TRANSITION ADMINISTRATOR SEARCH COMMITTEE

October 12, 2004

Michael Wilhelm, Chief
Public Safety & Critical Infrastructure Industry Division
Wireless Telecommunications Bureau
Federal Communications Commission
445 12th Street, SW
Washington, DC 20554

RE: WT Docket 02-55

Dear Mr. Wilhelm:

Pursuant to the Commission's *Report and Order* in the above-referenced proceeding, the Transition Administrator Search Committee (TASC) is pleased to provide the Commission with the attached recommendation that BearingPoint, Squire-Sanders-Dempsey LLP, and Baseline Technologies ("BearingPoint team") be appointed as the Transition Administrator, subject to Commission approval of a contract to be negotiated between Nextel and the BearingPoint team regarding hourly rates and other necessary terms and conditions.

We appreciate the opportunity to be of assistance to the Commission in this important matter. This letter and our recommendation will be filed with the Secretary.

Respectfully submitted,

Robert Gurss
Director, Legal & Government Affairs
Association of Public-Safety Communications Officials-International, Inc.

Jill Lyon
Vice President and General Counsel
United Telecom Council

Mark Crosby
President/CEO
Industrial Telecommunications Association

Geoffrey Stearn
Vice President, Spectrum Resources
Nextel Communications, Inc.

Christine Gill
McDermott, Will & Emery, LLP
Counsel for Southern LINC

Transition Administrator Search Committee Recommendation
Re: Reconfiguration of 800 MHz Band

On September 10, 2004, the Transition Administrator Search Committee (the "TASC") issued a request for Statements of Interest ("SOI") to solicit parties to serve as an independent Transition Administrator ("TA") to facilitate the reconfiguration of the 800 MHz Band. The TASC received twelve SOIs by the September 24, 2004, deadline. After review of the responses, the TASC met with several interested groups on October 4, 2004.

For reasons outlined below, the TASC has determined that the team of BearingPoint, Squire-Sanders-Dempsey LLP, and Baseline Technologies (the "BearingPoint Team") is best qualified to serve as the Transition Administrator as outlined in the Federal Communications Commission's Report and Order in the matter of Improving Public Safety Communications in the 800 MHz Band.

Listed below is information regarding the key leaders of the BearingPoint Team:

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Skills and Experience

The following is a brief summary of the relevant skills and experience presented by the members of the BearingPoint Team that are specifically relevant to its selection:

BearingPoint

- Expertise in managing small to large-scale, multi-faceted initiatives for government agencies and commercial entities,
- Served as an independent body in similar regulatory proceedings, such as Section 271 Compliance by Local Exchange Carriers,
- Experience assisting public authorities with financial management/accounting and auditing requirements,
- Experience working with FCC and various State Public Utility Commissions,
- Capability to provide professional staff and financial resources on an as- needed basis for multi-year reconfiguration,
- Knowledge of wireless systems and carrier operations, and
- Experience with first responder networks.

Squire-Sanders & Dempsey LLP

- Mediation skills specific to the telecommunications industry,
- Understanding of appropriate FCC's rules, policies and frequency assignment procedures, and
- Experience working with the FCC and relevant 800 MHz certified frequency advisory committees and industry associations.

Baseline Telecom

- Requisite technical expertise in 800 MHz spectrum analysis, frequency allocation and radio systems,
- Capability to develop necessary tools to gather information to define costs for complex telecommunications systems,
- Experience in complex 800 MHz regions (e.g., San Diego), and
- Knowledge of the history, development and regulatory structure of the 800 MHz band.

Qualification Criteria

As part of the Request for Statements of Interest, the TASC identified the following minimum qualifications, based upon its interpretation of the Report and Order, which the Transition Administrator must possess in order to perform in an effective manner:

- Accounting and auditing capabilities,
- Mediation skills and experience,
- Technical expertise with 800 MHz (806-824/851-869 MHz) communications systems, including specifically system architectures, the retuning process and associated costs,
- Understanding of regulations specific to the 800 MHz band,
- Understanding of radio frequency assignment procedures and methodology used in the 800 MHz band,
- Human and financial resources necessary to provide the scope and depth of services specified in the Report and Order throughout the multi-year reconfiguration process,
- Ability to work cooperatively and impartially with all relevant parties, including 800 MHz band licensees, FCC-certified frequency advisory committees, and the FCC, and
- Expertise in managing a large-scale, multi-faceted initiative.

