

SENATE HEARING SLIP

(Please Print Plainly)

DATE: 2/3/99

BILL NO. _____
OR
SUBJECT SBC/AIT merger

Sheryl Wright
(NAME)
840 Ward Parkway
(Street Address or Route Number)
Kansas City, MO 64114
(City and Zip Code)
Sprint Corp.
(Representing)

Speaking in Favor:
Speaking Against:
Registering in Favor:
but not speaking:
Registering Against:
but not speaking:
Speaking for information only; Neither for nor against:

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Senate Sergeant-At-Arms
Room 109-LL One East Main
P.O.Box 7882
Madison, WI 53707-7882

SENATE HEARING SLIP

(Please Print Plainly)

DATE: 2-3-99

BILL NO. _____
OR
SUBJECT Amertech TBC

Merger
DAVID B. S. LAUTNERBAE
(NAME)
2609 ARBORETUM DRIVE
(Street Address or Route Number)
MADISON 53713
(City and Zip Code)
AARP
(Representing)

Speaking in Favor:
Speaking Against:
Registering in Favor:
but not speaking:
Registering Against:
but not speaking:
Speaking for information only; Neither for nor against:

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P.O.Box 7882
Madison, WI 53707-7882

SENATE HEARING SLIP

(Please Print Plainly)

DATE: 2/3/99

BILL NO. _____
OR
SUBJECT PUBLIC HEARINGS

MERGER BETWEEN SBC & AMERTECH
RUSSELL P FENSTERMAKER
(NAME)
3830 W ANITA LA
(Street Address or Route Number)
FRANKLIN 53132
(City and Zip Code)
C.W.A
(Representing)

Speaking in Favor:
Speaking Against:
Registering in Favor:
but not speaking:
Registering Against:
but not speaking:
Speaking for information only; Neither for nor against:

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Madison, WI 53707-7882

SENATE HEARING SLIP

(Please Print Plainly)

DATE: 2/3/99

BILL NO. _____
OF _____

SUBJECT Sbc/Ameritech Merger

Bill Davis
(NAME)

General Attorney
(Street Address or Route Number)

227 W. Monroe St., Chicago
(City and Zip Code)

ATTY
(Representing)

Speaking in Favor:

Speaking Against:

Registering in Favor:
but not speaking:

Registering Against:
but not speaking:

Speaking for information only; Neither for nor against:

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Madison, WI 53707-7882

SENATE HEARING SLIP

(Please Print Plainly)

DATE: 3 FEBRUARY 99

BILL NO. _____
OF _____

SUBJECT MERGER
BETWEEN AMERITECH

AND SBC COMMUNICATION

FLOYD ROSE
(NAME)

4213 MILWAUKEE ST
(Street Address or Route Number)

MADISON, WIS
(City and Zip Code)

WIS SUPPLIER DEV.
(Representing)

Speaking in Favor:

Speaking Against:

Registering in Favor:
but not speaking:

Registering Against:
but not speaking:

Speaking for information only; Neither for nor against:

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SENATE HEARING SLIP

(Please Print Plainly)

DATE: 2-3-99

BILL NO. _____
OF _____

SUBJECT Sbc - Ameritech
Merger

Barbara Schroeder
(NAME)

949 Clarence Ct
(Street Address or Route Number)

Madison, WI 53715
(City and Zip Code)

Retired - Ameritech
(Representing)

Speaking in Favor:

Speaking Against:

Registering in Favor:
but not speaking:

Registering Against:
but not speaking:

Speaking for information only; Neither for nor against:

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SENATE HEARING SLIP

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DATE: 2-3-99

BILL NO. _____
OR _____

SUBJECT SBC / Ameritech Merger

Joan Campion
(NAME)
205 N. Michigan Ave. Ste 3700
(Street Address or Route Number)

Chicago, IL 60601
(City and Zip Code)
MCI Worldcom
(Representing)

Speaking in Favor:

Speaking Against:

Registering in Favor:
but not speaking:

Registering Against:
but not speaking:

Speaking for information only; Neither for nor against:

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Madison, WI 53707-7882

SENATE HEARING SLIP

(Please Print Plainly)

DATE: 2-4-'99

BILL NO. _____
OR _____

SUBJECT Ameritech/SBC

Merger; Access
Charges
(NAME)
Doug Johnson
30 W. Mifflin
(Street Address or Route Number)

Madison 53703
(City and Zip Code)
WI Merchants
(Representing)

Speaking in Favor:

Speaking Against:

Registering in Favor:
but not speaking:

Registering Against:
but not speaking:

Speaking for information only; Neither for nor against:

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Madison, WI 53707-7882

SENATE HEARING SLIP

(Please Print Plainly)

DATE: 2-3-99

BILL NO. _____
OR _____

SUBJECT Ameritech / SBC Merger

George Walls
(NAME)
10350 Floydsdale R.
(Street Address or Route Number)

Cedarburg WI 53012
(City and Zip Code)
CWA 4603
(Representing)

Speaking in Favor:

Speaking Against:

Registering in Favor:
but not speaking:

Registering Against:
but not speaking:

Speaking for information only; Neither for nor against:

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Madison, WI 53707-7882

SENATE HEARING SLIP

(Please Print Plainly)

DATE: 2/3/99

BILL NO. _____
OF _____

SUBJECT SBC/A member

Megan Heugens
Harold Stark
(NAME)

465 Maryland Dr.
(Street Address or Route Number)

Sum Prairie WI 53390
(City and Zip Code)
AAAP
(Representing)

Speaking in Favor:

Speaking Against:

Registering in Favor:
but not speaking:

Registering Against:
but not speaking:

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only; Neither for nor against:

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SENATE HEARING SLIP

(Please Print Plainly)

DATE: 2/3/99

BILL NO. _____
OF _____

SUBJECT AmeriTech-SBC

Steve Hinkert/May/Wright
(NAME)

16 N Carroll #300
(Street Address or Route Number)

Madison, WI 53703
(City and Zip Code)
Citizen's Utility Board
(Representing)

Speaking in Favor:

Speaking Against:

Registering in Favor:
but not speaking:

Registering Against:
but not speaking:

Speaking for information
only; Neither for nor against:

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Madison, WI 53707-7882

SENATE HEARING SLIP

(Please Print Plainly)

DATE: 2/3/99

BILL NO. _____
OF _____

SUBJECT SBC/Ameritech
merger

MARSHA SCHEMER
(NAME)

65 E State Suite 1800
(Street Address or Route Number)

Columbus Plais 43215
(City and Zip Code)
Time Warner Telecom
(Representing)

Speaking in Favor:

Speaking Against:

Registering in Favor:
but not speaking:

Registering Against:
but not speaking:

Speaking for information
only; Neither for nor against:

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Madison, WI 53707-7882

SENATE HEARING SLIP

(Please Print Plainly)

DATE: _____

BILL NO. _____
OR

SUBJECT SBC-Ameritech

Merge

Ellen Gardner/Blaine Bull

(NAME)

Ameritech SBC

(Street Address or Route Number)

(City and Zip Code)

(Representing)

Speaking in Favor:

Speaking Against:

Registering in Favor:
but not speaking:

Registering Against:
but not speaking:

Speaking for information
only; Neither for nor against:

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Madison, WI 53707-7882

SENATE HEARING SLIP

(Please Print Plainly)

DATE: 2/3/99

BILL NO. _____
OR

SUBJECT TELECOMMUNICATIONS

MERGE

(NAME)

RAY RORAN

(Street Address or Route Number)

6603 NORMANDY, MADISON

(City and Zip Code)
WI STATE TELCOM ASSN

Speaking in Favor:

Speaking Against:

Registering in Favor:
but not speaking:

Registering Against:
but not speaking:

Speaking for information
only; Neither for nor against:

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SENATE HEARING SLIP

(Please Print Plainly)

DATE: 2/3/99

BILL NO. _____
OR

SUBJECT SBC/AMERITECH

MERGE

(NAME)
ANN CRUMP

5126 S. 108th St

(Street Address or Route Number)
Hales Corners, WI 53130

(City and Zip Code)
COMMUNICATIONS WORKERS of AM

(Representing)
Speaking in Favor:

Speaking Against:

Registering in Favor:
but not speaking:

Registering Against:
but not speaking:

Speaking for information
only; Neither for nor against:

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Madison, WI 53707-7882

SENATE HEARING SLIP

(Please Print Plainly)

DATE: Feb 3, 1999

BILL NO. _____
OR _____

SUBJECT Ameritech & SBC

Communications Merger

Craig W. Carlson
(NAME)

3625 Gateway Dr
(Street Address or Route Number)

Eau Claire, WI
(City and Zip Code)

Eau Claire Area FDC
(Representing)

Speaking in Favor:

Speaking Against:

Registering in Favor:
but not speaking:

Registering Against:
but not speaking:

Speaking for information only; Neither for nor against:

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Madison, WI 53707-7882

SENATE HEARING SLIP

(Please Print Plainly)

DATE: FEB. 3rd, 1999

BILL NO. _____
OR _____

SUBJECT AMERITECH - SBC MERGER

Bill Reid
(NAME)

756. N MILWAUKEE ST.
(Street Address or Route Number)

MILWAUKEE, WI
(City and Zip Code)

MMAC
(Representing)

Speaking in Favor:

Speaking Against:

Registering in Favor:
but not speaking:

Registering Against:
but not speaking:

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SENATE HEARING SLIP

(Please Print Plainly)

