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**REDACTED – FOR PUBLIC INSPECTION**

June 17, 2011

## **BY HAND DELIVERY**

Ms. Marlene H. Dortch  
Secretary  
Federal Communications Commission  
445 Twelfth Street, S.W.  
Washington, D.C. 20554

Ms. Lynne Hewitt Engledow  
Pricing Policy Division, Wireline Competition Bureau  
Federal Communications Commission  
445 Twelfth Street, S.W.  
Washington, D.C. 20554

Re: In the Matter of Developing a Unified Intercarrier Compensation  
Regime, *et al.*, CC Docket No. 01-92, WC Docket Nos. 05-337,  
07-135, and 10-90, and GN Docket No. 09-51

Dear Ms. Dortch and Ms. Hewitt Engledow:

Pursuant to paragraph 572 of the Notice of Proposed Rulemaking and Further Notice of Proposed Rulemaking adopted in the above-referenced proceedings on February 8, 2011 (the “NPRM/FNPRM”), TDS Telecommunications Corporation, by its attorneys and on behalf of its subsidiaries (collectively, “TDS Telecom”), hereby submits confidential and proprietary data concerning (1) its switched access revenue, expense, and minutes of use

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(“MOU”) for intrastate access, interstate access, and reciprocal compensation during the years 2008, 2009, and 2010, and (2) the number of switched access lines served by TDS Telecom.<sup>1</sup> This information is provided under the protection of the Protective Order issued by the Commission on September 16, 2010.<sup>2</sup>

The data provided herein is among the most commercially sensitive information concerning TDS Telecom, and its disclosure would put the company at a competitive disadvantage in the marketplace. TDS Telecom therefore has designated the data as “Confidential Information,” subject to the protections of the aforementioned Protective Order (including but not limited to the limitations on access to such information). TDS Telecom has provided clear identification of the portions of its filing containing Confidential Information, and in light of the sensitivity of the Confidential Information has provided that additional copying of the confidential, unredacted version of the filing should be prohibited.<sup>3</sup>

TDS Telecom further requests protection from disclosure of the Confidential Information pursuant to the Freedom of Information Act (“FOIA”) and Section 0.459 of the Commission’s rules.<sup>4</sup> Exemption 4 to FOIA exempts from routine disclosure “trade secrets and commercial or financial information obtained [by an agency] from a person and privileged or confidential.” Likewise, the Commission’s implementing rules specify that, with the requisite showing, “materials [that] contain trade secrets or commercial, financial or technical data which would customarily be guarded from competitors” shall be afforded confidential treatment and not be made available for public inspection.<sup>5</sup> As discussed below, the Confidential Information falls squarely within these definitions of materials exempt from public inspection.

Statement of Reasons for Withholding Materials from Inspection, 47 C.F.R. § 0.459

1. *Identification of the specific information for which confidential treatment is sought.*

All information delineated as “Confidential Information” in the enclosed document is commercial, financial, and/or technical data which TDS Telecom customarily guards from public disclosure. Specifically, the Confidential Information includes (1) switched access revenue,

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<sup>1</sup> Notice of Proposed Rulemaking and Further Notice of Proposed Rulemaking, FCC 11-13, at ¶ 572 (2011).

<sup>2</sup> Protective Order, 25 FCC Rcd 13160 (2010) (the “Protective Order”).

<sup>3</sup> *Id.* at ¶ 5 (“If, in the reasonable judgment of the Submitting Party, a document contains information so sensitive that copying of it should be restricted, the Submitting Party may mark the document with the legend ‘Additional Copying Prohibited’”).

<sup>4</sup> 5 U.S.C. 552(b), *et seq.*; 47 C.F.R. § 0.459.

<sup>5</sup> 47 C.F.R. § 0.457(d)(2). *See also Examination of Current Policy Concerning the Treatment of Confidential Information Submitted to the Commission*, Report and Order, GC Docket No. 96-55, 13 FCC Rcd. 24816 (1998).

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expense, and MOU for intrastate access, interstate access, and reciprocal compensation during the years 2008, 2009, and 2010, and (2) the number of switched access lines served by TDS Telecom.

- 2. Identification of the Commission proceeding in which the information was submitted or description of the circumstances giving rise to the submission.*

As indicated in the subject line of this letter, the Confidential Information is submitted in the proceedings docketed at CC Docket No. 01-92, WC Docket Nos. 05-337, 07-135, and 10-90, and GN Docket No. 09-51. TDS Telecom provides the Confidential Information in response to the Commission's request, as provided at paragraph 572 of the NPRM/FNPRM.

- 3. Explanation of the degree to which the information is commercial or financial, or contains a trade secret or is privileged.*

The enclosed Confidential Information provides highly confidential and sensitive financial and commercial information with respect to the revenues and expenses of TDS Telecom, as well as the number of switched access lines served. Such information is among the most commercially sensitive financial information concerning TDS Telecom, and TDS Telecom does not customarily make such information available to the public.

- 4. Explanation of the degree to which the information concerns a service that is subject to competition.*

The Confidential Information is related to telecommunications services that are provided by TDS Telecom. The telecommunications industry is competitive.

- 5. Explanation of how disclosure of the information could result in substantial competitive harm.*

As the Commission recognized in paragraph 572 of the NPRM/FNPRM, data of the sort provided herein is "commercially sensitive." The detailed revenue, expense, and operational data provided as Confidential Information could be used by competitors to target service offerings in a manner intended to disadvantage TDS Telecom in the marketplace.

- 6. Identification of any measures taken by the submitting party to prevent unauthorized disclosure.*

TDS Telecom makes the Confidential Information available solely on a "need to know" basis to the extent necessary to the operation of its business.

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7. *Identification of whether the information is available to the public and the extent of any previous disclosure of the information to third parties.*

The Confidential Information is not publicly available.

8. *Justification of the period during which the submitting party asserts that material should be available for public disclosure.*

The Confidential Information should be treated as confidential indefinitely. Even within the company, the Confidential Information is not widely disclosed. In light of the commercially sensitive nature of the Confidential Information, the Commission should not make the Confidential Information available for public inspection at any point, other than in the limited circumstances expressly provided for by the Protective Order.

TDS Telecom is submitting the unredacted, confidential version and the redacted, public version of this filing with the appropriate legends, and is complying with the delivery instructions provided in the Protective Order. A copy of the redacted version also is being filed electronically via ECFS.

This request for confidential treatment should not be construed as a waiver of any other protection from disclosure or confidential treatment accorded by law.

Please contact the undersigned at (202) 662-6000 if you should have any questions concerning this filing.

