



PUBLIC NOTICE

FEDERAL COMMUNICATIONS COMMISSION
445 TWELFTH STREET, S.W.
WASHINGTON, D.C. 20554

DA 12-67

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Released: January 19, 2012

CELLCO PARTNERSHIP D/B/A VERIZON WIRELESS, SPECTRUMCO, LLC AND COX TMI WIRELESS, LLC SEEK FCC CONSENT TO THE ASSIGNMENT OF AWS-1 LICENSES

WT Docket No. 12-4¹

PLEADING CYCLE ESTABLISHED

Petitions to Deny Due: February 21, 2012
Oppositions Due: March 2, 2012
Replies Due: March 12, 2012

I. INTRODUCTION

Cellco Partnership d/b/a Verizon Wireless (“Verizon Wireless”), SpectrumCo, LLC (“SpectrumCo”),² and Cox TMI Wireless, LLC³ (“Cox,” and together with Verizon Wireless and SpectrumCo, the “Applicants”) have filed two separate applications (collectively, “Applications”) pursuant to Section 310(d) of the Communications Act of 1934, as amended,⁴ seeking approval to assign spectrum licenses. In the first application, Verizon Wireless and SpectrumCo request consent to assign 122 Advanced Wireless Services (AWS-1)⁵ licenses to Verizon Wireless from SpectrumCo (“Verizon

¹ On January 11, 2012, the Wireless Telecommunications Bureau (WTB) issued a public notice establishing WT Docket No. 12-4 for the Verizon-SpectrumCo Application and the Verizon-Cox Application and designated the *ex parte* status of the Applications as permit-but-disclose under the Commission’s rules. Commission Opens Docket for Proposed Assignment of Licenses to Verizon Wireless from SpectrumCo and Cox and Designates Proceeding as Permit-But-Disclose, *Public Notice*, DA-12-35, WT Docket No. 12-4 (rel. Jan. 11, 2012).

² SpectrumCo is a joint venture among subsidiaries of Comcast Corp. (“Comcast”), Time Warner Cable Inc. (“Time Warner Cable”), and Bright House Networks, LLC (“Bright House”). SpectrumCo is owned by Comcast (63.6 percent), Time Warner Cable (31.2 percent), and Bright House (5.3 percent). *See* Verizon Wireless-SpectrumCo Application, File No. 0004993617, Public Interest Statement at 2.

³ Cox TMI Wireless, LLC is a subsidiary of Cox Communications, Inc., which Cox states is the third largest cable company in the country, and a long-time provider of high-speed Internet and local telephone services. *See* Verizon Wireless-Cox Application, File No. 0004996680, Public Interest Statement at 2. At the time SpectrumCo was granted the AWS-1 licenses that are the subject of the Verizon Wireless-SpectrumCo Application, an affiliate of Cox Communications, Inc. (“Cox Communications”) held a 10.441% equity interest in SpectrumCo. *See* Application of SpectrumCo LLC, ULS File No. 0002774487, filed October 4, 2006, and Verizon Wireless-Cox Application, Public Interest Statement at 3. In 2009, the Cox Communications affiliate exited the SpectrumCo venture, receiving as part of its redemption value the AWS-1 licenses that are the subject of the Verizon Wireless-Cox Application. *See* Verizon Wireless-Cox Application, File No. 0004996680, Public Interest Statement at 3.

⁴ 47 U.S.C. § 310(d).

⁵ The AWS-1 band consists of multiple paired blocks within the 1710-1755 MHz and 2110-2155 MHz range. *See*

Wireless-SpectrumCo Application”).⁶ In the second application, Verizon Wireless and Cox seek Commission consent to assign 30 AWS-1 licenses to Verizon Wireless from Cox (“Verizon Wireless-Cox Application”).⁷ The Applicants state that these transactions do not include the transfer of customers, facilities, or assets other than spectrum licenses.⁸ In addition, the Applicants report that Verizon Wireless has entered into separate commercial arrangements with Comcast, Time Warner Cable, and Bright House, and with Cox, that include agreements under which the companies and Verizon Wireless will sell each other’s cable and wireless services.⁹ The Applicants state that these commercial agreements “have no bearing on whether the spectrum sale is in the public interest, do not require Commission approval, and, for several reasons, do not need to be part of the formal record in this proceeding,” but have submitted the agreements into the record under the Second Protective Order.¹⁰

Preliminary review of the Verizon Wireless-SpectrumCo Application indicates that the proposed assignment of licenses to Verizon Wireless would result in Verizon Wireless acquiring either 20 or 30 megahertz of spectrum in 572 CMAs covering 259.7 million people (or approximately 84% of the U.S. population). Preliminary review of the Verizon Wireless-Cox Application indicates that the proposed assignment of licenses to Verizon Wireless would result in Verizon Wireless acquiring 20 megahertz of spectrum in 90 CMAs covering 30 million people (or approximately 10% of the U.S. population).