DATE: 2-3-99

BILL NO. SBC/Ameritech Merger
OR _____

SUBJECT _____

Richard Legge
(NAME)

W9535 Gasta Lane
(Street Address or Route Number)

Cambridge WI 53523
(City and Zip Code)

CWA local 4630
(Representing)

Speaking in Favor:

Speaking Against:

Registering in Favor:
but not speaking:

Registering Against:
but not speaking:

Speaking for information only; Neither for nor against:

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Madison, WI 53707-7882

SENATE HEARING SLIP

(Please Print Plainly)

DATE: Feb 3

BILL NO. _____
OR _____

SUBJECT Ameritech-SBC
merger

RICHARD MACKIE
(NAME)

855 WOODROW ST.
(Street Address or Route Number)

Madison WI
(City and Zip Code)

EDGEWOOD COLLEGE
(Representing)

Speaking in Favor:

Speaking Against:

Registering in Favor:
but not speaking:

Registering Against:
but not speaking:

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(Please Print Plainly)

DATE: 2/3/99

BILL NO. _____
OR _____

SUBJECT AMERITECH/SBS
MERGER

HOWARD HUERRA
(NAME)

303 Mountain Ave. #111
(Street Address or Route Number)

Waukesha 53188
(City and Zip Code)

Ameritech
(Representing)

Speaking in Favor:

Speaking Against:

Registering in Favor:
but not speaking:

Registering Against:
but not speaking:

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SENATE HEARING SLIP

(Please Print Plainly)

DATE: 2.3.99

BILL NO. _____
OR _____

SUBJECT _____
Amersatex/SBC merger

Leslie Sullivan
(NAME)

1863 Bjoins Dr
(Street Address or Route Number)

Stoughton WI 53589
(City and Zip Code)

Amersatex
(Representing)

Speaking in Favor:

Speaking Against:

Registering in Favor:
but not speaking:

Registering Against:
but not speaking:

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only; Neither for nor against:

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SENATE HEARING SLIP

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DATE: 2/3/99

BILL NO. _____
OR

SUBJECT Ameritech Merger

Don Van Abel
(NAME)

5006 Winnequah Rd
(Street Address or Route Number)

Monroe WI 53716
(City and Zip Code)

Ameritech Employee
(Representing)

Speaking in Favor:

Speaking Against:

Registering in Favor:
but not speaking:

Registering Against:
but not speaking:

Speaking for information only; Neither for nor against:

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Madison, WI 53707-7882

SENATE HEARING SLIP

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DATE: 2/3/99

BILL NO. _____
OR

SUBJECT Ameritech/SBC

Merger

Julie Endres
(NAME)

2980 Sahara Circle
(Street Address or Route Number)

Madison, WI 53711
(City and Zip Code)

Ameritech - Employee
(Representing)

Speaking in Favor:

Speaking Against:

Registering in Favor:
but not speaking:

Registering Against:
but not speaking:

Speaking for information only; Neither for nor against:

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P.O.Box 7882
Madison, WI 53707-7882

SENATE HEARING SLIP

(Please Print Plainly)

DATE: 2-3-99

BILL NO. _____
OR

SUBJECT Ameritech/SBC

Merger

GAIL HELLMANN
(NAME)

5309 Cook St
(Street Address or Route Number)

McFARLAND 53558
(City and Zip Code)

Ameritech
(Representing)

Speaking in Favor:

Speaking Against:

Registering in Favor:
but not speaking:

Registering Against:
but not speaking:

Speaking for information only; Neither for nor against:

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Madison, WI 53707-7882

SENATE HEARING SLIP

(Please Print Plainly)

DATE: 2/3/99

BILL NO. Ameritech/SBC

OR
SUBJECT Merger

Colleen Wiese
(NAME)

1531 Lincoln Ave
(Street Address or Route Number)

Stoughton, WI 53589
(City and Zip Code)

Employee
(Representing)

Speaking in Favor:

Speaking Against:

Registering in Favor:
but not speaking:

Registering Against:
but not speaking:

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SENATE HEARING SLIP

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DATE: 2-3-99

BILL NO. _____

OR
SUBJECT Ameritech/SBC

Merger

Ann Schmitz
(NAME)

5629 Midland Rd.
(Street Address or Route Number)

Mazomanie WI 53560
(City and Zip Code)

Ameritech/WI Citizen
(Representing)

Speaking in Favor:

Speaking Against:

Registering in Favor:
but not speaking:

Registering Against:
but not speaking:

Speaking for information only; Neither for nor against:

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Madison, WI 53707-7882

SENATE HEARING SLIP

(Please Print Plainly)

DATE: 2/3/99

BILL NO. SBC/Ameritech

OR
SUBJECT Merger Hearings

Scott Vander Sande
(NAME)

440 Ash St
(Street Address or Route Number)

Oregon 53575
(City and Zip Code)

Ameritech
(Representing)

Speaking in Favor:

Speaking Against:

Registering in Favor:
but not speaking:

Registering Against:
but not speaking:

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Madison, WI 53707-7882

SENATE HEARING SLIP

(Please Print Plainly)

DATE: 2/3/99

BILL NO. _____

OR
SUBJECT Ameritech/SBC

Merger

Dan Watson
(NAME)

100 Communications Dr.
(Street Address or Route Number)

Sun Prairie, WI 53590
(City and Zip Code)

GTE
(Representing)

Speaking in Favor:

Speaking Against:

Registering in Favor:

but not speaking:

Registering Against:

but not speaking:

Speaking for information only; Neither for nor against:

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SENATE HEARING SLIP

(Please Print Plainly)

DATE: 2/3/99

BILL NO. _____

OR
SUBJECT AMERITECH/SBC MERGER

Thomas Schlick
(NAME)

5499 MAHOCKER RD
(Street Address or Route Number)

MAZOMANIE WI 53560
(City and Zip Code)

AMERITECH Employee
(Representing)

Speaking in Favor:

Speaking Against:

Registering in Favor:

but not speaking:

Registering Against:

but not speaking:

Speaking for information only; Neither for nor against:

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Madison, WI 53707-7882

SENATE HEARING SLIP

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DATE: 2-3-99

BILL NO. _____

OR
SUBJECT Ameritech/SBC Merger

Kathryn Snoffner
(NAME)

159 S. Main St
(Street Address or Route Number)

Oregon 53575
(City and Zip Code)

Ameritech
(Representing)

Speaking in Favor:

Speaking Against:

Registering in Favor:

but not speaking:

Registering Against:

but not speaking:

Speaking for information only; Neither for nor against:

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Madison, WI 53707-7882

SENATE HEARING SLIP

(Please Print Plainly)

DATE: 2-3-99

BILL NO. _____

OR
SUBJECT Ameritech - SBC

Merger
Donna Parks
(NAME)

2411 Voss Parkway
(Street Address or Route Number)

Middleton, WI 53562
(City and Zip Code)

Ameritech
(Representing)

Speaking in Favor:

Speaking Against:

Registering in Favor:
but not speaking:

Registering Against:
but not speaking:

Speaking for information
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Madison, WI 53707-7882

SENATE HEARING SLIP

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DATE: 2/3/99

BILL NO. _____

OR
SUBJECT Ameritech / SBC

Merger
Kathi Harvey
(NAME)

1501 Beaver Rd.
(Street Address or Route Number)

Deerfield, WI 53531
(City and Zip Code)

Ameritech Employee
(Representing)

Speaking in Favor:

Speaking Against:

Registering in Favor:
but not speaking:

Registering Against:
but not speaking:

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Madison, WI 53707-7882

SENATE HEARING SLIP

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DATE: 2-3-99

BILL NO. AMERITECH SBC MERGER

OR
SUBJECT _____

KAREN SNIDER
(NAME)

33 Crystal La
(Street Address or Route Number)

Madison, WI 53714
(City and Zip Code)

Ameritech employee
(Representing)

Speaking in Favor:

Speaking Against:

Registering in Favor:
but not speaking:

Registering Against:
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SENATE HEARING SLIP

(Please Print Plainly)

DATE: 2-3-99

BILL NO. _____

OR

SUBJECT SBC/AMERITECH

MERGER

SUSAN WARREN
(NAME)

5589 CHERYL DR
(Street Address or Route Number)

MADISON, WI 53711
(City and Zip Code)

AMERITECH EMPLOYEE
(Representing)

Speaking in Favor:

Speaking Against:

Registering in Favor: but not speaking:

Registering Against: but not speaking:

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Madison, WI 53707-7882

SENATE HEARING SLIP

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DATE: 2-3-99

BILL NO. _____

OR

SUBJECT AMERITECH/SBC

_____ (NAME)

BARBARA MYRDAL
(Street Address or Route Number)

1209 Chapel Hill Rd
(City and Zip Code)

MADISON, WI 53711
(Representing)

Speaking in Favor:

Speaking Against:

Registering in Favor: but not speaking:

Registering Against: but not speaking:

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SENATE HEARING SLIP

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DATE: 2-3-99

BILL NO. _____

OR

SUBJECT SBC/AMERITECH

MERGER

BONNIE HUSTAD WARREN
(NAME)

602 EAST VIEW CT
(Street Address or Route Number)

VERONA WI 53593
(City and Zip Code)

AMERITECH EMPLOYEE
(Representing)

Speaking in Favor:

Speaking Against:

Registering in Favor: but not speaking:

Registering Against: but not speaking:

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Madison, WI 53707-7882

SENATE HEARING SLIP

(Please Print Plainly)

