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November 21, 2011

Bennett L. Ross  
202.719.7524  
[bross@wileyrein.com](mailto:bross@wileyrein.com)

**VIA OVERNIGHT DELIVERY**

State of West Virginia  
Department of Administration  
Purchasing Division  
Building 15  
2019 Washington Street East  
Charleston, WV 25305-0130

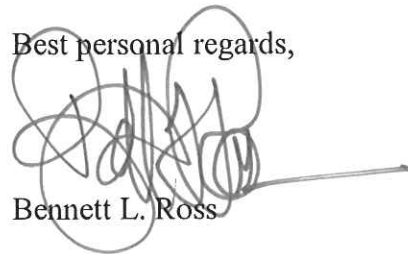
Re: RFQ No.: DEV1224

Dear Sir or Madam:

On behalf of Wiley Rein LLP, I am pleased to enclose the firm's response to the above-referenced request for proposal. As set forth in its response, Wiley Rein is uniquely situated to assist the State of West Virginia in providing an independent analysis of its current broadband infrastructure and otherwise advise the State regarding its broadband programs. On a personal note, having grown up in Huntington and as a proud graduate of Huntington High School (Class of '79), it would be a pleasure to have the opportunity to work with the State on this very important project.

We look forward to your favorable consideration of our response.

Best personal regards,



Bennett L. Ross

BLR:rw

Enclosure

cc: Eric Fogle



**Subject:**  
Consulting Services and  
Independent Analysis of the  
State's Current Broadband  
Infrastructure

**REQ Number:** DEV1224

**Vendor Name/Address:**  
Wiley Rein LLP  
1776 K Street NW  
Washington, DC 20006

**Phone:** (202) 719-7000

**Fax:** (202) 719-7049

---

**Contact:** Bennett L. Ross  
[bross@wileyrein.com](mailto:bross@wileyrein.com)

A handwritten signature in black ink, appearing to read "Bennett L. Ross", written over a horizontal line.

Signature

November 18, 2011

Date



**Consulting Services and Independent Analysis of the  
State’s Current Broadband Infrastructure**

**REQ Number DEV1224**

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**Attachment B: Mandatory Specification Checklist**

**Attachment C: Cost Sheet (Submitted in a separate sealed envelope)**

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**Purchasing Affidavit**

## Attachment A: Vendor Response Sheet

**Provide a response regarding the following: firm and staff qualifications and experience in completing similar projects; references; copies of any staff certifications or degrees applicable to this project; proposed staffing plan; descriptions of past projects completed entailing the location of the project, project manager name and contact information, type of project, and what the project goals and objectives were and how they were met.**

### Section 2.3: Qualifications and Experience

**The chosen vendor will demonstrate qualifications and experience in the following areas:**

#### **2.3.1 Industry and Policy Analysis: State and Federal Funding Analysis: and Strategic Planning Support**

**2.3.1.1 Understanding and view of the broadband industry at both federal and state levels to provide policy analysis and program development or planning assistance to clients. Each vendor should submit a list of a minimum of three projects completed within the past ten years along with a list of names and addresses detailing the project specifics and outcome.**

Located in Washington, DC, Wiley Rein LLP is a full-service law firm that has been described as one of the “most influential law firms in Washington” by *Washingtonian* magazine. The firm offers clients a unique integration of legal, regulatory and public policy expertise with an in-depth understanding of the business and technical underpinnings of the industries we serve.

One industry in which Wiley Rein has unparalleled experience is the telecommunications sector, and the firm has one of the largest and most diverse telecommunications practices in the nation. Consistently ranked by *Chambers USA* in its top tier, the firm’s Telecommunications Group is recognized as “one of the best practices in the USA” for providing “top-notch advice” on a range of issues, including broadband. Wiley Rein’s telecommunications group assists a broad range of clients in understanding federal, state and international regulatory requirements related to fixed and mobile broadband. The firm has helped wireless carriers obtain spectrum to support mobile broadband services, represented technology companies in securing broadband network infrastructure, assisted broadband providers in ensuring that their service offerings comply with applicable regulatory requirements, and advised a wide range of clients — including telecommunications carriers, equipment manufacturers, satellite providers, trade associations, and foreign and municipal government agencies — in various aspects of U.S. and international broadband policies.

Wiley Rein has a unique ability to provide clients with keen insights into broadband policies at the international, federal, and state level. This is due in part to the fact that many of its attorneys and consultants have held senior positions in the legislative and executive branches and are regularly recognized as leading practitioners on a host of

broadband-related issues. For example, named partners Richard E. Wiley is a former Chairman of the Federal Communications Commission (“FCC”) and Bert W. Rein is former Deputy Assistant Secretary of State for Economic and Business Affairs. Other members of the firm include Nancy Victory, former Administrator of the National Telecommunications and Information Administration (“NTIA”), Hilda Legg, former Administrator of the Rural Utilities Service (“RUS”), and Ambassador David Gross, former U.S. Coordinator for International Communications and Information Policy, U.S. Department of State.

Wiley Rein has successfully leveraged its broadband expertise to the benefit of clients interested in broadband funding opportunities under the American Recovery and Reinvestment Act (“ARRA”). With the enactment of the ARRA, the firm established a team devoted to assisting clients interested in applying for funds under the Broadband Technology Opportunities Program (“BTOP”) administered by NTIA and the Broadband Initiatives Program (“BIP”) administered by RUS. This team was led by Bennett Ross, the chair of Wiley Rein’s telephony practice and former General Counsel – D.C. for BellSouth Telecommunications. The team’s efforts were very successful, as firm clients collectively received approximately \$450 million in broadband infrastructure awards from NTIA and RUS. Well-versed in all aspects of BTOP and BIP, the firm’s attorneys and consultants continue to help awardees navigate and comply with the obligations associated with receiving federal broadband funds, ensuring that their policies, practices and procedures conform with all of the various requirements attendant to these programs.

When the FCC first launched its inquiries on spectrum and broadband policy issues in connection with development of the United States National Broadband Plan (“Plan”) mandated by the ARRA, the firm undertook broad research and advocacy roles for numerous clients. Wiley Rein provided clients with ongoing analysis and planning assistance, producing a comprehensive summary of the Plan within hours of its release as well as issuing a “Broadband Plan Report Card” and a “National Broadband Plan: Recommendations and Actions” blueprint.

Against this backdrop, Wiley Rein highlights the following three projects as illustrative of the depth and breadth of its understanding of the broadband industry at both federal and state levels to provide policy analysis and program development or planning assistance to clients.

1. Windstream Communications (“Windstream”) is one of the largest providers of telecommunications services in rural communities in the United States. Windstream was interested in obtaining funding under BIP to build out broadband infrastructure in areas of its service territory that were particularly rural or otherwise uneconomic to offer broadband service. The company retained Wiley Rein to develop a strategy for applying for BIP funding and in completing the application and technical appendices that Windstream successfully used as a template to secure approximately \$164 million in broadband infrastructure funding in 11 states. Windstream is currently in the midst of implementing its broadband infrastructure projects for which it received BIP funding.

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State Government Affairs – Arkansas  
Windstream Communications  
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Phone: (501) 748-5619
- Project Manager: Bennett L. Ross  
Partner  
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2. Motorola Solutions is a leading provider of mission-critical communication solutions and services for enterprise and government customers. Seeking to build a state-of-the-art public safety broadband network in the San Francisco Bay Area, Motorola Solutions engaged Wiley Rein to assist in preparing a comprehensive response to a request for proposals for the project. As part of the engagement, Wiley Rein was tasked with representing the company in applying for BTOP funding if Motorola Solution’s bid was accepted. After Motorola Solutions was selected as the project vendor by the municipal governments in the Bay Area, Wiley Rein worked with the company in all aspects of the development of its BayWEB broadband project — which includes public safety and public Internet access components — as well the preparation and completion of its BTOP application for project funding. With Wiley Rein’s assistance, Motorola Solutions received a \$50.6 million award from NTIA, making it the only equipment vendor in the United States to receive funding under either BTOP or BIP. Motorola Solutions is currently in the midst of implementing the BayWEB project, and Wiley Rein continues to counsel the company on various issues related to project implementation.

- Reference: Derek Phipps  
MSSI Vice President  
Motorola Solutions  
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3. Iridium operates a mobile voice and data satellite communications network that covers every inch of the Earth's surface and that the company uses to deliver an innovative and rich portfolio of reliable solutions for markets that require truly global communications. Iridium has a major development program underway for its next-generation network — Iridium NEXT. Wiley Rein has advised Iridium on its overall

regulatory strategy for Iridium NEXT and has represented the company in ongoing FCC spectrum and broadband rulemaking proceedings. Wiley Rein also has counseled Iridium on universal service issues related to its satellite offerings and drafted the company's comments in connection with the FCC's efforts to reform the federal universal service fund.