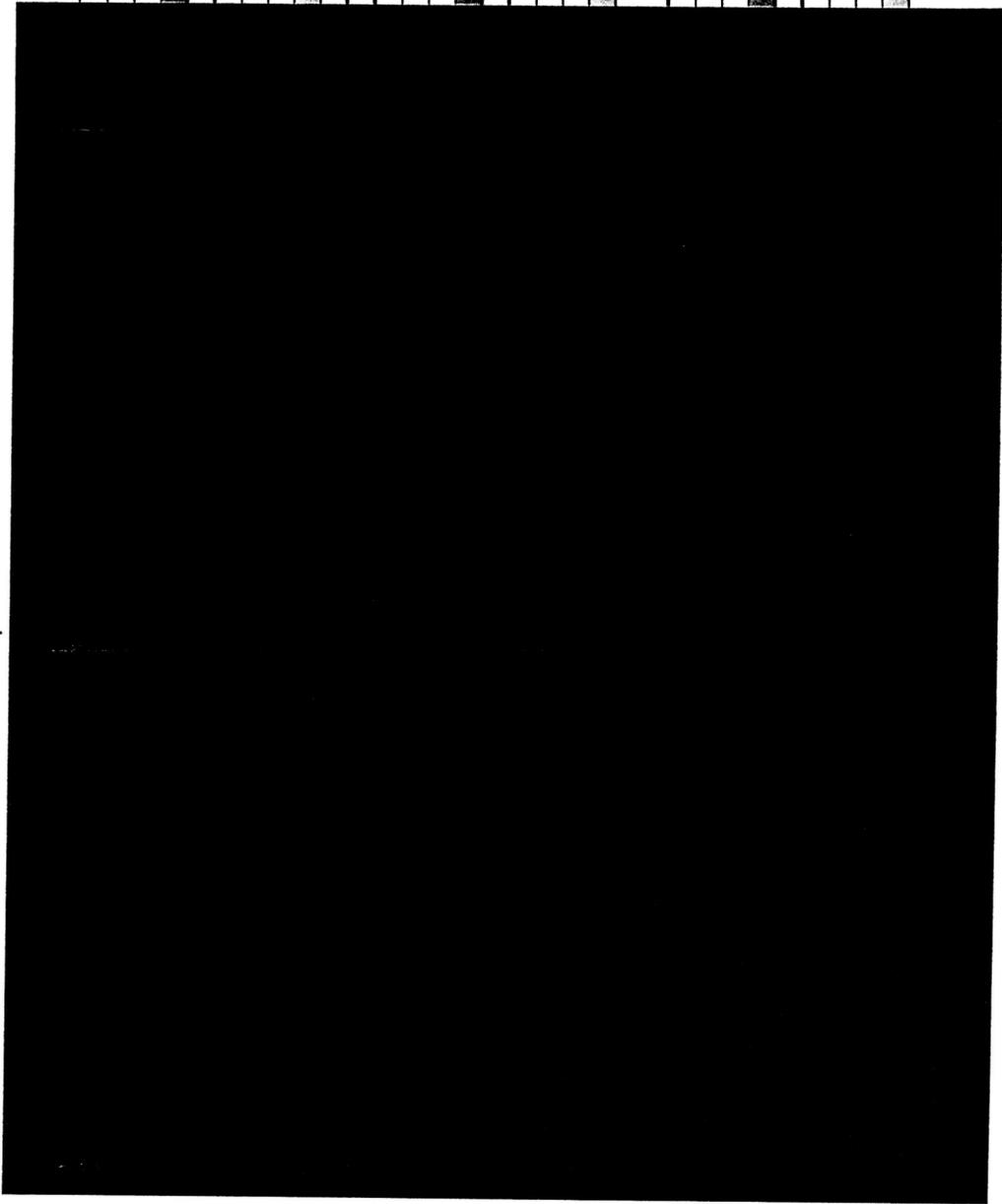
Respectfully submitted,



Yaron Dori  
Matthew S. DelNero  
Counsel to TDS Telecom

Enclosure

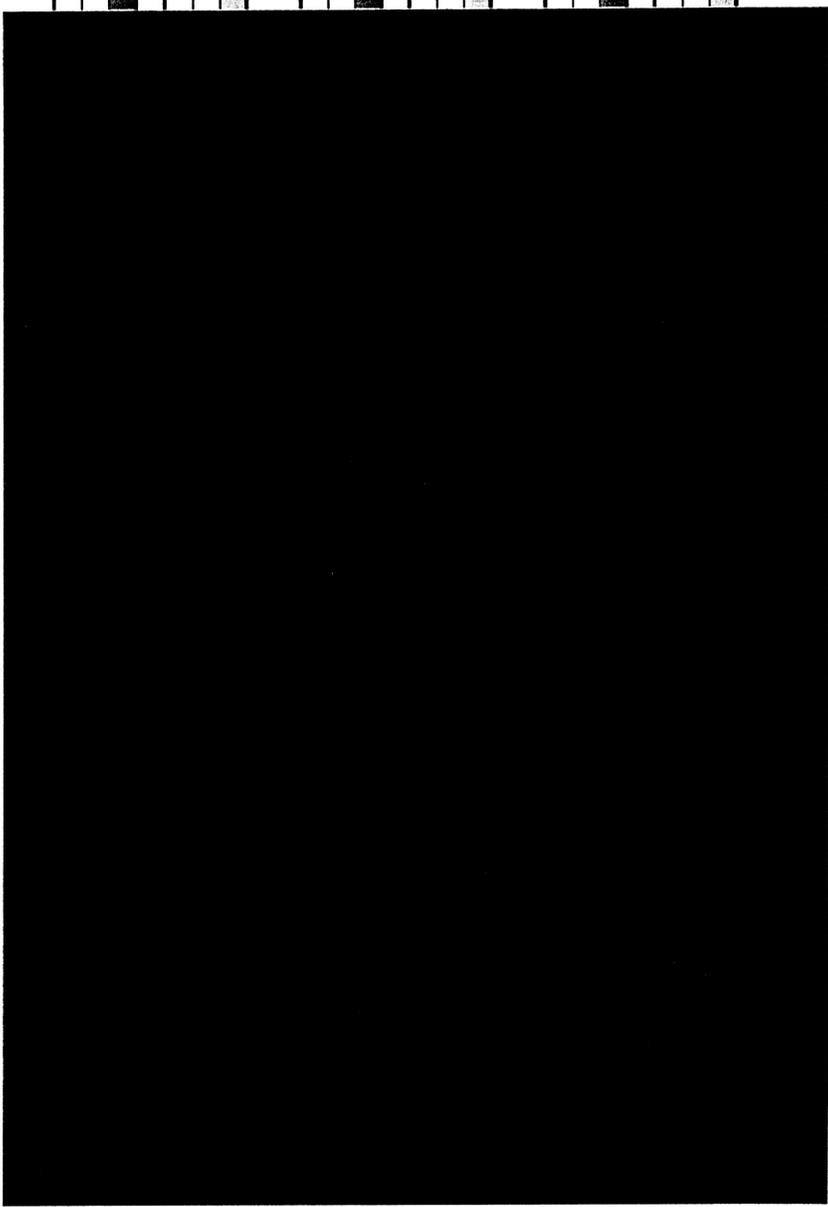
| Billed Switched & Direct Trunk Access Revenues by<br>Year/Jurisdiction/Direction<br>(In Thousands) |              |
|--|--------------|
| 2008   | Interstate   |
|  | ORIG         |
|  | TERM         |
|  | Direct Trunk |
| 2009   | Interstate   |
|  | ORIG         |
|  | TERM         |
|  | Direct Trunk |
| 2010   | Interstate   |
|  | ORIG         |
|  | TERM         |
|  | Direct Trunk |



