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RELOCATION PAYMENT
CLEARINGHOUSE

CONFIDENTIALITY POLICY

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1. Introduction and Scope

This Confidentiality Policy (“**Policy**”) establishes the procedures that the Relocation Payment Clearinghouse (“**RPC**”) will follow to: (1) classify documents and other data as Confidential Information, (2) protect such Confidential Information from public disclosure, and (3) facilitate the exchange of Confidential Information relevant to the evaluation of claims by assisting Stakeholders to reach agreement on the conditions for disclosing such Confidential Information between and among them.¹

This Policy covers documents, data and other information that Stakeholders disclose to the RPC and for which they request confidential treatment, as well as Confidential Information that is otherwise received, or contained in documents prepared, by the RPC.

This Policy may be amended prospectively as circumstances require or as the RPC deems appropriate to fulfill its responsibilities.

This Policy also describes in general terms the security measures that the RPC will implement to safeguard Confidential Information in its possession from unauthorized access or disclosure, consistent with the requirement of the Federal Communications Commission (“**FCC**”) that the RPC comply with applicable laws and Federal Government guidance on privacy and information security requirements.²

Any questions regarding the scope or terms of this Confidentiality Policy or concerns regarding its implementation should be directed to the RPC General Counsel at RPCGeneralCounsel@squirepb.com.

2. Definitions

For the purposes of this Policy (and notwithstanding alternative definitions that may apply to the same or similar terms in other RPC documentation):

1. “C-band relocation” means the realignment of the use of the 3.7-4.2 GHz band, also known as the C-band, by repacking existing satellite operations into the upper 200 megahertz of the band and reserving a 20 megahertz guard band.
2. “Confidential Information”:
 - (a) Includes any documents, data and other information that are subject to the confidentiality protections established by this Policy, including –

commercially sensitive information (such as sales data, financial data, customer lists, technical information, operating procedures, marketing strategies, pricing methods, and future plans);

¹ This Confidentiality Policy has not been prepared or approved by the FCC.

² 47 C.F.R § 27.1414 (b)(4); *Expanding Flexible Use of the 3.7 to 4.2 GHz Band*, GN Docket No. 18-122, Report and Order and Order of Proposed Modification, 35 FCC Rcd 2343, 2451, para. 277 (2020) (“*Report and Order*”).

trade secrets;

legally privileged information;

materials containing sensitive information potentially affecting national security; and

the Record of any disputed claim referred to RPC mediators or arbitrators or outside mediators or arbitrators if provided to the RPC;

(b) May be embodied as –

written information;

information transferred orally, visually or electronically; and

copies, abstracts, summaries, or analyses of such information (other than aggregate summaries or analyses produced by the RPC pursuant to the Report and Order); and

(c) Unless otherwise determined by the RPC, does not include any information that –

becomes published or is in the public domain through other than an unauthorized disclosure by the RPC;

is independently developed by the RPC;

is received from a third party not under or in breach of an obligation of confidentiality; or

was previously known by the RPC free of any obligation to maintain the confidentiality of such information.

(d) For the avoidance of doubt, information contained in RPC billing statements, or in RPC invoices providing the details set forth in the Attachment to this Confidentiality Policy, will not be considered Confidential Information.

3. “Coupa Supplier Portal” means the RPC’s claim system.
4. “Disclosing Party” means a party, typically a Stakeholder, which provides information to the RPC.
5. “Final Clearance Deadline” means December 5, 2025, as specified in the Report and Order, including as modified by any extensions that may be approved by the FCC.
6. “Highly Confidential Information” means Confidential Information that requires special protections beyond those provided in the Confidentiality Policy and

applicable to Confidential Information generally, including but not limited to security measures, access restrictions, destruction obligations and/or the Enforceability Period.

7. “Outside Party” means any party other than the RPC, including the FCC, Stakeholders, and the media.
8. “Record” means “the entire record of any disputed issues, including such dispositions thereof that the Clearinghouse has considered” pursuant to 47 C.F.R. § 27.1421.
9. “Relocation Payment Clearinghouse” or “RPC” means, for the purposes of this Policy only, CohnReznick LLP, Relocation Payment Clearinghouse LLC and subcontractors Squire Patton Boggs (US) LLP, Intellicom Technologies, Inc., and Reed Strategy, LLC.
10. “Report and Order” means the Report and Order and Order of Proposed Modification *In the Matter of Expanding Flexible Use of the 3.7 to 4.2 GHz Band*, 35 FCC Rcd 2343 (2020); *Erratum*, 35 FCC Rcd 2343 (2020); *Second Erratum*, 35 FCC Rcd 2343 (2020) (as may be modified by the FCC by subsequent orders in FCC GN Docket No. 18-122) realigning the use of the 3.7-4.2 GHz band, also known as the C-Band, by repacking existing satellite operations into the upper 200 megahertz of the band and reserving a 20 megahertz guard band.
11. “RPC General Counsel” means Squire Patton Boggs (US) LLP.
12. “RPC Personnel” means individuals who are partners, employees or independent contractors of the respective legal entities comprising the RPC and who are assigned to work on RPC matters.
13. “RPC Reports” means the Quarterly Progress Reports and Annual Reports the RPC is required to file with the FCC pursuant to 47 C.F.R. § 27.1414(c).
14. “Stakeholder” means an Outside Party (other than the FCC) with a direct interest in the C-band relocation process, including incumbent space station operators, incumbent earth station operators, surrogates, programmers, fixed service licensees, overlay licensees, vendors, as described in the RPC C-Band Handbook and as otherwise designated by the RPC for the purpose of implementing this Confidentiality Policy.
15. “Written Material” means any information that is embodied in writing, whether in tangible or electronic format.