- Reference: Donna Bethea-Murphy  
Vice President - Regulatory Engineering  
Iridium  
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- Project Manager: Jennifer Hindin  
Partner  
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**2.3.1.2 Domestic and international experience in assessment, engineering, design, operation and capacity building for broadband infrastructure and different business models applicable to both middle mile and last mile networks as evidenced by verifiable, delivered work product pertaining to same. Each vendor should submit a list of a minimum of three projects completed within the past ten years along with a list of names and addresses detailing the project specifics and outcome.**

In addition to its domestic broadband experience described throughout this proposal, Wiley Rein has established deep and trusted relationships on a host of telecommunications issues, including broadband, at the highest levels in many foreign governments and with various international organizations (including the ITU and the Organisation for Economic Cooperation and Development (“OECD”), among others). Because of the firm's unparalleled representation of and experience with international telecommunications carriers, equipment suppliers, and other market participants, the firm is regularly asked to advise foreign governments — both in the developing world and the developed world — regarding telecommunications and broadband policy in their countries. A particularly noteworthy international engagement is highlighted below:

1. Wiley Rein has extensive international experience in middle mile and last mile broadband issues through its work with the telecommunications regulatory agency for the Government of Qatar (ictQATAR). Most significantly, ictQATAR requested that one of the firm's attorneys – Carl Frank – serve as the country's acting head of Regulatory Affairs with responsibilities for a full range of fiber and broadband issues. At the time of this request, Qatari service providers had deployed little or no Fiber-to-the-Home (“FTTH”), and had minimal middle mile fiber rings. To address these issues, Qatar committed to a national broadband plan, as a result of which Mr. Frank



focused on the following regulatory, technical, and business issues associated with broadband deployment: assessment of the viability of FTTH given population density; the potential need for, and size of, government subsidies; the range of possible rates of return; weighing appropriate governance models, including public-private partnership or purely private arrangements; the appropriate role of inter-carrier competition for FTTH; evaluation of differing technical models (FTTH versus fiber to the node/curb; point-to-point versus G.984 GPON); legal status of access to conduits, ability to share conduits and regulation of conduit access pricing, and rights of way/permit requirements; appraisal of legal framework for post-installation access pricing, including cost modeling; consideration of costs of upgrade to Cat 5/6 wiring to brownfield buildings, and options for sharing such costs among multiple providers. Wiley Rein has continued to be involved internationally regarding issues associated with middle mile and last mile broadband fiber deployment.

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- Project Manager: Carl Frank  
Of Counsel  
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To bolster its extensive experience in broadband policy and project development, Wiley Rein has partnered with the Broadband Consulting Group, Inc. (“BBCGi”), which is a company with nearly a decade of experience in assessing, engineering, and designing broadband networks. BBCGi is led by: (i) President Eric Fogle who has over 18 years of significant experience in the telecommunications industry, most recently as Chief Executive Officer of Bluebird Network, LLC, a BTOP award sub-recipient and middle mile fiber provider; and (ii) Vice President Marty Schell, who has more than 30 years of experience in the telecommunications industry. Biographies of Mr. Fogle and Mr. Schell are included as part of Wiley Rein’s response. BBCGi has extensive experience in all aspects of broadband networks, from the conceptual design, to the detailed engineering, to construction and turn up, to operation and monetization. The following projects are illustrative of BBCGi’s experience in this area:

2. Intelq Communications – Intelq Communications is a multi-state fiber optic network that has been in existence since the late 1990s. BBCGi’s team was responsible for the upgrade and redesign of the network as well as the program to fully monetize the network to make it more economically viable. Revenue on the designed and built network increased 4X in five years of operation and continue to grow and add GEM and commercial customers proving the sustainability of the network.

- Reference: Darin Peterson  
General Manager  
Phone: (405) 818-5814
- Project Manager: Marty Schell  
Vice President  
Phone: (405) 822-0124

3. Pioneer Communications – This communications company serves the southwestern portion of Kansas. BBCGi’s team was responsible for building and designing over 4,000 route miles of fiber optic cable and the equipment necessary to bring high speed Internet to extreme rural areas of Kansas. In addition, the team was responsible for the design, construction, and cutover of 17 CATV systems that provided additional high speed Internet and entertainment services to these rural communities.

- Reference: Stan Rice  
Director of Economic Development  
Phone: (620) 356-7128
- Project Manager: Marty Schell  
Vice President  
(405) 822-0124

**2.3.1.3 Advisory, assessment and program support for state and federal regulatory, federal funding programs, and Universal Service Fund reform including an assessment of where existing federal and state funding is underutilized as evidenced by verifiable delivered work product pertaining to same. Each vendor should a list of a minimum of three projects completed within the past ten years along with a list of names and addresses detailing the project specifics and outcome.**

As part of its full-service telecommunications practice, Wiley Rein has significant expertise in helping clients understand and navigate the requirements of universal service funding programs at the federal or state level, including the federal High Cost Fund, the Lifeline/LinkUp programs, and the E-rate (or Schools and Libraries) program. Wiley Rein routinely works with the FCC and the Universal Service Administrative Company (“USAC”) to secure universal service funding on behalf of clients. One of the firm’s partners – Thomas J. Navin – is the former chief of the Wireline Competition Bureau of the FCC, which has primary responsibility for overseeing the federal Universal Service Fund. The firm knows how the FCC and USAC work and has the knowledge and expertise, as well as credibility, with these agencies to assist clients in successfully achieving their universal service objectives.

With the release of the FCC's November 18, 2011 order reforming and modernizing the federal Universal Service Fund by repurposing legacy high cost funds to support broadband in currently unserved areas, Wiley Rein is advising clients about the impact of these changes on network providers and their broadband deployment plan. Wiley Rein also advocated at the FCC on behalf of clients to ensure that their interests are adequately protected during the reform process.

The FCC's efforts to reform the universal service and intercarrier compensation systems will be ongoing, and Wiley Rein is well-positioned to assist West Virginia throughout this process. Specifically, Wiley Rein can keep the State of West Virginia informed about proposed changes to federal universal service programs and provide intelligence about the political and legal dynamics surrounding such proposed changes. The firm also can advise West Virginia on developing regulatory and business strategies to take advantage of the universal service funding opportunities that are expected to exist, particularly for unserved areas of the State. Although Wiley Rein's experience with universal service funding is extensive, the following projects illustrate the depth and breadth of its work in this area:

1. Cisco is one of the world's leading companies in the design, manufacture, and sale of Internet Protocol (IP)-based networking and other products related to the communications and information technology (IT) industry. The company provides a broad line of products and services for transporting data, voice, and video within buildings, across campuses, and around the world. Schools and libraries are important customers for Cisco, and Wiley Rein has counseled the company about recent changes to the federal E-rate program and their impact on Cisco products and services provided to E-rate eligible K-12 schools and libraries. The firm's counseling activities have included developing strategies to maximize Cisco's ability to leverage E-rate funding consistent with program requirements and conducting E-rate compliance training for Cisco employees and partners. Wiley Rein also assisted Cisco in securing changes in E-rate program requirements at the FCC and USAC that allowed the company to better serve educational customers.

- Reference: Carroll McGillin  
Strategic Business Development Manager  
Education, Public Sector  
Cisco  
[cmcgilli@cisco.com](mailto:cmcgilli@cisco.com)  
Phone: (410) 309-5540
- Project Manager: Bennett L. Ross  
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2. Wiley Rein has long served as federal regulatory counsel to the Puerto Rico Telephone Company, which is the incumbent telephone provider in Puerto Rico. Because of the significant cost of serving an insular area, the Puerto Rico Telephone Company depends upon subsidies from the federal Universal Service Fund to provide service. When reform initiatives were proposed at the FCC that, if adopted, could have eliminated the sources of the Puerto Rico Telephone Company's universal service subsidies, Wiley Rein marshaled support from members of Congress, representatives of the Puerto Rican government, businesses in Puerto Rico, and Hispanic interest groups to preserve the company's funding. Wiley Rein also has helped develop strategies for the Puerto Rico Telephone Company to maximize its opportunities to participate in the federal universal service program.

- Reference: Walter Arroyo  
Director, Regulatory Affairs  
Puerto Rico Telephone Company  
[warroyo@claropr.com](mailto:warroyo@claropr.com)  
Phone: (787) 792-9510

- Project Manager: Thomas J. Navin  
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Phone: (202) 719-7487

3. Trillion Partners, Inc. ("Trillion") is an Austin, Texas based company that provides Internet and telecommunications services to more than 1,000 K-12 schools across the country. Virtually all of the schools served by Trillion, which are located primarily in rural and underserved areas, rely on funding from the E-Rate program. In early 2009, based on allegations that the applicants served by Trillion had failed to comply with E-Rate program requirements, USAC denied the applicants' funding requests and demanded the applicants refund money that had previously been paid. As a result of not receiving E-Rate funding, Trillion had to reduce its workforce, its stockholders abandoned the company, and its creditors placed the company in receivership in August of 2011. Wiley Rein was retained by Trillion's Receiver, who was appointed by the U.S. Federal District Court in Denver, to assist in efforts to obtain the E-Rate funds to which the company was entitled. Wiley Rein arranged meetings for the Receiver and representatives of two school districts, which were applicants, with USAC and the FCC and developed a full-scale coordinated campaign to secure support of Trillion and the schools it serves from members of Congress. These efforts have been successful to date and, in November 2011, the FCC granted appeals of Trillion and several school systems, finding that the applicants had not violated the E-Rate rules that existed at the time and directing USAC to process the funding applications consistent with the FCC's order.