Confidential Information

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| Billed Switched Access Minutes by<br>Jurisdiction/Direction<br>(In Thousands) |  |
|---|--|
| <b>2008</b>   |  |
| Interstate  |  |
| ORIG  |  |
| TERM  |  |
|   |  |
| ORIG  |  |
| TERM  |  |
|   |  |
| <b>2009</b>   |  |
| Interstate  |  |
| ORIG  |  |
| TERM  |  |
|   |  |
| ORIG  |  |
| TERM  |  |
|   |  |
| <b>2010</b>   |  |
| Interstate  |  |
| ORIG  |  |
| TERM  |  |
|   |  |
| ORIG  |  |
| TERM  |  |

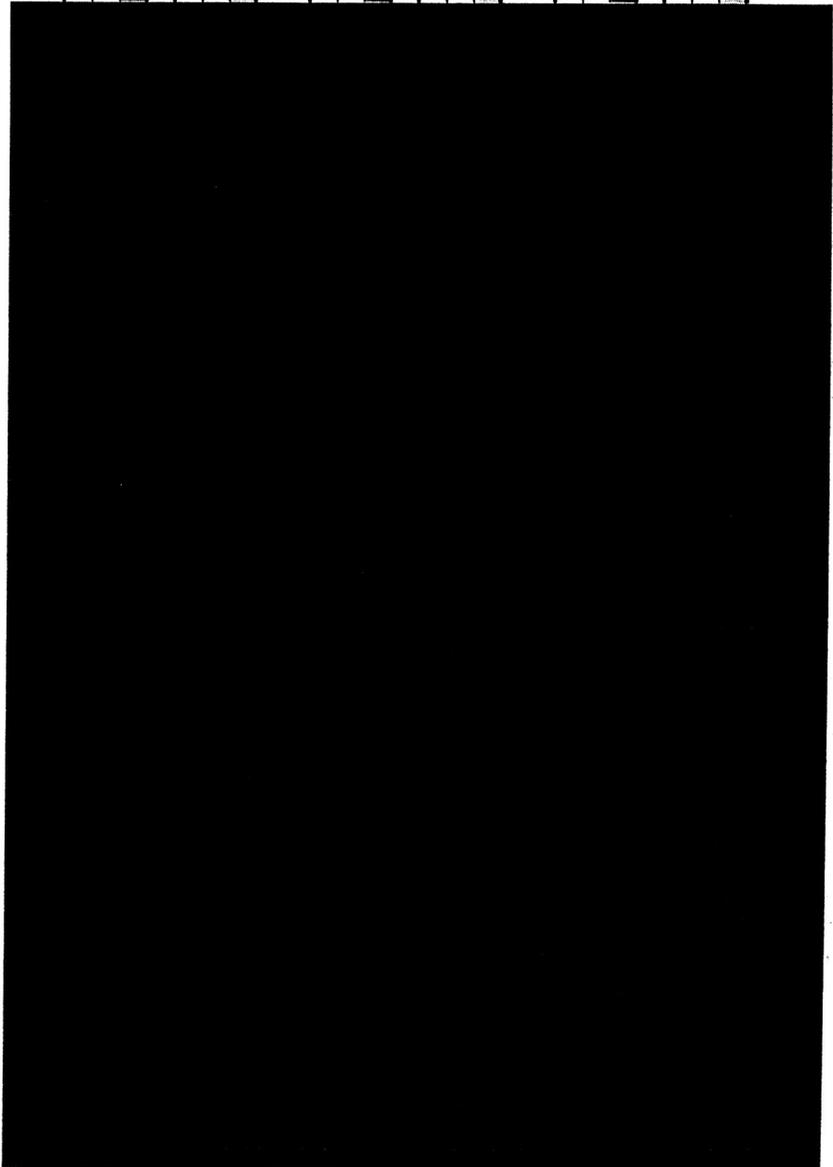


Confidential Information

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| Composite Billed Revenue Per MOU<br>(Includes Direct Trunk) |  |
|---|--|
| <b>2008</b>   |  |
| Interstate  |  |
| ORIG  |  |
| TERM  |  |
|   |  |
| ORIG  |  |
| TERM  |  |
|   |  |
| <b>2009</b>   |  |
| Interstate  |  |
| ORIG  |  |
| TERM  |  |
|   |  |
| ORIG  |  |
| TERM  |  |
|   |  |
| <b>2010</b>   |  |
| Interstate  |  |
| ORIG  |  |
| TERM  |  |
|   |  |
| ORIG  |  |
| TERM  |  |



Confidential Information

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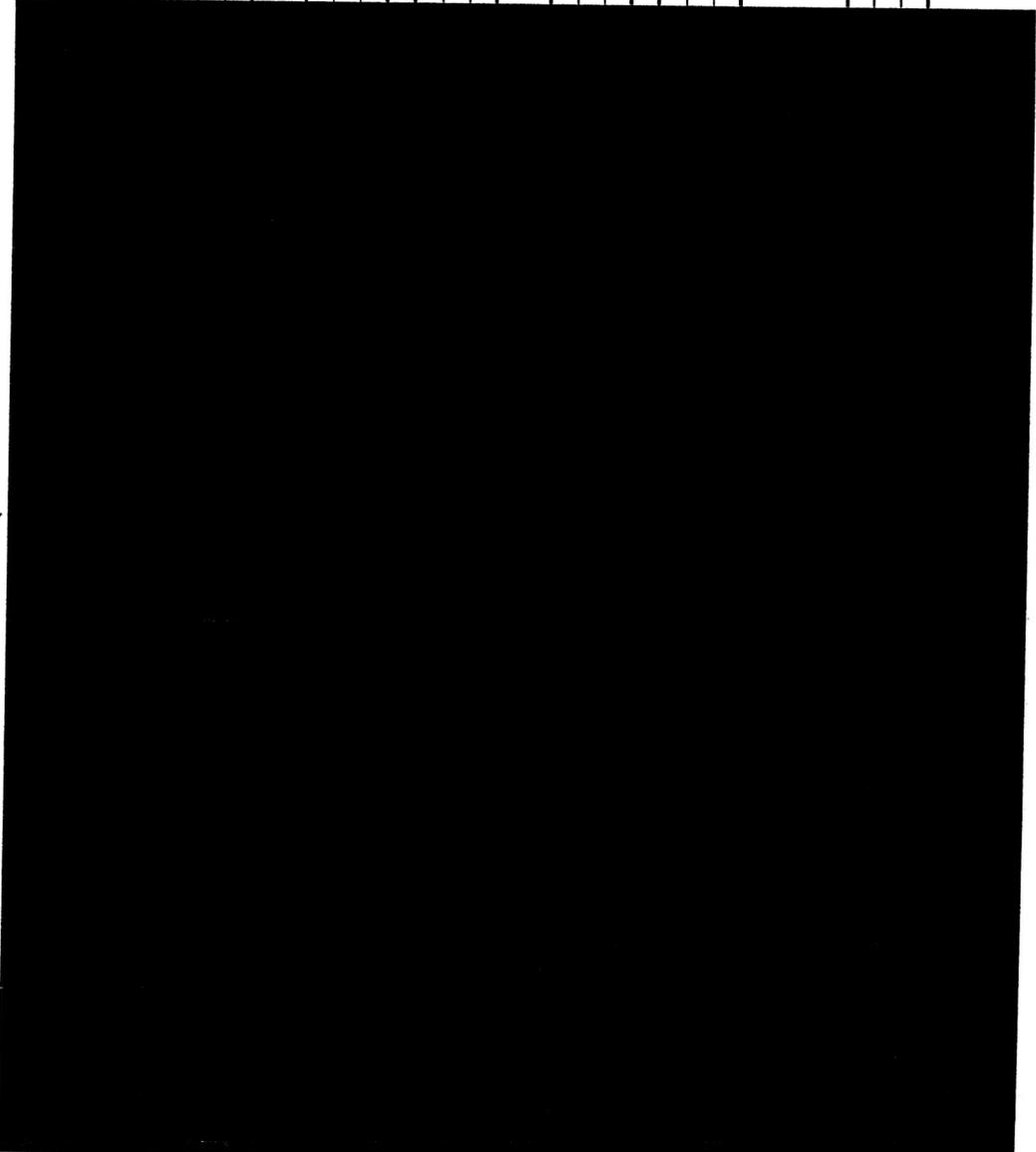
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**Net NECA Settlement (Interstate) (In Thousands)**

