

BEFORE THE PUBLIC UTILITIES COMMISSION OF
THE STATE OF CALIFORNIA



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In the Matter of the Joint Application of Sprint Communications Company L.P. (U5112) and T-Mobile USA, Inc., a Delaware Corporation, For Approval of Transfer of Control of Sprint Communications Company L.P. Pursuant to California Public Utilities Code Section 854(a).

And Related Matters

Application 18-07-011 & A.
(Filed: July 18, 2018)

Application 18-07-012
(Filed: July 18, 2018)

**CENTER FOR ACCESSIBLE TECHNOLOGY'S
PETITION FOR MODIFICATION OF D.20-04-008**

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I. INTRODUCTION

Pursuant to Rule 16.4 of the Commission’s Rules of Practice and Procedure, Center for Accessible Technology (CforAT) submits this Petition for Modification of Decision 20-04-008, *Decision Granting Application to Approving Wireless Transfer Subject To Conditions* (Apr. 27, 2020). CforAT respectfully requests that the Commission reopen the proceeding for the purposes of enforcing Ordering Paragraphs 32-37 of D.20-04-008, which address diversity obligations that are conditions of the merger authorization that was the subject of the proceeding. Based on a letter from T-Mobile to the Federal Communications Commission (FCC), dated March 27, 2025, it appears that T-Mobile is not complying with a number of these mandatory merger conditions.

As part of its 2020 approval of T-Mobile’s acquisition of Sprint, the Commission imposed five separate merger conditions under the heading of “Diversity,” including requirements that T-Mobile take action to ensure that its board of directors includes “substantial representation by people of color,”¹ to ensure that diversity is integrated into “all aspects of the company,”² to work with community organizations on policy matters, technology needs, and investment,³ to work to increase the diversity of its workforce,⁴ to “invest in local community programs designed to prepare people of color and other diverse individuals to succeed in the workplace,”⁵ and to set a goal to substantially increase its diverse supplier spending, including specifically a goal to ensure that at more than 22.88 percent of its outside contracting spending was with diverse suppliers for five years following the merger, i.e., until April 27, 2025.⁶

¹ Ordering Paragraph 32.

² Ordering Paragraph 33.

³ Ordering Paragraph 34.

⁴ Ordering Paragraph 35.

⁵ Ordering Paragraph 36.

⁶ Ordering Paragraph 37.

Notwithstanding these mandatory conditions related to the Commission’s merger approval, on March 27, 2025, T-Mobile sent a letter to FCC Chair Brendan Carr detailing T-Mobile’s elimination of its efforts to address diversity, equity and inclusion (DEI).⁷ That letter indicates that T-Mobile is no longer working with community organizations on policy matters, technology needs, and investment and that it has abandoned its commitment to supplier diversity. Additionally, while T-Mobile’s FCC Letter does not explicitly indicate that T-Mobile is failing to comply with the other diversity conditions, language in that letter makes it seem likely that T-Mobile is out of compliance with those obligations as well. Accordingly, CforAT respectfully requests that the Commission investigate whether T-Mobile has failed to comply with the diversity-related conditions it required in D.20-04-008 and hold T-Mobile accountable for any such failure identified.

II. DISCUSSION

A. Statement of Facts

On July 13, 2018, T-Mobile and Sprint filed an Application requesting the Commission’s approval of the proposed acquisition of Sprint by T-Mobile.⁸ After evidentiary hearings and briefing by the parties, the Commission issued D.20-04-008 approving the transaction with conditions on April 27, 2020. The Commission found that the required conditions, including the diversity-related conditions, were necessary to ensure that the transaction would be in the public

⁷ Hereafter, T-Mobile FCC Letter. A copy of the T-Mobile FCC Letter is included as Attachment A.

⁸ Joint Application for Approval of Transfer of Control of Sprint Communications Company L.P. Pursuant to California Public Utilities Code Section 854(a), In the Matter of the Joint Application of Sprint Communications Company L.P. (U-5112) and T-Mobile USA, Inc., a Delaware Corporation, For Approval of Transfer of Control of Sprint Communications Company L.P. Pursuant to California Public Utilities Code Section 854(a), A.18-07-11 and A.18-07-012 (July 13, 2020).

interest.⁹ The diversity-related conditions (found in Ordering Paragraphs 32-37) are set forth in Section I of the Ordering Paragraphs:

32. New T-Mobile shall strive to achieve and maintain a diverse board of directors that includes substantial representation by people of color. New T-Mobile shall evaluate the makeup of its Board on an ongoing basis, encourage its stockholders to select diverse candidates to fill Board vacancies, and propose a diverse pool of candidates for its stockholders to consider when filling vacancies.