- Reference: Byron Smyl  
Receiver  
Trillion Partners, Inc.  
[bsmyl@alvarezandmarsal.com](mailto:bsmyl@alvarezandmarsal.com)  
Phone: (305) 704-6736
- Project Manager: Henry Rivera  
Partner  
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[hrivera@wileyrein.com](mailto:hrivera@wileyrein.com)  
Phone: (202) 719-7501

**2.3.1.4 Assessment and development of comprehensive strategic and tactical plans for infrastructure deployment and capacity building for commercial entities, communities or states. Each vendor should a list of a minimum of three projects completed within the past ten years along with a list of names and addresses detailing the project specifics and outcome.**

Both Wiley Rein and BBCGi have had extensive experience and considerable success in assisting clients in securing funding under BTOP and BIP to deploy broadband network infrastructure. As a part of this work, both Wiley Rein and BBCGi helped applicants develop broadband projects to deploy service to unserved and underserved areas consistent with BTOP and BIP requirements. Several notable examples are highlighted below:

1. The BayWEB project — which is discussed above — is the culmination of an initiative by Motorola Solutions to deploy a state-of-the art broadband network in the San Francisco Bay Area. Motorola Solutions' vision of this network involved a public safety subsystem devoted to meeting the communications needs of emergency responders and a public access subsystem that would help meet the broadband needs of the general public. Motorola Solutions worked closely with professionals from Wiley Rein in developing the network technology to be deployed, identifying the areas to be served, and formulating support for the project from state and local governments and business and civic leaders. NTIA ultimately decided to fund the BayWEB project, and work on the project is underway.

- Reference: Derek Phipps  
MSSI Vice President  
Motorola Solutions  
[derekhipps@motorolasolutions.com](mailto:derekhipps@motorolasolutions.com)  
Phone (509) 443-5326

- Project Manager: Bennett L. Ross  
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2. The City of Seattle retained Wiley Rein to assist in the development of a broadband network to support public safety personnel that would be eligible for funding under BTOP. Representatives of Wiley Rein worked closely with the City in assessing and implementing a comprehensive strategic plan for network design and deployment in order to ensure compliance with the requirements of BTOP. Wiley Rein also helped the City of Seattle gather the extensive information necessary to complete the BTOP application, which the firm completed and filed on the City's behalf. Although the City of Seattle's application was not funded by NTIA, this decision was not a reflection on the quality of Seattle's project but rather was the result of legislation that eliminated more than \$300 million in BTOP funding.

- Reference: Bill Schrier  
Chief Technology Officer  
City of Seattle  
[bill.schrier@seattle.gov](mailto:bill.schrier@seattle.gov)  
Phone (206) 684-0633

- Project Manager: Bennett L. Ross  
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3. The BBCGi team worked closely with twenty-five BTOP and BIP applicants, seventeen of which received funding from either NTIA or RUS. Of particular note were the successful BTOP applicants of MCNC (North Carolina) and Merit Network, Inc. (Michigan), which both received BTOP awards in excess of \$100 million. BBCGi provided analysis and documentation to prove the value of these networks, which required a thorough knowledge of all aspects of the project, the goals of the network, and a deep understanding of the underserved and unserved markets intended to be served by the network.

- References: Carla Hunt  
Manager – Knowledge and Information Systems  
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- Project Manager: Eric Fogle  
President  
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Phone: (573) 808-3453

**2.3.1.5 Implementation and management of broadband adoption programs on a regional or national level. Each vendor should a list of a minimum of three projects completed within the past ten years along with a list of names and addresses detailing the project specifics and outcome.**

Although Wiley Rein has implemented or managed broadband adoption programs, it has worked closely with clients in advocating the establishment of comprehensive broadband adoption programs by the FCC. Specifically, the firm has counseled broadband providers, equipment manufacturers, and public interest groups regarding the importance of solving the demand side of the broadband equation by developing creative programs geared toward consumers who can buy broadband today but who choose not to do so. Wiley Rein also has worked with clients in connection with the FCC's Connect to Compete campaign, which is a public-private partnership recently unveiled by the FCC to address the top obstacles to broadband adoption, including digital literacy, relevance and cost. Wiley Rein is well-positioned to advice the State of West Virginia regarding potential opportunities that may be available under this program and other FCC initiatives to address broadband adoption.

**2.3.2 Specialized Broadband Mapping: Ability to support specialized data capture, create specialized mapping and analysis, and provide a variety of data specific overlays including various technology and demographic information as required by NTIA standards for state specific broadband. Each vendor should submit at least one project with an associated degree of granularity.**

In connection with BIP and BTOP, Wiley Rein was heavily engaged in conducting a variety of broadband mapping and demographic data analysis projects for applicants seeking funds under BIP and BTOP. Specifically, the firm provided broadband mapping services to Twin Valley Telecom, which applied for but did not receive BIP funds for a broadband project in rural Kansas, and Motorola Solutions, which was awarded BTOP funds for its BayWEB project in the San Francisco Bay area. The firm also provided broadband mapping and data analysis for clients considering broadband projects in Oklahoma and Illinois.

The work performed by the firm included significant coordination with engineers to develop detailed diagrams of proposed broadband networks and information regarding the proposed service area. This work involved extensive manipulation of block level population, income and household data, as well as the development of a variety of techniques to estimate broadband penetration. Using state-of-the-art mapping software, Wiley Rein has the ability to develop detailed and highly complex graphical representations of service areas, demographic overlays, and broadband penetration data.

Additionally, BBCGi was responsible for broadband mapping and demographic data analysis for all twenty five of its BIP and BTOP clients.

**2.3.3 Strategic Communications: Initiating public awareness campaigns to include the promotion of standards and best practices.**

**Each vendor should submit a list of a minimum of one project completed within the past ten years along with a list of names and addresses detailing the project specifics and outcome.**

Wiley Rein has assisted numerous clients in connection with public awareness campaigns affecting their businesses, although the most significant involved the Digital Television (DTV) transition, which refers to the switch from analog to digital broadcast television. In 1996, Congress authorized the distribution of an additional broadcast channel to each broadcast TV station so that they could start a digital broadcast channel while simultaneously continuing their analog broadcast channel. Congress subsequently set June 12, 2009 as the deadline for full-power television stations to stop broadcasting analog signals, and all full-power U.S. television stations have broadcast over-the-air signals in digital only since that date. In connection with the DTV transition, the FCC adopted consumer education requirements with which television broadcasters, Multichannel Video Programming Distributors, telecommunications carriers, and manufacturers had to comply to educate consumers and viewers about the transition and facilitate a smooth transition. On a nationwide scale, Wiley Rein advised hundreds of broadcasters and a number of major consumer electronics manufacturers in connection with the DTV transition, including their DTV consumer education efforts during this landmark event.



## Section 2.4: Project and Goals

### 2.4.1 Goal/Objective 1: Please describe how you would perform an assessment of West Virginia's current broadband efforts across the State's governmental entities with regard to strengths, weaknesses, opportunities and threats.

**Vendor Response:** An assessment of the State's current broadband efforts would involve a four-step process:

- (1) identify each state or municipal agency involved in promoting broadband deployment and adoption in West Virginia, and determine the responsibilities of and relationships between such agencies in connection with the State's broadband efforts;
- (2) determine the State's broadband goals at both the macro and micro level, including reviewing any tools or metrics currently being used in assessing whether those goals have been or are being met;
- (3) conduct an analysis of each federal and state funding program currently available to or being utilized by West Virginia to support broadband deployment and adoption in the State; and
- (4) examine the current status of broadband deployment and adoption in the State across various technology platforms, including reviewing existing broadband maps and other available quantitative data that reflect the extent to which broadband services have been deployed in West Virginia and are being purchased by residents.

### 2.4.2 Goal/Objective 2: Please describe how you would perform an assessment of federal programs and policies, including those at the National Telecommunications and Information Administration, the Federal Communications Commission and the U.S. Department of Agriculture that will impact the state and its broadband plans.

**Vendor Response:** Wiley Rein is well-versed with and very knowledgeable about existing federal programs and policies designed to promote broadband deployment and adoption. These include BTOP administered by NTIA, BIP and other broadband infrastructure programs administered by RUS, and various initiatives launched by the FCC in implementing the National Broadband Plan. Wiley Rein actively monitors all of these programs and initiatives on behalf of a variety of clients, advises clients about possible opportunities under these programs and initiatives, and counsels clients about applicable compliance issues. Wiley Rein is well-positioned to share its insights and provide guidance about these same topics with the State of West Virginia. Wiley Rein also would conduct a comprehensive examination of the West Virginia Statewide Broadband Infrastructure Project funded by NTIA to assess the proposed network and current project status.

**2.4.3 Goal/Objective 3: Please describe how you would assist in the development and implementation of a plan/strategy focused on increasing access and adoption of broadband technologies around the State's small business and entrepreneurial communities to include benchmarking, analysis, a detailed work plan and measurable results.**

**Vendor Response:** Working with BBCGi, Wiley Rein would identify the particular geographic areas in West Virginia that lack access to broadband and determine how those areas would be impacted by the West Virginia Statewide Broadband Infrastructure Project and any other public or private broadband network deployment initiatives currently underway. Through this process, Wiley Rein and BBCGi would be able to determine those truly unserved areas and provide recommendations about funding programs that may exist to bring broadband to those areas. The team also would assess broadband adoption rates by businesses in comparable geographic areas where broadband currently is available, which could be used to set adoption targets for benchmarking purposes. Wiley Rein also would advise West Virginia about potential opportunities under the FCC's Connect to Compete and other broadband adoption programs, which may be good opportunities for the State to increase broadband utilization by business and residential customers alike.