|      |
|------|
| 2008 |
| 2009 |
| 2010 |

**Reciprocal Compensation Information (MOU & Rev In Thousands)**

|                      |
|----------------------|
| <b>2008</b>          |
| Terminating MOU      |
| Recip Comp Revenues  |
| Ave. Revenue Per MOU |
| Originating MOU      |
| Recip Comp Expenses  |
| Ave. Expense Per MOU |
| <b>2009</b>          |
| Terminating MOU      |
| Recip Comp Revenues  |
| Ave. Rev. Per MOU    |
| Originating MOU      |
| Recip Comp Expenses  |
| Ave. Expense Per MOU |
| <b>2010</b>          |
| Terminating MOU      |
| Recip Comp Revenues  |
| Ave. Rev. Per MOU    |
| Originating MOU      |
| Recip Comp Expenses  |
| Ave. Expense Per MOU |



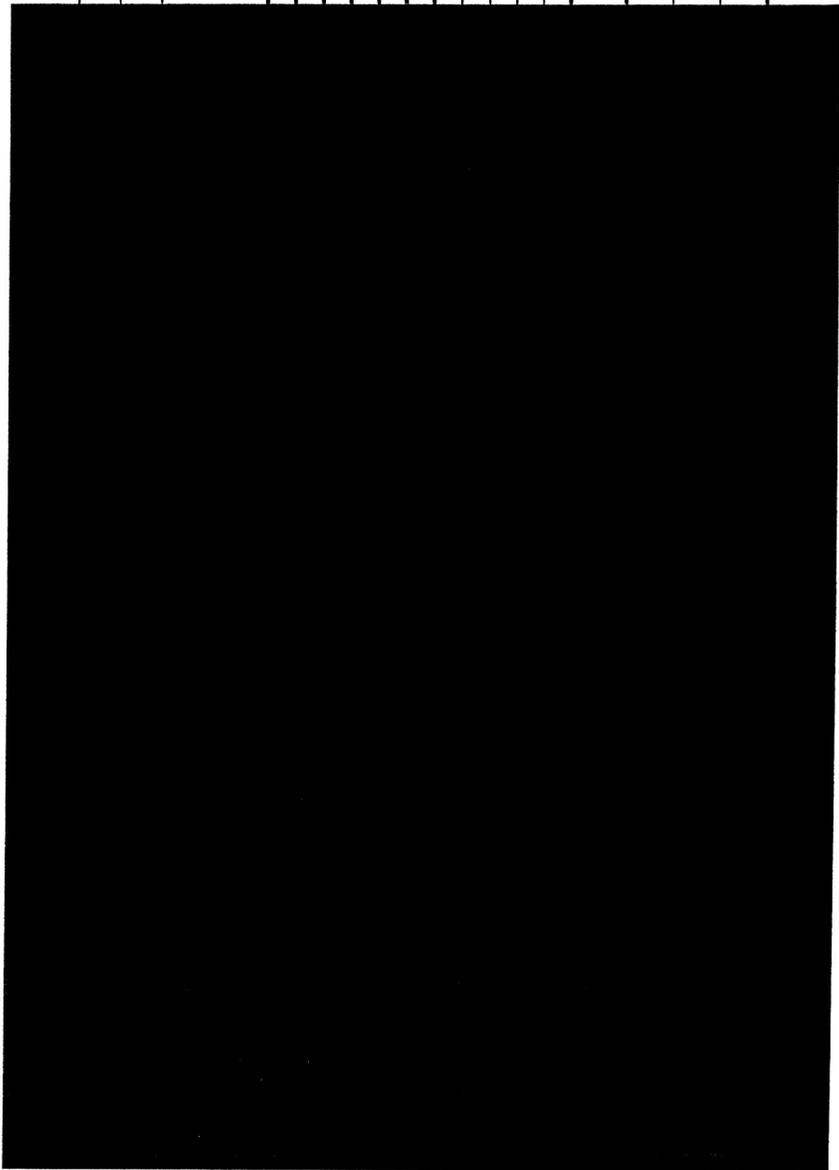
Confidential Information

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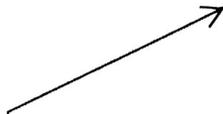
| Operating Expenses |                         |
|--------------------|-------------------------|
|                    | 2010 Regulated Expenses |

| ICC Revenues Compared to Total Reg Revenues (in Thousands) |  |
|--|--|
|  | a) 2010-ICLS                             |
|  | b) 2010-LSS                              |
|  | c) 2010-Access Billing Revenues          |
|  | d) NECA (Contributions)                  |
|  | e) 2010-Recip Comp Revenues (Net)        |
|  | <b>2010 Total ICC Revenues (a-e)</b>     |
|  | Total Regulated Revenue                  |
|  | ICC Rev as a % of Total Rev              |
|  | ICC Rev as a % of Total Rev (w/LSS&ICLS) |

| R-1 Lines and Rate |           |
|--------------------|-----------|
|                    | R-1 Lines |
|                    | Rates     |



