

May 28, 2013

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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: WC Docket Nos. 10-90, 07-135, 05-337, 03-109, CC Docket Nos. 01-92, 96-45, GN Docket No. 09-51, WT Docket No. 10-208**  
**Petitions for Waiver – Adak Eagle Enterprises (filed May 22, 2012) and Windy City Cellular (filed April 3, 2012)**

Dear Ms. Dortch:

On May 23, 2013, Monica Desai, counsel for Adak Eagle Enterprises, LLC (“AEE”) and Windy City Cellular, LLC (“WCC”), spoke with Julie Veach (Chief, Wireline Competition Bureau) regarding the above-referenced petitions.<sup>1</sup> The following points were covered:

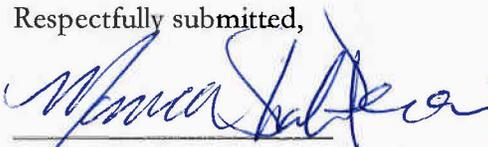
Ms. Desai thanked Ms. Veach for the time and energy FCC staff has expended evaluating the companies’ petitions. She emphasized, however, that the companies also have spent a great deal of time and energy (not to mention resources) in sincerely and diligently responding to all staff requests. The companies have been forthcoming and cooperative over this year-long process with the underlying faith that, given the waiver standard outlined in the *USF/ICC Transformation Order*,<sup>2</sup> the Commission’s stated promises of “no flash cuts” and commitment to a “glide path” for companies that have made recent investments,<sup>3</sup> not to mention the highly unique situation of AEE and WCC (taking into account the extremely high costs of serving remote Adak Island, AEE’s outstanding RUS loans, which have been used to provision plant and equipment on the island, and the companies’ record of providing the most comprehensive service – and only 911 service – on the island), there must be a way to reach a positive result.

<sup>1</sup> See Petition for Waiver of Adak Eagle Enterprises, LLC, WC Docket No. 10-90, *et al.*, May 22, 2012 (“AEE Petition”); Petition for Waiver of Windy City Cellular, LLC, WC Docket No. 10-90, *et al.*, April 3, 2012 (“WCC Petition”).

<sup>2</sup> See *Connect America Fund et al.*, WC Docket No. 10-90 *et al.*, Report and Order and Further Notice of Proposed Rulemaking, FCC 11-161, 26 FCC Rcd 17663, Section VII(G), ¶¶ 539-544 (2011) (“*USF/ICC Transformation Order*”).

<sup>3</sup> Letter from Monica Desai, Counsel, AEE and WCC, to Marlene H. Dortch, Secretary, FCC, Notice of Ex Parte and Submission of Further Supplemental Information, WC Docket No. 10-90, *et al.*, 4, dated April 12, 2013 (“AEE/WCC April 12 Ex Parte”); Letter from Monica S. Desai, Counsel for AEE and WCC, to Marlene H. Dortch, Secretary, FCC, Notice of Ex Parte, WC Docket No. 10-90, *et al.*, 4, dated May 14, 2012.

AEE and WCC are working rapidly to submit a revised proposal based on staff suggestions related to further reductions in the companies' operating expenses.<sup>4</sup> The companies plan to submit this revised proposal as soon as possible in the next few days. Ms. Desai reiterated that providing the opportunity for the companies to discuss the revised proposal with staff and receive specific feedback would be a fair way to proceed if staff believes it is inappropriate to provide the companies with exact directions regarding additional cost reductions.

Respectfully submitted,  


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<sup>4</sup> Other recent proposals include the submission of scenarios under which WCC could operate at a reduced funding level, and a long-term plan under which the companies could transition closer to the monthly \$250 per line cap. *See* AEE/WCC April 12 Ex Parte at 14, Attachment 6; *see also* Letter from Monica Desai, Counsel, AEE and WCC, to Marlene H. Dortch, Secretary, FCC, Submission of Further Supplemental Information, WC Docket No. 10-90, *et al.*, dated May 15, 2013.