For administrative convenience given the commonality of issues, particularly the aggregation of spectrum and the public interest arguments raised by the Applicants, we consolidate the Applications for purposes of our review and consideration of those issues.¹¹

47 C.F.R. § 27.5(h).

⁶ See File No. 0004993617.

⁷ See File No. 0004996680.

⁸ Verizon Wireless-SpectrumCo Application, Public Interest Statement at 1; Verizon Wireless-Cox Application, Public Interest Statement at 1.

⁹ Verizon Wireless-SpectrumCo Application, Public Interest Statement at 23-24; Verizon Wireless-Cox Application, Public Interest Statement at 20.

¹⁰ Ex Parte Notice and Submission of Highly Confidential Documents, to Marlene H. Dortch, Secretary, FCC, from J.G. Harrington, Counsel to Cox TMI Wireless, LLC dated January 18, 2012, p. 2 (Verizon Wireless-Cox commercial agreements); Ex Parte Notice and Submission of Confidential and Highly Confidential Documents Pursuant to First and Second Protective Orders, to Marlene H. Dortch, Secretary, FCC, from Michael H. Hammer, dated January 18, 2012, p. 2 (Verizon Wireless-SpectrumCo commercial agreements). We note that the Applicants omitted some highly sensitive information from the submitted documents.

¹¹ By consolidating consideration of the Applications, we grant in part a motion filed by MetroPCS Communications, Inc. and NTELOS Holdings Corp. (“Petitioners”) requesting that the Commission consolidate certain pending applications involving Verizon, including the Applications. See Motion to Defer Action Pending Consolidation dated December 27, 2011, File Nos. 0004942973, *et al.* (*Motion*). We do not at this time consider the Petitioners’ request to defer action on and formally consolidate the Applications with the other transactions that are the subject of the *Motion*. We note, however, that WTB has separately adopted identical pleading cycles for the transactions that are the subject of the *Motion*. See In the Matter of Applications of Verizon Wireless and Leap Wireless for Commission Consent to the Exchange of 700 MHz Band, AWS-1 and PCS Licenses, DA 11-2096, ULS File Nos. 0004942973, etc., *Order* (rel. Dec. 30, 2011).

II. SECTION 310(d) APPLICATIONS

The following applications for consent to the assignment licenses have been assigned the following file numbers:

<u>File No.</u>	<u>Licensee</u>	<u>Assignee</u>	<u>Lead Call Sign</u>
0004993617	SpectrumCo LLC	Cellco Partnership	WQGA898
0004996680	Cox TMI Wireless, LLC	Cellco Partnership	WQGA969

III. EX PARTE STATUS OF THIS PROCEEDING

As previously announced, the Applications will be governed by permit-but-disclose *ex parte* procedures¹² that are applicable to non-restricted proceedings under Section 1.1206 of the Commission's rules.¹³ Parties making oral *ex parte* presentations are directed to the Commission's revised *ex parte* rules. Parties are reminded that memoranda summarizing the presentation must contain the presentation's substance and not merely list the subjects discussed.¹⁴ More than a one- or two-sentence description of the views and arguments presented is generally required.¹⁵ Other rules pertaining to oral and written presentations are set forth in Section 1.1206(b) as well.¹⁶

Requests for *Ex Parte* Meetings. All requests for meetings with Commission staff regarding this Docket should be made on-line, using the electronic *ex parte* meeting request form at <http://www.fcc.gov/transaction/verizon-spectrumcocox-exparte-meeting-request/>. Those who lack Internet access may direct their requests to Morasha Younger, Spectrum and Competition Policy Division, Wireless Telecommunications Bureau, (202) 418-1203.

IV. GENERAL INFORMATION

The assignment applications referenced herein have been found, upon initial review, to be acceptable for filing. The Commission reserves the right to return any application if, upon further examination, it is determined to be defective and not in conformance with the Commission's rules or policies.

Interested parties must file petitions to deny no later than February 21, 2012. Persons and entities that file petitions to deny become parties to the proceeding. They may participate fully in the proceeding, including seeking access to any confidential information that may be filed under a protective order, seeking reconsideration of decisions, and filing appeals of a final decision to the courts. Oppositions to such pleadings must be filed no later than March 2, 2012. Replies to such pleadings must be filed no later than March 12, 2012. All filings concerning matters referenced in this Public Notice should refer to WT Docket No. 12-4 and ULS File Nos. 0004993617 and/or 0004996680, as appropriate.

¹² See *infra* and footnote 1.

¹³ 47 C.F.R. § 1.1206.

¹⁴ See 47 C.F.R. § 1.1206(b)(1).

¹⁵ See *id.*

¹⁶ *Id.* § 1.1206(b).

To allow the Commission to consider fully all substantive issues regarding the Applications in as timely and efficient a manner as possible, petitioners and commenters should raise all issues in their initial filings. New issues may not be raised in responses or replies.¹⁷ A party or interested person seeking to raise a new issue after the pleading cycle has closed must show good cause why it was not possible for it to have raised the issue previously. Submissions after the pleading cycle has closed that seek to raise new issues based on new facts or newly discovered facts should be filed within 15 days after such facts are discovered. Absent such a showing of good cause, any issues not timely raised may be disregarded by the Commission.