**2.4.4 Goal/Objective 4: Please describe how you would perform an analysis of the Universal Service Fund as it relates to West Virginia's current community of service providers and in anticipation of forthcoming changes at the federal level/initiation of the Connect America Fund to include potential impact on West Virginia's citizens of the forthcoming changes and solutions to lessen any anticipated impact.**

**Vendor Response:** As mentioned above in response to Question 2.3.1.3, Wiley Rein is actively monitoring the FCC's efforts to reform the Universal Service Fund, including the establishment of the Connect America Fund. Once the FCC releases the written order that the agency adopted in October 2011, Wiley Rein will prepare a comprehensive summary of the order and conduct a thorough assessment of the changes made to the program. Wiley Rein can utilize this information in advising the State of West Virginia about potential new funding opportunities that may be available to the State as well as about potential changes to the Universal Service Fund that could negatively impact the State's broadband efforts. Likewise, as described below, Wiley Rein is able to assess the effectiveness of the State's access to funding under the federal E-rate program and will be able to provide recommendations about any steps the State can take to improve such access.

**2.4.5 Goal/Objective 5: Please describe how you would perform the review and analysis and report of findings focused on the current State broadband map with regard to national standards, best practices, levels of granularity and inclusion of all current broadband technologies being offered in West Virginia (wire line, wireless, fiber, satellite) in an effort to monitor, assess, and influence broadband infrastructure deployment, affordability and sustainability moving forward.**

**Vendor Response:** Based on the collective broadband mapping experience of Wiley Rein and BBCGi the team will conduct an extensive analysis of the data underlying the West Virginia broadband map and identify any deficiencies or shortcomings in the data being collected. The team also will consider possible improvements to the method by which data is collected to address concerns raised in a recent report by Drexel University regarding deficiencies in the National Broadband Map.

**2.4.6 Goal/Objective 6: Please describe how you would perform an assessment and analysis of West Virginia's current school-based (K-12) broadband access and adoption rates to include potential solutions to any identified shortcomings.**

**Vendor Response:** Wiley Rein would solicit from the State any existing information regarding current broadband utilization by schools in West Virginia and would analyze publicly available information from USAC regarding E-rate discounts paid to on or behalf of West Virginia schools during recent funding years. Wiley Rein also would assess the eligibility of various schools for E-rate discounts regardless of whether or not such schools have applied for E-rate funding. Depending upon whether there are any gaps in such information, a more in-depth investigation into current broadband utilization by schools in West Virginia may be required, which could involve surveys or random interviews of individual schools regarding their access to and utilization of broadband.

**2.4.7 Goal/Objective 7: Please describe how you would perform an analysis of opportunities to leverage additional funding with State-based resources around the development, deployment and adoption of broadband technologies to include specific market opportunities and technical assistance around addressing any identified opportunities.**

**Vendor Response:** The first step of such an analysis would be to identify all resources at the federal and state level that reasonably are available to support broadband deployment and adoption on an ongoing basis. This analysis also would identify the gaps in current broadband deployment and adoption and quantify the costs of filling those gaps. The analysis also would include identifying any possible public-private partnerships that may allow the State of West Virginia to fill any broadband gaps in the event public resources are insufficient to do so.

**2.4.8 Goal/Objective 8: Please describe how you would provide advisory consultancy services for the development, implementation or refinement of state broadband projects and programs focused on development, deployment or adoption of broadband technologies to include an independent and objective analysis of existing plans and operational strategies around same.**

**Vendor Response:** In connection with their work with numerous recipients of BTOP and BIP funding, Wiley Rein and BCGi have considerable experience in evaluating proposed broadband projects and recommending changes to those projects in order to better accomplish program goals and objectives. Our team also understands the challenges in deploying broadband infrastructure and can be a valuable resource in overcoming such challenges, while at the same time ensuring compliance with the underlying requirements of a BTOP and BIP award.

## Attachment B: Mandatory Specification Checklist

List mandatory specifications contained in Section 2.5:

Not applicable.

I certify that the proposal submitted meets or exceeds all the mandatory specifications of this Request for Proposal. Additionally, I agree to **provide** any additional documentation deemed necessary by the State of West Virginia to demonstrate compliance with said mandatory specifications.

Wiley Rein LLP  
(Company)

A handwritten signature in black ink, appearing to read "B. Ross", is written over a horizontal line. The signature is stylized and cursive.

Bennett L. Ross, Partner  
(Representative Name, Title)

202-719-7524 (P) / 202-719-7049 (F)  
(Contact Phone/Fax Number)

11/22/2011  
(Date)

## Bennett L. Ross



Mr. Ross, former General Counsel of BellSouth Corporation's Washington, DC office, chairs the firm's Telephony Practice. He has extensive experience counseling clients regarding telecommunications matters at the federal level before the Federal Communications Commission (FCC) and the National Telecommunications and Information Administration (NTIA) and in the state regulatory arena.

### Representative Experience

- Successfully represented carriers and investors in acquiring and disposing of telecommunications companies, including obtaining regulatory approvals at the federal and state level.
- Represented clients before the FCC and state commissions in rulemaking and enforcement proceedings on broadband, universal service and network interconnection and unbundling matters.
- Assisted clients in obtaining approximately \$450 million in broadband stimulus funding under the American Recovery and Reinvestment Act and counseled clients on program compliance issues.
- Successfully defended competing telecommunications carrier in federal bankruptcy court action seeking to terminate carrier's service.
- Successfully defended incumbent local exchange carrier in state commission proceedings seeking approximately \$10 million in rate reductions.
- Successfully secured FCC regulatory forbearance on behalf of incumbent local exchange carriers.
- Negotiated dark fiber and lit fiber agreements on behalf of large Internet service company in the United States and abroad.
- Counseled clients on FCC and state commission rules governing voice, video and broadband services.
- Advised telecommunications carriers and service providers about federal E-Rate program requirements and compliance.

### Professional Experience

- General Counsel, BellSouth (Washington, DC and Georgia); Senior Attorney, BellSouth Regulatory and Governmental Affairs Section.
- Partner, Bass, Berry & Sims (Nashville, TN).

### Partner

202.719.7524

[bross@wileyrein.com](mailto:bross@wileyrein.com)

### Practice Areas

Communications

Litigation

Appellate

### Education

J.D., Vanderbilt University School of Law; Order of the Coif

B.S., *magna cum laude*, Washington and Lee University

### Law Journals

Editor in Chief, *Vanderbilt Law Review*

### Bar & Court Admissions

District of Columbia Bar

Supreme Court of the United States

U.S. Courts of Appeals for the Sixth, Eleventh and District of Columbia Circuits

U.S. District Courts for the Eastern District of Tennessee, Middle District of Tennessee and Northern District of Georgia

Supreme Court of Georgia

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## Publications

- Co-Author, “FCC Releases Report on Wireline Broadband Performance” (August 2, 2011).
- Co-Author, “FCC Provides Guidance on Net Neutrality Rules” (July 1, 2011).
- Co-Author, “FCC Proposes Comprehensive Reform of Universal Service/Intercarrier Compensation Regulations” (February 11, 2011).
- Co-Author, “FCC Releases Comprehensive E-Rate Order” (September 29, 2010).
- Co-Author, “FCC Chairman Proposes New Legal Approach to Broadband Regulation” (May 6, 2010).
- Co-Author, “FCC Seeks Input on Video Navigation Devices and Changes to Its CableCARD Rules” (April 23, 2010).
- Co-Author, “Summary of CableCARD Fourth Further Notice of Proposed Rulemaking” (April 23, 2010).
- Co-Author, “Summary of Video Navigation Devices Notice of Inquiry” (April 23, 2010).
- Co-Author, “FCC Seeks Comment on Revisions to Its *Ex Parte*, Sunshine Period and Other Procedural Rules” (February 22, 2010).
- Co-Author, “Summary of FCC’s Proposed Network Neutrality Rules” (October 23, 2009).
- Co-Author, “FCC Proposes to Adopt Six Network Neutrality Rules, Subject to Reasonable Network Management Practices” (October 22, 2009).
- Co-Author, “Broadband Stimulus Funding Update: Existing Service Providers Have Until October 28, 2009 to Challenge Applications” (September 29, 2009).
- Co-Author, “The White House ‘Cyberspace Policy Review’ and Net Neutrality” (June 3, 2009).
- Co-Author, “FCC Releases Rural Broadband Report” (May 28, 2009).
- Co-Author, “FCC Posts New Filing Instructions and Web-Based Interface for the Form 477 Filing” (February 12, 2009).
- Co-Author, “Capital Punishment: The Death of Limited Liability for Shareholders of Federally Regulated Financial Institutions,” *24 Capital University Law Review* 67 (1995).

## Speeches

- Speaker, “The Stimulus Revisited: How ARRA Has Changed the Landscape of Broadband Deployment in America,” 2010 Broadband Properties Summit (April 28, 2010).
- Panelist, “Broaderband: What Comes after Universal Connectivity?,” Supernova 2009 (December 2, 2009).
- Speaker, “Broadband Stimulus Plan – What Money is Available for Rural Telcos, and How to Get it?,” NeoNova Webinar Series (February 26, 2009).
- Speaker, “The Forbearance Mechanism of the Communications Act of 1934,” Federal Communications Bar Association Wireline Luncheon (January 15, 2008).