DATE: 2/2/99

BILL NO. _____

OR

SUBJECT SBC/Amertech
merger

Helen R. Koppes
(NAME)

4825 E. Clayton Rd
(Street Address or Route Number)

Madison WI 53711
(City and Zip Code)

Amertech employee
(Representing)

Speaking in Favor:

Speaking Against:

Registering in Favor:
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Registering Against:
but not speaking:

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SENATE HEARING SLIP

(Please Print Plainly)

DATE: 2-3-99

BILL NO. _____

OR

SUBJECT Amertech SBC
merger

Dana Gundersen
(NAME)

4813 Deer Rd #309
(Street Address or Route Number)

Madison WI 53704
(City and Zip Code)

Amertech Employee
(Representing)

Speaking in Favor:

Speaking Against:

Registering in Favor:
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Registering Against:
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SENATE HEARING SLIP

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DATE: 2-3-99

BILL NO. _____

OR

SUBJECT Amertech/SBC
merger

Lacy Herzberg
(NAME)

1804 Athens Ct
(Street Address or Route Number)

Wauwatosa WI
(City and Zip Code)

(Representing)

Speaking in Favor:

Speaking Against:

Registering in Favor:
but not speaking:

Registering Against:
but not speaking:

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Madison, WI 53707-7882

SENATE HEARING SLIP

(Please Print Plainly)

DATE: 2-3-1999

BILL NO. _____
OR

SUBJECT AMERITECH / SBC

Member

Paul Belouby
(NAME)

316 W. Washington
(Street Address or Route Number)

MADISON WI 53703
(City and Zip Code)

(Representing)

Speaking in Favor:

Speaking Against:

Registering in Favor:
but not speaking:

Registering Against:
but not speaking:

Speaking for information
only; Neither for nor against:

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SENATE HEARING SLIP

(Please Print Plainly)

DATE: 2-3-99

BILL NO. _____
OR

SUBJECT Amer. Tel. / SBC Negot.

TOM MOER
(NAME)

9 Preston Circle
(Street Address or Route Number)

MADISON WI 53719
(City and Zip Code)

(Representing)

Speaking in Favor:

Speaking Against:

Registering in Favor:
but not speaking:

Registering Against:
but not speaking:

Speaking for information
only; Neither for nor against:

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SENATE HEARING SLIP

(Please Print Plainly)

DATE: 2-3-99

BILL NO. _____
OR

SUBJECT SBC / AMERITECH
MERGER

(NAME)

CONSTANCE J KRAMER
(Street Address or Route Number)

425 BRUNS AVE - MADISON
(City and Zip Code)

53714
OWA
(Representing)

Speaking in Favor:

Speaking Against:

Registering in Favor:
but not speaking:

Registering Against:
but not speaking:

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SENATE HEARING SLIP

(Please Print Plainly)

DATE: February 3, 1999

BILL NO. _____
OR

SUBJECT Merger Between
AmeriTech + SBC Communications

Frances Huntley-Cooper
(NAME)

5801 Rowoke Drive
(Street Address or Route Number)

Fitchburg Wi. 53719
(City and Zip Code)

NAACP - Madison Branch
(Representing)

Speaking in Favor:

Speaking Against:

Registering in Favor:
but not speaking:

Registering Against:
but not speaking:

Speaking for information
only; Neither for nor against:

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(Please Print Plainly)

DATE: FEB 3, 1999

BILL NO. _____
OR

SUBJECT _____

DAVID CONN
(NAME)

6400 C ST. SW
(Street Address or Route Number)

CEDAR RAPIDS IA 52406-3177
(City and Zip Code)

McLEODUSA
(Representing)

Speaking in Favor:

Speaking Against:

Registering in Favor:
but not speaking:

Registering Against:
but not speaking:

Speaking for information
only; Neither for nor against:

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Madison, WI 53707-7882

SENATE HEARING SLIP

(Please Print Plainly)

DATE: 2/3

BILL NO. _____
OR

SUBJECT _____

Ed Marston
(NAME)

(Street Address or Route Number)

(City and Zip Code)
Public Service Commission
(Representing)

Speaking in Favor:

Speaking Against:

Registering in Favor:
but not speaking:

Registering Against:
but not speaking:

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only; Neither for nor against:

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P.O.Box 7882
Madison, WI 53707-7882

SENATE HEARING SLIP

(Please Print Plainly)

DATE: _____

BILL NO. _____

OR

SUBJECT Telecom Menger

Spencer Black
(NAME)

(Street Address or Route Number)

(City and Zip Code)
77 HD

(Representing)

Speaking in Favor:

Speaking Against:

Registering in Favor:
but not speaking:

Registering Against:
but not speaking:

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P.O. Box 7882
Madison, WI 53707-7882

SENATE HEARING SLIP

(Please Print Plainly)

DATE: 1-63-99

BILL NO. _____

OR

SUBJECT Health, Utilities
Veterans, Military Affairs

Patrick O'Brien
(NAME)

1715 Blue Ridge Trail
(Street Address or Route Number)

Wauwatosa, WI 53597
(City and Zip Code)

(Representing)

Speaking in Favor:

Speaking Against:

Registering in Favor:
but not speaking:

Registering Against:
but not speaking:

Speaking for information
only; Neither for nor against:

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CWA NEWS

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#09909999928098
#WISCONSIN TELE A
722 N BROADWAY
MILWAUKEE

[://www.cwa-union.org](http://www.cwa-union.org)

CWA to FCC: SBC-Ameritech Merger Good for Customers and Workers



CWA urged the Federal Communications Commission to approve the SBC Communications-Ameritech merger, noting that the partnership will foster competition in 30 new markets outside the companies' service regions and create at least 8,000 high-quality jobs.

CWA pointed out that the SBC-Ameritech business plan calls for providing both residential and business service in the new markets: "In addition to the 2,900 additional fiber miles and 60 switches they plan to deploy to the merged SBC-Ameritech plans to deploy 80 additional switches in 30 identified out-of-region markets to serve residential and small business customers, beginning one year after the merger."

"No other national provider has yet announced a comparable strategy to serve residential customers nationwide" through facilities-based investment, the CWA filing stated.

The union noted that in contrast to MCI-WorldCom's "vague statements of intent to compete" in residential and small business markets during their merger review, SBC and Ameritech have put forth a concrete investment plan calling for \$2 billion in capital expenditures.

CWA estimated that more than 8,000 new jobs will be created by the investment program — "good jobs, jobs that pay workers enough to support a family, jobs with an employer that values and invests in its workforce." The union stated that the previous SBC-Pacific Telesis merger created more than 3,600 new jobs, noting that "Unlike some carriers, SBC recognizes that having a stable, high-quality work-

force is crucial to its success. Only with such a workforce can the company deliver the high quality of service that its customers expect and deserve."

CWA stated that, "SBC and Ameritech need to have a bigger footprint to compete for the business of large customers," otherwise, "they will face continued erosion of their largest accounts." Through a merger, "SBC and Ameritech will be able to hold onto their high-volume, high-profit customers, which will provide them with the revenues that they need to invest in upgrading the public switched network for the benefit of all of their in-region customers," the filing stated.

CWA represents 78,000 employees at SBC and 30,000 at Ameritech.

Wisconsin Economic Development Association Inc.



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- Douglas Venckie
- Diane I. Furest
- Jonathan Bartz

October 5, 1998

Chairman William Kennard
Federal Communications Commission

1919 M Street, NW
Washington DC 20554

RE: CC Docket #98-141

Dear Mr. Kennard:

The Board of Directors of the Wisconsin Economic Development Association (WEDA) respectfully urges your approval of the proposed SBC/Ameritech merger. WEDA is a statewide association of over 450 economic development professionals.

We believe that the combined corporation will further economic development in Wisconsin. Ed Whitacre of SBC, has pledged that the number of company jobs in Wisconsin will remain stable or grow. Ameritech spends substantial amounts with Wisconsin firms and invests more than 1/2 million dollars a day in infrastructure improvements. Their state purchasing, state payroll, and charitable contributions are all important to the economic viability of Wisconsin.

Further, Ameritech executives have been leaders in economic development activities, at both the local and state levels. Ameritech was one of the founders of the statewide Forward Wisconsin organization a unique public/private state marketing partnership. Ameritech employees also support local economic development organizations in many Wisconsin cities.

We are pleased and encouraged that the SBC/Ameritech, an American owned company, convergence will not reduce employees or community involvement.

Sincerely,

Brenda S. Ralph
Executive Director, WEDA

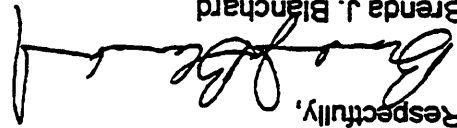
PEOPLE • JOBS • PROFITS
P.O. Box 1230 Madison WI 53701 608-255-5666

Susan Ness
Michael Powell
Harold Furtchgott-Roth
Giona Tristani

cc:

President

Brenda J. Blanchard



Respectfully,

We urge your approval of the SBC/Ameritech merger.

We have found that a robust telecommunications infrastructure is a critical factor for expanding companies considering a site in Wisconsin. A combined SBC/Ameritech will have the economic strength to create solid infrastructure improvements and faster development of innovative services. These services are very important to today's growing companies.

A guarantee has been made that employment in Ameritech's five states will not be reduced due to the merger. As Ameritech is one of the larger employers in this state, with over 6,400 employees, this is important to the economic stability of Wisconsin.