The TASC's assessment of the BearingPoint Team's capabilities in these areas are as follows.

Accounting and auditing capabilities

The BearingPoint Team maintains sufficient in-house accounting and auditing personnel to comply with requirements of the Report and Order, as well as to provide all necessary quarterly and other periodic reports to the FCC and the parties involved in the reconfiguration process. For the annual audit requirements of the Transition Administrator, the BearingPoint Team committed to identify and work collaboratively with an independent, outside accounting firm that is acceptable to the Commission.

Mediation Skills and Expertise

Squire Sanders provided more than adequate evidence that it retains significant expertise related to alternative dispute resolution ("ADR") techniques to resolve disputes. Squire Sanders indicated that it has extensive experience in conducting neutral evaluations/expert determinations and binding and nonbinding arbitration, as well as mediations conducted both on an *ad hoc* basis and under many different institutional rules. It was noted that Squire Sanders is a charter member of the CPR Institute for Dispute Resolution and is a signatory to the Law Firm Pledge to consider and utilize ADR where appropriate.

Technical Expertise With 800 MHz Communications Systems

Baseline Telecom has managed personally the design, construction and phased introduction of commercial and public 800 MHz networks including voice, data and fixed wireless systems. Sample technical activities for which Baseline Telecom has been responsible have included the following projects.

- Design and implementation (spectrum aspects as well as network hardware) of a multi-site network in the San Diego market.
- Planning, design, implementation and management (technical and fiscal) of public-safety communications system for a large suburb in a major metropolitan area which required a complete transition into a new frequency plan while maintaining full operational capability.
- Technical and fiscal oversight of a nationwide SMR consolidator's systems that included all major trunked formats used in the commercial trunked environment. Market responsibilities included San Diego and Seattle (border regions) and major urban centers (Boston and Dallas). During spectrum acquisition periods, the networks in these areas were expanded, re-configured, and upgraded while the systems were in full operation serving thousands of mobile and portable units.
- Analyzed, recommended and negotiated the successful reconfiguration of a public safety system in a major metropolitan market in the Canadian border region.
- Designed (including circuit boards) and implemented regional and statewide SCADA networks using 800 MHz and other land mobile bands.

Understanding of Regulations Specific to the 800 MHz Band

Members of the BearingPoint Team have been involved in the 800 MHz band from virtually its inception and have been involved in all major proceedings affecting this band. In addition to participating in numerous regulatory proceedings before the FCC, members of the BearingPoint Team have been active on behalf of a wide variety of licensees in the practical implementation of the 800 MHz band regulations, including the following:

- The filing of license applications, requests for rule waivers and special temporary authorizations,
- Frequency coordination and related requirements,
- Short-spacing analytical activities,
- Border area issues,
- RF interference prediction and resolution,
- Construction certification efforts,
- Finder's preference proceedings,
- Management agreements,
- Equipment certification processes,
- Tower siting matters, and
- System reprogramming and retuning activities.

Understanding of Radio Frequency Assignment Procedures and Methodology

Members of the BearingPoint Team have had full responsibility for, and direct control over, spectrum licensing and management aspects of large 800 MHz networks, as well as managing spectrum-related activities for other parties. They have filed through frequency coordination processes applications for new system licenses, relocations, changes and swaps in frequencies, assignments of authorization, transfers of control, and for Special Temporary Authorizations. The BearingPoint Team provides a substantive understanding of the licensing issues and history of the 800 MHz band.

Necessary Human and Financial Resources for the Multi-year Reconfiguration Process

BearingPoint has substantial employee resources at their disposal, which provides the BearingPoint Team the ability to enhance or decrease the level of dedicated personnel expeditiously depending on the needs of each phase of the 800 MHz reconfiguration. Squire Sanders is able to access the legal, mediation and regulatory experience of the firm's 750 attorneys. Baseline Telecom adds relevant technical skills to the team and can secure additional support from a network of experienced colleagues and associates in the telecommunications community. In order to further supplement these resources, the BearingPoint Team has proposed the establishment of an Industry Advisory Board to provide additional expertise and guidance to the TA.

The ability to commit to an appropriate level of experienced staff and management support, coupled with mediation and technical capabilities, provided the TASC with sufficient confidence that the BearingPoint Team is well suited to accomplish the TA assignments.

The Ability to Work Cooperatively and Impartially With all Relevant Parties

The BearingPoint Team provided evidence that it has and will continue to work cooperatively with many of the entities involved in 800 MHz realignment.