## Affiliations

American Bar Association (ABA)

Federal Communications Bar Association (FCBA)

Board of Trustees, Washington and Lee University (2009-Present)



## Edgar Class



Mr. Class provides regulatory, business and transactional advice on matters concerning wireless services, spectrum auctions, licensing requirements, broadcast regulations, universal service support mechanisms and enforcement actions. He represents clients before the Federal Communications Commission (FCC), the National Telecommunications and Information Administration (NTIA) and Congress.

### Representative Experience

- Represents major wireless companies in assignments, transfers of control, spectrum leasing, and spectrum auctions.
- Provides advice on the regulations that apply to companies seeking to offer video services using an existing, hybrid or new network.
- Advised a nationwide operator of two-way mobile communications services regarding the reconfiguration of the 800 MHz band radio spectrum.
- Represented a major airline providing Wi-Fi service to its frequent flyers in an FCC proceeding involving the Over-the-Air-Reception-Devices rules against an airport requiring the airline to cease such operations.
- Represents clients with respect to the E-rate program, which provides schools and libraries with discounts to obtain affordable telecommunications and Internet access.
- Represented a leading global media and technology company focused on developing, licensing and providing television-oriented services such as electronic program guides.
- Represented an industry leader in Global Positioning System (GPS) technology in a rulemaking proceeding at the FCC to allow the company to design, manufacture and market GPS-enhanced two-way radios using Family Radio Service frequencies.
- Represented an organization of educators in an FCC proceeding that will create a new market for high-speed wireless access, telephone and broadband data transmission.
- Represented Instructional Television Fixed Service (ITFS) licensees in contract negotiations for the lease of excess capacity spectrum.

### Special Counsel

202.719.7504

[eclass@wileyrein.com](mailto:eclass@wileyrein.com)

### Practice Areas

Communications

### Education

J.D., *cum laude*, Washington College of Law, American University

B.A., American University

### Law Journals

Note and Comment Editor,  
*Administrative Law Journal*

### Bar & Court Admissions

District of Columbia Bar

Maryland Bar

### Affiliations

Chair, Hispanic Bar Association of the District of Columbia (HBA-DC), Professional Development Committee (2011)

Federal Communications Bar Association (FCBA)

Co-Chair, CLE Committee (2006)

Co-Chair, Diversity Committee (2007-Present)

American Bar Association (ABA)

### Languages

Spanish

*continued*



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**Professional Experience**

- Attorney, Federal Communications Commission (1998-2000).

**Publications**

- Co-Author, "The Year in Wireline Telecommunications 2006-2007," *Course Handbook, The Practising Law Institute's 25th Annual Institute on Telecommunications Policy & Regulation* (December 2007).
- Co-Author, "FCC Rules Airport Wi-Fi Is Unrestricted," *The Air & Space Lawyer* (February 2007).
- Co-Author, "Developments in Wireline Telephony 2005," *Course Handbook, The Practising Law Institute's 23rd Annual Institute of Telecommunications Policy & Regulation* (December 2005).
- Co-Author, "Developments in Wireline Telephony 2004," *Course Handbook, The Practising Law Institute's 22nd Annual Institute of Telecommunications Policy & Regulation* (December 2004).
- Co-Author, "Local Competition after *Verizon v. FCC* and *USTA v. FCC*," *Course Handbook, The Practising Law Institute's 20th Annual Institute of Telecommunications Policy & Regulation* (December 2002).
- Author, "The Precarious Position of the FDIC after *O'Melveny Myers v. FDIC*," *9 Administrative Law Journal* 373 (1995).

**Speeches**

- Speaker, "Regulatory Treatment of Voice over Internet Protocol," Martin Group's 3rd Annual Technology Conference (August 2004).

## Priscilla Delgado Argeris



Ms. Argeris assists clients in a variety of telecommunications regulatory and litigation matters.

### **Representative Experience**

- Counsels communications clients on compliance with federal and state regulatory obligations.
- Prepares comments and other pleadings before the Federal Communications Commission.
- Assists clients with a variety of wireless licensing issues.
- Drafts briefs and motions before federal courts.

### **Publications**

- Co-Author, "FCC Proposes Comprehensive Reform of Universal Service/Intercarrier Compensation Regulations" (February 11, 2011).

### **Associate**

202.719.7437

pargeris@wileyrein.com

### **Practice Areas**

Communications

### **Education**

J.D., New York University School of Law

A.B., Princeton University

### **Law Journals**

Articles Editor, *Journal of International Law and Politics*

### **Bar & Court Admissions**

District of Columbia Bar

Maryland Bar

### **Affiliations**

American Bar Association

Hispanic National Bar Association

Federal Communications Bar Association

### **Languages**

Spanish

## Carl R. Frank



Mr. Frank has more than 20 years of experience in matters involving international telecommunications, satellite services and global carrier strategic planning.

### Representative Experience

- Advises clients on international matters and provides strategic advice advocating innovative regulatory approaches for new technology.
- Represents a range of clients on all aspects of satellite licensing and regulation.
- Represented the government of Armenia in developing its new telecommunications regulatory regime.
- Consulted on regulatory structures with the governments of New Zealand and Japan.
- Counsels service providers on the regulations governing accounting and settlement arrangements with international correspondents.
- Drafts and negotiates complex service provider agreements and advises on strategies for maximizing business success while complying with the Federal Communications Commission rules.

### Professional Experience

- Telecommunications Policy Analyst, National Telecommunications and Information Administration (1980-1982).
- Adjunct Lecturer, Washington College of Law, American University.

### Honors & Awards

- AV Peer Review Rating, Martindale-Hubbell's highest ranking by peers for general ethical standards and legal ability.

### Of Counsel

202.719.7269

[cfrank@wileyrein.com](mailto:cfrank@wileyrein.com)

### Practice Areas

Communications  
Intellectual Property  
International Trade

### Education

J.D., *cum laude*, Washington College of Law, American University

B.S., *cum laude*, Syracuse University

### Bar & Court Admissions

District of Columbia Bar

### Affiliations

American Bar Association (ABA),  
Section of International Law and  
Communications Law Forum

Federal Communications Bar  
Association (FCBA), International  
Telecommunications Committee



# Hilda G. Legg

Ms. Legg, a former Administrator of the U.S. Department of Agriculture's Rural Utilities Service (RUS), is a prominent broadband advocate and champion. She specializes in strategy development and deployment, with emphasis on economic development in rural communities.

## Professional Experience

- Consultant, Legg Strategies (2005-2009).
  - Served as a Rural Advocate for ubiquitous broadband deployment in the regulatory, financial and public policy arenas. Served as a public relations advisor for telecommunications strategies toward FCC compliance.
  - Serves as Vice-Chair, *Broadband Properties Magazine*. Encouraging buildout of high-speed nationwide broadband connectivity.
  - Advised on a national marketing effort for Connect Kentucky, a public/private partnership aimed at encouraging broadband development, ultimately at a national level. Promoted the need to identify/map broadband existence, launch local plans to drive Internet usage and to build alliances with telecommunications providers and others.
- Administrator, Rural Utilities Service (2001-2005). Headed \$9 billion agency administering loans and grants for the infrastructure needs of rural America through telecommunications and other programs.
  - Spearheaded new programs and developed rules/regulations.
  - Managed electricity program including generation, transmission and distribution projects.
  - Initiated the first telecommunication/electricity alliance to develop non-traditional loan applications.
  - Allocated first-time funding for renewable energy.
- Executive Director and CEO, The Center for Rural Development (1994-2001). Assisted in the development and implementation of a telecommunication program designed to maximize technology hardware in rural communities throughout Kentucky.
- Alternate Federal Co-Chairman, Appalachian Regional Commission (1990-1993). Promoted economic policies for the region; assisted in the management of a \$190 million budget aimed at building infrastructure and other programs relative to rural economic development.

## Consultant

202.719.3285

hlegg@wileyrein.com

## Education

M.A., Western Kentucky University

B.S., Campbellsville College

Senior Executive Program, Harvard University, John F. Kennedy School of Government

## Affiliations

U.S. Department of Commerce Spectrum Management Advisory Committee (2006-Present)

## Kevin J. Maynard



Mr. Maynard represents clients on all aspects of federal, state and local procurement matters, including contract claims and disputes, bid protests, government investigations and audits, civil false claims act actions and compliance issues.

### Representative Experience

- Represents government contractors in federal and state courts and before various administrative forums in a broad variety of litigation matters, including contract claims and disputes; subcontractor disputes; bid protests at the Government Accountability Office (GAO), the U.S. Court of Federal Claims and state courts; and defense of civil false claims act/*qui tam* matters.
- Assists clients in preparing, submitting and negotiating certified claims and requests for equitable adjustment, including the successful resolution of claims worth more than \$200 million under a major IT outsourcing contract.
- Particular expertise on issues relating to the government's acquisition of commercial products and services under FAR Part 12, as well as a variety of issues relating to GSA Schedule contracts, including commercial sales practices (CSP) disclosures, price reductions, audits/contractor assist visits and other GSA Schedule contracting issues.
- Assists clients in crafting and negotiating a wide variety of complex business agreements ranging from contracts, subcontracts, licenses and other proprietary information agreements, strategic alliances and teaming agreements. Recently assisted a client in negotiating a major restructuring of one of the largest commercial items contracts ever awarded.
- Regularly counsels clients on data rights and other intellectual property issues, including protection of proprietary and confidential information from release under the Freedom of Information Act (FOIA).
- Conducts internal investigations, including subpoena responses as well as investigations in response to whistleblower allegations.