Confidential Information

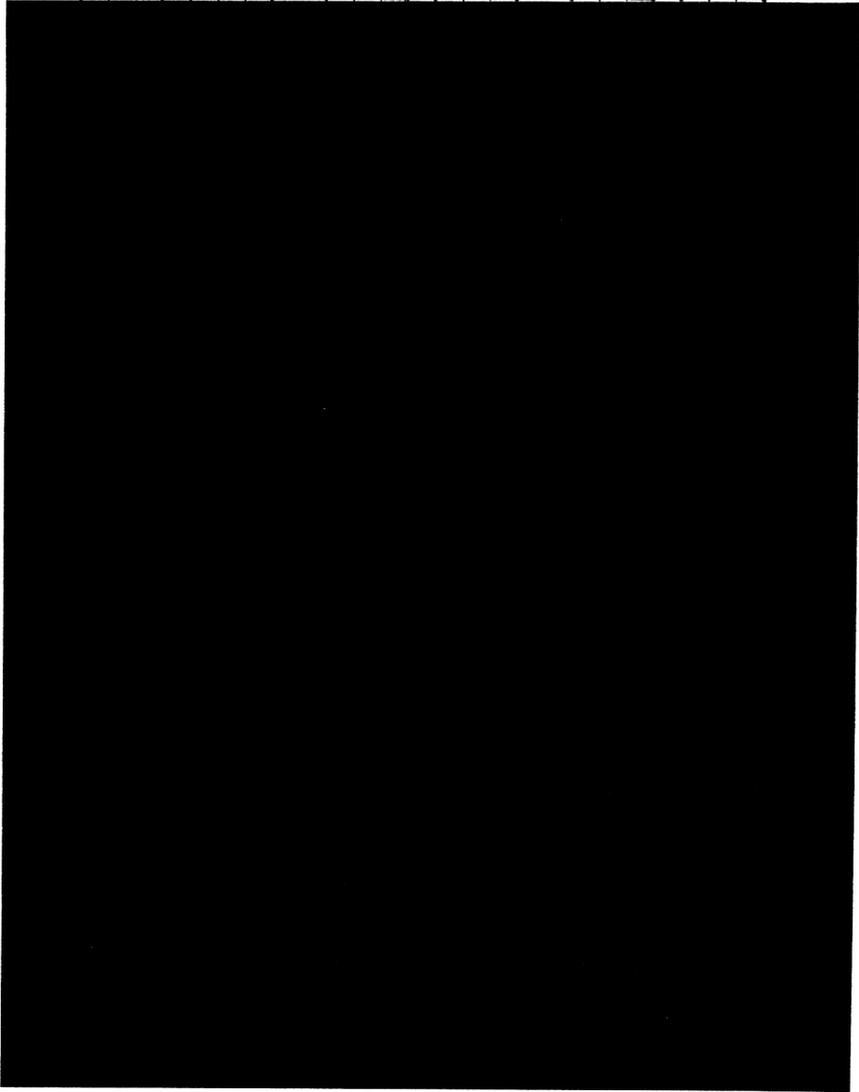


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| Composite Billed Revenue Per MOU<br>(Includes Direct Trunk) |  |
|---|--|
| <b>2008</b>   |  |
| Interstate  |  |
| ORIG  |  |
| TERM  |  |
|   |  |
| ORIG  |  |
| TERM  |  |
|   |  |
| <b>2009</b>   |  |
| Interstate  |  |
| ORIG  |  |
| TERM  |  |
|   |  |
| ORIG  |  |
| TERM  |  |
|   |  |
| <b>2010</b>   |  |
| Interstate  |  |
| ORIG  |  |
| TERM  |  |
|   |  |
| ORIG  |  |
| TERM  |  |



Confidential Information

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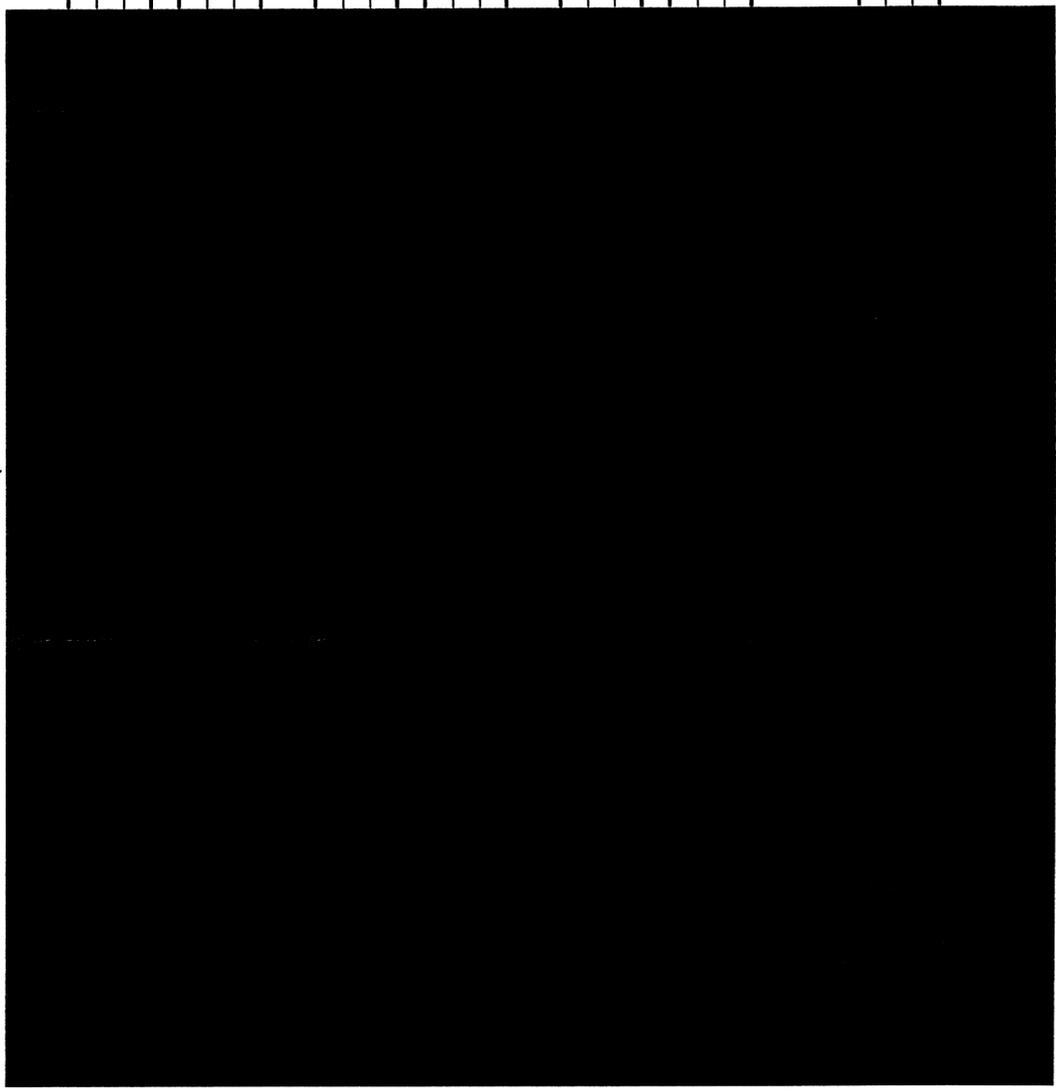
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**Net NECA Settlement (Interstate) (In Thousands)**

|      |  |
|------|--|
| 2008 |  |
| 2009 |  |
| 2010 |  |

**Reciprocal Compensation Information (MOU & Rev In Thousands)**

|             |                      |  |
|-------------|----------------------|--|
| <b>2008</b> | Terminating MOU      |  |
|             | Recip Comp Revenues  |  |
|             | Ave. Revenue Per MOU |  |
|             | Originating MOU      |  |
|             | Recip Comp Expenses  |  |
|             | Ave. Expense Per MOU |  |
| <b>2009</b> | Terminating MOU      |  |
|             | Recip Comp Revenues  |  |
|             | Ave. Rev. Per MOU    |  |
|             | Originating MOU      |  |
|             | Recip Comp Expenses  |  |
|             | Ave. Expense Per MOU |  |
| <b>2010</b> | Terminating MOU      |  |
|             | Recip Comp Revenues  |  |
|             | Ave. Rev. Per MOU    |  |
|             | Originating MOU      |  |
|             | Recip Comp Expenses  |  |
|             | Ave. Expense Per MOU |  |