The BearingPoint Team has committed to establishing open and transparent policies and processes governing the TA's operations, thereby enhancing its ability to satisfy the goals of fairness and impartiality.

Expertise in Managing a Large-scale, Multi-faceted Initiative

The BearingPoint Team possesses methodologies and capabilities that will provide the framework required to manage multiple, concurrent projects that require a high level of coordination across various teams and impacted parties. The team members have worked on numerous large-scale projects similar in scope and duration to the planned 800 MHz reconfiguration process.

From 1998 to 2003 BearingPoint served as the neutral firm for the majority of the Section 271 Regional Bell Operating Company ("RBOC") certifications conducted on a state-by-state basis. BearingPoint's role in the process was to act as the independent organization that evaluated compliance with Section 271 guidelines for state regulators. BearingPoint also facilitated the Transportation Security Administration's ("TSA") Strategic Airport Security Rollout. After the attacks of September 11, 2001, the TSA required an

immediate evaluation and certification of the 452 airports in the United States. In five months, working with more than 2,300 people from multiple companies and communities, BearingPoint was able to develop an Overall Strategy and Program Management program for the TSA.

Certification of Independence and No Financial Interest

Each firm within the BearingPoint Team has submitted a Certification of Independence and No Financial Interest pursuant to paragraph 191 of Improving Public Safety Communications in the 800 MHz Band Report and Order.[1] Upon review of these disclosures and after additional discussions with Team representatives, the TASC has not discovered any area of concern relating to the independence or financial interests of the firms that make up the Team. The TASC believes the Team can serve as an independent Transition Administrator based on the disclosures provided by BearingPoint, Squire-Sanders-Dempsey LLP, and Baseline Technologies, respectively.

Selection of the BearingPoint Team

The TASC conducted an in-depth review of the twelve SOIs it received from interested parties and conducted face-to-face meetings with several of the interested parties. Based upon this analysis, the TASC members recommend unanimously the BearingPoint Team to serve as the FCC's Transition Administrator. The TASC determined that overall, the BearingPoint Team possessed the strongest skills among those responding and evidenced a demonstrated capability to successfully fulfill the responsibilities of the Transition Administrator. Furthermore, the TASC believes that the BearingPoint Team will be independent, impartial and will remain free of any potential conflict with regard to this undertaking.

[1] Certification of Independence and No Financial Interest submissions included in Appendix A

CERTIFICATION OF INDEPENDENCE AND NO FINANCIAL INTEREST

Pursuant to paragraph 191 of *Improving Public Safety Communications in the 800 MHz Band,* Report and Order, Fifth Report and Order, Fourth Memorandum Opinion and Order, and Order, WT Docket No. 02-55, FCC 04-168 (rel. Aug. 6, 2004) (as modified by an Erratum dated Sept. 10, 2004) and 47 C.F.R. § 90.676, BearingPoint, Inc. certifies that it has no financial interest in any 800 MHz licensee.

IN WITNESS WHEREOF, the undersigned have executed this Certification of Independence and No Financial Interest this 24th day of September 2004.

BEARINGPOINT, INC.

[Name]
[Title] Assistant Secretary

DISCLOSURES – BEARINGPOINT, INC.

BearingPoint, Inc. has no conflict of interest related to serving as the 800 MHz Transition Administrator. Likewise, BearingPoint, Inc. does not believe that any of its past or present activities gives rise to a valid potential conflict of interest or appearance of an actual or apparent conflict of interest. Out of an abundance of caution, however, BearingPoint, Inc. discloses the following:

(1) BearingPoint (named "KPMG Consulting. Inc." at the time) performed an engagement for United Telecom Council, on behalf of its members, over the course of an approximately eight (8) week period beginning in April 2002. The project involved generally an analysis and report concerning the multiple factors influencing the need for utilities to upgrade mobile communications facilities. The existence of the 800 MHz interference issue was one of several factors to be considered in the analysis, which included the need for improved wireless data transmission and the designation of mobile networks as critical infrastructure.

(2) BearingPoint has current commercial contracts with Nextel Communications, Inc. including subsidiaries and affiliates. BearingPoint is one of several vendors providing support for Nextel's ongoing enterprise projects. These services predominantly relate to back-office systems testing and support. As part of this relationship, BearingPoint recently submitted a proposal to be considered a Nextel prime vendor to provide similar testing-related services over a period of years. BearingPoint is under a confidentiality obligation with respect to the details of its Nextel work, however, BearingPoint can state that the contracts do not involve any work with respect to 800 MHz networks and that BearingPoint has not had any interaction with Nextel's TASC representative for any of these contracts.

