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March 5, 2013

Monica S. Desai
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VIA HAND DELIVERY
Marlene H. Dortch
Federal Communications Commission
445 Twelfth Street, SW
Washington, D.C. 20554

Re: Applications of Deutsche Telekom AG, T-Mobile USA, Inc. and MetroPCS Communications, Inc. For Consent to Assign or Transfer Control of Licenses and Authorizations, WT Docket No. 12-301, Notice of Ex Parte

Dear Ms. Dortch:

On behalf of the Communications Workers of America ("CWA"), pursuant to the procedures outlined in the Second Protective Order adopted in the above referenced proceeding, please find enclosed an original and one copy of CWA's Public version of its Notice of Ex Parte filed in the aforementioned docket. A Highly Confidential version is being filed separately with the Secretary's Office. Additionally, copies of the Highly Confidential version are being delivered to the Wireless Telecommunications Bureau.

Should you have any questions concerning the foregoing request, please contact the undersigned.

Sincerely,

Monica S. Desai
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(202) 457-7535
Counsel for Communications Workers of America

4848-2353-6403.

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Ms. Marlene H. Dortch, Secretary
Federal Communications Commission
445 12th Street, S.W.
Washington, D.C. 20554

Re: **Notice of Ex Parte**
Applications of Deutsche Telekom AG, T-Mobile USA, Inc., and MetroPCS Communications, Inc. for Consent to Assign Licenses, WT Docket No. 12-301.

Dear Ms. Dortch:

In two ex parte meetings held on March 4, 2013, Monica Desai, outside counsel to Communications Workers of America ("CWA"), and Randy Barber, outside economic consultant to CWA, presented evidence[1] that the Applicants in the above-referenced proceeding would eliminate a significant number of jobs in the United States if the FCC approved the proposed Transaction absent appropriate conditions. Debbie Goldman, Telecommunications Policy Director for CWA, joined portions of each meeting to discuss public information, but exited the portions of the meetings when confidential information was discussed. The two meetings were held with the following staff: (1) Courtney Reinhard, Legal Advisor to Commissioner Pai; and (2) Dave Grimaldi, Chief of Staff and Media Legal Advisor to Commissioner Clyburn, and Louis Peraertz, Legal Advisor to Commissioner Clyburn.

The focus of the meetings was the detailed information memorialized in a Notice of Ex Parte filed on March 4, 2013, which is attached hereto as Exhibit 1.

Additionally, CWA noted that 62 Members of Congress have signed a letter, dated March 1, 2013, to Chairman Genachowski, requesting that the FCC include an enforceable commitment to preserving U.S. jobs in its decision regarding the proposed Transaction. The Members of Congress emphasized that they "cannot support another consolidation of two companies that leads to a reduction of American jobs." Further, they "do not want the merger to lead to a reduction of American jobs and an expansion of offshore facilities." A copy of this letter is attached as Exhibit 2.

[1] The evidence was taken from information submitted in January by the Applicants. *See* Letter from Nancy J. Victory, Counsel for Deutsche Telekom AG and T-Mobile USA, Inc., to Marlene H. Dortch, Secretary, FCC, WT Docket No. 12-301 (Jan. 7, 2013); Letter from Carl W. Northrop, Counsel for MetroPCS Communications, Inc., to Marlene H. Dortch, Secretary, FCC, WT Docket No. 12-301 (Jan. 7, 2013).

CWA emphasized that the documents provided by the Applicants contradict the Applicants' initial public assertions that the proposed Transaction presents an opportunity for job growth.[2] After the FCC forced the Applicants to substantiate their claims,[3] the Applicants admitted that actually there will be "job reductions" – but now attempt to characterize those job losses as a "relatively small number."[4] While the Applicants had told the FCC that CWA's concerns regarding job losses "are pure speculation – unsupported by any facts,"[5] CWA pointed out through document after document why the Applicants' characterizations unfortunately are just not true.

Moreover, given the discrepancy between CWA's characterization and the Applicants' characterization of the same information, CWA reiterated that the public should be able to decide whether those numbers are "relatively small" or whether they are "significant." CWA sees no legitimate reason that the aggregate number of projected job losses should be kept confidential. The Applicants should be able to specify the number of projected job cuts not only to the FCC but to the public at large so that the public may understand and accurately evaluate the proposed Transaction's true impact on employment.

In each meeting, CWA urged the FCC to pay close attention to the proposed Transaction's employment impact. CWA emphasized that it is critical that the Commission – and the public – have sufficient information to clearly understand the true nature of the employment consequences of the proposed Transaction.

CWA reiterated that the Commission has repeatedly pointed to commitments of preserving jobs, providing employment opportunities, and hiring more employees as examples of public interest benefits.[6] If saving jobs and growing jobs is a public interest benefit, then logically, eliminating jobs,

---

[2] *See Applications of Deutsche Telekom AG, T-Mobile USA, Inc., and MetroPCS Communications, Inc. for Consent to Assign or Transfer Control of Licenses and Authorizations,* WT Docket No. 12-301, Description of Transaction, Public Interest Showing, and Related Demonstrations, 44 (filed Oct. 18, 2012) ("Newco's proposed transaction-specific savings will free up significant financial resources that could be invested back in its network and operations. This will allow the company to grow, potentially increasing employment opportunities.").

