores the fact that almost 85 percent of the U.S. population lives in areas where the spectrum has already been cleared. *See* n.16, *infra*.

[21] The Commission's consent to the Verizon Wireless/ALLTEL transaction was conditioned upon Verizon Wireless' compliance with its commitment to divest operations in 100 Cellular Market Areas ("CMAs"), as well as the divestiture of 5 additional CMAs identified by the FCC.

judgments in its transactional analyses—PISC itself points out that AT&T was required to divest BRS spectrum as a result of the Commission's review of the AT&T/BellSouth transaction.[22] Yet PISC suggests that the FCC's acknowledgment of the fact that BRS spectrum is suitable to support mobile services will suddenly open the door to spectrum acquisitions that will "kill" competition.[23] PISC apparently believes that the FCC will suddenly fail, in the future, to correctly identify which aggregations are in the public interest unless it first declares that some of the spectrum New Clearwire uses to provide mobile broadband service is unsuitable for that purpose. PISC's argument is supported by neither record nor reason.

Not only does the *PISC Petition* fail to state a case for relief, even worse, it fails to meet the facial grounds for consideration by the Commission. Pursuant to Section 1.106(b)(2) of the FCC's rules, a petition for reconsideration must "rel[y] on facts which relate to events which have occurred or circumstances which have changed" or "facts unknown to petitioner until after his last opportunity to present such matters."[24] The requirements of Section 1.106(b)(2) have been held to apply to petitions for reconsideration of Commission actions, such as this one.[25] Because PISC's petition presents no facts, contains no declarations or affidavits, and does not

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See Applications of Cellco Partnership d/b/a Verizon Wireless and Atlantis Holdings LLC, WT Docket No. 08-94 (rel. Nov. 10, 2008) at ¶¶ 157-159. Notably, significant spectrum acquisitions are also reviewed by the Antitrust Division of the United States Department of Justice.

[22] *PISC Petition* at 3-4.

[23] *Id*. at 4.

[24] 47 C.F.R. § 1.106(b)(2). *See also WWIZ, Inc*., 37 FCC 685, 686 (1964), *aff'd sub nom. Lorain Journal Co. v. FCC*, 351 F. 2d 824 (D.C. Cir. 1965), *cert. denied*, 383 U.S. 967 (1966) (reconsideration is appropriate only where the petitioner either shows a material error or omission in the original order or raises additional facts not known or existing until after the petitioner's last opportunity to present such matters).

[25] Adelphia Communications Corporation, 45 CR 1356 (2008) (parties are not permitted to "merely re-argue[] the issues that [they] raised in [their] comments and reply comments -- issues that were explicitly addressed and rejected by the Commission").

fall within the permitted grounds for a petition for reconsideration, it should be summarily denied. [26]

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December 18, 2008

[26] Indeed, while PISC filed an opposition and an *ex parte* in this docket, PISC has never raised the question of whether it is premature to include BRS spectrum in spectrum screen. Moreover, as a procedural matter, PISC's filing is legally defective in that it fails to comply with the requirements of Section 1.106(f) stating that such petitions "shall be served upon the parties to the proceeding." 47 C.F.R. § 1.106(f).

CERTIFICATE OF SERVICE

I, Kimberly Riddick, hereby certify that on this 18th day of December, 2008, I caused copies of the foregoing "Petition to Deny of AT&T Inc." to be served, First Class mail, postage pre-paid, on the following:

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