3. A guarantee has been made that employment in Ameritech's five states will not be reduced due to the merger. As Ameritech is one of the larger employers in this state, with over 6,400 employees, this is important to the economic stability of Wisconsin.
2. Ameritech has long been an active supporter of economic development activities in this state. For many years, Ameritech has performed business expansion and retention studies and has invested in local and statewide economic development activities. The CEO of SBC has put in writing that the combined corporation will continue these vigorous economic development efforts.
1. The CEO of SBC has promised, in writing, to retain the Ameritech name and an Ameritech headquarters in Wisconsin. Most mergers require the dissolution of state headquarters. We see the commitment from SBC as a distinctive plus that guarantees an important Ameritech presence in Wisconsin.

We believe this will be positive for the economic growth of Wisconsin for the following reasons:

Forward Wisconsin, the public-private partnership that markets Wisconsin to attract new economic activity to the state, supports the proposed merger of Ameritech into SBC.

Dear Chairman Kennard:

Reference: CC Docket #98-141

Chairman William Kennard
Federal Communications Commission
1919 M Street, N.W.
Washington, D.C. 20554

October 12, 1998

Attracting Business To Wisconsin



201 West Washington Avenue, Suite 500
Madison, Wisconsin 53703-2710
608/261-2500 • 608/261-2518 Fax
E-mail: info@forwardwi.com
www.forwardwi.com
Governor Tommy G. Thompson, Chairman
Brenda J. Blanchard, President

MILWAUKEE URBAN LEAGUE

For Equal Economic Opportunity



October 12, 1998

Chairman William Kennard
Federal Communications Commission
1919 M Street, N.W.
Washington, D.C. 20554

RE: CC Docket # 98-141

As President of the Milwaukee Urban League, I am writing to offer my personal support for the proposed SBC/Ameritech merger.

The Milwaukee Urban League works hard to promote economic equality for minority citizens. Ameritech has long been a strong supporter of our activities.

Further, Ameritech is an employer of many minority Milwaukee residents. In fact, Ameritech received recognition from the Milwaukee Employer Accords for hiring the most minorities in a year just a couple of years ago. And, they recently received high marks in the NAACP economic reciprocity audit.

Further, SBC's record as an employer of minorities, both African-Americans and Hispanic, is also strong. I believe that this coming together of organizations committed to economic justice will benefit minority citizens.

Also, we were gratified to see that Chairman Ed Whitacre, Jr. of SBC, has committed in writing to continuing the high level of contributions to non-profit organizations and participation in local economic development activities that Ameritech has traditionally provided. Further, SBC has committed to maintaining a headquarters in Milwaukee. This combined company will certainly solidify Ameritech's standing as one of Milwaukee's most prominent employers, tax payers and corporate citizens.

For this reason, I personally wish to convey my support for the proposed merger of SBC and Ameritech.

Respectfully,

Kenneth F. Little
President & CEO

cc. Commissioners:
Harold Furtchgott-Roth
Susan Ness
Michael Powell
Gloria Tristani

A United Way Fund Agency • A National Urban League Affiliate

Wisconsin State NAACP Conference of Branches

BELOIT • KENOSHA • RACINE • MADISON
MILWAUKEE • JANESVILLE • WAUKESHA • OZAUKEE

Thomas E. White

Wisconsin State NAACP President

Member National Special Contribution Fund

Board of Trustees

October 14, 1998



Chairman William Kennard

Federal Communications Commission

1919 M Street, N.W.

Washington, D.C. 20554

Dear Chairman Kennard:

As President of the Wisconsin NAACP Conference of Branches, I am writing in support of the merger between Ameritech and Southern Bell Communications (SBC). Please refer to "CC Docket #98-141."

Ameritech has a long-standing positive relationship with the NAACP here in Wisconsin and is very supportive of our local and national goals and activities. This is evidenced by the high marks Ameritech received in our economic reciprocity audit that our national office recently conducted. Incidentally, SBC also received high marks.

Furthermore, SBC has a strong record as an employer of minorities and has gone on record pledging to maintain current employment levels at Ameritech. SBC has also pledged to continue the high level of contributions, sponsorships and other economic development activities that will aid our Wisconsin cities and citizens.

Consolidation in the telecommunications industry will result in a few large companies competing globally, which is what this merger intends to do. Having one of these companies in our area is a good thing for our communities and for our economy.

For the above-mentioned reasons, I hope the FCC will grant approval of the Ameritech/SBC merger.

Sincerely,

Thomas E. White

President Wisconsin State NAACP

Commissioner Susan Ness

Commissioner Michael Powell

Commissioner Harold Furchgott-Roth

Commissioner Gloria Tristano

Charles Fisher, Executive Director, Illinois Commerce Commission

1420 N. Wisconsin Street, Racine, Wisconsin 53402 • Phone: Business: (414) 637-8377, Home: (414) 635-1996, Fax: 637-6419

TOTAL P.02

PAGE.02

THE LAST DECEMBER, 2,076,160,583 VOTES WERE CAST IN FAVOR OF AMERITECH AND SBC MERGER.

Mergers are in the news and many are talking about the good and the bad that come from merged companies. But the simple fact is that the Ameritech and SBC merger will mean improved services, job creation, growth, and opportunity. Perhaps that's why Ameritech and SBC shareholders (more than 95%) enthusiastically approved this merger in December.

Following are excerpts from selected analyst reports that provide meaningful support for the Ameritech and SBC merger:

"If the deal is approved, the combined companies will have a formidable market presence, and announced further plans to enter the largest markets not covered by either SBC or Ameritech. This 'National-Local' strategy has an objective of expanding into the 50 largest markets nationwide, using a combination of capacity resale, build-out, and/or acquisition. In effect, the strategy would create a national player..."

Robert Venable
Analyst, Robert W. Baird

"...successful telecom carriers of the future will necessarily have the ability to provide corporate customers with voice and data services nationally and internationally, and this merger is an important step in that direction for SBC."

Guy Woodlief
Analyst, Prudential Securities

"SBC, which is a well run and very aggressive RBOC, has basically announced a declaration of war on its fellow Bells."

"...a land-locked Bell in a particular region...will over time see value slip away from its shareholders." "...those Bell's that forego a protectionist regional strategy in order to pursue an offensive national strategy, will, despite some near-term earnings impact, create the most value for shareholders..."

Jack Grubman
Analyst, Salomon Smith Barney

(continued...)

Mergers are happening because of "a massive clash of financial reality with flawed public policy and unrealistic expectations."

Scott Cleland
Regulatory Analyst, The Precursor Group

"We believe SBC's strategy to be a national player via its merger with Ameritech, and its national-local strategy is the right formula going forward and should allow SBC to sustain premium valuations over time."

"We believe SBC is going to separate itself from being a defensive in-region RBOC and transform itself into a very aggressive national player with very creative strategic relationships in a much quicker period of time than investors believe... which we believe will result in the much quicker realization of enhanced growth opportunities."

"SBC, clearly in our minds, will evolve as one of the most strategically positioned Bells and in general one of the best strategically positioned large players in the industry with the management team to guarantee superior execution."

Jack Grubman
Analyst, Salomon Smith Barney

Statement of Blaine Bull

Wednesday, February 3, 1999

Senate Committee on Health Utilities

Veterans and Military Affairs

Good afternoon Mr. Chairman, members of the Committee. My name is Blaine Bull. I'm Senior Vice President of Public Affairs for SBC. SBC is excited about the opportunities that this merger presents. We know that Ameritech Wisconsin has a proud tradition and a well-deserved reputation in Wisconsin.

I would like to focus this afternoon on two issues – Why this merger makes sense from a business perspective and more importantly, why the merger makes sense for the consumers of Wisconsin.

It is important to understand how we got here and what is driving this merger. The telecommunications market has fundamentally changed in the last three years and SBC and Ameritech are responding to those market changes. One of the biggest changes is that the exclusive local exchange franchise which telephone companies used to have has been eliminated. Before the 1996 Telecommunications Act, no one could provide both local and long distance service throughout the country because of the legal franchise. Now any number of telecommunications carriers – such as AT&T, MCI/WorldCom and Sprint --

can offer one stop shopping throughout Wisconsin and the country to national

customers.

Some of the other fundamental changes that have occurred include the following:

- Barriers to entry in the local market have been removed
- Globalization and consolidations in all markets, particularly telecommunications, have occurred.
- Foreign carriers with enormous resources-NTT, Deutsche Telekom, France Telekom and British Telecom – are forming new alliances with U.S. and other foreign companies and will soon be vying to serve the high growth, high profit telecommunications market of multinational corporations. British Telecom and AT&T's \$10 Billion joint venture is just the most recent example.
- The Internet has exploded. More people use the Internet today than had television sets when man first walked on the moon in 1969.
- The use of networks to transmit data has also exploded and the network of the near future will carry predominantly data rather than voice traffic.
- At least three U.S. based national and international competitors have emerged who are today primarily targeting the high profit business market. These include the AT&T grouping which includes

TCG, TCI, IBM Global Network, British Telecom and now Time

Warner or MCI/WorldCom/MFS/Brooks Fiber/UNET and

Sprint/French Telecom/ and Deutsche Telecom

In addition, hundreds of mid-sized and niche telecommunications

companies, have also emerged in recent years. They are nimble,

low cost and technology driven and have spurred competition,

particularly in the business market.