[3] Letter from Ruth Milkman, Chief, Wireless Telecommunications Bureau, to Dan Menser, T-Mobile License LLC, WT Docket No. 12-301 (Dec. 20, 2012); Letter from Ruth Milkman, Chief Wireless Telecommunications Bureau, to Mark Stachiw, MetroPCS Communications, Inc., WT Docket No. 12-301 (Dec. 20, 2012).

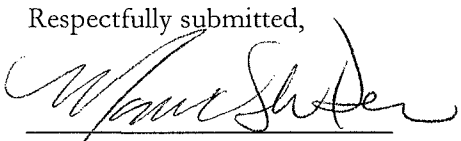
[4] Letter from Nancy J. Victory, Counsel for Deutsche Telekom AG and T-Mobile USA, Inc., and Carl W. Northrop, Counsel for MetroPCS Communications, Inc., to Marlene H. Dortch, Secretary, FCC, WT Docket No. 12-301 (February 21, 2013).

[5] *See* Joint Opposition of Deutsche Telekom AG, T-Mobile USA, Inc., and MetroPCS Communications, Inc. to Comments, WT Docket No. 12-301, 3 (Dec. 6, 2012).

[6] *See, e.g., Applications of AT&T and Deutsche Telekom AG,* WT Docket No. 11-65, Order and Staff Analysis and Findings, 26 FCC Red 16184, 16293, ¶ 259 (2011) ("As part of its public interest analysis, the Commission historically has considered employment-related issues such as job creation…"); *Applications of Comcast Corporation, General Electric Company, and NBC Universal, Inc. for Consent to Assign Licenses and Transfer Control of Licenses,* MB Docket No. 10-56, Memorandum

especially large numbers of jobs, must be considered a public interest harm. CWA has done the hard work of showing, with very direct evidence, that the Transaction will lead to a significant number of job reductions unless the Commission imposes conditions. The Commission could save these jobs by imposing the conditions proposed by CWA.

Respectfully submitted,



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cc:
Jim Bird
Monica DeLong
Jack Erb
David Goldman
Renee Gregory
Dave Grimaldi
Kathy Harris
David Hu
Maria Kirby
David Krech
Amanda Krohn
Kate Matraves

Opinion and Order, 26 FCC Red 4238,4330, ¶224 (2011) ("We also note the Applicants' representations that additional investment and innovation that will result from the transaction will in turn promote job creation and preservation."); *AT&T Inc. and BellSouth Corporation Application for Transfer of Control,* WC Docket No. 06-74, Memorandum and Opinion and Order, 22 FCC Red 5662, Appendix F (2007) (finding that a commitment to provide high quality employment opportunities in the U.S. by repatriating jobs previously outsourced outside the U.S. would serve the public interest); *Applications of Nextel Communications, Inc. and Sprint Corporation for Consent to Transfer Control of Licenses and Authorizations,* WT Docket No. 05-63, Memorandum Opinion and Order, 20 FCC Red 13967, 14029-30, ¶¶ 168-69 (2005) (considering job growth claims as part of FCC analysis); *Applications of Puerto Rico Telephone Authority and GTE Holdings (Puerto Rico) ILC for Consent to Transfer Control of Licenses and Authorization,* File No. 03373-03384-CL-TC-98, Memorandum Opinion and Order, 14 FCC Red 3122, 3148, ¶¶ 57-58 (1999) (finding that GTE's pledge not to make any involuntary terminations, except for cause, of PRTC workers employed as of a certain date would benefit the public interest); *Applications of Ameritech Corp. and SBC Communications, Inc. for Consent to Transfer Control of Corporations Holding Commission Licenses and Lines,* CC Docket No. 98-141, Memorandum and Order, 14 FCC Red 14712, 14947, ¶ 567 (1999) ("Evidence in the record reveals that SBC has increased its commitments to improving service quality by hiring more employees ...").

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Ruth Milkman
Scott Patrick
Louis Peraertz
Joel Rabinovitz
Linda Ray
Courtney Reinhard
Jim Schlichting
Susan Singer
Steve Wildman
Best Copy and Printing, Inc.

Exhibit 1

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March 4, 2013

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Ms. Marlene H. Dortch, Secretary
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Re: Notice of Ex Parte
Applications of Deutsche Telekom AG, T-Mobile USA, Inc., and MetroPCS Communications, Inc. for Consent to Assign Licenses, WT Docket No. 12-301.

Dear Ms. Dortch:

In a series of ex parte meetings held on February 28, 2013, the Communications Workers of America ("CWA") pointed out that the documents provided by the Applicants contradict the Applicants' initial public assertions that the proposed Transaction presents an opportunity for job growth.[1] After the FCC forced the Applicants to substantiate their claims,[2] the Applicants admitted that actually there will be "job reductions" – but now attempt to characterize those job losses as a "relatively small number."[3] While the Applicants had told the FCC that CWA's concerns "are pure speculation – unsupported by any facts,"[4] CWA pointed out through document after document why the Applicants' characterizations unfortunately are just not true. As CWA predicted in its initial comments,[5] the "synergies" touted by the Applicants are indeed euphemisms for firing workers, and CWA believes the numbers reflected in those documents are significant, not "small."

