

**REDACTED – FOR PUBLIC INSPECTION**

May 16, 2012

**VIA COURIER AND ECFS**

***EX PARTE***

Ms. Marlene H. Dortch  
Secretary  
Federal Communications Commission  
445 12th Street, SW, Room TW-A325  
Washington, DC 20554

**Re: *Special Access Rates for Price Cap Local Exchange Carriers; AT&T Corp. Petition for Rulemaking to Reform Regulation of Incumbent Local Exchange Carrier Rates for Interstate Special Access Services, WC Docket No. 05-25, RM-10593***

Dear Ms. Dortch:

On behalf of tw telecom inc. (“tw telecom”), please find enclosed two copies of the redacted version of an *ex parte* filing regarding tw telecom’s May 14, 2012 meeting with Chairman Genachowski. The *ex parte* filing contains attachments that include information that the Wireline Bureau has deemed confidential under the *Modified Protective Order*<sup>1</sup> and information that the Wireline Bureau has deemed highly confidential under the *Second Protective Order*<sup>2</sup> in this proceeding. Specifically, Attachment A contains proprietary information regarding tw telecom’s Intelligent Network. tw telecom treats this information as confidential and does not routinely reveal it to the public.

In addition, Attachment B contains highly detailed information regarding the increases in monthly special access costs that tw telecom would incur if it were to forgo entering into a discount

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<sup>1</sup> *In the Matter of Special Access for Price Cap Local Exchange Carriers, Modified Protective Order, 25 FCC Rcd. 15168 (2010) (“Modified Protective Order”).*

<sup>2</sup> *In the Matter of Special Access for Price Cap Local Exchange Carriers, Second Protective Order, 25 FCC Rcd. 17725 (2010) (“Second Protective Order”); see also Special Access for Price Cap Local Exchange Carriers, Letter from Sharon E. Gillett, Chief, Wireline Competition Bureau to Paul Margie, Wiltshire & Grannis LLP, 26 FCC Rcd. 6571 (2011) (“Letter to Paul Margie”) (supplementing the Second Protective Order); Special Access for Price Cap Local Exchange Carriers, Letter from Sharon E. Gillett, Chief, Wireline Competition Bureau to Donna Epps, Vice President, Federal Regulatory Affairs, Verizon, 27 FCC Rcd. 1545 (2012) (“Letter to Donna Epps”) (further supplementing the Second Protective Order).*

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arrangement with Verizon in the legacy GTE incumbent LEC territories in California, Florida, and Texas. tw telecom keeps this information in the strictest confidence, and it is not available from public sources. This information, if released to competitors, would allow those competitors to gain a significant advantage in the marketplace. Specifically, competitors would be able to use this information to determine tw telecom's special access purchase volumes in these territories<sup>3</sup> and the rates that tw telecom pays for special access services in these territories.<sup>4</sup> Competitors would be able to exploit access to this information to design competitive strategies that unfairly disadvantage tw telecom. Accordingly, the maximum level of protection afforded highly confidential information under the *Second Protective Order* should apply to this information.

One machine-readable copy of the redacted version of the *ex parte* filing will be filed electronically via ECFS. Additionally, pursuant to the *Modified Protective Order*<sup>5</sup> and *Second Protective Order*, one original of the highly confidential version of the *ex parte* filing is being filed with the Secretary's Office under separate cover, and two copies of the highly confidential version of the *ex parte* filing will be delivered to Marvin Sacks of the Pricing Policy Division of the Wireline Competition Bureau. Please do not hesitate to contact me at (202) 303-1111 if you have any questions regarding this submission.

Respectfully submitted,

/s/ Thomas Jones  
Thomas Jones  
*Counsel for tw telecom inc.*

cc (via email): Chairman Julius Genachowski

Enclosures

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<sup>3</sup> See *Letter to Donna Epps* at 4, category H (deeming information regarding “dollar volumes of purchases of intrastate and interstate DS1 and DS3 services” to be eligible for highly confidential treatment).

<sup>4</sup> See *Letter to Paul Margie* at 2, category A (deeming information regarding “[t]he rates or charges associated with channel terminations or transport facilities, and information from which, whether alone or in combination with other confidential or non-confidential information, such rates or charges could be inferred” to be eligible for highly confidential treatment); see also *Letter to Donna Epps* at 4, category F (deeming information regarding “[p]ricing, to the extent such information is not publicly available, for DS1s and DS3s sold as unbundled network elements (UNEs) and as non-UNEs” to be eligible for highly confidential treatment).

<sup>5</sup> *In the Matter of Special Access for Price Cap Local Exchange Carriers*, Modified Protective Order, 25 FCC Rcd. 15168 (2010) (“*Modified Protective Order*”).

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On May 14, 2012, Larissa Herda, CEO of tw telecom inc., discussed the status of the above-referenced proceeding with Chairman Julius Genachowski. During the meeting, Ms. Herda described tw telecom's introduction of its new Intelligent Network. Ms. Herda explained that tw telecom's ability to make this technology ubiquitously available to business customers throughout the country depends upon tw telecom's access to incumbent LEC special access services at reasonable rates, terms and conditions. Ms Herda explained further that the incumbent LECs' high monthly prices for special access and the onerous terms and conditions of their special access discount arrangements limit tw telecom's ability to compete effectively in the downstream market for business services. Attached hereto are materials that Ms. Herda shared with Chairman Genachowski during the meeting. Attachment A consists of materials describing tw telecom's Intelligent Network. Attachment B shows the increases in monthly special access costs that tw telecom would incur if it were to forgo entering into a discount arrangement with Verizon in the legacy GTE incumbent LEC territories in California, Florida, and Texas.

Please do not hesitate to contact me at (202) 303-1111 if you have any questions or concerns about this submission.

Respectfully submitted,

/s/ Thomas Jones  
Thomas Jones  
*Counsel for tw telecom inc.*

cc (via email): Chairman Julius Genachowski

Enclosures

# **Attachment A**

**[REDACTED]**

# **Attachment B**

**[REDACTED]**