As a result of these changes, our competitors can now offer one-stop shopping

and take from Ameritech Wisconsin and the other SBC and Ameritech local

exchange companies, their most lucrative and profitable customers. This is a

critical point because although large business customers may represent a small

percentage of our total customers, they are high revenue accounts. For

instance, in Texas 20% of our customers represent almost 75% of our revenue.

Retaining this customer base is critical to our mission of providing high-quality

affordable service to residential customers.

These fundamental changes convinced senior officers of both SBC and

Ameritech concluded in early 1998 that neither company could afford to go it

alone. As a result, both companies decided that in order to serve our business

and residential customers' 21st century communications needs, we needed to

become a national and global carrier. We also concluded that the best and

perhaps only way to achieve that goal was through this merger.

That's the business reason for the merger.

The other part of the merger equation is how this merger benefits the consumers of Wisconsin. Let me bluntly state - - - this merger makes good sense for consumers.

This merger is about economic growth.

Virtually every major merger you hear about these days is about cutting jobs and cutting investment as a way of boosting value. We have chosen a different path. This merger is about growth as we take advantage of the best practices of each of these separate companies to grow our combined business even faster.

And it's about growth as we implement the national local strategy, making real the promise of the Telecom Act of 1996 and unleashing a torrent of reciprocal competition, investment and growth on the part of our competitors.

Again, that isn't just pie in the sky empty promising. We've got solid experience to back it up.

For instance, we predicted when we originally proposed our Pacific Telesis merger that we would grow the business. By just about anyone's measure, we

have succeeded beyond our wildest dreams. We have added personnel in customer-facing positions, in support positions for the many new products and

services we're offering, and at the management level - more than 2900 new

employees in California and more than 2300 in our traditional region. In addition,

we significantly increased capital investment and expense spending and we more than doubled our community contributions. We have also broadened our hiring efforts with job fairs, more employment advertising, etc., and made major increases in employee benefits. That's why the Communications Workers of America and the International Brotherhood of Electrical Workers have endorsed and are working to support this merger. That's real economic growth benefiting real people throughout the state.

This merger is also about service and technology

The only way we fulfill the goals of this merger is to bring better products, service and prices to the marketplace including Wisconsin. That is, after all, what will ultimately determine our success. The combined SBC and Ameritech will not only have the scale, scope financial wherewithal and management expertise to go into new markets and pursue new business, but, perhaps more importantly, we will have the ability to serve our current customers even better. That's how factors like best-practice management and greater idea transfer help customers. Again, real-world experience bears this out. On virtually every service area that customers care most about, such as installation and repair times, we have significantly improved service in California since the merger. In the 18 months since the SBC/PacTel merger, PacBell has maintained and/or improved its service quality performance over pre-merger results in all eight categories required by the California Public Utility Commission. This especially significant given the fact that we did so in the face of the El Nino weather torrent and in the face of other challenges of nature that beset California.

And while we have worked hard to improve service, we've also worked to bring new technology and products to the market. For example, we invested millions of dollars in our ADSL-deployment to bring the service not just to affluent neighborhoods and lucrative central business districts, but to at-risk communities as well – communities such as East Oakland, South Central LA and East Palo Alto. This is the broadest commercial rollout of ADSL technology anywhere in the country. We have also significantly increased our level of interaction with our customers. We believe that being inclusive is not only the right thing to do socially, but that it is in the best long-run business interest of our company to serve customers across the economic and demographic spectrum.

And service has gotten better in SBC's original territory as well. In addition to making significant investments in upgrading the network, we have transplanted many of the best practices we learned in California to our Southwest operations. For instance, we have stepped up much of our diversity marketing and service efforts in Texas and Missouri building on the cutting-edge practices of Pacific Bell. Likewise, we have better integrated our procurement-planning efforts company-wide, resulting in savings that have been passed along to customers as greater investment in the network and better price promotions, and to employees as better benefit and salary increases and of course, to shareholders as greater core value.

We fully expect similar service improvements and introduction of new technologies and products as a result of this merger.

And also competition -- residential competition

This merger will generate greater competition in the marketplace. Only by combining will SBC and Ameritech finally have the scale and scope to go after business nationwide. Once that happens, our competitors will inevitably

respond. That is the logic of the National-Local strategy. Let us give one example of why this strategy can only be pursued by the combined entity.

The largest customers in our territory are the bread and butter accounts that make telecom business models work – our competitors' and ours. It is the revenues from these large corporate clients that allow companies to serve smaller customers and to invest in new products and services. As these large

business and residential customers need more and more data service, they are increasingly looking for one-stop carriers with a reach well beyond the artificial distinctions set out in LATA boundaries. That means that the

telecommunications provider that will win and keep those customers in the future must be able to serve the various locations around the country. The imperative for us, and for virtually every other major telecom company, then, is to gain the wherewithal to serve these customers' needs wherever those needs are.

Take Boston, Massachusetts, for example. In Boston, there are approximately 777 branch facilities of companies with headquarters in SBC's current territory. It is important to serve these branches, but, frankly, with that small a base, we cannot justify the financial and management resource investment needed to go into these markets in a significant way. If, however, you add the Ameritech region, the number of SBC/Ameritech-headquartered company branches in Boston jumps to approximately 1800. That increase in customer base makes it feasible to go in as a different kind of competitor than the traditional CLEC, which simply buys service from the incumbent at a discount and resells it to high-end corporate clients.

Rather, the significant base of customer branches allows us to go in as a facilities-based competitor offering a real competitive alternative. Moreover, being able to start off with these anchor business customers gives us the base of service and potential revenue to aggressively move down the customer stream,

You are probably aware that our competitors are spending millions to stop our merger. Some of these companies are hiding behind front groups to disguise

Look Who is On the Other Side

offering service to small business and residential customers. That's the logic behind our "follow-the-customer" strategy.

Once we are in the market offering facilities-based end-to-end service (including local, toll and long distance data and voice service) to many of these large corporate customers and small business and residential customers, our competitors will simply have no alternative but to respond. They are facing the same marketplace dynamic that we are, namely, the major growth in traffic is data growth and the major source of this business is in large multi-state firms. Thus, as we capture and serve more of the business and residential customers in their regions, to compete, they must offer similar nationwide service. That means they must also offer service in our regions. The winners, of course, are consumers, who will finally realize the promise of the Telecommunications Act.

This prediction of a retaliatory competitive response is backed up by genuine experience. Last summer, our Pacific Bell division announced the largest and most rapid deployment of ADSL in the world. Our rollout to some 200 communities throughout California stunned even technology-savvy California. Our competitors had no choice but to respond by drastically stepping up their own high-speed Internet offerings. Thus, within 60 days, we saw several companies announce their own wider deployment schedules and price cuts. The benefits haven't stopped there. We have in recent weeks announced an even wider deployment at even lower prices – much to the delight of the people of California. All of this was made possible by the success of the SBC/Pacific Telesis merger and the resultant stronger financial, management and engineering resources of the combined company.

themselves. They are airing attach ads in Illinois, Ohio, and Indiana that distort SBC's record of success in California – and I'm happy to say that newspapers in Chicago and Columbus, Ohio have taken them to task for misrepresenting the record.

It is interesting to note that many of the very entities who are working to block this transaction have completed or are in the midst of completing similar transactions of their own. Their stated reasons for doing so are generally the same reasons we've embarked upon this transaction – to have the scale, scope and resources to compete on a greater level.

They say they are getting bigger to become better competitors. We take them at their word, which is why SBC has not opposed any of the mergers or acquisitions of our opponents. We believe that the economic and social forces impacting this industry are too powerful and too far along for anyone to stop or even slow down. That's why, rather than stand on the sidelines, or rather than trying to get the referees to delay the game, we have decided to take our chances on the field of competition.

We at SBC are confident that if the focus is on the best long-term interest of consumers, on service, price and competition, this merger will be approved in short order. Ultimately, when consumers win the companies who seek to serve them will win.

I'll be happy to try and answer any questions.

STATEMENT OF DAVID R. CONN
ON BEHALF OF MCLEODUSA TELECOMMUNICATIONS SERVICES, INC.
WISCONSIN STATE SENATE
FEBRUARY 3, 1999

Good Morning Mr. Chairman and Members of the Committee.

My name is David R. Conn, and I am Vice President - Law and Regulatory Affairs with McLeodUSA Incorporated. Thank you for giving me the opportunity to testify this morning on the important issue of mergers among the Bell companies in the telecommunications industry, and specifically on the planned merger of SBC and Ameritech.

Before I do that, however, I would like to introduce you to my company. McLeodUSA is one of the nation's largest competitive local exchange carriers. We offer local, long distance and other advanced telecommunication services across the upper Midwest and Rocky Mountain states. We operate in Indiana, Illinois, Wisconsin, Missouri, Minnesota, Iowa (where we are headquartered), South Dakota, North Dakota, Colorado and Wyoming. We will soon be expanding into Michigan, and intend to eventually extend our service into Nebraska, Montana, Utah and Idaho (where we are not currently operating due to what we believe to be anticompetitive conduct by the incumbent Bell company, U S West). As a new entrant, we offer services to both residential and business service, and have traditionally concentrated our operations on what we call tier 2, 3 and 4 cities.

As I noted, McLeodUSA currently provides local service in 10 states, served by three different Regional Bell Operating Companies (RBOCs). We have been operating as a competitive local carrier since 1994, two years before the Federal Telecommunications Act of 1996 made the development of local exchange competition a national policy. Based on that experience, I am here to tell you this afternoon that, although the Act is working, it is working slowly; and mergers of

large incumbent carriers are likely to set the timetable for the development of competition back, not forward. On balance, such mergers are, in my opinion, anticompetitive.