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[1] *See Applications of Deutsche Telekom AG, T-Mobile USA, Inc., and MetroPCS Communications, Inc. for Consent to Assign or Transfer Control of Licenses and Authorizations*, WT Docket No. 12-301, Description of Transaction, Public Interest Showing, and Related Demonstrations, 44 (filed Oct. 18, 2012) ("Public Interest Showing") ("Newco's proposed transaction-specific savings will free up significant financial resources that could be invested back in its network and operations. This will allow the company to grow, potentially increasing employment opportunities.").

[2] Letter from Ruth Milkman, Chief, Wireless Telecommunications Bureau, to Dan Menser, T-Mobile License LLC, WT Docket No. 12-301 (Dec. 20, 2012); Letter from Ruth Milkman, Chief Wireless Telecommunications Bureau, to Mark Stachiw, MetroPCS Communications, Inc., WT Docket No. 12-301 (Dec. 20, 2012).

[3] Letter from Nancy J. Victory, Counsel for Deutsche Telekom AG and T-Mobile USA, Inc., and Carl W. Northrop, Counsel for MetroPCS Communications, Inc., to Marlene H. Dortch, Secretary, FCC, WT Docket No. 12-301 (February 21, 2013) ("Applicants' Feb. 21 Ex Parte").

[4] *See* Joint Opposition of Deutsche Telekom AG, T-Mobile USA, Inc., and MetroPCS Communications, Inc. to Comments, WT Docket No. 12-301, 3 (Dec. 6, 2012).

[5] *See* Comments of CWA, WT Docket No. 12-301, 1-2 (Nov. 26, 2012).

Moreover, given the Applicants' initial mischaracterization and the remaining discrepancy between CWA's characterization and the Applicants' characterization of the same information, CWA believes the public should be able to decide whether those numbers are "relatively small" or whether they are "significant." CWA sees no legitimate reason that the aggregate number of projected job losses should be kept confidential. The Applicants should be able to specify the number of projected job cuts not only to the FCC but to the public at large so that the public may understand and accurately evaluate the proposed Transaction's true impact on employment. This letter memorializes the details of those discussions.

In three separate meetings, Monica Desai, outside counsel to CWA, and Randy Barber, outside economic consultant to CWA, presented evidence that the Applicants would eliminate a significant number of jobs if the FCC approved the proposed Transaction absent the conditions proposed by CWA. Debbie Goldman, Telecommunications Policy Director for CWA, joined the introductory portion of each meeting. Ms. Goldman requested that staff examine the evidence presented by Mr. Barber and Ms. Desai, and not take at face value any "assurances" by the Applicants.[6] Ms. Goldman exited after the introductory portion of each meeting, and then Ms. Desai and Mr. Barber presented detailed evidence contradicting the Applicants' public claims.[7] Those three meetings were held with the following staff: (1) Jim Bird and Joel Rabinovitz from the Office of General Counsel; Linda Ray, Kate Matraves, David Hu, Monica DeLong, Susan Singer, Amanda Krohn, and Jim Schlichting from the Wireless Telecommunications Bureau; and Jack Erb and Steve Wildman from the Office of Strategic Planning and Policy Analysis; (2) Renee Gregory, Legal Advisor to Chairman Genachowski; and (3) David Goldman, Senior Legal Advisor to Commissioner Rosenworcel.

The Applicants' characterization of the proposed Transaction's impact on jobs has evolved over the course of this proceeding. While the Applicants initially touted the proposed merger as an opportunity for potential job growth,[8] they now concede that the proposed merger will result in an

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[6] Ms. Goldman noted an example of a hard-fought CWA victory against T-Mobile last year, when an investigation found that T-Mobile's denials of cutting U.S. jobs in order to send those jobs overseas were not true. In that case, T-Mobile had represented to the Department of Labor that "T-Mobile did not close ... seven call centers in order to send the work overseas." *See* Attachment 1. CWA requested that the Department of Labor investigate. The Department of Labor concluded that T-Mobile had eliminated "a significant number or proportion of the workers" in domestic call center jobs because it chose to offshore them – in contradiction to the representations T-Mobile had made. *See* Department of Labor Employment and Training Administration, Certification Regarding Eligibility to Apply for Worker Adjustment Assistance, dated July 11, 2012, at Attachment 2. As a result of the investigation, those U.S. workers whom the domestic T-Mobile call centers had fired and replaced with offshore workers were able to receive compensation for their termination. *See id.* The point of Ms. Goldman's example was to request that the FCC staff not take the Applicants' assurances at face value, but to instead dig into the evidence themselves.

[7] The evidence was taken from information submitted in January by the Applicants. *See* Letter from Nancy J. Victory, Counsel for Deutsche Telekom AG and T-Mobile USA, Inc., to Marlene H. Dortch, Secretary, FCC, WT Docket No. 12-301 (Jan. 7, 2013); Letter from Carl W. Northrop, Counsel for MetroPCS Communications, Inc., to Marlene H. Dortch, Secretary, FCC, WT Docket No. 12-301 (Jan. 7, 2013).

[8] *See* Public Interest Showing at 44.

unspecified number of jobs losses.[9] The Applicants vaguely attempt to assure the Commission that there will be only a "relatively small number of job reductions,"[10] but fail to quantify the number of jobs they project they will eliminate or to explain what they consider to be "relatively small."

