

**BEFORE THE PUBLIC UTILITIES COMMISSION
OF THE STATE OF CALIFORNIA**

In the Matter of the Joint Application of Sprint Communications Company L.P. (U-5112) and T-Mobile USA, Inc., a Delaware Corporation, for Approval of Transfer of Control of Sprint Communications Company L.P. Pursuant to California Public Utilities Code Section 854(a).

Application 18-07-011

In the Matter of the Joint Application of Sprint Spectrum L.P. (U-3062-C), and Virgin Mobile USA, L.P. (U-4327-C) and T-Mobile USA, Inc., a Delaware Corporation for Review of Wireless Transfer Notification per Commission Decision 95-10-032.

Application 18-07-012

**MOTION OF JOINT APPLICANTS FOR RECONSIDERATION OF THE PRESIDING
OFFICER'S RULING REVISING SCHEDULE**

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**MOTION OF JOINT APPLICANTS FOR RECONSIDERATION OF THE PRESIDING
OFFICER’S RULING REVISING SCHEDULE**

Pursuant to Rule 11.1 of the Commission’s Rules of Practice and Procedure (“Rules”), Sprint Communications Company L.P. (U-5112-C), Sprint Spectrum L.P. (U-3062-C), Virgin Mobile USA, L.P. (U-4327-C) (collectively “Sprint”), and T-Mobile USA, Inc. (“T-Mobile”) (collectively, the “Joint Applicants”) submit this motion for reconsideration of the February 24, 2020 *Presiding Officer’s Ruling Revising Schedule* (the “Presiding Officer’s Ruling”). As Joint Applicants explained in their February 11 e-mail,¹ and in meetings with each of the Commissioner offices,² the companies have publicly announced their intention to close the merger on April 1. Accordingly, and in consideration of the additional information set forth herein, Joint Applicants respectfully (1) request reconsideration of the Presiding Officer’s Ruling determining that a final decision would be presented at the April 16, 2020 meeting and (2) seek a

¹ See Email from Suzanne Toller to Commissioner Rechtschaffen and ALJ Bemserderfer (February 11, 2020), copying services list for A.18-07-011/A.18-07-012.

² See Notice of Ex Parte Communication of Joint Applicants (February 24, 2020).

determination that the final decision will instead be voted on at the March 26, 2020 Commission meeting.³

I. ANALYSIS

It is well-established that the Commission has the authority to review and reverse interim rulings by ALJs where the issues are important and/or the potential disclosure of confidential data is at stake.⁴ When the Commission will vote on the proposed decision in this proceeding is clearly an important issue — not only to Joint Applicants but also to California consumers, workers and the state’s economy.

As noted above and discussed in many other contexts, the Joint Applicants have announced their intention to close the merger on April 1, 2020, which will allow New T-Mobile to immediately begin delivering the massive benefits that New T-Mobile will bring to California consumers—particularly under-connected, low-income and rural consumers. These benefits include, but are not limited to: (i) dramatically improved wireless service from New T-Mobile’s 5G network, with the combined companies’ complementary spectrum and resulting massive capacity;⁵ (ii) enhanced in-home broadband competition throughout the state, including to areas that have no or limited broadband competition;⁶ (iii) immediate access for Sprint customers to T-

³ Joint Applicants are simultaneously requesting that the public review period for the proposed decision be reduced from 30 days to a minimum of 13 days, and that the public comment period on the proposed decision be reduced from 20 days to 10 days with no reply comments.

⁴ Although this motion seeks reconsideration by the assigned ALJ of his ruling, this precedent offers helpful guidance to reach a determination that the Presiding Officer’s Ruling should be revised. *See, e.g.*, D.94-08-028 (allowing interlocutory appeal of ruling allowing discovery of information from members of industry association, where ruling would have undesirable chilling effect on public participation in proceedings); D.08-11-004 (allowing interlocutory review of denial of motion to dismiss where error in denying motion would expose ratepayers to significant costs); D.92-10-049 (allowing interlocutory appeal of ALJ ruling regarding electric power resource bidding rules, where incorrect ruling would have disrupted pending bidding process); *see also* D.03-12-057 at n.1 (in appropriate cases, “the Commission may chose [sic] to reconsider some interim rulings, including Scoping Memos”).

⁵ *See Joint Applicants’ Post-Hearing Opening Brief on the Joint Application for Review of Wireless Transfer Notification per Commission Decision 95-10-032* (“Joint Applicants’ Opening Brief”) at Section IV (April 26, 2019).

