



Alison A. Minea  
Corporate Counsel  
Alison.Minea@dishnetwork.com  
(202) 293-0981

November 14, 2011

**EX PARTE PRESENTATION**

Ms. Marlene H. Dortch  
Secretary  
Federal Communications Commission  
445 12<sup>th</sup> Street, SW  
Washington, DC 20554

**Re: Ex Parte Presentation in IB Docket No. 11-150, *DISH Network Corporation Files to Acquire Control of Licenses and Authorizations Held By New DBSD Satellite Services G.P, Debtor-in-Possession and TerreStar License Inc., Debtor-in-Possession*; IB Docket No. 11-149, *New DBSD Satellite Service G.P., Debtor-in-Possession, and TerreStar Licensee Inc., Debtor-in-Possession, Request for Rule Waivers and Modified Ancillary Terrestrial Component Authority***

Dear Ms. Dortch:

Pursuant to Section 1.1206 of the Commission's rules, 47 C.F.R. § 1.1206, DISH Network ("DISH") submits this letter summarizing three separate meetings on Thursday, November 10, 2011 as follows: a meeting with Commissioner Michael Copps, Mark Stone, and Joshua Cinelli; a meeting with Commissioner Robert McDowell and Angela Giancarlo; and a meeting with Commissioner Mignon Clyburn and Louis Peraertz. Present at the meeting on behalf of DISH were Charlie Ergen, Chairman; Thomas Cullen, Executive Vice President; Stanton Dodge, Executive Vice President and General Counsel; Jeffrey Blum, Senior Vice President and Deputy General Counsel; and Alison Minea, Corporate Counsel.

During the meeting, we discussed the filings made since October 17, 2011 in the above-referenced dockets. We explained that nothing in the record should prevent expeditious approval of both the transactions and the associated waiver requests. Indeed, they present the Commission with an immediate opportunity to advance one of its highest priorities – deploying broadband networks to every American. The technical flexibility sought by DISH is the best course to achieving the Commission's National Broadband Plan goals. Among other reasons, waiting for the conclusion of a rulemaking proceeding would inject years of delay and implicate spectrum bands that are not the subject of DISH's applications.

We noted that swift approval of both the transactions and the associated waiver requests will facilitate DISH's acquisition of TerreStar's and DBSD's MSS authorizations and assets,

placing these underutilized assets under the control of a well-financed, capable, and recognized innovator in communications technology with unique experience in developing a greenfield competitive mass-market satellite service. In particular, DISH's existing base of approximately 14 million customers is a ready potential market for any new broadband services, and DISH has more than two decades of experience providing retail direct-to-home services and has a bricks-and-mortar presence across the nation in sales, support, and maintenance.

In addition, we stated that any so-called "windfall" concerns raised in the record are entirely unfounded. Among other things, DISH has made substantial commitments in its applications, including maintaining a robust satellite service and its willingness to set a realistic buildout schedule for its mobile broadband network. Toward those ends, DISH has committed to continuing the commercial offering of the existing GENUS™ phone or a successor dual-mode device, and ensuring that sufficient satellite capacity is available to support a viable nationwide MSS offering. Because of its ability to work both with terrestrial and satellite networks, the GENUS™ phone offers back-up capacity for public safety agencies, first responders, and others during times of crisis when terrestrial wireless networks may be unavailable.

We stressed that it is critical that the Commission grant all of the applications *together* rather than delay action on the waiver requests. Without the waivers, it is highly uncertain that DISH can commence wide-scale design and construction efforts for a terrestrial network, and it is certain that any design and construction activities that may be undertaken at all will have to proceed at a significantly slower pace. Indeed, DISH has been in discussions with potential chipset, network equipment, and handset manufacturers, but these suppliers continue to state that they cannot undertake development activities for the MSS/ATC network until all requirements (including support for single- and dual-mode devices) are finalized.<sup>1</sup>

We also pointed out that DISH and Sprint Nextel Corporation ("Sprint"), through a settlement announced November 4, have been able to resolve all outstanding issues related to Sprint's relocation of certain incumbents from the 2000-2020 MHz band. As a result, Sprint has withdrawn its petitions to deny our transaction and waiver applications. Particularly with this development, DISH believes that the record demonstrates that expeditious approval will be a win for consumers, competition, and American jobs.

Respectfully submitted,

/s/ Alison A. Minea

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<sup>1</sup> See Consolidated Opposition to Petitions to Deny and Response to Comments, IB Dockets Nos. 11-149 and 11-150 (Oct. 27, 2011), at 14-15, *citing* Declaration of Thomas Cullen, ¶¶ 5-7.

cc: Joshua Cinelli  
Angela Giancarlo  
Louis Peraertz  
Mark Stone