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May 30, 2007

Ms. Patricia Van Gerpen
Executive Director
South Dakota Public Utilities Commission
500 East Capitol Avenue
Pierre, SD 57501

Dear Ms. Van Gerpen:

On behalf of WWC License LLC, a wholly-owned subsidiary of Alltel Communications, Inc., please find the original and ten copies of this letter requesting state certification of WWC License LLC for federal universal service support. Please provide me with a date stamped copy of the filing. A stamped, self-addressed envelope is enclosed. The Eligible Telecommunications Carriers Certification and Annual report, including certification by Gene DeJordy, and exhibits to the filing are also included with this filing. WWC License LLC ("Alltel") demonstrates that all federal universal service support received will be used "only for the provision, maintenance and upgrading of facilities and services for which such support is intended" under Section 254(e) of the Communications Act of 1934, as amended. I request that the above matter be filed and that WWC License LLC be certified in the Company's South Dakota study area (SAC 399002).

Additionally, since the reporting obligations that are required as result of the Company's expanded ETC designation and the annual ETC certification requirements are essentially similar, and to prevent duplication of filing requirements, WWC License LLC received a waiver request from the Commission to file the annual reporting documents required simultaneously by June 1 of each year. As a result, you will find the following documents:

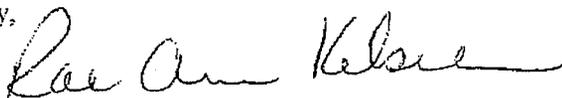
- Narrative description of annual ETC certification documents and build plan (2008 and 2009);
- 2006 Capital and Operating Expenditures;
- 2007 Proposed Capital and Operating Expenditures;
- 2006 Formal Customer Complaints Report (redacted);
- 2006 Formal Customer Complaints Report (confidential);
- Q3 and Q4 2006 Trouble Ticket/Known Issues Report.

Please note that the information contained in Exhibits A, C, D, E (including attachments 2 and 3) have been labeled "*Confidential and Proprietary.*" The information is confidential under A.R.S.D. 20:10:1:39(4) and (5). Because of this, Alltel requests confidential treatment of these exhibits pursuant to A.R.S.D. 20:10:01:41 and that the material be held confidential for ten years and then destroyed.

Ms. Van Gerpen
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This information is confidential as the information is internal and proprietary, can be used adversely by competitors, and the development and financial planning constitutes trade secrets as recognized by law. If there are inquiries as to the confidential treatment, please contact me.

Sincerely,

A handwritten signature in cursive script that reads "Rae Ann Kelsch". The signature is written in black ink and is positioned below the word "Sincerely,".

Rae Ann Kelsch
Regional Manager

Cc: Suzie Rao

Enclosure

BEFORE THE SOUTH DAKOTA PUBLIC UTILITIES COMMISSION

In the Matter of Annual Eligible
Telecommunications Carriers (ETCs) Use of
Federal Universal Service Support

**ELIGIBLE TELECOMMUNICATIONS CARRIER CERTIFICATION
AND ANNUAL REPORT ON BEHALF OF
WWC LICENSE LLC, A WHOLLY-OWNED SUBSIDIARY OF ALLTEL
COMMUNICATIONS, INC.**

May 23, 2007

Gene DeJordy
Senior Vice President, Regulatory Affairs

WWC License LLC, a wholly-owned
subsidiary of Alltel Communications, Inc.

I. INTRODUCTION

In accordance with the standards and requirements established by the South Dakota Public Utilities Commission (“Commission”),¹ WWC License LLC, a wholly-owned subsidiary of Alltel Communications, Inc. (“WWC License LLC” the “Company” or Alltel”) submits this ETC Certification and Annual Report, based on the Commission’s Order designating WWC License LLC as an ETC, as well as Commission-adopted rules regarding the annual ETC certification process. WWC License LLC respectfully requests the Commission to certify its eligibility for high-cost support from the federal universal service fund for calendar year 2008. In the *Annual Certification Rules*, the Commission adopted the annual reporting and certification requirements as established by the Federal Communications Commission (“FCC”) and codified at 47 C.F.R. §§ 54.202 and 54.209, with modifications to allow for a two-year service improvement plan to be filed on a wire center basis.² For reference purposes, WWC License LLC’s demonstrated compliance with the Commission’s annual reporting and certification standards will reference the FCC’s regulations.