### Partner

202.719.3143

[kmaynard@wileyrein.com](mailto:kmaynard@wileyrein.com)

### Practice Areas

Government Contracts

Health Care

Litigation

White Collar Defense

### Education

J.D., with high honors, The George Washington University Law School; Order of the Coif

B.A., Cornell University

### Law Journals

Member, *The George Washington Law Review*

### Clerkships

Law Clerk for the Honorable Lawrence S. Margolis, U.S. Court of Federal Claims (1996-1997)

### Bar & Court Admissions

District of Columbia Bar

Maryland Bar

U.S. Court of Appeals for the Federal Circuit

U.S. Court of Federal Claims

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## Publications

- Co-Author, "FAR Issues Interim Rule to Increase Competition for Multiple Award Contracts," *Government Contracts Issue Update* (Spring 2011).
- Author, "OMB Issues More Detailed Guidance on Reporting Obligations for Recovery Act Grants, Loans and Other Financial Assistance" (June 26, 2009).
- Co-Author, "DOJ Releases Further Details on Initiative to Deter Waste, Fraud and Abuse in Recovery Act Contracts" (May 21, 2009).
- Co-Author, "Additional Guidance Issued on Recovery Act Contracts" (April 16, 2009).
- Co-Author, "New FAR Rule Requires Reports on Executive Compensation, Use of Funds By Contractors and Subcontractors Who Receive Recovery Funds" (April 7, 2009).
- Co-Author, "Guidance Issued on Contracting With Recovery Act Funds" (April 1, 2009).
- Author, "Contractors Guide to the Federal Bailouts," *BNA Federal Contracts Report* (March 23, 2009).
- Co-Author, "FAR Councils Announce Waiver of Buy American Act Component Test for COTS Items" (February 17, 2009).
- Co-Author, "Rough Waters Ahead: Navigating Through the Risks and Uncertainties Surrounding GSA's MAS Schedule Program," *Federal Compass* (July 2008).

## Speeches

- Speaker, "Cloud Computing - Myths and Best Practices," Fairfax County Chamber of Commerce (October 18, 2011).
- Speaker, "GSA Schedule Contracts: Opportunities and Legal Risks," Strafford CLE Webinar (June 1, 2011).
- Speaker, "GSA Contracting & Commercial Pricing," 5th Annual GWSCPA Government Contract Accounting & Compliance Developments Conference (June 2, 2009).
- Speaker, "Government Contracting Opportunities and Challenges under the Recovery Act," Practising Law Institute Live Audio Webcast (May 28, 2009).
- Speaker, "Government Contracts Clause-by-Clause: Drafting and Interpreting Key Terms and Conditions," American Conference Institute's National Forum (September 23, 2008).
- Speaker, "GSA Service Contracting & Commercial Pricing," 4th Annual GWSCPA Government Contract Accounting & Compliance Developments Conference (June 4, 2008).
- Speaker, "Teaming Agreements and Strategic Alliances," National Contract Management Association Rio Grande Chapter (May 22, 2008).

## Affiliations

American Bar Association (ABA),  
Section of Public Contract Law

Co-Chair, Commercial Products  
and Services Committee

District of Columbia Bar Association

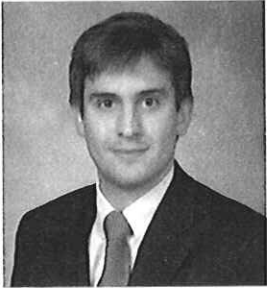
Government Contracts and  
Litigation Section Steering  
Committee

National Contract Management  
Association (NCMA)

## Honors & Awards

AV Peer Review Rating, Martindale-  
Hubbell's highest ranking by peers  
for general ethical standards and  
legal ability

## Steven E. Merlis



Mr. Merlis assists clients with a variety of complex regulatory, legislative, transactional and compliance matters in the areas of communications and privacy.

### Representative Experience

- Routinely assists broadband, wireless and wireline clients with developing and implementing regulatory strategies and representing them before the Federal Communications Commission (FCC) on a wide variety of issues.
- Significant experience with designing and executing regulatory and legislative strategies on a variety of initiatives, including telecommunications mergers, telecommunications regulations and telecommunications-related disputes.
- Served as temporary director of legislative affairs in a secondment with a leading telecommunications handset manufacturer.
- Routinely prepares comments, petitions and other pleadings in proceedings before FCC.
- Experienced with network neutrality issues, having advocated on behalf of clients and prepared pleadings in the network neutrality, Skype and 700 MHz C Block open access proceedings.
- Assisted client with legal and regulatory issues associated with the creation of a statewide public safety communications network.
- Advises clients on a variety of issues related to U.S. privacy regulations.

### Associate

202.719.7213

smerlis@wileyrein.com

### Practice Areas

Communications

Privacy

### Education

J.D., *cum laude*, Northwestern University School of Law

B.A., The College of William & Mary

### Law Journals

Articles Editor, *Northwestern Journal of Technology and Intellectual Property*

### Bar & Court Admissions

District of Columbia Bar

Maryland Bar

### Affiliations

Federal Communications Bar Association (FCBA)

## Katy J. Milner



Ms. Milner assists clients in a variety of telecommunications regulatory, transactional and compliance matters.

### Representative Experience

- Counseled communications clients on compliance with federal and state regulatory obligations.
- Prepared comments and other pleadings before the Federal Communications Commission (FCC).
- Assisted clients with a variety of FCC wireless and satellite licensing issues.
- Participated in development of applications for obtaining broadband stimulus funding under the American Recovery and Reinvestment Act. Responsibilities included assessing strength of projects, researching legal issues and managing the application process.
- Advised clients on compliance with Broadband Technology Opportunities Program requirements, both during the application process and post-award.

### Professional Experience

- Intern, U.S. Attorney's Office, Southern District of Illinois, Organized Crime Drug Enforcement Task Force (2008).
- Legal Intern, Advocacy Forum – Nepal (2007).

### Associate

202.719.7410

[kmilner@wileyrein.com](mailto:kmilner@wileyrein.com)

### Practice Areas

Communications

Wireless

### Education

J.D., *cum laude*, Washington University School of Law

B.A., Emory University

### Law Journals

Associate Editor, *Washington University Journal of Law & Policy*

### Bar & Court Admissions

District of Columbia Bar

Virginia Bar

U.S. District Court for the Eastern District of Virginia

### Affiliations

American Bar Association (ABA)

Federal Communications Bar Association (FCBA)

Virginia Bar Association (VBA)



## Thomas J. Navin



Mr. Navin has extensive experience in a wide range of regulatory, litigation and transactional matters, including issues involving traditional telecommunications as well as the Internet. As Chief of the Federal Communication Commission's (FCC) Wireline Competition Bureau, Mr. Navin played a key role in developing national policies governing broadband networks, VoIP services, local

telephone competition, customer privacy, universal service and intercarrier compensation arrangements.

### Representative Experience

- Developed the legal and policy framework under the Communications Act for broadband networks, including telephony services provided over those networks.
- Developed the legal and policy rationale for eliminating decades-old regulation of incumbent telephone providers' Internet access services.
- Counseled clients on their position with respect to the universal service fund (USF) and prepared draft comments for clients on the FCC's USF proceeding.
- Oversaw three of the largest telecommunications mergers in U.S. history.
- Oversaw wireless policy initiatives and rulemaking proceedings on issues including Advanced Wireless Services spectrum proceedings, Enhanced 911, CALEA, Truth-in-Billing, CMRS numbering and local number portability, rate integration and intercarrier compensation.
- Counseled Fortune 500 companies on regulatory, transactional and business planning for telecommunications services with an emphasis on commercial and private wireless services.
- Negotiated and drafted software licensing, infrastructure access and international telecommunications services agreements.

### Professional Experience

- Co-Chair, FCC's Advisory Committee for the 2012 World Radiocommunication Conference (WRC-12). Appointed by the Chairman of the FCC, he is tasked with providing advice, technical analyses and specific recommendations on matters relating to the WRC-12.

### Partner

202.719.7487

[tnavin@wileyrein.com](mailto:tnavin@wileyrein.com)

### Practice Areas

Communications

Privacy

### Education

J.D., University of Virginia School of Law

B.S., Wake Forest University

### Law Journals

Executive Editor, *Virginia Journal of International Law*

### Bar & Court Admissions

District of Columbia Bar

Virginia Bar

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**Professional Experience (continued)**

- Federal Communications Commission:
  - Chief, Wireline Competition Bureau (2005-2007).
  - Chief and Deputy Chief, Wireline Competition Bureau, Competition Policy Division (2002-2004).
  - Deputy Chief, Wireless Telecommunications Bureau, Policy Division (2001).
  - Senior Attorney Advisor, Common Carrier Bureau, Policy and Program Planning Division (2000-2001) and Competitive Pricing Division (1999-2000).
- Corporate and Litigation Associate, Private Practice (1994-1999).
- Legal Intern, U.S. Department of Justice, Criminal Division (Summer 1993).
- Judicial Intern for the Honorable Alan H. Nevas of the U.S. District Court for the District of Connecticut (Summer 1992).