For that reason, McLeodUSA opposes the proposed mergers of SBC Communications, Inc. and Ameritech, (as well as the similar merger of Bell Atlantic and GTE). These proposed unions of massive incumbent local exchange carriers ("ILECs"), each of whom possesses dominant market power and monopolistic market shares in their home regions, are likely to have a dramatic and adverse impact upon the development of competition in their combined region, while offering little if any, competitive benefit. Indeed, SBC acting alone has shown its intent to fight and delay the development of competition throughout its ever-increasing region - there is no reason to expect that a larger SBC would somehow become a kinder, gentler ILEC. As a result, we believe that such a this merger is not in the public interest.

In the event that this merger proceeds, however, steps must be taken to ensure that the new, larger mega-ILEC is subject to strong, pro-competitive conditions on its operations. Indeed, Clark McLeod, McLeodUSA's founder, chairman, and chief executive officer, last fall urged the establishment of such market-opening conditions before a Senate subcommittee reviewing the competitive implications of telecommunications mergers. Following Mr. McLeod's suggestions, the four senior members of the Senate Judiciary Committee recently wrote to the FCC and the DOJ expressing concern over the pace of consolidation in the telecommunications industry as posed by the RBOC mergers, and suggested pro-competitive conditions as a necessary prerequisite before these mergers are allowed to go forward. Likewise, the legislature should provide comments to the FCC and the DOJ regarding the impact of the proposed

merger, and the Public Service Commission should hold a hearing to review the impact of the proposed merger and provide comments to the FCC and the DOJ.

McLeodUSA believes that the only way in which the proposed union could possibly be found to serve the public interest is if the partners to the proposed mergers commit to the following specific, definite conditions as an essential part of merger approval. We call them the "Ten Commandment" Conditions for RBOC mergers :

1. Elimination of resale restrictions and provision of greater wholesale discounts on resold services and forward-looking, cost-based prices for unbundled network elements.

2. Elimination of operational restrictions on resale that have no technical basis.

3. Elimination of special construction charges when such charges would not be imposed upon the ILEC's own end user customers.

4. Implementation of intralATA toll dialing parity in all states by February 8, 1999, if not otherwise required to implement dialing parity sooner.

5. Establishment of reasonable prices for directory listings and mechanism for appealing disputes over such prices to the appropriate regulatory authorities.

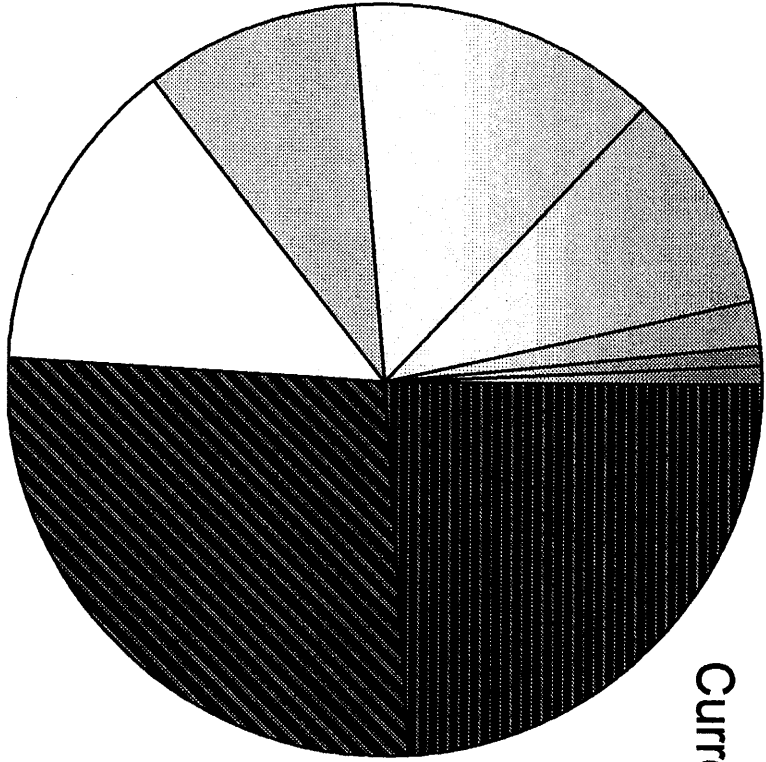
6. Provision of technically feasible combinations of unbundled network elements at forward-looking, cost-based rates.

7. Immediate development of Operational Support Systems that enable competitors to provide services to their end users in parity with the service that the RBOC provides to its own end users.

8. Submission of *monthly* performance reports
 9. Satisfaction of defined performance standards.
 10. Payment of reasonable, yet strict, sanctions for failures to satisfy performance and non-performance related merger conditions.
- Only by imposing and enforcing such conditions with effective sanctions can we adequately ensure that the newly merged behemoths would not abuse their market power to the detriment of competitors, such as McLeodUSA, and ultimately to the consuming public throughout the combined mega-ILEC's region.
- Strict, objective, measurable and broad-based conditions, market-opening conditions such as these, are necessary to make these mergers be pro-competitive, and in the public interest. Maybe we should never have started on the road to allowing the Regional Bells to merge. (There were originally seven; now there are only five, and the number will be down to four if the SBC/Ameritech merger is approved). But if we must accept that we are on that road, then we must create pro-competitive conditions that compensate. The market-opening conditions that were placed on the Bell Atlantic-NYNEX merger were a good start. Our Ten "Commandment" Conditions expand the concepts first enunciated by the FCC in the Bell-Atlantic-NYNEX merger. Together with stricter and more certain enforcement mechanisms, those ten conditions could serve as a mitigating factor in otherwise anti-competitive Regional Bell mergers.

Company	Business Line Market Share
SBC	24.0%
Bell Atlantic	27.0%
Ameritech	13.6%
GTE	9.2%
Bell South	13.1%
US West	9.5%
MCIWorldCom	1.9%
AT&TTCG	0.9%
All Others	0.9%

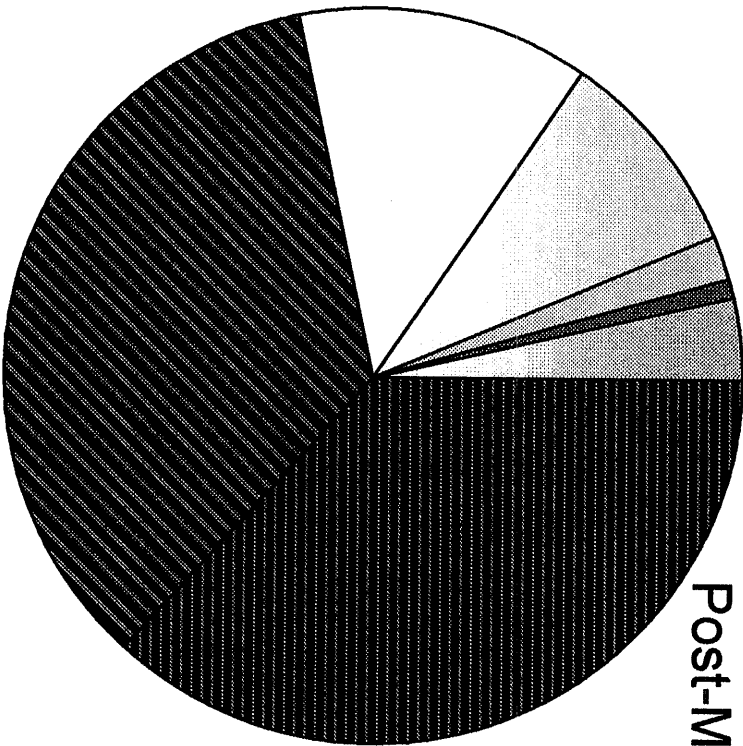
Current Market Share










- SBC
- ▨ Bell Atlantic
- Ameritech
- ▨ GTE
- Bell South
- US West
- ▨ MCIWorldCom
- ▨ AT&TTCG
- ▨ All Others

Company	Market Share Restated
SBC/Ameritech	37%
Bell Atlantic/GTE	35%
Bell South	13%
US West	9%
MCI/WorldCom	2%
AT&T/TCG	1%
All Others	4%

Post-Merger Market Share Restated



-  SBC/Ameritech
-  Bell Atlantic/GTE
-  Bell South
-  US West
-  MCI/WorldCom
-  AT&T/TCG
-  All Others



AFL-CIO
821 WILLIAMSON STREET
MADISON, WI 53703



TO THE HONORABLE SENATOR ROD MOEN AND
MEMBERS OF THIS COMMITTEE

I write to this committee not necessarily as an opponent to the proposed SB&/Ameritech merger, but as an informed party with concerns to share in the name of Wisconsin jobs.

As President of the Communications Workers of America, Local 4630 in Madison this past 5 years, I feel the need to point out Ameritech's history of reducing CWA jobs in the greater Madison area. During this time period, Ameritech has cut CWA jobs from a level of 522 to 267. Ameritech has committed this atrocity in the name of consolidation, right sizing, technological change, force adjustment, optimization and many other "phrase of the day" attacks on CWA jobs here in Local 4630.

I point this short history out to you today in an attempt to have you realize, as companies strive to globalize, they have less and less commitment to regions or states or municipalities. You need to understand that this merger could create redundant positions from the West Coast (Pacific Telesis) South to SBS territory, into the 5 Ameritech states (including Wisconsin) and on East to Connecticut.