II. BACKGROUND

WWC License LLC is licensed by the FCC to provide commercial mobile radio services (“CMRS”) throughout certain rural and non-rural telephone areas in South Dakota. WWC License LLC is licensed to provide CMRS in the following areas: South Dakota Rural Service Area (“RSA”) Nos. 1, 2, 3, 4, 5, 6, 7, 8, 9 as well as the Sioux Falls and the Rapid City MSAs. The Commission has designated WWC License LLC as a competitive ETC in certain non-rural

¹ RM06-001 - In the Matter of the Adoption of Rules Regarding Eligibility, Certification and Reporting Requirements for Eligible Telecommunications Carriers. Adopted July 3, 2006. (“Annual Certification Order” or “ETC Rules”).

² *ETC Rule 20:10:32:52*, p. 16.

wire centers served by Qwest Corporation, and the full study areas of several rural telephone companies.³ As an ETC, WWC License LLC provides the nine supported services, including:

- Voice grade access to the Public Switched Telephone Network;
- Local Usage;
- Dual tone multi-frequency signaling or its functional equivalent;
- Single party service or its functional equivalent;
- Access to 911 or E911;
- Access to operator services;
- Access to interexchange services;
- Access to directory assistance; and
- Toll limitation for qualifying low-income customers.

III. WWC LICENSE LLC SATISFIES EACH OF THE COMMISSION'S ETC APPLICATION REQUIREMENTS SET FORTH IN SECTION 54.202(a)

The Commission has adopted Section 54.202(b) of the FCC's Rules requiring a common carrier previously designated by the Commission as an ETC to submit the information required by FCC Rule 54.202(a) no later than June 1.⁴ WWC License LLC respectfully submits the following information in satisfaction of each of the Commission's requirements for its ETC Designated Areas.

A. WWC License LLC Commits To Provide Service Throughout Its Designated Areas To All Customers Making A Reasonable Request For Service

WWC License LLC commits to provide service throughout its Designated Areas to all customers making a reasonable request for service in compliance with the Commission's standards based on FCC Rule 54.202(a)(1)(i). For purposes of evaluating the provision of

³ *In the Matter of the Filing by GCC License Corporation for Designation as an Eligible Telecommunications Carrier*, Docket No. TC98-146 (October 18, 2001) ("Rural ETC" Order); *In the Matter of the Filing by GCC License Corporation for Designation as an Eligible Telecommunications Carrier*, Docket No. TC98-146 (October 18, 2001) ("Non-Rural ETC" Order); *In the Matter of the Filing By WWC License LLC d/b/a CellularOne for Designation as an Eligible Telecommunications Carrier in Other Rural Areas*, Docket No. TC03-191 (January 3, 2005)("Amended Order"). Following these ETC orders, WWC License LLC is the entity designated in the non-rural and rural areas of South Dakota.

⁴ *Annual Certification Order*, p. 4.

service upon request from a potential customer within its Designated Areas, WWC License LLC hereby certifies that it does and will continue to do the following:

1. Provide service on a timely basis to requesting customers within its Designated Areas where its network already serves the potential customer's premises; and
2. Provide service within a reasonable period of time, if the potential customer's premises are located within WWC License LLC's Designated Areas, but outside its existing network coverage, if service can be provided at reasonable cost by:
 - (a) Modifying or replacing the requesting customer's equipment;
 - (b) Deploying a roof-mounted antenna or other equipment;
 - (c) Adjusting the nearest cell tower;
 - (d) Adjusting network or customer facilities;
 - (e) Reselling services from another carrier's facilities to provide service; or
 - (f) Employing, leasing or constructing an additional cell site, cell extender, repeater, or other similar equipment.