In fact, the documents submitted by the Applicants in response to the Commission's probing questions contain **[BEGIN HIGHLY CONFIDENTIAL]** [redacted] **[END HIGHLY CONFIDENTIAL]** to what CWA believes are large numbers of job losses:[11]

- **[BEGIN HIGHLY CONFIDENTIAL]** [redacted][12]
- [redacted][14]

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[9] Applicants' Feb. 21 Ex Parte at 1.

[10] Applicants' Feb. 21 Ex Parte at 1.

[11] **[BEGIN HIGHLY CONFIDENTIAL]** [redacted] **[END HIGHLY CONFIDENTIAL]**

[12] *See* **[BEGIN HIGHLY CONFIDENTIAL]** [redacted] **[END HIGHLY CONFIDENTIAL]**

[13] *See* **[BEGIN HIGHLY CONFIDENTIAL]** [redacted] **[END HIGHLY CONFIDENTIAL]** *see also* **[BEGIN HIGHLY CONFIDENTIAL]** [redacted] **[END HIGHLY CONFIDENTIAL]**

[14] *See* **[BEGIN HIGHLY CONFIDENTIAL]** [redacted] **[END HIGHLY CONFIDENTIAL]** *see also* **[BEGIN HIGHLY CONFIDENTIAL]** [redacted] **[END HIGHLY CONFIDENTIAL]**

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- [redacted][15]
- [redacted]
- [redacted][16] [END HIGHL Y CONFIDENTIAL]

While terms such as **[BEGIN HIGHLY CONFIDENTIAL]** [redacted] **[END HIGHLY CONFDIENTIAL]** are clear in their meaning, other documents submitted by the Applicants **[BEGIN HIGHLY CONFIDENTIAL]** [redacted] **[END HIGHLY CONFIDENTIAL]** that appear to be euphemisms for firings, such as **[BEGIN HIGHLY CONFIDENTIAL]** [redacted] **[END HIGHLY CONFIDENTIAL]**. The Applicants state that the "projected synergy benefits resulting from the transaction are targeted to network efficiencies" and not "job reductions," which they claim are "facts borne out in the documents provided in response to the FCC's information request."[17] CWA's review of the documents bears out a different conclusion – that "synergies" do appear to be connected to job reductions.

The precise number of total jobs the Applicants appear to eliminate through "synergies," **[BEGIN HIGHLY CONFIDENTIAL]** [redacted] **[END HIGHLY CONFIDENTIAL]** the **[BEGIN HIGHLY CONFIDENTIAL]** [redacted] **[END HIGHLY CONFIDENTIAL]** and other actions is unclear. Mr. Barber calculated the range could be anywhere from **[BEGIN HIGHLY CONFIDENTIAL]** [redacted] **[END HIGHLY CONFIDENTIAL]** jobs eliminated.[18]

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[15] *See* **[BEGIN HIGHLY CONFIDENTIAL]** [redacted] **[END HIGHLY CONFIDENTIAL]** *see also* **[BEGIN HIGHLY CONFIDENTIAL]** [redacted] **[END HIGHLY CONFIDENTIAL]**

[16] **[BEGIN HIGHLY CONFIDENTIAL]** [redacted] **[END HIGHLY CONFIDENTIAL]**

[17] Applicants' Feb. 21 Ex Parte at 1.

[18] For example, **[BEGIN HIGHLY CONFIDENTIAL]** [redacted]

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In addition, the Applicants list [BEGIN HIGHLY CONFIDENTIAL] [redacted] [END HIGHLY CONFIDENTIAL] associated with the specific category, as they did when [BEGIN HIGHLY CONFIDENTIAL] [redacted][19] [END HIGHLY CONFIDENTIAL] It is critical that the Commission understand whether these additional categories implicate additional job losses, and if so, what that specific impact is. The Commission can calculate the job losses if the Applicants provide answers to the following questions:

- What is the dollar amount for the [BEGIN HIGHLY CONFIDENTIAL] [redacted] [END HIGHLY CONFIDENTIAL] of each of the following projected synergy savings for each Applicant, and how many post-transaction jobs cuts are projected as a result of each synergy category?[20]
  - [BEGIN HIGHLY CONFIDENTIAL] [redacted] [END HIGHLY CONFIDENTIAL]

[19] By contrast, Mr. Barber noted that the Applicants' confidential documents reflected more detailed information regarding [BEGIN HIGHLY CONFIDENTIAL] [redacted] [END HIGHLY CONFIDENTIAL]

[20] *See, e.g.*, [BEGIN HIGHLY CONFIDENTIAL] [redacted] [END HIGHLY CONFIDENTIAL]; *see also* [BEGIN HIGHLY CONFIDENTIAL] [redacted] [END HIGHLY CONFIDENTIAL]

- [redacted]
- [redacted]
- [redacted]

- [redacted] [END HIGHLY CONFIDENTIAL]

- What is the dollar amount for the [BEGIN HIGHLY CONFIDENTIAL] [redacted] [END HIGHLY CONFIDENTIAL] of each of the following projected synergy savings for each Applicant, and how many post-transaction jobs cuts are projected as a result of each synergy?[22] The Commission also should ask the Applicants to explain the [BEGIN HIGHLY CONFIDENTIAL] [redacted] [END HIGHLY CONFIDENTIAL] as they relate to potential job cuts.
  - [BEGIN HIGHLY CONFIDENTIAL] [redacted]
  - [redacted]
  - [redacted]
  - [redacted]
  - [redacted]
  - [redacted]
  - [redacted]
  - [redacted]
  - [redacted] [END HIGHLY CONFIDENTIAL]