Under the Commission's current procedures for the submission of filings and other documents,¹⁸ submissions in this matter may be filed electronically (*i.e.*, through ECFS) or by hand delivery to the Commission.

- **If filed by ECFS,**¹⁹ comments shall be sent as an electronic file via the Internet to <http://www.fcc.gov/e-file/ecfs.html>. In completing the transmittal screen, commenters should include their full name, U.S. Postal Service mailing address, and the applicable docket number. Parties may also submit an electronic comment by Internet e-mail.
- **If filed by paper,** the original and four copies of each filing must be filed by hand or messenger delivery, by commercial overnight courier, or by first-class or overnight U.S. Postal Service mail. All hand-delivered or messenger-delivered paper filings for the Commission's Secretary must be delivered to FCC Headquarters at 445 12th Street, S.W., Room TW-A325, Washington, D.C. 20554. The filing hours at this location are 8:00 a.m. to 7:00 p.m. All hand deliveries must be held together with rubber bands or fasteners. Any envelopes must be disposed of before entering the building. Commercial overnight mail (other than U.S. Postal Service Express Mail and Priority Mail) must be sent to 9300 East Hampton Drive, Capitol Heights, MD 20743. U.S. Postal Service first-class, Express, and Priority mail should be addressed to 445 12th Street, S.W., Washington, D.C. 20554. All filings must be addressed to the Commission's Secretary, Office of the Secretary, Federal Communications Commission.

One copy of each pleading must be delivered electronically, by e-mail or facsimile, or if delivered as paper copy, by hand or messenger delivery, by commercial overnight courier, or by first-class or overnight U.S. Postal Service mail (according to the procedures set forth above for paper filings), to: (1) the Commission's duplicating contractor, Best Copy and Printing, Inc., at FCC@BCPIWEB.COM or (202) 488-5563 (facsimile); (2) Sandra Danner, Broadband Division, Wireless Telecommunications Bureau (WTB), at sandra.danner@fcc.gov or (202) 418-7247 (facsimile); (3) Joel Taubenblatt, Spectrum and Competition Policy Division, WTB, at joel.taubenblatt@fcc.gov or (202) 418-7447 (facsimile); and (4) Jim Bird, Office of General Counsel, at TransactionTeam@fcc.gov or (202) 418-1234 (facsimile). Any submission that is e-mailed to Best Copy and Printing, Sandra Danner, Joel Taubenblatt, and Jim Bird should include in the subject line of the e-mail: (1) WT Docket No. 12-4; (2) the name of the submitting party; and (3) a brief description or title identifying the type of document being submitted (*e.g.*, WT Docket No. 12-4, [name of submitting party], Notice of *Ex Parte* Communication).

Copies of the application and any subsequently-filed documents in this matter may be obtained from Best Copy and Printing, Inc., in person at 445 12th Street, S.W., Room CY-B402, Washington, D.C.

¹⁷ See 47 C.F.R. §1.45(c).

¹⁸ See FCC Announces Change in Filing Location for Paper Documents, *Public Notice*, 24 FCC Rcd 14312 (2009).

¹⁹ See Electronic Filing of Documents in Rulemaking Proceedings, GC Docket No. 97-113, *Report and Order*, 13 FCC Rcd 11322 (1998).

20554, via telephone at (202) 488-5300, via facsimile at (202) 488-5563, or via e-mail at FCC@BCPIWEB.COM. The application and any associated documents are also available for public inspection and copying during normal reference room hours at the following Commission office: FCC Reference Information Center, 445 12th Street, S.W., Room CY-A257, Washington, D.C. 20554. The application is also available electronically through ECFS, which may be accessed on the Commission's Internet website at <http://www.fcc.gov>. In addition, the application is available electronically through ULS, which may be accessed on the Commission's Internet website. Information regarding the proposed transaction is also available on the Internet website the FCC has established for this transaction, <http://www.fcc.gov/transaction/verizon-spectrumcocox.html>, which contains an unofficial listing and electronic copies of materials in this matter.

To request materials in accessible formats for people with disabilities (Braille, large print, electronic files, audio format), send an e-mail to fcc504@fcc.gov or call the Consumer and Governmental Affairs Bureau at (202) 418-0530 (voice) or (202) 418-0432 (TTY). Contact the FCC to request reasonable accommodations for filing comments (accessible format documents, sign language interpreters, CART, etc.) by e-mail: fcc504@fcc.gov; phone: (202) 418-0530; or TTY: (202) 418-0432.

For further information, contact Sandra Danner, Broadband Division, Wireless Telecommunications Bureau, at (202) 418-0916, or Joel Taubenblatt, Spectrum and Competition Policy Division, Wireless Telecommunications Bureau, at (202) 418-1513.

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