If service cannot be offered at reasonable cost using one of these options, WWC License LLC will report the unfulfilled service request to the Commission and describe how it attempted to provide service consistent with the Commission's requirement based on FCC Rule 54.209(a)(3).

B. WWC License LLC's Service Improvement Plan

WWC License LLC has developed a two-year plan that describes with specificity proposed improvements or upgrades to its network serving its South Dakota Designated Areas ("Service Improvement Plan"). WWC License LLC's Service Improvement Plan is attached as **Confidential Exhibit A**. The Service Improvement Plan includes all information required by FCC Rule 54.202(a)(1)(ii) for calendar years 2008 and 2009. The projected expenditures under the Service Improvement Plan are based on estimates of federal high-cost universal service

support to be received over the two-year period.⁵ WWC License LLC emphasizes that the projected expenditures in the Service Improvement Plan are estimates over a two-year period and that these estimates can change until a final budget for the calendar year is adopted. Furthermore, any projected expenditures can be affected by the amount of federal universal service support received by Alltel. Federal universal service support received is dependent upon a number of factors, including but not limited to: ILEC receipts, federal policy changes, and annual true-ups, all of which are not within WWC License LLC's control. To the extent that actual receipts received vary from anticipated projections, WWC License LLC reserves the right to modify its service improvement plan.

WWC License LLC's Service Improvement Plan demonstrates how signal quality, coverage or capacity will continue to improve due to the Company's receipt of federal high-cost universal service support; the projected start date and completion date for each improvement; the estimated amount of investment for each project that is funded by high-cost support; the specific geographic areas where the improvements are expected to be made; and the estimated population that will be served as a result of the improvements. As reflected in **Confidential Exhibit A**, WWC License LLC is projecting certain enhancements and upgrades to its switching facilities which will provide an improvement to all areas served in the Designated Areas. The projected capital expenditures and other operating expenses reflected in the Plan exceed the projected amount of universal service support WWC License LLC will receive. In those portions of the Designated Areas for which a specific capital project is not identified in the Service Improvement Plan, WWC License LLC will continue to incur operating costs associated with servicing universal service customers.

⁵ This figure is based on projections from the Universal Service Administrative Company's website found at www.universalservice.org. Actual support amounts received may vary from this projection.

C. WWC License LLC Has Adequately Prepared For Emergency Operations

WWC License LLC has taken the necessary actions to remain functional in emergency situations consistent with the Commission's standards based on FCC Rule 54.202(a)(2). The Company's network is designed and deployed with reasonable amounts of back-up power to provide functionality without an external power source. Industry practices are implemented to reroute traffic around damaged facilities and manage traffic spikes resulting from emergency situations.

WWC License LLC deployed fixed and portable back-up power generators at various locations throughout its network that can be deployed in emergency situations. These back-up power generators are capable of keeping a cell site up and running until power is restored to the cell site, a portable generator is moved to the site, system changes are made to reroute traffic or a cell on wheels ("COW") is deployed. WWC License LLC tests its back-up power generators regularly to ensure functionality. WWC License LLC is also capable of rerouting traffic around damaged or out-of-service facilities by changing call routing translations as needed. WWC License LLC is also able to deploy COWs as temporary cell sites when existing facilities are damaged or out-of-service for longer periods of time. Further, by changing call routing translations or deploying COWs, WWC License LLC is able to manage traffic spikes throughout its network. As a longer-term solution for managing increased traffic levels and traffic spikes, WWC License LLC can increase capacity at its cell sites, switches and transport facilities.

D. WWC License LLC Will Satisfy Applicable Consumer Protection And Service Quality Standards Within Its Designated Areas, Including Compliance With The CTIA Consumer Code

WWC License LLC is and will continue to satisfy applicable consumer protection and service quality standards within its Designated Areas. For purposes of this requirement, the applicable consumer protection and service quality standards established by the Commission are

the applicable provisions in the Commission's ETC Orders, annual compliance obligations, and the CTIA – The Wireless Association's Consumer Code for Wireless Service ("Consumer Code"). Set forth below is a demonstration of WWC License LLC's ability to comply with the applicable standards.