**Publications**

- Co-Author, “FCC Releases Report On Wireline Broadband Performance” (August 2, 2011).
- Co-Author, “FCC Provides Guidance on Net Neutrality Rules” (July 1, 2011).
- Co-Author, “FCC Proposes Comprehensive Reform of Universal Service/Intercarrier Compensation Regulations” (February 11, 2011).
- Co-Author, “FCC Releases Comprehensive E-Rate Order” (September 29, 2010).
- Co-Author, “FCC Launches Further Inquiry on Net Neutrality” (September 1, 2010).
- Co-Author, “FCC Seeks Comment on a Legal Framework for Broadband Internet Service” (June 18, 2010).
- Co-Author, “FCC Chairman Proposes New Legal Approach to Broadband Regulation” (May 6, 2010).
- Co-Author, “Summary of FCC’s Proposed Network Neutrality Rules” (October 23, 2009).
- Co-Author, “FCC Proposes to Adopt Six Network Neutrality Rules, Subject to Reasonable Network Management Practices” (October 22, 2009).
- Co-Author, “Broadband Stimulus Funding Update: Existing Service Providers Have Until October 28, 2009 to Challenge Applications” (September 29, 2009).
- Co-Author, “FCC Releases Rural Broadband Report” (May 28, 2009).
- Co-Author, “FCC Posts New Filing Instructions and Web-Based Interface for the Form 477 Filing” (February 12, 2009).

**Speeches**

- Co-moderator, “Hot Topics: Issues in Broadband Policy,” 27th Annual Institute on Telecommunications Policy & Regulation 2009 (December 10, 2009).

## Henry M. Rivera



Mr. Rivera is an internationally recognized communications expert, author, speaker and conference leader in the communications field. A former Federal Communications Commission (FCC) Commissioner, this highly experienced practitioner has been named one of the District of Columbia's "Super Lawyers" and among *The Best Lawyers in America in Communications Law*. He has also been singled out as a "Leading Lawyer" by *Chambers*

*USA* and named among the top 12 Telecom experts in the U.S. by Legal Media Group's *Best of the Best*.

### Representative Experience

- More than 38 years of experience representing clients in all types of business transactions, including telecommunications transactions and telecommunications-related bankruptcies.
- Significant experience with all Washington advocacy venues of significance to communications policy-making.
- Experienced in all types of FCC rulemaking proceedings.
- Counseled clients on routine observance of FCC rules, including development of strategic plans and advice on implications for their businesses of pending federal communications-related legislation and FCC regulations.
- Advised international clients on regulatory and political issues regarding regulation and privatization, including counseling foreign postal, telegraph and telephone services (PTTs) on the organization and operation of regulatory agencies necessitated by privatization of their telecommunications providers.
- Served as an expert witness in communications law-related cases in federal and state courts, and in state administrative proceedings and in an arbitration.
- Served as a senior advisor to several U.S. international telecommunications delegations and to the U.S. Department of State.
- Served as a member of the INTELSAT Panel of Legal Experts.
- Represented and counseled a major local exchange carrier in connection with obtaining a local cable television franchise and in drafting a franchise agreement for an internet protocol television (IPTV) system.
- Represented and counseled a major local exchange carrier and its affiliated cable television companies and wireless carrier in all federal and state regulatory matters.
- Represented a major airline in an FCC proceeding involving Over-the-Air-Reception-Devices.
- Represented major wireless companies in spectrum lease and license transfer transactions.

### Partner

202.719.7501

hrivera@wileyrein.com

### Practice Areas

Communications

Telecommunications

### Education

J.D., University of New Mexico  
School of Law

B.S.B.A., University of Albuquerque

B.A., University of New Mexico

### Law Journals

Editor, *Natural Resources Law  
Journal*

### Bar & Court Admissions

District of Columbia Bar

New Mexico Bar

### Representative Experience (continued)

- Served as trustee of several trusts created to facilitate mergers and acquisitions of broadcast properties.
- Represented clients with respect to the E-Rate program.

### Professional Experience

- Commissioner, Federal Communications Commission (1981-1985).
- Co-Head, Agency Review Team, Obama-Biden Presidential Transition Team (2008).
- Member, Federal Advisory Committee on International Communications and Information Policy, U.S. Department of State (2004-Present).
- Chair and Member, Federal Advisory Committee on Diversity in the Digital Age, Federal Communications Commission (2003-Present).
- Member, Advanced Television Field Test Technical Oversight Committee, Federal Communications Commission (1992).
- Member, Advisory Committee on Advanced Television Service, Federal Communications Commission (1988).
- Member, Federal-State Joint Board on Separations, Federal Communications Commission (1983-1985).
- Supervisory Commissioner, Telecommunications Industry Advisory Group to Revise Uniform System of Accounts, Federal Communications Commission (1982).
- Chairman, Advisory Committee on Alternative Financing for Minority Opportunities in Telecommunications, Federal Communications Commission (1982).

### Honors & Awards

- Named a preeminent telecommunications practitioner by the *Euromoney's Guide to the World's Leading Technology, Media & Telecommunications Lawyers* (2008, 2010).
- Named a preeminent figure in global telecom deals by the *Euromoney's Guide to the World's Leading Telecommunications Lawyers* (2011).
- Recipient of the Federal Communications Bar Association's Distinguished Service Award (2007).
- Recipient of The Independent Spanish Broadcasters Association "Friend of Spanish Broadcasting" award (2007).
- Named one of DC's "Super Lawyers" by *Super Lawyers* magazine (2007-2011, Corporate Counsel Edition, August 2008).
- Included in *The Best Lawyers in America* directory for Communications Law (2007-2012).
- Listed by *Chambers USA* as one of "America's Leading Lawyers for Business" (2006-2011).
- Named among the top 12 Telecom experts in the U.S. by Legal Media Group's *Best of the Best* (2006).
- Recognized by the Archdiocesan Legal Network and John Carroll Society for outstanding Pro Bono service.
- Recognized as a "Leading Individual" in the field of Communications & IT law by the Practical Law Company's *Which Lawyer?* directory (2008-2009).
- Named as one of the "practice area's elite" in the *International Who's Who of Regulatory Communications Lawyers* (2007-2011).
- AV Peer Review Rating, Martindale-Hubbell's highest ranking by peers for general ethical standards and legal ability.

### Affiliations

American Bar Association (ABA)

Delegate, American Bar Association House of Delegates from the Federal Communications Bar Association (1999-2001)

Life Fellow, American Bar Foundation (ABF)

Chair, Advisory Council, Archdiocesan Legal Network (2004-2006)

General Counsel, Benton Foundation (2003-Present)

Past Chair and Board Member, Catholic Charities of the Archdiocese of Washington, Inc. (2004-Present)

Vice-Chairman, Emma Bowen Foundation for Minority Interests in Media (1987-Present)

Federal Communications Bar Association (FCBA)

Foundation Board of Trustees (2008-Present)

President (1995-1996)

Director, Foundation for the National Archives (2007-Present)

Strategic Counsel, Internet Innovation Alliance (IIA) (2011-Present)

Board of Trustees, Legal Aid Society of the District of Columbia (1995-Present)

Chairman, Minority Media and Telecommunications Council (MMTC) (1994-Present)

University of New Mexico Foundation (2003-2008)

## John B. Simpson



Mr. Simpson assists clients create graphical representations of broadband deployment plans and provides detailed demographic and broadband penetration data on proposed service areas.

### Representative Experience

- Provides detailed cartographic services to a variety of clients interested in expanding their broadband footprint.
- Experience working with major GIS software packages including MapInfo and ArcGIS to overlay detailed demographic information on network diagrams and engineering plans.
- Responsible for developing all cartographic responses for winning BIP and BTOP applications totaling more than \$450 million.

### Professional Experience

- Legislative Aide, Congressman Mike Rogers (R-MI), Member of the House Energy and Commerce Committee (2003-2007).

### Publications

- Co-Author, "Cybersecurity: A Briefing – Part II," *The Metropolitan Corporate Counsel Vol. 17, No. 8* (August 2009).
- Co-Author, "Cybersecurity: A Briefing – Part I," *The Metropolitan Corporate Counsel Vol. 17, No. 7* (July 2009).

**Public Policy Consultant**

202.719.3394

[jsimpson@wileyrein.com](mailto:jsimpson@wileyrein.com)

### Areas of Specialty

Public Policy

Communications

### Education

M.A., The George Washington University

B.A., University of Michigan

## Nancy J. Victory



Ms. Victory has extensive experience in communications policy. She advises a broad cross-section of the industry on the business implications of regulatory policy and represents these entities before the Federal Communications Commission (FCC), Congress and the Administration. Commended in the 2010 edition of *The Legal 500 US* as a "rising star," she also is praised as an

"expert on international matters" by *Chambers USA* (2010), which rates her as one of Washington, DC's "Leading Lawyers" in her field.