Given the practically coast-to-coast positioning and the overseas holdings that would be acquired by SBS, I implore you to consider very carefully what guarantees you will be receiving and for whom.

Remember this will become, what's in it for SBS, not what's in it for Wisconsin.

Sincerely,

Gary A Mullikin

Gary A Mullikin
President



WISCONSIN STATE LEGISLATIVE COMMITTEE

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State Legislative Committee
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Viroqua, WI 54665
(608) 637-7633

February 3, 1999

Dear Legislator:

The Wisconsin State Legislative Committee (SLC) of the AARP officially represents the Association's policies before state-level legislative and regulatory bodies. Today, AARP has provided testimony to the Wisconsin State Senate Committee on Health, Utilities and expressed concerns about the proposed merger between SBC and Ameritech, and its impact on the prospect for local residential competition in Wisconsin, especially because the majority of our members have Ameritech as their local telephone provider. While all consumers are affected, the impact of this proposed merger is especially critical for senior citizens who may live on fixed incomes and often rely on the telephone as their lifeline to the outside world.

AARP recently sent a letter to the members of the Commission asking them to open an investigation and examine the impact it would have on local competition. If the Commission believes the sale of only a few Ameritech local telephone exchanges is important enough to warrant a review, how can they not investigate a huge merger that would affect virtually every Wisconsin resident who owns a telephone?

In our letter to Commission members, we detailed several areas where we believe this mega-merger could adversely affect Wisconsin customers:

1. Competition

We aspire to an environment in which Wisconsin consumers will have available the widest choice of state-of-the-art telephone services at the most economic and reasonable cost possible. This will necessitate full and fair competition in the delivery of telecommunications services throughout the state. Completion of this merger will substantially reduce the likelihood of reaching this goal in Wisconsin.

SBC is building a reputation in several jurisdictions for its efforts to frustrate independent competitors and competition. Meanwhile, consolidation of the holding companies will entail the elimination of competition between the potentially large number of subsidiaries of both SBC and Ameritech now and in the future for a variety of telecommunications services. The result may well be the failure of competition and the exercise of monopoly power in ways regulators will find difficult to control.

The impact on innovation also may be substantial. The combination of these large and powerful companies with their very large investment in local service infrastructure will almost certainly have a deleterious impact on the pace of innovation and the rapid implementation of new, lower cost technologies.

2. Service Quality

Both SBC and Ameritech have faced regulatory difficulties recently due to poor service quality, abusive marketing practices, and related problems. Wisconsin law provides that "a public utility shall furnish reasonably adequate service and facilities." Section 196.03(1), Stats. The Commission should review the merger proposal to ensure that service quality will not be denigrated in any way.

3. Universal Service

There have been complaints that neither SBC nor Ameritech have good records for enrolling people in federal and state programs designed to make telephone service affordable for low-income families.

4. Regulatory Accountability

Regulatory history has shown that the larger and more complex the combined entity relative to the specific regulatory jurisdiction, the more difficult it will be for regulators to get management to cooperate fully. For example, the larger and more complicated the utility holding company structure, the more difficult it typically is to adequately supervise cost allocations and affiliated transactions, especially now that there are unregulated and semi-regulated services - some provided by subsidiaries - utilizing regulated plant and equipment.

There also are substantial practical difficulties involved, were the center of management control to shift from Chicago to San Antonio. It will be much harder for the Wisconsin PSC to justify sending audit personnel on regular multi-day trips to San Antonio compared to day trips to Chicago. Cost and inconvenience are liable to be an increasing factor in maintaining the accounting integrity of regulation.

5. Access to Corporate Records

The larger and more complex the holding company becomes, the more difficult it will be to ensure that the relevant accounting records are fully accessible and maintained in accord with Wisconsin's uniform system of accounts. For effective regulation, it does not bode well that the Wisconsin PSC's future relations will be with an even more aggressive company, even farther away. If the PSC elects to actively review the merger proposal, it will be important to ensure regulatory access to corporate records.

6. Allocation of Benefits and Costs

As previously stated, SBC says that it expects the merger to produce \$2.5 billion in savings, but did not elaborate on the specific source of the savings. SBC also is implicitly promising its shareholders that they will see substantial gains from the merger. We are concerned that the ongoing benefits to SBC's Wisconsin customers should be certain and substantial in order to justify the obvious risks involved.

The Wisconsin Legislature has directed that telecommunications utilities, such as Ameritech-Wisconsin, be regulated so as to achieve the goals of "... promoting competition, infrastructure deployment, economic development, consumer choice, productivity, efficiency, quality of life, societal goals or universal service." Sec. 196.195 (12) (b) 1.a., Wis. Stats.

On behalf of AARP's more than 680,000 members in Wisconsin, we ask that the members of the Wisconsin Legislature to use their leadership to encourage the Public Service Commission to hold a public hearing, and issue its findings and order. AARP also asks members of the Legislature for their support to pass legislation that returns investigative authority back to the Wisconsin Public Service Commission. Thank you.

Sincerely,



Garfield Stock

AARP State Legislative Committee

Gardner Statement

Good afternoon. My name is Ellen Gardner, and I am the President of Ameritech Wisconsin, the company known for many years as simply Wisconsin Bell. In fact, Wisconsin Bell still is the official name of this company in the state of Wisconsin. I very much appreciate the opportunity to speak before this Committee. I'll try my best to be brief and to the point.

Ameritech Wisconsin plays a major role in the daily life of this state. We are the largest local exchange carrier in the state, serving almost two-thirds of Wisconsin's residents through over 2 million lines. Ameritech employs over 6,000 people in Wisconsin, making us one of the largest employers in the state. Over 7,000,000 shares of Ameritech stock with a current market value of almost \$500 Million are owned or held in Wisconsin by employees, retirees, and other investors. In 1998, Ameritech gave approximately \$3 Million to 475 non-profits in Wisconsin. Plus, employees and the corporation gave over \$1.1 Million to Wisconsin United Ways. Also, Ameritech employees are active volunteers. Last year over 2,000 employees and retirees worked more than 41,000 hours on 271 charitable projects. In the last five years, Ameritech Wisconsin has invested \$700 Million in this state's telephone network. That is a considerable record of commitment to Wisconsin.

You have heard Mr. Bull of SBC talk about the proposed SBC/Ameritech merger. This merger is pro-consumer, pro-competition and will be an engine for growth in Wisconsin. Only by growth can we have the scale, scope, and resources we need to give consumers the choice and innovation they want. Mr. Bull has outlined many of the benefits that will accrue locally and nationally as a result of this merger.

I would like to concentrate on one constituency: the people and institutions of Wisconsin. I was born, raised and educated in Wisconsin, and I've worked for Wisconsin Bell, now Ameritech, for nearly 30 years, so the impact on Wisconsin is something I care about strongly. So, how will Wisconsin be affected by the merger?

To begin with, let me emphasize what the SBC/Ameritech merger will NOT do. It will not have any adverse impacts in Wisconsin. Allegations to the contrary are totally unfounded, self-serving, and wildly speculative. For example, there will be no adverse impact on telephone rates. Regulated rates are just that: regulated. Basic rates are price regulated by the Public Service Commission of Wisconsin. They cannot be unilaterally raised by Ameritech or SBC. Prices for competitive services are regulated by the competitive market.

that govern certain services will continue to apply. Service quality standards will

Regulatory safeguards will also be unaffected by the merger. Price caps

making presently made in this state should continue.

organization structure very similar to Ameritech's. As a result, all key decision-

remain at 722 North Broadway in Milwaukee. SBC has a state specific

Service Commission of Wisconsin. Ameritech Wisconsin's headquarters will

will remain as the regulated public utility under the jurisdiction of the Public

Wisconsin Bell will continue their corporate existence, and Ameritech Wisconsin

name will continue to be used in Wisconsin. Ameritech Corporation and

much of what counts most in Wisconsin will remain the same. The "Ameritech"

While the merger with SBC is a huge and complicated transaction, so

its efforts to open the local exchange to greater competition.

I will note in a moment, Ameritech Wisconsin will be highly incented to continue

significant potential entrant into Wisconsin telecommunications markets. And as

Moreover, competition will not be harmed. SBC has never been a

that are not regulated will continue to be controlled by the market.

set forth by the Public Service Commission of Wisconsin. Once again, services

Wisconsin will continue to be subject to all existing service quality standards as

Similarly, service quality will not be negatively affected. Ameritech

remain in place. The jurisdiction and powers of the Public Service Commission of Wisconsin and the Wisconsin Attorney General will not be altered in any manner, ensuring that the interests of Wisconsin consumers and businesses continue to be protected. And Ameritech's historic levels of charitable contributions and community activities will not be reduced. Many of these commitments were specifically outlined in a May 10, 1998, letter from SBC Chairman Edward Whitacre to Ameritech Chairman Richard Notebaert.

This deal is not, however, merely about the absence of negative effects and the maintenance of the status quo. There are significant tangible benefits that will accrue to Wisconsin from the merger.

First, the merger should result in the provision of better service to Wisconsin consumers and businesses through the implementation of a "best practices" approach. We will benefit from SBC's experience and expertise, and SBC's customers in Texas and other states will benefit from our considerable capabilities.

Second, the SBC/Ameritech combination will significantly increase the likelihood and speed of new product development. Specifically, SBC's nationally-respected research subsidiary, TRI, will be used to develop new and better products and services for Wisconsin customers.