- The Commission should ask the Applicants to explain and quantify the [BEGIN HIGHLY CONFIDENTIAL] [redacted] [END HIGHLY CONFIDENTIAL] referenced in the following sections of [BEGIN HIGHLY

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[21] *See* [BEGIN HIGHLY CONFIDENTIAL] [redacted] [END HIGHLY CONFIDENTIAL]

[22] *See, e.g.*, [BEGIN HIGHLY CONFIDENTIAL] [redacted] [END HIGHLY CONFIDENTIAL]

CONFIDENTIAL] [redacted]
[END HIGHLY CONFIDENTIAL]

- [BEGIN HIGHLY CONFIDENTIAL] [redacted]
- [redacted]
- [redacted]

- [redacted][23] END HIGHLY CONFIDENTIAL
  - The Commission should ask the Applicants to explain and quantify the dollar and job cuts projected as a result of [BEGIN HIGHLY CONFIDENTIAL] [redacted]
- [redacted] [END HIGHLY CONFIDENTIAL] of projected synergy savings.[24] For each of these elements, the Commission should ask the Applicants to [BEGIN HIGHLY CONFIDENTIAL] [redacted] [END HIGHLY CONFIDENTIAL] and quantify the job cuts that would result from these synergies. The Commission also should ask if the Applicants subsequently revised these projections and to provide updated numbers if so. Additionally, the Commission should ask the Applicants to provide estimates for synergy savings with respect to [BEGIN HIGHLY CONFIDENTIAL] [redacted]
  - [redacted]

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[23] *See* [BEGIN HIGHLY CONFIDENTIAL] [redacted] [END HIGHLY CONFIDENTIAL]

[24] *See* [BEGIN HIGHLY CONFIDENTIAL] [redacted] [END HIGHLY CONFIDENTIAL]

- [redacted][25] [END HIGHLY CONFIDENTIAL] The Commission should ask the Applicants to explain each item and quantify the projected job cuts resulting from each synergy.
  - [BEGIN HIGHLY CONFIDENTIAL] [redacted]
  - [redacted]
  - [redacted]
- [redacted][26] [END HIGHLY CONFIDENTIAL] The Commission should ask the Applicants to explain each item and quantify the projected job cuts resulting from each synergy.
  - [BEGIN HIGHLY CONFIDENTIAL] [redacted]
  - [redacted]
  - [redacted]
  - [redacted]
  - [redacted]
  - [redacted] [END HIGHLY CONFIDENTIAL]

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[25] *See* [BEGIN HIGHLY CONFIDENTIAL] [redacted] [END HIGHLY CONFIDENTIAL]

[26] *See* [BEGIN HIGHLY CONFIDENTIAL] [redacted] [END HIGHLY CONFIDENTIAL]

Additionally, the Commission should ask the following questions regarding the assertions made by the Applicants in their February 21 *ex parte*:

- The Applicants claim that a "significant portion" of MetroPCS's outsourced services is performed in the U.S. and not offshored.[27] This assertion is unsupported. Moreover, it fails to explain what the Applicants consider to be "significant," or how many jobs are domestic and how many are offshored. The Commission should ask each Applicant to verify its use of call centers by line of business, dollar volume, employee headcounts, and location.

- While the Applicants state that they have "no plans to move existing T-Mobile USA call centers offshore," the Commission should ask if the Applicants planned or evaluated migrating call center work currently outsourced domestically by MetroPCS to offshore call centers.[28] The Commission also should ask:

  - **[BEGIN HIGHLY CONFIDENTIAL]** [redacted]
  - [redacted]
  - [redacted]
  - [redacted] **[END HIGHLY CONFIDENTIAL]**

- The Applicants also state in their *ex parte* that "[s]ince last August, T-Mobile USA has hired more than 3,600 employees in its 17 domestic call centers."[29] The Commission should ask the Applicants to document the extent to which this hiring represents:

  - Hiring to replenish employment levels due to the closure of other call centers;
  - Hiring in response to attrition; or

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[27] Applicants' Feb. 21 Ex Parte at 1.

[28] *See* **[BEGIN HIGHLY CONFIDENTIAL]** [redacted] **[END HIGHLY CONFIDENTIAL]** *see also* **[BEGIN HIGHLY CONFIDENTIAL]** [redacted] **[END HIGHLY CONFIDENTIAL]**

[29] Applicants' Feb. 21 Ex Parte at 2.

- Hiring that represents net growth in domestic call center employment.

It is critical that the Commission – and the public – have sufficient information to clearly understand the true nature of employment consequences of the proposed Transaction. Given that the Applicants now finally concede to "job reductions" (and only after being forced to answer probing questions), the Commission should call on the Applicants to quantify the number of potential job eliminations.