WWC License LLC offers the universal service offerings throughout its South Dakota Designated Areas pursuant to a Commission-approved customer service agreement. The service agreement contains applicable service quality and consumer protection provisions that were required by the ETC Orders. The consumer protection and service quality provisions set forth in the service agreements generally relate to call quality and customer service issues. Some of the more specific provisions contained in the service agreement assure the availability of customer care personnel and acknowledgement of Commission jurisdiction over customer complaints.

Additionally, as set forth in FCC Rule 54.202(a)(3), a commitment by a wireless carrier to comply with the Consumer Code satisfies this requirement. WWC License LLC became a voluntary signatory to the Consumer Code in September 2003. Since adopting the Consumer Code, WWC License LLC has implemented the policies and practices required of signatories throughout its Designated Areas, including disclosures of rates, terms of service and maps of service areas, a trial period for new service, ready access to customer service, policies for customer privacy and prompt responses to consumer inquiries and complaints from government agencies. Furthermore, WWC License LLC provides periodic training materials to customer service representatives and internally monitors and updates its intranet site toward maintaining compliance with the Consumer Code. Finally, WWC License LLC provides subscribers with benefits that are not mandated by the Consumer Code or other regulation in that it monitors its network for dropped calls and issues customers a one-minute credit for each dropped call. The credit automatically appears on the customer's bill.

E. **WWC License LLC Offers A Local Usage Plan Comparable To The Service Offerings Of The Incumbent LECs Serving WWC License LLC's Designated Areas**

WWC License LLC offers a local usage plan comparable to the service offerings of the incumbent LECs serving its Designated Areas consistent with the Commission's requirement incorporating FCC Rule 54.202(a)(4). The requirement to offer at least one service offering that contains an amount of local usage comparable to the local usage offered by the incumbent LEC does not mandate unlimited local calling. WWC License LLC's local calling plans, while providing fewer minutes of use than the local exchange carriers, provides a much larger local calling area.⁶

A listing of WWC License LLC's rate plans currently available in the Designated Areas is attached as **Exhibit B**. WWC License LLC provides rate plans that include substantial local calling areas with varying levels of local usage, and plans with unlimited local usage that provide an outstanding consumer value. WWC License LLC includes local usage in each rate plan and offers local calling areas that are substantially larger than those offered by the incumbent LECs. Customers therefore have the opportunity to select a rate plan that best meets their needs. Consistent with FCC Rule 54.202(a)(4), WWC License LLC's rate plans are comparable to that offered by the incumbent LECs in the Designated Areas.

F. **WWC License LLC Acknowledges The FCC May Require It To Provide Equal Access In A Designated Area In The Event That No Other ETC In the Service Area Is Providing Equal Access**

Consistent with the Commission's requirement incorporating FCC Rule 54.202(a)(5), WWC License LLC hereby acknowledges that the Commission may require it to provide equal

⁶ *Federal-State Joint Board on Universal Service*, CC Docket No. 96-45, Report and Order, FCC 05-46, ¶ 33 (rel. March 17, 2005) ("*March 17 Order*").

access to long distance carriers in the event that no other ETC is providing equal access within one of its Designated Areas.

IV. WWC LICENSE LLC'S ANNUAL REPORT IN ACCORDANCE WITH SECTION 54.209(a)

In the *Annual Certification* Rules, the Commission also adopted FCC Rule 54.209(a) requiring a common carrier previously designated by the Commission as an ETC to annually report certain additional information no later than June 1 of each calendar year (beginning in calendar year 2007).⁷ WWC License LLC respectfully submits the following information in satisfaction of the Commission's annual reporting requirement.

A. Progress Report on its Service Improvement Plan

In the *Annual Certification Order*, the Commission adopted FCC Rule 54.209(a)(1) requiring an ETC to file a progress report on its Service Improvement Plan. As a result, WWC License LLC has incorporated its Service Improvement Plan into the attached **Confidential Exhibit A** and provides a comprehensive progress report.