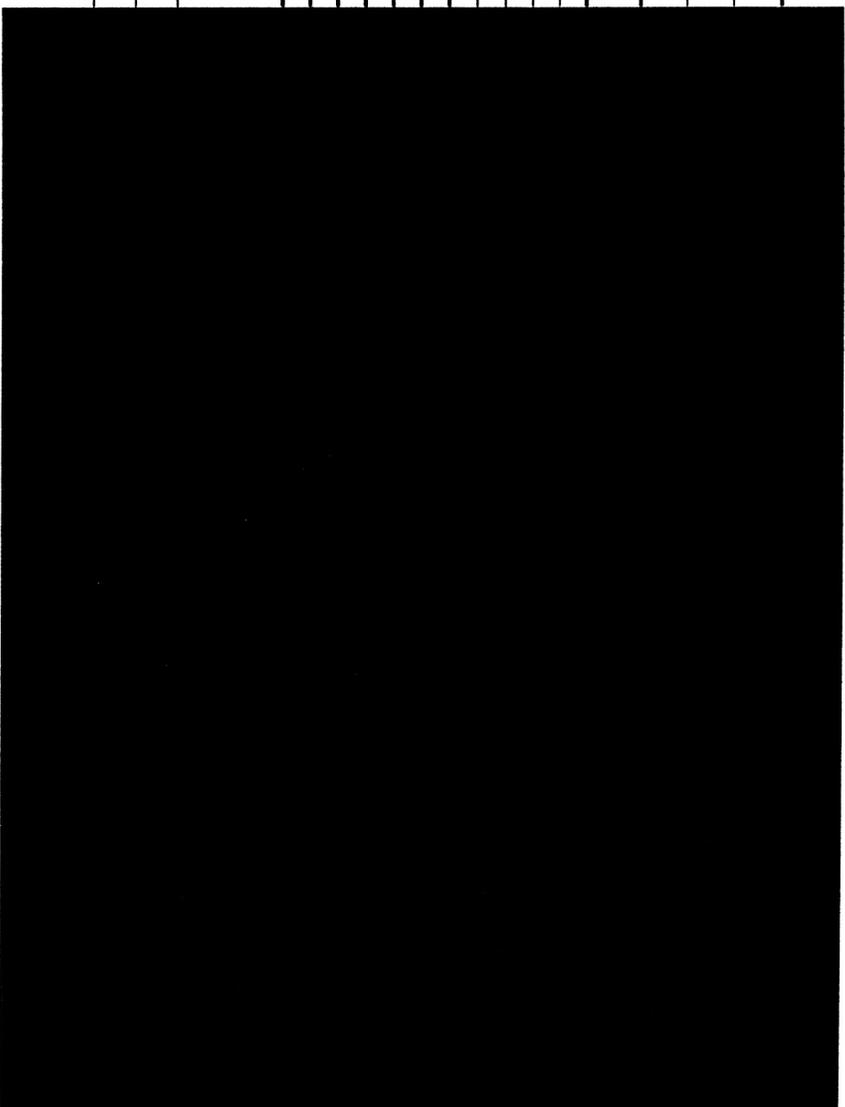
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| Operating Expenses      |
|-------------------------|
| 2010 Regulated Expenses |

| ICC Revenues Compared to Total Reg Revenue (in thousands) |
|---|
| a) 2010-ICLS  |
| b) 2010-ISS   |
| c) 2010-Access Billing Revenues                           |
| d) NECA (Contributions)                                   |
| e) 2010-Redcp Comp Revenues (Net)                         |
| <b>2010 Total ICC Revenues (a-e)</b>                      |
| Total Regulated Revenue                                   |
| <b>ICC Rev as a % of Total Rev</b>                        |
| <b>ICC Rev as a % of Total Rev (w/ISS&amp;ICLS)</b>       |

| R-1 Lines and Rate |
|--------------------|
| R-1 Lines          |
| Rates              |