33. New T-Mobile shall continue to have a Diversity and Inclusion Office led by a Vice President with budgetary and decision-making authority to ensure that diversity is integrated into all aspects of the company and is among the company's core values.

34. New T-Mobile shall continue to have a Vice-President of Governmental Affairs who works with community organizations on policy matters, technology needs, and investment.

35. New T-Mobile shall strive to increase the diversity of its workforce in California at all levels to reflect the diversity of communities where it operates. It shall conduct (and enhance existing) mentoring, outreach, recruiting, development and training programs that provide meaningful opportunities for employment and advancement.

36. New T-Mobile shall support and partner with local trade schools and other community and civic organizations in California to train and/or certify individuals for employment in the wireless, telecommunications, or technology industries. New T-Mobile shall invest in local community programs designed to prepare people of color and other diverse individuals to succeed in the workplace, including mentoring programs to enhance opportunities for upward mobility from entry-level to mid-level and senior management.

37. New T-Mobile shall strive to substantially increase, over the next three years, its diverse supplier spending in California. It shall establish specific goals in this area, including goals for the use of minority-owned banking, accounting, other financial, and legal services companies. New T-Mobile's goal for five years following the merger shall be to exceed T-Mobile's 22.88% annual diversity spending in California in 2019.

It should be noted that while OP 37 expires by its own terms on April 27, 2025, OPs 32-36 do not appear to have a termination date.

On May 15, 2024, T-Mobile filed an application at the Federal Communications Commission requesting approval of a joint venture involving the acquisition of Lumos,

⁹ D.20-04-008 at p. 48, Conclusion of Law 3.

regional fiber and communications service provider.¹⁰ On March 27, 2025, T-Mobile sent a letter to Brendan Carr, Chair of the FCC, stating that T-Mobile was, at the FCC Chair’s direction, “conducting a comprehensive review of its DEI policies, programs, and activities. This review includes an examination of our training programs and materials, HR processes, supplier programs, and other initiatives.”¹¹ T-Mobile further stated that while its review of its DEI programs was ongoing, it already taken a number of specific actions:

- We have modified our approach to supplier diversity, which in the past was subject to directives from the prior administration that were recently rescinded by the President’s Executive Orders and subsequent agency actions. As a result, our new supplier development program no longer focuses on specific categories of diverse businesses and instead is directed at fostering opportunities for small businesses.
- We have eliminated specific targets or goals for diverse spend in our procurement policies and instead made clear that it is T-Mobile’s policy that purchases and contracts are awarded based on the best qualified and most competitive suppliers to enable T-Mobile’s success.
- We dissolved as planned our External Diversity & Inclusion Councils, which were created five years ago in partnership with civil rights organizations to advise the company on workforce recruitment, procurement, community investment, and corporate governance.¹²

The FCC approved T-Mobile’s application on March 28, 2025, one day after T-Mobile submitted its letter.¹³

¹⁰ Joint Application for Consent to Transfer Control of the Domestic and International Authority Pursuant to Section 214 of the Communications Act of 1934, as Amended at pp. 2-3, In the Matter of MTN Infrastructure TopCo LP, Transferor and Trailblazer Holdco, LLC, Transferee, Joint Application for Consent to Transfer Control of International and Domestic Authority Pursuant to Section 214 of the Communications Act of 1934, as Amended, WC Docket No. 24-151 (May 15, 2024).

¹¹ Letter from Mark W. Nelson, Executive Vice President and General Counsel, T-Mobile US, Inc. to Brendan Carr, Chairman, Fed. Comm. Comm’n (Mar. 27, 2025). A copy of that letter is included as Attachment A.

¹² *Id.*

¹³ Fed. Comm. Comm’n, Public Notice, Domestic Section 214 Application Granted for the Transfer of Control of Subsidiaries of the Lumos Fiber Entities to Trailblazer Holdco, LLC (Mar. 28, 2025), available at <https://docs.fcc.gov/public/attachments/DA-25-283A1.pdf> (last checked Apr. 9, 2025).

B. T-Mobile's FCC Letter is Direct Evidence that T-Mobile is Not Complying with Ordering Paragraphs 34 and 37.

OP 34 requires that T-Mobile “continue to have a Vice-President of Governmental Affairs who works with community organizations on policy matters, technology needs, and investment.” T-Mobile’s FCC Letter states that T-Mobile has “dissolved as planned our External Diversity & Inclusion Councils, which were created five years ago in partnership with civil rights organizations to advise the company on workforce recruitment, procurement, community investment, and corporate governance.”¹⁴ Similarly, while OP 37 requires that T-Mobile establish specific supplier diversity goals, “including goals for the use of minority-owned banking, accounting, other financial, and legal services companies,” T-Mobile’s FCC Letter states that T-Mobile’s “new supplier development program no longer focuses on specific categories of diverse businesses and instead is directed at fostering opportunities for small businesses.”¹⁵ Additionally, OP 37 states that T-Mobile must have a supplier diversity goal higher than 22.88% until April 27, 2025.¹⁶ However, T-Mobile’s FCC Letter states that, sometime prior to March 27, 2025, the company has “eliminated specific targets or goals for diverse spend in our procurement policies and instead made clear that it is T-Mobile’s policy that purchases and contracts are awarded based on the best qualified and most competitive suppliers to enable T-Mobile’s success.”¹⁷