The Service Improvement Plan covers the time period from January 1, 2008 through December 31, 2009.

B. Network Outages In South Dakota Designated Areas

The Commission has adopted FCC Rule 54.209(a)(2), which requires an ETC to annually report network outages within its Designated Areas. FCC Rule 54.209(a)(2) specifically requires:

detailed information on any outage, as that term is defined in 47 C.F.R. § 4.5, of at least 30 minutes in duration for each service area in which an eligible telecommunications carrier is designated for any facilities it owns, operates, leases, or otherwise utilizes that potentially affect (a) at least ten percent of the end users served in a designated service area; or (b) a 911 special facility, as

⁷ Rule 20:10:32:52

defined in 47 C.F.R. § 4.5(e). Specifically, the eligible telecommunications carrier's annual report must include information detailing: (a) the date and time of onset of the outage; (b) a brief description of the outage and its resolution; (c) the particular services affected; (d) the geographic areas affected by the outage; (e) steps taken to prevent a similar situation in the future; and (f) the number of customers affected.

This information, for the time period January 1, 2006 through December 31, 2006,⁸ is contained within **Confidential Exhibit D**. WWC License LLC has compiled and reported information for all outages, as defined in 47 C.F.R. § 4.5, of at least 30 minutes in duration occurring within its South Dakota Designated Areas. Such information includes, but is not limited to, any outage that may potentially affect at least ten percent (10%) of its customers served in a service area. Similarly, the information relating to the number of customers affected by an outage is estimated based on the number of customers with a billing address in the wire center as of December 31, 2006. Facility-related outages (microwave, etc.) were prospectively monitored in order to prevent the likelihood of future outages caused by similar circumstances. Outages that were the result of natural forces were not within the Company's control; therefore, the remedial actions are fairly limited. Furthermore, the actual number of customers affected, if any, would be dependent upon the number of call attempts during the service disruption, which is not capable of being ascertained.

C. Unfulfilled Requests For Service

The Commission has adopted FCC Rule 54.209(a)(3), which requires an ETC to annually report the number of requests for service from potential customers within the ETC's designated service areas that were unfulfilled during the past year. The filing must also detail how the ETC

attempted to provide service to those potential customers as set forth in FCC Rule 54.202(a)(1)(i). The required information concerning WWC License LLC's unfulfilled requests for service within its Designated Areas from January 1 through December 31, 2006⁹ is contained in **Confidential Exhibit F**.

D. Complaints Per 1,000 Handsets Or Lines

The Commission adopted FCC Rule 54.209(a)(4), which requires an ETC to make an annual report of the number of complaints per 1,000 handsets or lines. The number of complaints per 1,000 handsets for its Designated Areas which WWC License LLC has received from the Commission, FCC, South Dakota Attorney General, the Better Business Bureau or similar third party consumer agency between January 1 and December 31, 2006 is provided in **Confidential Exhibit E**. The percentage of complaints is calculated based on the number of subscribers in the Designated Areas as of December 31, 2006.

E. Certification Regarding Applicable Service Quality Standards And Consumer Protection Rules

The Commission adopted FCC Rule 54.209(a)(5), which requires an ETC to certify that it is complying with applicable service quality standards and consumer protection rules. WWC License LLC's compliance with the terms of the ETC Orders and the CTIA Consumer Code satisfies this requirement. As noted above, WWC License LLC provides consumer protection

⁸ Neither the Commission's *Annual Certification Order* nor FCC Rule 54.209(a)(2) establishes the time period to be covered by an outage report filing. WWC License LLC has adopted January 1 through December 31 as an appropriate time period for the report. Prior to the Commission's establishment of the ETC outage reporting requirement, WWC License LLC did track and report outages based on the FCC's Part 4 regulations. However, FCC Rule 54.209(a)(2) established different reporting thresholds and substantive content requirements as compared to the Part 4 rules.

