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January 7, 2013

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VIA ELECTRONIC COMMENT FILING SYSTEM

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

Re: Applications of Deutsche Telekom AG, T-Mobile USA, Inc., and MetroPCS Communications, Inc., for Consent to Transfer of Control of Licenses and Authorizations Held by MetroPCS Communications, Inc., and Its Subsidiaries and by T-Mobile USA, Inc., and its Subsidiaries, WT Docket No. 12-301

Dear Ms. Dortch:

On behalf of MetroPCS Communications, Inc., and its subsidiaries ("MetroPCS"), the undersigned hereby submits this partial objection to the disclosure to the Communications Workers of America ("CWA"), including CWA's outside counsel and outside economic consultant, of certain confidential and highly confidential information in its January 7, 2013 response ("Response")¹ to the Commission's December 20, 2012 Information and Discovery Request ("Request")²

The pleadings filed by CWA in this proceeding provide it, at most, with a limited cognizable interest only in post-transaction employment-related issues.³ As a result, its access to confidential and highly confidential information should be limited to MetroPCS' response to Item # 4 of the Request, which is the only request that inquires about post-transaction employment in any manner.⁴ As is set forth in greater detail below, there is no justification for CWA to gain access to the remainder of the confidential and highly confidential information in the Response, which

¹ Letter from Carl W. Northrop, Telecommunications Law Professionals PLLC, to Marlene H. Dortch, Secretary, Federal Communications Commission, WT Docket No. 12-301 (Jan. 7, 2013) ("Response").

² Letter from Ruth Milkman, Chief, Wireless Telecommunications Bureau, to Mark Stachiw, MetroPCS Communications, Inc., WT Docket No. 12-301 (Dec. 20, 2012) ("Request").

³ See e.g., Comments of the Communications Workers of America (filed Nov. 26, 2012); Reply Comments of the Communications Workers of America (filed Dec. 17, 2012). CWA also filed an Ex Parte Notice that focused on post-employment transaction issues. Letter from Monica S. Desai, Counsel to the Communications Workers of America, to Marlene H. Dortch, FCC, WT Docket 12-301 (Dec. 20, 2012).

⁴ Item # 4 states, in part, "[p]rovide all plans, analyses, and reports discussing estimates of operational savings and other cost synergies, including the integration of networks, switching facilities, and cell sites, as well as *the impact of synergies upon employment at Newco post-transaction.*" Request, # 4 (emphasis added).

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contains extremely sensitive information on a wide variety of topics not relevant to the narrow issue raised by CWA in this proceeding.

The Request seeks responses from MetroPCS on competitively-sensitive topics that pertain to current or future business plans and operations, confidential subscriber information, non-public customer service plans and merger integration details. The Request also seeks extremely sensitive Company granular market-by market data about costs, revenues, and market share. Such information is not germane to the post-transaction employment issue raised in CWA's pleadings, nor will it assist CWA in "ensur[ing] that this transaction translates into a story of growth and opportunity for employment."⁵

There is no legitimate reason for CWA to be allowed to view the confidential and highly confidential information MetroPCS provides in its Response, other than information addressing Item # 4. CWA may not access this information in order to raise new concerns within the proceeding because the pleading cycle is already closed. The Public Notice that established the pleading cycle for this proceeding makes clear that "petitioners and commenters should raise all issues in their initial filings [and] [n]ew issues may not be raised in responses or replies."⁶ The governing protective orders in this proceeding also establish that access to confidential and highly confidential materials is only granted for the limited purpose of participation in this proceeding.⁷ And, the Second Protective Order specifically provides that a party submitting additional highly confidential documents in a proceeding may file a contemporaneous objection to it being made available an adverse party which has signed the protective orders.⁸ Since CWA has no interest in this proceeding beyond the limited employment issue it has raised, CWA has no bona fide basis for reviewing the other information in this proceeding. As a consequence, the Commission should limit CWA's access to the Response addressing Item # 4 only. It should not allow CWA to access the remainder of the Response.

⁵ CWA Comments, 1.

⁶ Deutsche Telekom AG, T-Mobile USA, Inc. and MetroPCS Communications, Inc. Seek FCC Consent to the Transfer of Control of PCS Licenses and AWS-1 Licenses and Leases, One 700 MHz License, and International 214 Authorizations Held by MetroPCS Communications, Inc. and by T-Mobile USA, Inc. To Deutsche Telekom AG, WT Docket No. 12-301, Public Notice, DA 12-1730, 5 (rel. Oct. 26, 2012) ("Public Notice"). Nor has CWA shown good cause to be permitted to raise additional issues after the pleading cycle has closed. "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." Public Notice, 5.

⁷ Applications of Deutsche Telekom AG, T Mobile USA, Inc. and MetroPCS Communications, Inc., WT Docket No 12-301, Protective Order (DA 12-1664) and Second Protective Order (DA-1665), released October 17, 1664.

⁸ Second Protective Order at ¶ 7. This Order provides that the submitting party may withhold production of the material until the objection is resolved by the Commission which is what MetroPCS is doing in this instance.

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Please feel free to contact the undersigned should you have any questions.

Sincerely,

A handwritten signature in black ink, appearing to read "Carl W. Northrop", with a long horizontal flourish extending to the right.

Carl W. Northrop
of TELECOMMUNICATIONS LAW PROFESSIONALS PLLC

cc (via e-mail): David Hu
Kathy Harris
Kate Matraves
Jim Bird
Benjamin C. Bartlett, Counsel for CWA