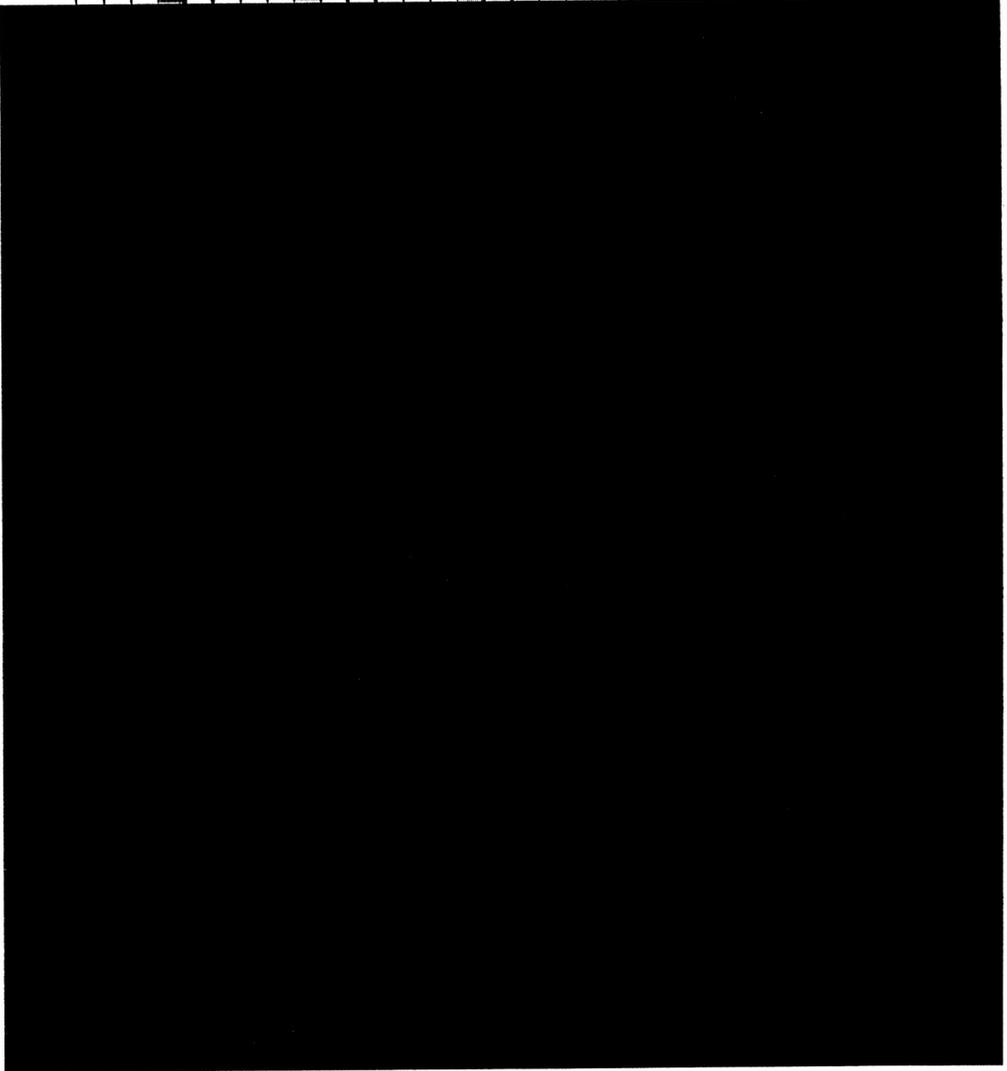


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| Billed Switched & Direct Trunk Access Revenues by Year/Jurisdiction/Direction (In Thousands) |  |
|--|--|
| <b>2008</b>  |  |
| Interstate   |  |
| ORIG   |  |
| TERM   |  |
| Direct Trunk   |  |
| ORIG   |  |
| TERM   |  |
| Direct Trunk   |  |
| <b>2009</b>  |  |
| Interstate   |  |
| ORIG   |  |
| TERM   |  |
| Direct Trunk   |  |
| ORIG   |  |
| TERM   |  |
| Direct Trunk   |  |
| <b>2010</b>  |  |
| Interstate   |  |
| ORIG   |  |
| TERM   |  |
| Direct Trunk   |  |
| ORIG   |  |
| TERM   |  |
| Direct Trunk   |  |

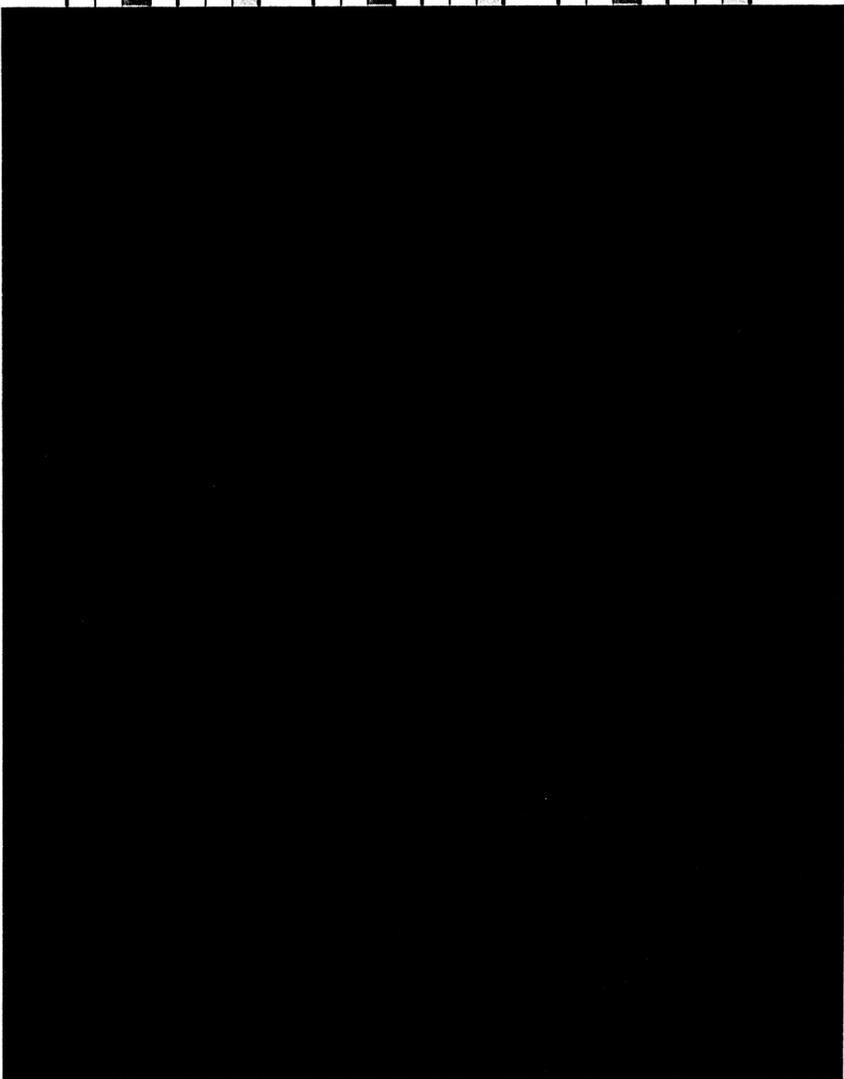


Confidential Information

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| Composite Billed Revenue Per MOU<br>(Includes Direct Trunk) |  |
|---|--|
| <b>2008</b>   |  |
| Interstate  |  |
| ORIG  |  |
| TERM  |  |
|   |  |
| ORIG  |  |
| TERM  |  |
|   |  |
| <b>2009</b>   |  |
| Interstate  |  |
| ORIG  |  |
| TERM  |  |
|   |  |
| ORIG  |  |
| TERM  |  |
|   |  |
| <b>2010</b>   |  |
| Interstate  |  |
| ORIG  |  |
| TERM  |  |
|   |  |
| ORIG  |  |
| TERM  |  |