CERTIFICATION OF INDEPENDENCE AND NO FINANCIAL INTEREST

Pursuant to paragraph 191 of *Improving Public Safety Communications in the 800 MHz Band,* Report and Order, Fifth Report and Order, Fourth Memorandum Opinion and Order, and Order, WT Docket No. 02-55, FCC 04-168 (rel. Aug. 6, 2004) (as modified by an Erratum dated Sept. 10, 2004) and 47 C.F.R. § 90.676, Squire, Sanders & Dempsey L.L.P. certifies that it has no financial interest in any 800 MHz licensee.

IN WITNESS WHEREOF, the undersigned have executed this Certification of Independence and No Financial Interest this 24th day of September, 2004.

Squire, Sanders & Dempsey L.L.P.

Robert B. Kelly
Partner

DISCLOSURES – SQUIRE, SANDERS & DEMPSEY L.L.P.

Squire, Sanders & Dempsey L.L.P. ("SS&D") has no conflict of interest related to serving as a subcontractor to the 800 MHz Transition Administrator. Likewise, SS&D does not believe that any of its past or present activities gives rise to a potential conflict of interest or appearance of an actual or apparent conflict of interest. Out of an abundance of caution, SS&D discloses the following:

(1) SS&D attorneys represented The Boeing Company in the 800 MHz proceeding (WT Docket No. 02-55). In connection with its representation of Boeing, SS&D submitted two filings for the record in WT Docket No. 02-55 on behalf of the Border Area Coalition, but did not act as legal counsel for the Border Area Coalition. SS&D is not actively representing any entity in the 800 MHz proceeding at this time.

(2) In serving in the capacity of counsel to the Transition Administrator, SS&D will not undertake to represent or counsel any other party in matters before the TA or in mediation, arbitration or other proceedings or transactions in which the TA is a party.

CERTIFICATION OF INDEPENDENCE AND NO FINANCIAL INTEREST

Pursuant to paragraph 191 of *Improving Public Safety Communications in the 800 MHz Band,* Report and Order, Fifth Report and Order, Fourth Memorandum Opinion and Order, and Order, WT Docket No. 02-55, FCC 04-168 (rel. Aug. 6, 2004) (as modified by an Erratum dated Sept. 10, 2004) and 47 C.F.R. § 90.676, Baseline Telecom, Inc. certifies that it has no financial interest in any 800 MHz licensee.

IN WITNESS WHEREOF, the undersigned have executed this Certification of Independence and No Financial Interest this 24th day of September, 2004.

Baseline Telecom, Inc.

Alan J. Boyer
President

DISCLOSURES – BASELINE TELECOM, INC.

Baseline Telecom Inc. has no conflict of interest related to serving as a subcontractor to the 800 MHz Transition Administrator. Likewise, Baseline Telecom, Inc. does not believe that any of its past or present activities gives rise to a valid potential conflict of interest or appearance of an actual or apparent conflict of interest.

CERTIFICATION AND DISCLOSURE STATEMENT – JOSEPH L. HANNA

Pursuant to paragraph 191 of *Improving Public Safety Communications in the 800 MHz Band*, Report and Order, Fifth Report and Order, Fourth Memorandum Opinion and Order, and Order, WT Docket No. 02-55, FCC 04-168 (released Aug. 6, 2004) (as modified by an Erratum dated Sept. 10, 2004) and 47 C.F.R. § 90.676, Joseph L. Hanna hereby certifies that he has no financial interest in any 800 MHz licensee and has no conflict of interest in serving as a member of the Independent Advisory Board ("IAB") to the 800 MHz Transition Administrator.

He discloses the following:

1. I am a life member and past President of APCO International.

2. Since November, 2000, I have been a private consultant to public safety agencies and private organizations on issues concerning public safety communications systems. I have previously consulted with a number of parties regarding the proposed reconfiguration of public safety systems in the 800 MHz band, including Nextel, Cingular and various public safety agencies. No such consulting relationship is currently active.

3. While serving as a member of the IAB, I will recuse himself from participation on the IAB in any proceedings involving any party for whom I may then be engaged in providing consulting services.

IN WITNESS WHEREOF, the undersigned have executed this Certification and Disclosure Statement this 24th day of September, 2004.

Joseph L. Hanna