Third, the merger will accelerate competition in the local telecommunications market. Consumers will have new choices in local phone service around the country as the result of SBC/Ameritech's plan to offer a full range of services in 30 new markets. Telephone companies in those markets likely will respond – and enter our markets – in order to defend and grow their business as well.

And – this SBC “national local” strategy, which Mr. Bull described, assumes we will ultimately obtain long distance authority in each of our in-region states. That provides a very strong incentive for us to continue to work hard to satisfy the “checklist” of long distance entry requirements in Wisconsin – and all of our states.

Fourth, Wisconsin businesses will benefit from the merger in that the new SBC will be able to better serve their customers’ nationwide and international telecommunications needs through the provision of integrated, one-stop service. Sentry Insurance, Allen-Bradley, Shopko, and Harnischfeger can have more of their national and global telecom needs provided by one company with a significant presence right here in Wisconsin.

For the reasons stated above, it's not surprising that Ameritech's two largest trade unions, the CWA and the IBEW, strongly support the merger. They realize that this merger will help deliver jobs, growth, and consumer benefits throughout the country and help maintain America's competitive edge in communications worldwide. Along with other materials delivered to this

that state. Employment levels and charitable contributions have increased considerably in efforts have been made to open up California markets to more local competition. California after SBC's merger with Pacific Telesis is an excellent one. New and better services were introduced into the California marketplace. Additional theory. SBC believes, and we at Ameritech agree, that the report card in These observations and predictions are not merely theory lumped upon

contributions to and investments in Wisconsin. Similarly, this growth will allow us to increase our already substantial opportunities, both in Wisconsin and other states, to increase substantially. based on growth and expansion, we expect employment levels and state region will not be reduced due to the merger. And because the merger is has already committed to ensuring that employment levels in Ameritech's five- opportunities for Ameritech employees based in Wisconsin. SBC's Chairman Fifth, the combined SBC and Ameritech companies will provide more

Committee today, I have included a letter from Morton Bahr, the President of the CWA, urging approval of the merger.

In conclusion, the SBC/Ameritech merger is about growth, growth that will result in new and better products and services, more choice for consumers and businesses, and greater opportunities for Ameritech and Ameritech Wisconsin employees. Today AT&T, MCI WorldCom, and Sprint dominate 90 percent of the long-distance market in this country, and their whole agenda is to prevent any new competitors from emerging. That's why they're doing everything to stop this merger. AT&T, MCI WorldCom and Sprint don't want consumers to have the choice of someone new, but consumers do as they'll benefit from this merger.

This merger is critical to continued growth in Wisconsin, and greater opportunities for Ameritech and Ameritech employees. Ameritech and SBC will pool their resources - and their best practices - to offer customers expanded product choices, new and improved services, competitive prices, and the convenience of one-stop-shopping for all of their telecommunications needs. It's really pretty simple - either we move forward for our customers and give them the kind of company that provides service for them into the 21st century, or we take a big step backward.

Once again, thank you for the opportunity to make this statement.

Wisconsin Merchants Federation



The Voice Of Wisconsin Retailing

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TO: Members of the Senate Committee On Utility Regulation

FROM: Douglas Q. Johnson, Sr. V.P. & General Counsel

DATE: February 4, 1999

RE: Telecommunications: Access Charges & Competition
 (Ameritech & SBC Merger)

The Wisconsin Merchants Federation strongly supports a highly competitive telecommunications market. Our members live in a highly competitive retail market. They look forward to the competitive prices and improved service that they know from experience will come from phone companies that truly compete.

At this time, the WMF takes no position on the question of the proposed merger between Ameritech and SBC Communications. We do take the opportunity to urge this committee to take whatever action it can now and in the future to reduce local access charges. One of WMF's more senior members has often advised "buy something for \$1 and sell it for \$10...9% is enough for anybody." When it comes to phone costs our members don't like this math.

Access charges are excessive. It costs Ameritech about .2 cents to initiate and complete a long distance call. The charge to business and residential consumers averages 2.2 cents. Among WMF's 6000 members are several hundred jewelers and even they would blush at retail prices at 10 times over cost. Why this charge? There is a desperate need for local phone competition. What we seem to have in this transition stage from monopolies to competitive companies are de-regulated monopolies and our members resent paying monopoly rent.

Please consider this access charge issue when considering this merger. Again, the WMF takes no position with regard to this merger but if it is to proceed or not access charges must be reduced either way. It concerns our members that SBC's access rates range from 6 cents to 13 cents in other states (intrastate rates...interstate rates are just over 3 cents).

Our members understand that a telephone company may elect to combine its operations in multiple states into a single "study area" for rate making purposes, thereby averaging its costs over a broader area. We are concerned about cost shifting from other states.

Our members also recognize that on the intrastate level in Wisconsin access rates must "mirror" the federal rates. While it is argued that the merger will not result in higher access rates we aren't so sure. Will there be a full court press as there has been in other states to persuade regulators to increase current access charge limitations (or, at least, to keep rates where they are)?

Even at 2.2 cents the access rates that our members pay are too high. The issue shouldn't be will rates rise but rather if and when they will fall. In fact, California's PSC weeks ago ordered SBC to reduce its local service charges by 1.4 cents per line which resulted in a \$220 million benefit to consumers. In a truly competitive local phone market, this excess charging issue will take care of itself.

John Dillinger was once asked why he robbed banks. He responded that that was where the money was. Mainstreet merchants aren't banks. They need your help.

Thank you.

(v) insure that, as a result of the merger, employment levels in your five state region will not be reduced due to this transaction and, in fact, as we discussed this transaction is based on growth and we fully expect employment levels to increase as a result of the merger; and

(iv) continue to support economic development and education in Ameritech's region consistent with Ameritech's well established commitments in these areas;

(iii) continue Ameritech's historic levels of charitable contributions and community activities;

(ii) continue to use the Ameritech name in each state;

(i) maintain Ameritech's headquarters in Chicago and state headquarters in each of your additional states;

I also want to emphasize that we share the philosophy, and commit to continuing Ameritech's record of providing an advanced telecommunications network offering high quality services, significant employment opportunities and to contributing to the residents and overall economy of the states served by Ameritech. As an indication of our mutual commitment to these goals, following the consummation of this merger, SBC will:

Congratulations on the successful conclusion of negotiations for the merger of SBC Communications Inc. ("SBC") and Ameritech Corporation ("Ameritech"). This merger will benefit the customers and employees of both companies, as well as our respective shareholders. Moreover, this merger will create and launch a new national and international competitor and enhance competition throughout the country.

Dear Dick:

Richard C. Notabaert
 Chairman of the Board, President
 and Chief Executive Officer
 Ameritech Corporation
 30 South Wacker Drive
 Chicago, IL 60606

MAY 10, 1998

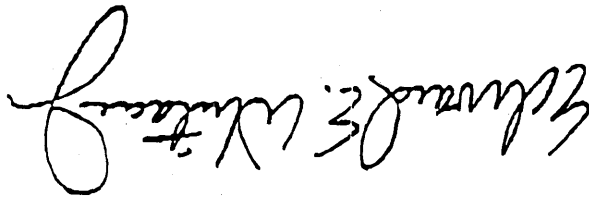


SBC Communications Inc.
 170 E. Houston Street
 San Antonio, Texas 78205
 Phone 210 551-5401

Edward E. Whittier, Jr.
 Chairman and
 Chief Executive Officer

MAY 11 98 07:39

PAGE. 32



Very truly yours,

Dick, I appreciate the efforts of you and your team in bringing about the successful conclusion of these negotiations. We look forward to the opportunity to work with the outstanding employees of Ameritech and to serving Ameritech's customers for a long time into the future.

(vt) continuing to invest capital necessary to support your network consistent with Ameritech's past practices.

May 10, 1998
Mr. Notabaert
Page 2

GOVERNOR PETE WILSON

December 31, 1998

Mr. Edward E. Whitacre Jr.
Chairman and CEO SBC, Comm. Incorporated
175 E. Houston, Suite 1300
San Antonio, Texas 78205

Dear Mr. Whitacre:

For decades, Pacific Bell has been an important part of the lives of millions of Californians, providing an essential service as well as an admirable brand of corporate citizenship. I am pleased to note that since SBC's merger with Pacific Bell, that tradition has continued.

Foremost among your many accomplishments has been a remarkable record of job creation, as your union has produced fully double the number of jobs as was expected. This has produced a workforce that has the size, depth and diversity to carry out your vital mission of telecommunications service. You have indeed met the mandates of your


merger.

I have also been very impressed by Pacific Bell's consistent focus upon the daily provision of superior customer service, the hallmark of any successful venture in a vital consumer industry. In addition, the competitive nature of the California marketplace has no doubt inspired you to the highest levels of product and service introduction, specifically the most detailed and extensive roll-out of high speed access in the state's history. Finally, your record of charitable giving reflects the finest spirit of the corporate community.

Your company can also point to the outstanding response and exceptional integrity of its network. During the many severe natural disasters that struck California earlier in this decade, Pacific Bell proved itself to be a reliable and resilient element of emergency response and personal service. During the most recent San Francisco power outage, the fact that your systems remained fully functional did not go unnoticed.

Mr. Edward E. Whitacre Jr.
December 31, 1998
Page Two

I trust that as you look back upon the hard work that went into creating your new company, as well as the splendid record that you have achieved in making sure that Californians benefit from the great and expanding range of communications services, that you will take special pride.
Please accept my very best wishes for every continued success.


Sincerely,