Based on T-Mobile’s Letter, it appears that T-Mobile is out of compliance with Ordering Paragraphs 34 and 37. Accordingly, the Commission should reopen the proceeding to require T-Mobile to comply with OPs 34 and 37 and to consider additional corrective measures.

¹⁴ T-Mobile FCC Letter at p. 1.

¹⁵ T-Mobile FCC Letter at p. 1.

¹⁶ See Ordering Paragraph 37 (“New T-Mobile’s goal for five years following the merger shall be to exceed T-Mobile’s 22.88% annual diversity spending in California in 2019.”)

¹⁷ T-Mobile FCC Letter at p. 2.

C. T-Mobile’s FCC Letter Raises Serious Concerns that T-Mobile is Not Complying with Any of D.20-04-008’s Diversity-Related Conditions.

The T-Mobile FCC Letter does not explicitly state that the company has abandoned efforts to increase board diversity, integrate diversity into all aspects of the company, increase the diversity of its workforce, or invest in local community programs designed to prepare diverse individuals to succeed in the workplace. However, T-Mobile’s FCC Letter indicates hostility to any DEI efforts, and there is a substantial risk that T-Mobile is not complying with any of D.20-04-008’s diversity-related conditions. Additionally, the T-Mobile FCC Letter indicates that T-Mobile’s review of its DEI programs is ongoing. Accordingly, even if T-Mobile is currently in compliance with some of D.20-04-008’s conditions, there is a risk, based on its own statements, that T-Mobile will move out of compliance in the near future. CforAT respectfully requests that the Commission reopen A.18-07-011 and A.18-07-012 in order to determine whether T-Mobile is in compliance with Ordering Paragraphs 32-37 of D.20-04-008.

III. COMPLIANCE WITH RULE 16.4

A. Rule 16.4(d)

Rule 16.4(d) of the Commission’s Rules of Practice and Procedure states that “[e]xcept as provided in this subsection, a petition for modification must be filed and served within one year of the effective date of the decision proposed to be modified. If more than one year has elapsed, the petition must also explain why the petition could not have been presented within one year of the effective date of the decision.” The effective date of D.20-04-008 is April 27, 2020. CforAT necessarily filed this petition later than one year of that date because the petition is based on information contained in the letter sent by T-Mobile to the FCC on March 27, 2025. Accordingly, CforAT could not have discovered this information before that time. Because the information suggesting or admitting non-compliance was not available until March of 2025,

CforAT could not have presented this petition within one year of the effective date of D.20-04-008.

B. Rule 16.4(e)

Rule 16.4(e) of the Commission’s Rules of Practice and Procedure states that “[i]f the petitioner was not a party to the proceeding in which the decision proposed to be modified was issued, the petition must state specifically how the petitioner is affected by the decision and why the petitioner did not participate in the proceeding earlier.” CforAT represents individuals with disabilities, including small business owners with disabilities. The Commission’s Supplier Diversity Program specifically includes Disabled Veteran Businesses (DVBs) and Persons with Disabilities Businesses (PWDBs).¹⁸ T-Mobile’s failure to participate in the Commission’s Supplier Diversity Program could deprive DVBs and PWDBs of access to critical business opportunities.

CforAT did not participate in initial merger proceeding because of resource and capacity issues, including a small legal staff. The merger proceeding included several consumer advocate parties, including The Greenlining Institute (Greenlining) and The Utility Reform Network (TURN).

Prior to joining CforAT in 2021, CforAT’s Legal Counsel, Paul Goodman, was employed by Greenlining, which is a party to this proceeding and advocated for diversity conditions. In addition to working as Greenlining’s counsel for this proceeding, Mr. Goodman also conducted substantial work on the Supplier Diversity Program and was eventually responsible for all of Greenlining’s advocacy on the Program. Mr. Goodman’s joining CforAT increased our capacity for policy work, and Mr. Goodman’s expertise allowed CforAT to substantially increase its

¹⁸ See Cal. Pub. Util. Comm’n, Supplier Diversity Program, *available at* <https://www.cpuc.ca.gov/supplierdiversity/> (last accessed April 9, 2025).

advocacy on supplier diversity issues. For example, CforAT's advocacy in its most-recent proceeding addressing the program resulted in the Commission including businesses owned by people with disabilities as eligible Diverse Businesses in the Supplier Diversity Program.¹⁹ To CforAT's knowledge, Greenlining has not performed any advocacy related to the Commission's Supplier Diversity Program or oversight of continuing merger requirements in some time. Based on our direct interests in the effective implementation of the supplier diversity program and our broad interests in ensuring implementation of the diversity conditions, CforAT now intervenes to address these important issues. In conjunction with this Petition, CforAT is filing a Motion for Party Status in the underlying proceeding.