⁶ *See Joint Applicants’ Opening Brief* at V.D.

Mobile’s superior 4G and 5G networks;⁷ (iv) after a brief transition period, access for new LifeLine customers to New T-Mobile’s superior 4G network, which covers more than twice the geographic area of California compared to Sprint;⁸ (v) right after closing, a new low-cost pricing plan, T-Mobile Connect, designed to appeal to value conscious customers;⁹ (vi) 5G wireless service at 10 rural county fairgrounds used for emergency response staging and evacuation;¹⁰ (vii) enhanced emergency preparedness and network resiliency;¹¹ and (viii) delivery of certain key economic benefits for the state including the construction of a New T-Mobile customer experience center in Kingsburg, which will bring approximately 1,000 career-track jobs to the Central Valley.¹²

In addition, as Joint Applicants have explained to Commission staff, an April 1 close is critical to the parties, as accounting and financial reporting needs, and the imperative for accuracy of such reporting, significantly limit the available closing dates for the merger and because delaying beyond April 1 would result in substantial—and ever-increasing—financial harm and risks, and other harms to Joint Applicants.¹³

⁷ See Joint Applicants’ Opening Brief at V.C.

⁸ See *Joint Applicants’ Post-December 2019 Hearing Brief on the Joint Application for Review of Wireless Transfer Notification per Commission Decision 95-10-032* at 19-20 (December 20, 2019); *Memorandum of Understanding Between the California Emerging Technology Fund and T-Mobile USA, Inc.* (“CETF MOU”) at 6 (April 8, 2019). Pursuant to the CETF MOU, New T-Mobile has committed that new California Assurance LifeLine customers will be activated on the New T-Mobile Network *no later than 6 months after the close*. Thus, every day that the transaction does not close is another day customers in some portions of the state have no or limited choice for a wireless LifeLine provider.

⁹ See Hearing Tr. at 1549:19-28 (Sievert Cross) (discussing T-Mobile Connect offering).

¹⁰ See CETF MOU at 12.

¹¹ See Joint Applicants’ Opening Brief at VII.C.

¹² See *id.* at 8, 86-87.

¹³ A prompt decision on shortened time is particularly appropriate in this case because, as Joint Applicants have previously noted, the Commission has explicitly exempted wireless carriers from obtaining preapproval for transfers of control under Section 854 and otherwise lacks jurisdiction to require such preapproval. See Joint Applicants’ Opening Brief at III. Moreover, there is no real dispute that the wireline transfer application clearly satisfies the standard for wireline transfers of control under California Public Utilities Code § 854(a). *Joint Applicants’ Motion for Immediate Approval of the Transfer of Sprint*

II. CONCLUSION

For these reasons, Joint Applicants respectfully request that the schedule in the Presiding Officer's Ruling be revised to provide that the Commission will vote on a proposed decision in this proceeding at the March 26, 2020 Commission meeting.

Respectfully submitted this 3rd day of March, 2020.

/s/
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Communications Company L.P. to T-Mobile USA Inc. (May 6, 2019). There is simply no reason for further delay.

¹⁴ Pursuant to Rule 1.8(d), this document is signed on behalf of Joint Applicants.

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Application 18-07-012

**[PROPOSED] ORDER GRANTING MOTION OF JOINT APPLICANTS FOR
RECONSIDERATION OF THE PRESIDING OFFICER’S RULING REVISING
SCHEDULE**

On March 3, 2020, Sprint Communications Company L.P. (U-5112-C), Sprint Spectrum L.P. (U-3062-C), Virgin Mobile USA, L.P. (U-4327-C) (collectively “Sprint”), and T-Mobile USA, Inc. (“T-Mobile”) (collectively, the “Joint Applicants”) filed a motion for reconsideration of the February 24, 2020 *Presiding Officer’s Ruling Revising Schedule* (“Ruling”). No opposition to this Motion has been submitted and the time for submission of such opposition has expired. No hearing on the Motion is necessary.

Good cause having been shown, and no opposition to the Motion having been submitted,

IT IS HEREBY RULED that:

1. Joint Applicants’ request for reconsideration is granted.
2. The Ruling is revised such that the final decision in this proceeding will be voted on at the March 26, 2020 Commission Meeting.

Administrative Law Judge Karl Bemederfer

Dated _____, 2020 at San Francisco, California.