The Commission has repeatedly pointed to commitments of preserving jobs, providing employment opportunities, and hiring more employees as examples of public interest benefits.[30] If saving jobs and growing jobs is a public interest benefit, then logically, eliminating jobs, especially large numbers of jobs, must be considered a public interest harm. The Applicants repeatedly assured the FCC that CWA's concerns "are pure speculation – unsupported by any facts[.]"[31] CWA has done the hard work of showing, with very direct evidence in document after document, that the Applicants appear to have misrepresented the potential job impact of the proposed Transaction. CWA has provided

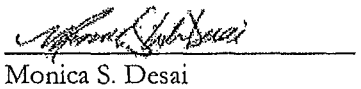
[30] *See, e.g., Applications of AT&T and Deutsche Telekom AG,* WT Docket No. 11-65, Order and Staff Analysis and Findings, 26 FCC Red 16184, 16293, ¶ 259 (2011) ("As part of its public interest analysis, the Commission historically has considered employment-related issues such as job creation…"); *Applications of Comcast Corporation, General Electric Company, and NBC Universal, Inc. for Consent to Assign Licenses and Transfer Control of Licenses,* MB Docket No. 10-56, Memorandum Opinion and Order, 26 FCC Red 4238,4330, ¶224 (2011) ("We also note the Applicants' representations that additional investment and innovation that will result from the transaction will in turn promote job creation and preservation."); *AT&T Inc. and BellSouth Corporation Application for Transfer of Control,* WC Docket No. 06-74, Memorandum and Opinion and Order, 22 FCC Red 5662, Appendix F (2007) (finding that a commitment to provide high quality employment opportunities in the U.S. by repatriating jobs previously outsourced outside the U.S. would serve the public interest); *Applications of Nextel Communications, Inc. and Sprint Corporation for Consent to Transfer Control of Licenses and Authorizations,* WT Docket No. 05-63, Memorandum Opinion and Order, 20 FCC Red 13967, 14029-30, ¶¶ 168-69 (2005) (considering job growth claims as part of FCC analysis); *Applications of Puerto Rico Telephone Authority and GTE Holdings (Puerto Rico) ILC for Consent to Transfer Control of Licenses and Authorization,* File No. 03373-03384-CL-TC-98, Memorandum Opinion and Order, 14 FCC Red 3122, 3148, ¶¶ 57-58 (1999) (finding that GTE's pledge not to make any involuntary terminations, except for cause, of PRTC workers employed as of a certain date would benefit the public interest); *Applications of Ameritech Corp. and SBC Communications, Inc. for Consent to Transfer Control of Corporations Holding Commission Licenses and Lines,* CC Docket No. 98-141, Memorandum and Order, 14 FCC Red 14712, 14947, ¶ 567 (1999) ("Evidence in the record reveals that SBC has increased its commitments to improving service quality by hiring more employees …").

[31] *See* Joint Opposition of Deutsche Telekom AG, T-Mobile USA, Inc., and MetroPCS Communications, Inc. to Comments, WT Docket No. 12-301, 3 (Dec. 6, 2012).

PATTON BOGGS LLP

the FCC with solid evidence that, absent conditions, the new company will likely cut **[BEGIN HIGHLY CONFIDENTIAL]** [redacted] **[END HIGHLY CONFIDENTIAL]** domestic jobs. The Commission cannot simply ignore this evidence. CWA urges the Commission to impose the conditions proposed by CWA if it chooses to move forward.

Respectfully submitted,



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ATTACHMENT 1

U.S. Department of Labor
Office of Trade Adjustment Assistance
TA-W-81520

OMB # 1205-0342 Exp 1/31/2013
Business Data Request (Service)
Compliance Date: May 08, 2012

Part II

A. Recent Activities of Subject Firm

(1) Have worker separations occurred or are any expected? (Include leased or temporary workers) Yes x☐ No ☐

(a) How many workers were separated at the subject firm since 04/17/2011? _T-Mobile has not carried out a reduction in force since 4/17/11 _____

(b) If future worker separations are planned or expected, when will they occur? _Separations caused by these call center closures are planned to occur on or about June 22, 2012.

(c) How many workers will be separated? __As many as 3,300 workers may be separated due to the call center closures, but these individuals will have the opportunity to move to other T-Mobile call centers with relocation benefits, and may apply for other T-Mobile jobs. _____

(d) Have workers' wages and hours been reduced? Yes ☐ No x☐

(2) Explain the reasons for these separations and the reduction in wages and hours. If you believe the separations are/were in any way caused by the effects of foreign trade, please describe.

As set forth in T-Mobile's email dated May 14, these individuals will be affected by the consolidation of T-Mobile call centers which includes the closure of 7 centers. We do not believe that these separations were caused by the effects of foreign trade.

(3) Has the subject firm ceased operating or is a shutdown scheduled? Yes ☐ No x ☐

(a) If yes, date of shutdown: (b) Is the shutdown permanent? Yes ☐ No ☐

(4) Has the subject firm or parent company, affiliates, branches, or subdivisions imported or acquired from a foreign country services like or directly competitive with the services supplied by the subject firm? Yes x☐ No ☐

T-Mobile USA does have call center service partners in the U.S. and other countries, but the seven call centers were not closed in order to send calls to service partners.