### Representative Experience

- Particular expertise in wireless and satellite issues, including spectrum allocation, licensing, compliance and policy matters.
- Extensive experience in telephony policy matters, particularly where new technology or changing market conditions conflict with the historic regulation.
- Substantial transactional experience, assumed a lead role in securing FCC approval for transactions ranging from small license transfers to the largest communications mergers of the last decades.

### Professional Experience

- Member, State Department Advisory Committee on International Communications and Information Policy (2009-Present). Named by Ambassador Phillip Verveer to provide advice in the formulation of United States communications and information policy, positions and proposals for multilateral and bilateral consultations, and negotiations on communications and information policy issues.
- Chair, FCC Independent Panel Reviewing the Impact of Hurricane Katrina on Communications Networks (January-June 2006). Named by FCC Chairman Kevin Martin to head the panel reviewing the impact of the hurricane on telecommunications and media infrastructure and make recommendations to the Commission regarding ways to improve disaster preparedness, network reliability and communication among first responders.
- Chair, FCC Advisory Committee for the 2007 World Radiocommunication Conference (2003-2007). Named by FCC Chairman Michael Powell to head efforts to assemble U.S. industry positions on spectrum use issues in preparation for the conference.

### Partner

202.719.7344

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### Practice Areas

Communications, International Telecommunications Group, *Chair*

Public Policy

### Education

J.D., *cum laude*, Georgetown University Law Center

B.A., with honors, Princeton University

### Law Journals

Member, *Georgetown Law Review*

### Bar & Court Admissions

District of Columbia Bar

New York Bar

### Affiliations

Federal Communications Bar Association (FCBA)

Co-Chair, Broadband Committee (2010-2011)

Telecommunications and E-Commerce Committee, U.S. Chamber of Commerce

### Professional Experience (continued)

- Assistant Secretary of Commerce for Communications and Information and Administrator of the National Telecommunications and Information Administration (2001-2003). Appointed by President Bush to serve as his advisor on domestic and international communications policy and manager of the federal government's use of spectrum. Managed 250-person agency comprised of policy staff, grant administrators, spectrum engineers and lab facilities. Achievements included:
  - Launch of comprehensive spectrum management reform effort, including Presidential memorandum calling for recommendations to improve spectrum management and historic memorandum with the FCC for closer coordination and use of spectrum.
  - Addressed spectrum needs of new technologies by devising plans to make 90 MHz available for advanced (3G) wireless services and 255 MHz available for unlicensed wireless use.
  - Contracted with private sector companies for management of .us and .edu top-level domains and assisted with legislation signed by the President creating a safe space for children on the Internet (.kids.us).

### Publications

- Co-Author, "Summary of FCC's Proposed Network Neutrality Rules" (October 23, 2009).
- Co-Author, "FCC Proposes to Adopt Six Network Neutrality Rules, Subject to Reasonable Network Management Practices" (October 22, 2009).
- Co-Author, "Broadband Stimulus Funding Update: Existing Service Providers Have Until October 28, 2009 to Challenge Applications" (September 29, 2009).
- Co-Author, "FCC Releases Rural Broadband Report," (May 28, 2009).
- Author, "The FCC's Independent Panel On Katrina's Impact On Communications: The Chair Reports," *The Metropolitan Corporate Counsel*, Vol. 14, No. 7 (July 2006).

### Speeches

- Moderator, "Fostering Innovation and Investment in Broadband Infrastructure," FCBA Broadband Committee's The National Broadband Plan - One Year Later (March 9, 2011).
- Moderator, "Net Neutrality," Broadband Policy Summit VI: Implementing the National Plan (June 11, 2010).
- Moderator, "Net Neutrality," Broadband Policy Summit V: Building Out America (June 19, 2009).
- Keynote Speaker, "A Roadmap for Disaster Recovery Planning: Lessons from Katrina," Public Safety Communications Europe Forum Conference (May 21, 2009).
- Moderator, "The Public Interest Standard—And the Public's Participation at the FCC," FCBA Seminar: The Communications Act and the FCC at 75: What Will the Future Bring? (February 24, 2009).

### Honors & Awards

Included in *Lawdragon's* list of "3,000 Leading Lawyers in America" (2010, 2011)

Named one of "Washington's Top Lawyers" by *Washingtonian* magazine (2009)

Named by *The Legal 500 US* a "recommended lawyer" in Telecom and Broadcast Regulatory Law (2009-2011)

Listed by *Chambers USA* as one of "America's Leading Lawyers for Business" (2008-2011)

Inducted into the Minority Media & Telecommunications Council Hall of Fame (2007)

AV Peer Review Rating, Martindale-Hubbell's highest ranking by peers for general ethical standards and legal ability

# Additional Team Members

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## Eric Fogle

Eric Fogle, President of Broadband Consulting Group (BBCGi), has over 18 years of significant experience in the telecommunications industry, most recently as Chief Executive Officer of Bluebird Network, a BTOP recipient and middle mile fiber provider. Since founding BBCGi, Mr. Fogle also co-founded a market research company (ShareTracker) which was subsequently sold to Telephia, and resulted in a position as Vice President of Product Leadership within Nielsen's Telecom Practice Group (after Telephia was acquired by Nielsen).

Prior to founding BBCGi, Mr. Fogle was Director of Broadband Marketing at BellSouth Telecommunications (currently AT&T). His extensive telecom experience covers the spectrum from early broadband product development; business case development and approval for expanding DSL, integrated messaging, and other telecom products; large-scale carrier class market driven network deployment; and driving unprecedented growth in broadband services across multiple internet service providers and market segments. His past work has provided him with a unique and invaluable combination of technical and business expertise, tactical deployment knowledge, as well as expertise in broadband operations, sales, marketing and business development.

### **Broadband Consulting Group**

**573.657.2140**

**efogle@bbegi.com**

### **Education**

M.S.E.E., University of Missouri

M.B.A., Emory University

## Marty Schell

Marty Schell has over 30 years of experience in the telecommunications industry. He has led groups responsible for the design, engineering, and monetizing of traditional and cutting edge communications networks. Mr. Schell has provided expert testimony in the areas of appropriate depreciation factors and rate design. He has held positions ranging from Director of Engineering, to Director of Business Development to General Manager at telecommunications companies. His most recent position was as Vice President of Operations at Bluebird Network, LLC (a NTIA BTOP recipient). Mr. Schell was instrumental in the development of a small CATV MSO in Kansas as well as a rural cellular company. His career has been focused on using new and cutting edge technology to provide enhanced services and to drive revenues.

### **Broadband Consulting Group**

**405.822.0124**

**mschell@bbegi.com**

### **Education**

M.B.A., University of Central  
Oklahoma

B.S., Arkansas Tech University,  
Economics and Finance



STATE OF WEST VIRGINIA  
Purchasing Division  
**PURCHASING AFFIDAVIT**

**West Virginia Code §5A-3-10a states:** No contract or renewal of any contract may be awarded by the state or any of its political subdivisions to any vendor or prospective vendor when the vendor or prospective vendor or a related party to the vendor or prospective vendor is a debtor and the debt owed is an amount greater than one thousand dollars in the aggregate.

**DEFINITIONS:**

"Debt" means any assessment, premium, penalty, fine, tax or other amount of money owed to the state or any of its political subdivisions because of a judgment, fine, permit violation, license assessment, defaulted workers' compensation premium, penalty or other assessment presently delinquent or due and required to be paid to the state or any of its political subdivisions, including any interest or additional penalties accrued thereon.

"Debtor" means any individual, corporation, partnership, association, limited liability company or any other form or business association owing a debt to the state or any of its political subdivisions. "Political subdivision" means any county commission; municipality; county board of education; any instrumentality established by a county or municipality; any separate corporation or instrumentality established by one or more counties or municipalities, as permitted by law; or any public body charged by law with the performance of a government function or whose jurisdiction is coextensive with one or more counties or municipalities. "Related party" means a party, whether an individual, corporation, partnership, association, limited liability company or any other form or business association or other entity whatsoever, related to any vendor by blood, marriage, ownership or contract through which the party has a relationship of ownership or other interest with the vendor so that the party will actually or by effect receive or control a portion of the benefit, profit or other consideration from performance of a vendor contract with the party receiving an amount that meets or exceeds five percent of the total contract amount.

EXCEPTION: The prohibition of this section does not apply where a vendor has contested any tax administered pursuant to chapter eleven of this code, workers' compensation premium, permit fee or environmental fee or assessment and the matter has not become final or where the vendor has entered into a payment plan or agreement and the vendor is not in default of any of the provisions of such plan or agreement.

Under penalty of law for false swearing (West Virginia Code §61-5-3), it is hereby certified that the vendor affirms and acknowledges the information in this affidavit and is in compliance with the requirements as stated.

**WITNESS THE FOLLOWING SIGNATURE**

Vendor's Name: Wiley Rein LLP

Authorized Signature: \_\_\_\_\_

Date: November 18, 2011

State of District of Columbia

County of Washington, DC, to-wit:

Taken, subscribed, and sworn to before me this 18th day of November, 2011.

My Commission expires Larry E. Jefferson, 20    .

Notary Public, District of Columbia

My Commission Expires 1/14/2012

**AFFIX SEAL HERE**

**NOTARY PUBLIC**

