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March 13, 2012

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Federal Communications Commission  
Office of the Secretary

REDACTED—FOR PUBLIC INSPECTION

VIA HAND DELIVERY

Ms. Marlene H. Dortch

Secretary

Federal Communications Commission

445 12<sup>th</sup> Street, SW

Washington, DC 20554

Re: Notice of Ex Parte Meeting: *Compliance Plan of TerraCom, Inc., and Petition of TerraCom, Inc. for Limited Designation as an Eligible Telecommunications Carrier for Purposes of Receiving Low Income Support Only*; WC Docket Nos. 11-42, and 09-197. Request for Confidential Treatment under Section 0.459 of the Commission's rules and Justification.

Dear Ms. Dortch:

Pursuant to Section 0.459 of the Commission's Rules, TerraCom, Inc. ("TerraCom") requests that the information included in "Attachment" to this submission be withheld from routine public inspection, as the information attached is of a commercially-sensitive nature, contains trade secrets, and would not normally be made available to the public, consistent with Section 0.457(d) of the Commission's rules. The information TerraCom has attached to this cover letter is marked "**CONFIDENTIAL—NOT FOR PUBLIC INSPECTION**" in the upper right hand corner of each page, as suggested on the Office of the Secretary's web page containing instructions for filing information for which confidential treatment is sought. A separate, non-confidential version of this information is attached, and is marked "**REDACTED—FOR PUBLIC INSPECTION**", and references this confidential filing. As required, under Sections 0.459(a) and (b) of the Commission's rules, TerraCom offers a description of the materials provided as "Attachment" to the above referenced Notice of Ex Parte Meeting, explaining why TerraCom believes this information merits confidential treatment.

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As an initial matter, TerraCom asserts that the attached information is provided in order to satisfy TerraCom's obligation to file a notice of any ex parte meetings with Commission staff in the above-referenced dockets. TerraCom submitted the attached information, which contains detailed network configurations, including its own trade secrets and those of its commercial partners, in order to receive guidance from the Commission with respect to, *inter alia*, TerraCom's above-referenced Petition for Limited ETC Designation in light of extensive recent modifications to the Commission's rules and definitions that apply to Lifeline-only ETCs. TerraCom provided the materials for which confidential treatment is sought in order to gain a better understanding of the Commission's interpretation of its rules, and the extent to which TerraCom would need to amend its pending Petition for Limited ETC Designation.

As noted, the information contained herein contains very specific details concerning the specific services and the specific combination of its own network facilities and the network facilities of other carriers that TerraCom utilizes to provide wireless service to its consumers. The information attached is formatted in such a way as to render a traditional redaction, in the typical sense, possibly harmful to TerraCom, and not useful to the public. Therefore, consistent with the requirements of Section 0.459(a) of the Commission's rules, TerraCom is separating the less confidential general description of the topics discussed in its meeting with Commission staff from the information provided in "Attachment" to the Notice of Ex Parte Meeting.

It should also be noted that these service descriptions and network configurations include not only the states for which TerraCom is seeking ETC designation from the Commission, but states for which ETC designation has been granted, or is planned to be sought. Accordingly, these diagrams also contain highly-confidential business planning information. In the attached Appendix, TerraCom will explain, consistent with Section 0.459(b) of the Commission's rules, how the attached information contains "trade secrets and commercial or financial information obtained from a person and privileged or confidential" sufficient to be considered as meeting the requirements of Exemption 4 of the Freedom of Information Act, 5 U.S.C. § 552(b)(4).

TerraCom, consistent with the Office of the Secretary's paper filing instructions, is providing one original and four copies of this filing for inclusion with its original Ex Parte Notice in WC Docket Nos. 11-42, and 09-197. Additionally, included with this filing, TerraCom has filed a public version allowing access to all non-confidential information contained in this filing. Thank you for your consideration.

Sincerely,



Jonathan D. Lee

## APPENDIX

### Confidentiality Justification

TerraCom requests confidential treatment of the attached information because the attached diagrams are competitively sensitive, they contain proprietary business information, and public disclosure of this information would have a harmful commercial effect on TerraCom. Such information would not ordinarily be made available to the public, and should be afforded confidential treatment under both 47 C.F.R. §§ 0.457 and 0.459.

#### 47 C.F.R. § 0.457

Specific information included in the attached network service configuration and call flow diagrams is confidential and proprietary to TerraCom as “commercial or financial information” under Section 0.457(d). Disclosure of such information to the public would risk revealing proprietary business information used by TerraCom in its ongoing business planning and operations. Therefore, in the normal course of Commission practice this information should be considered “[r]ecords not routinely available for public inspection.”

#### 47 C.F.R. § 0.459

Specific information contained in the attached network diagrams and service descriptions is subject to protection under Section 0.459, as explained below.