IV. CONCLUSION

CforAT respectfully requests that the Commission grant this Petition and reopen A.18-07-011 and A.18-07-012 to enforce T-Mobile's compliance with D.20-04-008 and take any necessary corrective action.

Respectfully submitted,
April 10, 2025

/s/ Paul Goodman
PAUL GOODMAN

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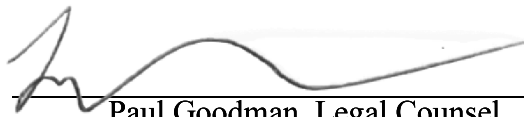
¹⁹ See D.22-04-035 and D.24-09-035, issued in R.21-03-010.

Verification

I am the attorney serving as the party representative for Center for Accessible Technology in in the above-entitled matter and I am the individual who has signed Center for Accessible Technology's Petition for Modification. The statements in the foregoing Petition are true of my own knowledge, except as to matters which are therein stated on information or belief, and as to those matters I believe them to be true.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on April 10, 2025 at Oakland, California.



Paul Goodman, Legal Counsel
Center for Accessible Technology

Attachment A



March 27, 2025

The Honorable Brendan Carr
Chairman
Federal Communications Commission
45 L Street, NE
Washington, DC 20554

Re: Application of T-Mobile US, Inc., MTN Infrastructure TopCo LP, and Trailblazer Holdco, LLC, for Consent to Transfer Indirect Control of Domestic and International Authorizations Pursuant to Section 214 of the Communications Act of 1934, as amended (WC Docket No. 24-151; ITC-T/C-20240515-00085; ITC-ASG-20240515-00086)

Dear Chairman Carr:

We recognize that the legal and policy landscape surrounding diversity, equity, and inclusion (“DEI”) under federal law has changed. The Supreme Court recently issued decisions that signal a shift in the Court’s approach to DEI, and President Trump subsequently issued two Executive Orders that center on ending illegal discrimination. More generally, DEI has become a politically charged topic because some interpret it as sanctioning preferential treatment of some Americans based on impermissible distinctions.

On this basis, you instructed companies within the FCC’s jurisdiction to evaluate their DEI programs to identify and eliminate any invidious forms of discrimination. Let me be clear: T-Mobile is fully committed to identifying and rooting out any policies and practices that enable such discrimination, whether in fulfillment of DEI or any other purpose. In that regard, T-Mobile is conducting a comprehensive review of its DEI policies, programs, and activities. This review includes an examination of our training programs and materials, HR processes, supplier programs, and other initiatives. We will update you shortly on changes or clarifications to our policies or practices that result from our review. To that end, we have implemented the following changes:

- We have modified our approach to supplier diversity, which in the past was subject to directives from the prior administration that were recently rescinded by the President’s Executive Orders and subsequent agency actions. As a result, our new supplier development program no longer focuses on specific categories of diverse businesses and instead is directed at fostering opportunities for small businesses.

T-Mobile

12920 SE 38th Street, Bellevue, WA 98006

www.t-mobile.com



- We have eliminated specific targets or goals for diverse spend in our procurement policies and instead made clear that it is T-Mobile's policy that purchases and contracts are awarded based on the best qualified and most competitive suppliers to enable T-Mobile's success.
- We dissolved as planned our External Diversity & Inclusion Councils, which were created five years ago in partnership with civil rights organizations to advise the company on workforce recruitment, procurement, community investment, and corporate governance.
- Our proposed transaction with Lumos will result in the formation of a new company that we have determined from its inception will not promote invidious forms of discrimination.

At the same time, T-Mobile remains committed to the principle that we can best serve our customers, employees, and shareholders through a diversely talented workforce and supplier base that comes from all walks of life. T-Mobile excels when its workforce and its suppliers bring a multitude of skills and backgrounds to our collective effort to be the nation's best wireless company. We will remain committed to these principles.

Respectfully submitted,

A handwritten signature in black ink, appearing to read "Mark W. Nelson".

A second handwritten signature in black ink, identical to the one above, appearing to read "Mark W. Nelson".

Mark W. Nelson
Executive Vice President & General Counsel
T-Mobile US, Inc.