⁹ Neither the Commission's *Annual Certification Order* nor FCC Rule 54.209(a)(3) establishes the time period to be covered by a report of unfulfilled requests for service. WWC License LLC has adopted January 1 through December 31 as the time period for the report.

and service quality standards in its customer service agreements, and WWC License LLC is a compliant signatory to the CTIA Code. *See supra* Section III(D). WWC License LLC certifies that it is in compliance with applicable consumer protection and service quality standards.

F. Certification Regarding Its Provision Of A Comparable Local Usage Plan

The Commission has adopted FCC Rule 54.209(a)(7), which requires an ETC to certify that it is offering a local usage plan comparable to the incumbent LEC in the relevant service areas. WWC License LLC certifies that it is offering comparable local usage plans as required by Section 54.209(a)(7).

G. Certification Regarding The FCC's Ability To Provide Equal Access

WWC License LLC certifies that the Commission may require it to provide equal access to long distance carriers within its Designated Areas in the event that no other ETC is providing equal access as described in Rule 20:10:32:43:06.

H. Certification Regarding Emergency Functionality

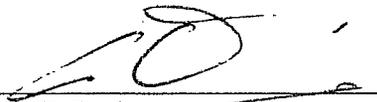
WWC License LLC certifies to the Commission that it is able to function in emergency situations consistent with the Commission's standards based on 47 C.F.R. § 54.202(a)(2).

V. CONCLUSION

Based on the foregoing information, WWC License LLC, a wholly owned subsidiary of Alltel Communications, Inc. respectfully requests the Commission to certify to the FCC and USAC its eligibility to receive federal universal service support for calendar year 2008 in accordance with 47 C.F.R. §§ 54.313 and 54.414.

WWC License LLC, a wholly-owned subsidiary of Alltel Communications, Inc.

May 23, 2007

By 
Gene DeJordy
Senior Vice President, Alltel Communications, Inc.

Telephone No. (501) 905.0787

BEFORE THE SOUTH DAKOTA PUBLIC UTILITIES COMMISSION

In the Matter of Annual Eligible
Telecommunications Carriers (ETCs) Use of
Federal Universal Service Support

CERTIFICATION

The undersigned, Gene DeJordy, does hereby certify as follows:

1. I serve as Senior Vice-President of Regulatory Affairs for Alltel Communications, Inc. and each of its affiliates and subsidiaries, including WWC License LLC. The Company's study area code in South Dakota is 399002.
2. This certification is submitted in support of WWC License LLC's ETC Certification and Annual Report in SD PUC Rule 20:10:32.
3. I have reviewed the ETC Certification and Annual Report and the facts stated therein, of which I have personal knowledge, are true and correct to the best of my present knowledge, information and belief.


Gene DeJordy

Subscribed and sworn to before me
this 29 day of May 2007.

(NOTARY SEAL)


Notary Public



SUMMARY OF EXHIBITS

Confidential Exhibit A – WWC License LLC Service Improvement Plan in South Dakota (narrative)

Confidential Exhibit A, attachment 1 – WWC License LLC Service Improvement Plan (2008-2009) in South Dakota (detail)

Confidential Exhibit A, attachment 2 – WWC License LLC 2007 Proposed Capital and Operating Expenditures

Exhibit B – WWC License LLC Service Plans in South Dakota

Confidential Exhibit C (summary) – 2006 Universal Service Support and Expenditures in South Dakota

Confidential Exhibit C, attachment 1 – 2006 Universal Service Support and Expenditures in South Dakota (detail)

Confidential Exhibit C, attachment 2 – 2006 Universal Service Support and Expenditures in South Dakota (detail)

Confidential Exhibit D – Outage Report

Confidential Exhibit E – Complaints per 1,000 handsets

Exhibit E, attachment 1 – WWC License LLC Formal Customer Complaints Report (redacted)

Confidential Exhibit E, attachment 2 – WWC License LLC Formal Customer Complaints Report (confidential, non-redacted)

Confidential Exhibit E, attachment 3 – WWC License LLC Trouble Ticket/Known Issues Report

Confidential Exhibit F – Unfulfilled Service Report