#### Information for which confidential treatment is sought

TerraCom requests confidential treatment of all information provided in the two diagrams provided as “Attachment” to the included Notice of Ex Parte Meeting under Exemption 4 of the Freedom and Information Act. The information is competitively sensitive information that TerraCom maintains as confidential and is not normally made available to the public. Release of this information would have a substantial negative effect on TerraCom. Each page is marked “**CONFIDENTIAL—NOT FOR PUBLIC INSPECTION.**” Both pages contain entirely confidential business information. While TerraCom is submitting a very general description of the information contained herein for public review in a separate filing, in order to facilitate the Commission’s goals of providing outside parties maximal transparency, the information in the confidential filing cannot be disclosed to the public, because it would disclose confidential business information.

Commission proceedings in which the information was submitted

The information is being submitted in connection with the TerraCom's Compliance Plan (filed March 5, 2012) in WC Docket Nos. 11-42 and 09-197, and TerraCom's pending Petition for Limited Designation as an Eligible Telecommunications Carrier in the States of Alabama, Connecticut, Delaware, Florida, New Hampshire, New York, North Carolina, Tennessee, the Commonwealth of Virginia, and the District of Columbia, in WC Docket No. 09-197.

Degree to which the information in question is commercial or financial, or contains a trade secret or is privileged

The competitive information for which confidential treatment is requested is detailed information pertaining to TerraCom's method of providing wireless service to consumers, using a combination of its facilities, and those of its third-party wireless facilities partners, in order to provide its low income service offering. As explained previously, this information is competitively-sensitive, and not normally disclosed to the public, because such a disclosure would have a substantial negative impact on TerraCom, as well as its third-party service provider partners.

Degree to which the information concerns a service that is subject to competition; and manner in which disclosure of the information could result in substantial competitive harm

The network service configuration diagrams attached contain proprietary information regarding TerraCom's provision of service to low income customers for which ETC designation is sought. Such information, if disclosed, would not only reveal competitively sensitive business plans of TerraCom, but the network diagrams and service descriptions provided in the information would allow competitors to extract competitively-sensitive data regarding TerraCom's network, and sensitive customer information proprietary to third parties with whom TerraCom has a commercial relationship. TerraCom asserts that the CMRS market is very competitive, and any disclosure of its (or its partners') proprietary network configuration, or service provision description information would cause TerraCom substantial competitive harm. Finally, this type of information would generally not be subject to routine public inspection under the Commission's rules (47 C.F.R. § 0.457(d)), demonstrating that the Commission already anticipates that the release of this kind of information would be likely to produce competitive harm.

Measures taken by TerraCom to prevent unauthorized disclosure; and availability of the information to the public and extent of any previous disclosure to third parties

TerraCom regards all of the diagrams, and the information they contain, to be confidential. Accordingly, TerraCom has always protected this data from public disclosure to parties outside of TerraCom and/or its network facilities partners with which TerraCom has non-disclosure agreements.

Justification of the period during which TerraCom asserts that the information should not be available for public disclosure

TerraCom cannot determine at this time any date on which this information should not be considered confidential or would become stale for purposes of the current matters under Commission consideration.

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Dear Ms. Dortch:

Pursuant to Section 1.1206 of the Commission's Rules, TerraCom, Inc. ("TerraCom") gives notice that on March 12, 2012, Dale Schmick of TerraCom and the undersigned attorney, met with Kimberly Scardino, Garnet Hanly, Divya Shenoy, Alexander Minard, and Douglass Klein of the FCC to address some questions regarding TerraCom's "Compliance Plan" filed in the above-referenced dockets on March 5, 2012. TerraCom also explained how it provides service to its customers using the two attached network configuration/call flow diagrams marked as "Attachment", for which TerraCom is requesting Confidential Treatment pursuant to Section 0.459 of the Commission's rules.

In its meeting, TerraCom discussed areas of its Compliance Plan and its proposed customer certification form which could benefit from further revisions. TerraCom will make the requested revisions by amending its Compliance Plan in the near future.

TerraCom also answered questions about its corporate relationship with YourTel America, Inc. ("YourTel"). TerraCom and YourTel are separate companies with some common shareholders. TerraCom also explained that the two companies are not wholly owned in common.

Finally, TerraCom discussed how it provides service to its customers, consistent with the service descriptions offered in TerraCom's above-referenced Petition for Limited ETC Designation. TerraCom had a discussion with Commission staff about the Commission's recently-released *Lifeline Reform Order*<sup>1</sup> and how these changes in the Commission's rules and interpretations of the Act may effect TerraCom's pending Petition, which was filed 8 months prior to release of the Commission's *Order*. In this discussion, TerraCom used the two diagrams included in "Attachment" to this Notice of Ex Parte Meeting. The two diagrams illustrate TerraCom's proprietary and unique network configuration, and how its network routes voice telephony traffic. As noted, confidential treatment for these diagrams has been requested, and the request and justification for confidential treatment accompany this letter.

Sincerely,



Jonathan D. Lee  
Principal

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<sup>1</sup> *In the Matter of Lifeline and Link Up Reform and Modernization; Lifeline and Link Up; Federal-State Joint Board on Universal Service; Advancing Broadband Availability Through Digital Literacy Training, Report and Order and Further Notice of Proposed Rulemaking*, Docket Nos. 96-45, 03-109, 11-42, and 12-23, January 31, 2012 [rel. February 6, 2012]. ("Lifeline Reform Order" or "Order").

Attachment

[Redacted]

[Redacted]