(5) Has the subject firm or parent company, affiliates, branches, or subdivisions supplying like or directly competitive services shifted that work to another country or countries, or is a shift of services to another country scheduled? Yes ☐ No x☐

See discussion of the possible shifting of some calls to another country in T-Mobile's May 14 email which is attached.

a) If yes, date of the beginning of the shift: _____ b) Date the shift completed: _____

(6) Has the subject firm contracted to have this service supplied outside the United States? Yes ☐ No ☐

(a) If yes, explain the arrangement and describe the services that will be provided:

As discussed above, T-Mobile did not close the seven call centers in order to send the work overseas. Instead, calls will shift from the closing call centers to the remaining U.S. call centers. And T-Mobile's hope is that the employees in the closing call centers will move to the remaining call centers and continue to handle that work. If insufficient numbers of T-Mobile employees make this move, T-Mobile will hire as many as 1,400 new employees in the remaining U.S. call centers to manage call volume.

Should an insufficient number of T-Mobile employees relocate to the remaining U.S. call centers, it is possible that T-Mobile will temporarily send some of these calls to its partners in the U.S. and other countries for a period of time until the remaining U.S. call centers are staffed to the appropriate levels. We will not know, however, the extent of any call routing related to the closure of these centers until after the centers actually close and any calls are actually routed as a result.

(7) Are the services supplied by the subject firm supplied to another division or a parent company or affiliate that is producing an article? (For example, the workers at the subject firm perform accounting services for a location that manufactures engines)

Yes ☐ No ☐x

For more information, visit our web site at http://www.doleta.gov/tradeact

ATTACHMENT 2

DEPARTMENT OF LABOR

Employment and Training Administration

TA-W-81,520
T-MOBILE USA, INC.
CALL CENTER
ALLENTOWN, PENNSYLVANIA

TA-W-81,520A
T-MOBILE USA, INC.
CALL CENTER
FORT LAUDERDALE, FLORIDA

TA-W-81,520B
T-MOBILE USA, INC.
CALL CENTER
FRISCO, TEXAS

TA-W-81,520C
T-MOBILE USA, INC.
CALL CENTER
BROWNSVILLE, TEXAS

TA-W-81,520D
T-MOBILE USA, INC.
CALL CENTER
LENEXA, KANSAS

TA-W-81,520E
T-MOBILE USA, INC.
CALL CENTER
THORNTON, COLORADO

TA-W-81,520F
T-MOBILE USA, INC.
CALL CENTER
REDMOND, OREGON

Certification Regarding Eligibility
To Apply for Worker Adjustment Assistance

In accordance with Section 223 of the Trade Act of 1974, as amended ("Act"), 19 U.S.C. § 2273, the Department of Labor herein presents the results of an investigation regarding

certification of eligibility to apply for worker adjustment assistance.

The group eligibility requirements for workers of a firm under Section 222(a) of the Act, 19 U.S.C. § 2272(a), are satisfied if the following criteria are met:

> (1) a significant number or proportion of the workers in such workers' firm have become totally or partially separated, or are threatened to become totally or partially separated;
> (2)(B)(i)(I) there has been a shift by the workers' firm to a foreign country in the production of articles or supply of services like or directly competitive with those produced/supplied by the workers' firm; OR
> (II) there has been an acquisition from a foreign country by the workers' firm of articles/services that are like or directly competitive with those produced/supplied by the workers' firm; AND
> (ii) the shift/acquisition must have contributed importantly to the workers' separation or threat of separation.

The investigation was initiated in response to a petition filed on April 19, 2012 by the Communications Workers of America on behalf of workers of T-Mobile USA, Inc., Call Center, Allentown, Pennsylvania (TA-W-81,520), Fort Lauderdale, Florida (TA-W-81,520A), Frisco, Texas (TA-W-81,520B), Brownsville, Texas (TA-W-81,520C), Lenexa, Kansas, TA-W-81,520D), Thornton, Colorado (TA-W-81,520E), and Redmond, Oregon (TA-W-81,520F). The workers' firm supplies telecommunications services. The worker group is engaged in activities related to the supply of call center services.

During the course of the investigation, information was collected from the petitioner and the workers' firm.

Section 222(a)(1) has been met because a significant number or proportion of the workers in such workers' firm have become totally or partially separated, or are threatened to become totally or partially separated.

Section 222(a)(2)(B) has been met because the workers' firm has acquired from a foreign country services like or directly competitive with services supplied by the workers which contributed importantly to worker group separations at T-Mobile USA.

Conclusion

After careful review of the facts obtained in the investigation, I determine that workers of T-Mobile USA, Inc., who are engaged in activities related to the supply of call center services, meet the worker group certification criteria under Section 222(a) of the Act, 19 U.S.C. § 2272(a). In accordance with Section 223 of the Act, 19 U.S.C. § 2273, I make the following certification:

"All workers of T-Mobile USA, Inc., Call Center, Allentown, Pennsylvania (TA-W-81,520), T-Mobile USA, Inc., Call Center, Fort Lauderdale, Florida (TA-W-81,520A), T-Mobile USA, Inc., Call Center, Frisco, Texas (TA-W-81,520B), T-Mobile USA, Inc., Call Center, Brownsville, Texas (TA-W-81,520C), T-Mobile USA, Inc., Call Center, Lenexa, Kansas, TA-W-81,520D), T-Mobile USA, Inc., Call Center, Thornton, Colorado (TA-W-81,520E), and T-Mobile USA, Inc., Call Center, Redmond, Oregon (TA-W-81,520F), who became totally or partially separated from employment on or after April 17, 2011 through two years from the date of certification, and all workers in the group threatened with total or partial separation from employment on the date of certification through two years from the date of certification, are eligible to apply for adjustment assistance under Chapter 2 of Title II of the Trade Act of 1974, as amended."

