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Ms. Marlene H. Dortch, Secretary
Federal Communications Commission
445 Twelfth Street, SW
Washington, DC 20554

January 18, 2012

**Re: Notice of *Ex Parte* Presentation, WT Docket No. 12-4
Applications of Verizon Wireless, SpectrumCo, and Cox**

Dear Ms. Dortch,

On Tuesday, January 17, 2012, Matt Wood and Corie Wright of Free Press spoke by telephone with Austin Schlick, General Counsel, and Jim Bird, Senior Counsel in the Office of General Counsel, regarding the transactions under consideration in the above-captioned proceeding. Separately, I spoke by telephone with Rick Kaplan, Bureau Chief of the Wireless Telecommunications Bureau, regarding the same proceeding.

In both conversations, Free Press suggested that the Commission can, and indeed must, assess the potential public interest benefits or harms of the relevant applications by examining these transactions in their entirety. Although the public interest statements for these applications speak to the proposed transfer of some 152 AWS licenses, those transfers are just part of a much larger deal. The public interest statements submitted in this docket fail to address these companies' related joint marketing and joint venture agreements to resell one another's services and cooperate in the development of technology tying their services together. Thus, the proposed license transfers and joint marketing arrangements are not separate agreements, but are all part of larger transactions between Verizon Wireless and the cable companies party to these deals.

These transactions would weaken the incentives for all of the participating companies to compete with one another in providing broadband, wireless, and video services. Such an outcome would cast serious doubt on the supposed benefits to be derived from grant of the applications. For these reasons, we urged the Commission to require submission of the joint marketing and joint venture agreements at the outset of its review, in order to provide the Commission and interested parties with a full opportunity to assess the impact of these transactions on the whole.

In the conversation with Mr. Schlick and Mr. Bird, we discussed briefly the Commission's responsibility under Section 309(a) of the Communications Act to determine "whether the public interest, convenience, and necessity will be served" by grant of the approvals sought, and its authority to consider all relevant matters in making that determination. We also noted the potential applicability of other provisions in the Act, including Section 672 of the Cable Act, which demonstrate both the Commission's authority to review joint marketing agreements as a rule as well as the relevance of such agreements in weighing the impact of the proposed license transfers here.

Finally, in the conversation with Mr. Kaplan, I noted press accounts reporting that certain parties to these transactions apparently had begun already to implement their joint marketing arrangements, prior to submitting the agreements to the Commission and without awaiting review of the proposed transactions by other governmental agencies.

Sincerely,

/s/ Matthew F. Wood

Matt Wood
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cc: Rick Kaplan
Austin Schlick
Jim Bird