Confidential Information

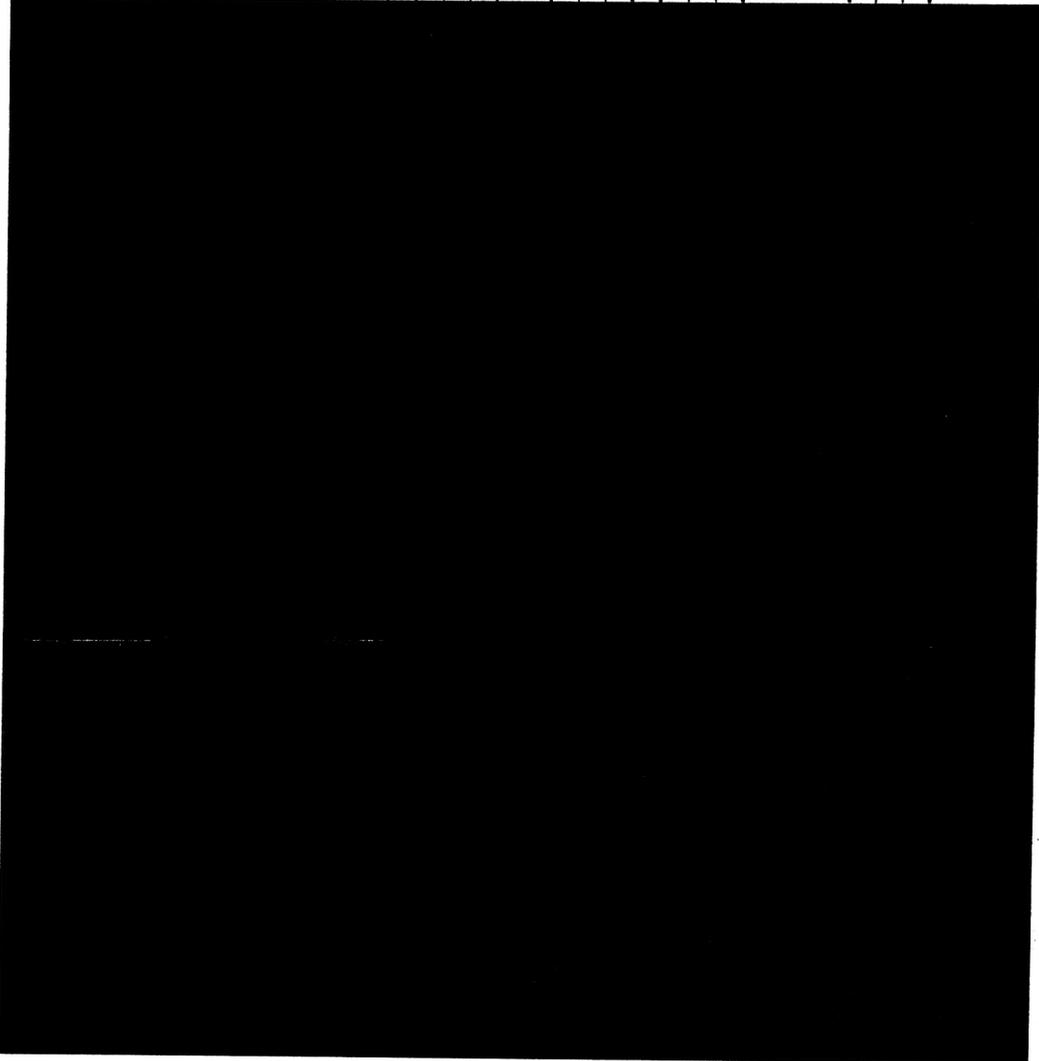
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**Net NECA Settlement (Interstate) (In Thousands)**

|      |
|------|
| 2008 |
| 2009 |
| 2010 |

**Reciprocal Compensation Information (MOU & Rev In Thousands)**

|                      |
|----------------------|
| <b>2008</b>          |
| Terminating MOU      |
| Recip Comp Revenues  |
| Ave. Revenue Per MOU |
| Originating MOU      |
| Recip Comp Expenses  |
| Ave. Expense Per MOU |
| <b>2009</b>          |
| Terminating MOU      |
| Recip Comp Revenues  |
| Ave. Rev. Per MOU    |
| Originating MOU      |
| Recip Comp Expenses  |
| Ave. Expense Per MOU |
| <b>2010</b>          |
| Terminating MOU      |
| Recip Comp Revenues  |
| Ave. Rev. Per MOU    |
| Originating MOU      |
| Recip Comp Expenses  |
| Ave. Expense Per MOU |



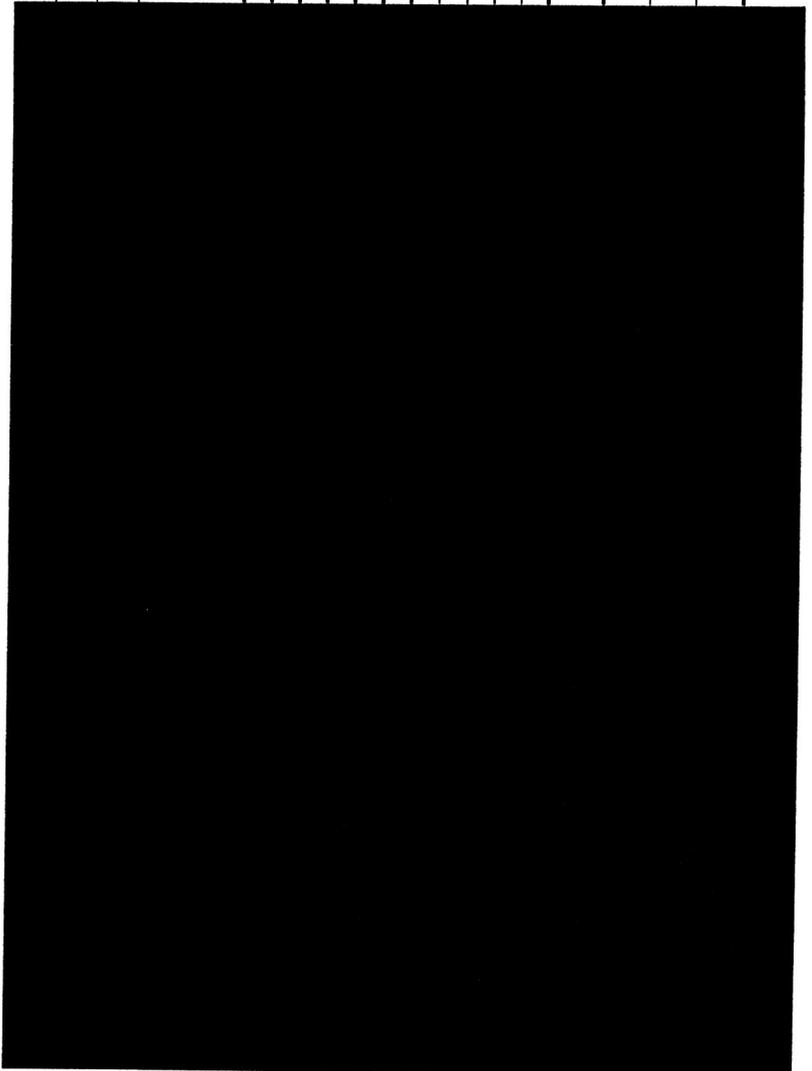
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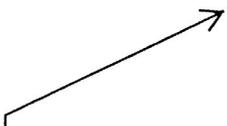
| Operating Expenses |                         |
|--------------------|-------------------------|
|                    | 2010 Regulated Expenses |

| Revenues compared to Total Reg Revenues (in thousands) |  |
|--|--|
| a)   | 2010-ICLS                                |
| b)   | 2010-LSS                                 |
| c)   | 2010-Access Billing Revenues             |
| d)   | NECA (Contributions)                     |
| e)   | 2010-Recp Comp Revenues (Net)            |
|  | <b>2010 Total ICC Revenues (a-e)</b>     |
|  | Total Regulated Revenue                  |
|  | ICC Rev as a % of Total Rev              |
|  | ICC Rev as a % of Total Rev (w/LSS&ICLS) |

| R-1 Lines and Rate |           |
|--------------------|-----------|
|                    | R-1 Lines |
|                    | Rates     |



Confidential Information



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