Signed in Washington, D.C., this 11th day of July, 2012.

MICHAEL W. JAFFE
Certifying Officer, Office of
Trade Adjustment Assistance

Exhibit 2

Congress of the United States
Washington, DC 20515

March 1, 2013

The Honorable Julius Genachowski
Chairman
Federal Communications Commission
445 Twelfth Street, SW
Washington, DC 20554

WT Docket No. 12-301

Dear Chairman Genachowski:

We are writing regarding the proposed merger between T-Mobile USA and MetroPCS Communications, Inc. currently being reviewed by the Federal Communications Commission (FCC). Specifically, we ask you to include a commitment to preserving U.S. jobs in your decision regarding the merger.

T-Mobile and MetroPCS both characterize this merger as one that will lead to additional growth and better options for Americans. We trust that the Commission will evaluate all aspects of the transaction to ensure that it is beneficial not only for the two corporations but also for the U.S. workers at these companies.

We are concerned that T-Mobile and MetroPCS have announced as part of the proposed merger $6-7 billion in post-merger "efficiencies" and "transaction-specific savings." Experience has shown that companies often achieve these savings through job cuts and employee lay-offs. We cannot support another consolidation of two companies that leads to a reduction of American jobs. This is particularly true as we continue to see evidence of an economic recovery, albeit a vulnerable one.

We are aware that MetroPCS outsources its entire customer service operation, and a number of its vendor call centers are located in the Philippines and Central America. We are also aware that T-Mobile recently closed seven U.S. call centers, displacing 3,300 employees. We do not want the merger to lead to a reduction of American jobs and an expansion of offshore facilities.

Given these facts, should the FCC approve the merger, we urge you to consider requiring the companies to commit to preserving U.S. jobs as part of their merger agreement. We

appreciate the Commission's long-standing goal of job creation, and we urge you to seek enforceable commitments to protect and grow U.S. jobs as you evaluate this transaction.

Sincerely,

MICHAEL H. MICHAUD
Member of Congress

STEPHEN F. LYNCH
Member of Congress

PETER A. DEFAZIO
Member of Congress

ADAM B. SCHIFF
Member of Congress

GRACE F. NAPOLITANO
Member of Congress

RAUL M. GRIJALVA
Member of Congress

CHELLIE PINGREE
Member of Congress

LUCILLE ROYBAL-ALLARD
Member of Congress

TIMOTHY H. BISHOP
Member of Congress

KEITH ELLISON
Member of Congress

EMANUEL CLEAVER
Member of Congress

WILLIAM LACY CLAY
Member of Congress

CHARLES B. RANGEL
Member of Congress

JIM MCDERMOTT
Member of Congress

ROBERT E. ANDREWS
Member of Congress

LINDA T. SANCHEZ
Member of Congress

TERRI A. SEWELL
Member of Congress

BARBARA LEE
Member of Congress

BRAD SHERMAN
Member of Congress

SAM FARR
Member of Congress

JUDY CHU
Member of Congress

ROBERT A. BRADY
Member of Congress

MARK POCAN
Member of Congress

ANN M. KUSTER
Member of Congress

JOSÉ E. SERRANO
Member of Congress

JERROLD NADLER
Member of Congress

DAVID LOEBSACK
Member of Congress

RICHARD M. NOLAN
Member of Congress

JOHN CONYERS JR.
Member of Congress

LLOYD DOGGETT
Member of Congress

ELIJAH E. CUMMINGS
Member of Congress

MARCY KAPTUR
Member of Congress

KATHY CASTOR
Member of Congress

JANICE HAHN
Member of Congress

ELEANOR HOLMES NORTON
Member of Congress

MARK TAKANO
Member of Congress

PETE P. GALLEGO
Member of Congress

GENE GREEN
Member of Congress

EDWARD J. MARKEY
Member of Congress

AL GREEN
Member of Congress

TIM RYAN
Member of Congress

DAVID N. CICILLINE
Member of Congress

MICHAEL E. CAPUANO
Member of Congress

GEORGE MILLER
Member of Congress

BETTY MCCOLLUM
Member of Congress

MIKE M. HONDA
Member of Congress

TIMOTHY J. WALZ
Member of Congress

SHEILA JACKSON LEE
Member of Congress

JOHN F. TIERNEY
Member of Congress

DONNA F. EDWARDS
Member of Congress

JAMES P. MCGOVERN
Member of Congress

RUSH HOLT
Member of Congress

JOYCE BEATTY
Member of Congress

JANICE D. SCHAKOWSKY
Member of Congress

AMI BERA
Member of Congress

TONY CÁRDENAS
Member of Congress

GWEN MOORE
Member of Congress

DANIEL B. MAFFEI
Member of Congress

ED PERLMUTTER
Member of Congress

MARCIA L. FUDGE
Member of Congress

ANDRÉ CARSON
Member of Congress

ALAN GRAYSON
Member of Congress

cc: Commissioner Jessica Rosenworcel
Commissioner Mignon Clyburn
Commissioner Robert M. McDowell
Commissioner Ajit Pai