3. General Policy

The RPC recognizes that Disclosing Parties have a legitimate interest in protecting Confidential Information from public disclosure. By publishing and adhering to this Policy, the RPC is acting in

accordance with the fairness and transparency principles established by the Report and Order.³ In particular, the RPC will:

- (1) use information, including Confidential Information, provided by Outside Parties solely for the purpose of fulfilling its responsibilities in connection with the C-band relocation process or exercising the rights granted to it under the Report and Order;
- (2) provide Confidential Information to the FCC when required or requested by the FCC, or when, in the sole judgment of the RPC, such disclosure would facilitate the C-band relocation process; and
- (3) use its good offices to assist Stakeholders in reaching agreement on the conditions for the exchange of Confidential Information between and among them for the purpose of facilitating the evaluation of claims.

In the event that disclosure to Outside Parties becomes necessary for the RPC to fulfill its obligations, the RPC will:

- (1) take appropriate steps to maintain the confidentiality of Confidential Information submitted by a party to the RPC if, pursuant to the Report and Order, such information is disclosed by the RPC to the FCC; and
- (2) implement and maintain safeguards designed to protect the confidentiality, on a “need to know basis,” of any Confidential Information that is shared with an Outside Party (other than the FCC) pursuant to this Policy.

Nothing in this Policy shall preclude disclosure required by applicable laws or judicial orders.

Stakeholders participating in this process shall respect the confidentiality of, and take appropriate measures to secure and protect from disclosure to unauthorized third parties, any information or documents that are marked in accordance with this Policy by the RPC or by other Stakeholders as confidential, highly confidential or subject to export controls.

4. Marking Requirements for Confidential Information

Except as expressly provided in this Policy, Disclosing Parties that submit Written Material to the RPC and seek confidential treatment of same must clearly and prominently mark the information “CONFIDENTIAL INFORMATION” in the manner specified below. Disclosing Parties that provide such information to the RPC orally must indicate that they request the information so conveyed to be treated as Confidential Information at the time they disclose it to the RPC. The RPC will assume no responsibility for protecting the confidentiality of any information disclosed to the RPC that does not comply with these requirements.

Because information uploaded to the Coupa Supplier Portal for purposes of claimant account setup and registration is not capable of being marked as “CONFIDENTIAL INFORMATION,” the

³ Report and Order, 35 FCC Rcd at 2446, para. 255.

RPC will apply a rebuttable presumption that the following fields of information should be classified as Confidential Information:

- (1) Banking information;
- (2) Social security information;
- (3) Federal Tax Identification Number (TIN) / Employer Identification Number (EIN);
- (4) Completed W-8 / W-9 forms;
- (5) Business License, articles of incorporation filed with the Secretary of State, certificate of good standing, or similar document;
- (6) Tax Exemption Certification.

All claims-related information, including supporting cost documentation, that a claimant uploads to the Coupa platform or otherwise makes available to the RPC must comply with the marking requirements specified below in order to be considered for classification as Confidential Information.

In certain circumstances, Confidential Information may be subject to export control restrictions or contractual obligations, or may raise other concerns that necessitate enhanced confidentiality protections (“**Highly Confidential Information**”). In such cases, the Disclosing Party must clearly and prominently mark the relevant material as “HIGHLY CONFIDENTIAL INFORMATION,” and provide a brief justification for such classification.

If claims-related information is subject to export control restrictions pursuant to the Export Administration Regulations (“**EAR**”) or the International Traffic in Arms Regulations (“**ITAR**”), the Disclosing Party shall identify and clearly mark each occurrence of technology under the EAR and technical data under the ITAR, including with reference to the applicable Export Control Classification Number and paragraph or US Munitions List Category and paragraph. The Disclosing Party shall also indicate whether the information should be treated as Confidential Information or Highly Confidential Information.

Marking Requirements: The Disclosing Party, using machine-readable notations, must clearly and prominently:

- (1) state on the cover page or at the top of the relevant document, that it: *CONTAINS CONFIDENTIAL INFORMATION, CONTAINS HIGHLY CONFIDENTIAL INFORMATION or is SUBJECT TO EXPORT CONTROLS*, as applicable; and
- (2) mark each page, document section, or the text or information to which the relevant classification pertains, and provide a brief explanation as indicated above.

The RPC reserves the right to deny confidential treatment to any information, even if marked by the Disclosing Party (or orally indicated) as “CONFIDENTIAL INFORMATION” or “HIGHLY CONFIDENTIAL INFORMATION,” if the RPC reasonably determines that the information in question does not meet the definition of Confidential Information contained in this Policy or require

the application of special measures applicable to Highly Confidential Information. The RPC will inform the Disclosing Party of such determination.

The RPC General Counsel will be responsible for resolving issues regarding the confidential classification of information identified by a Disclosing Party as Confidential Information or Highly Confidential Information, and will notify the Disclosing Party if the information it has identified as Confidential or Highly Confidential fails to qualify as such under the terms of this Policy. The RPC will retain as non-confidential, delete or return such information at the direction of the Disclosing Party.

5. Protection and Disclosure of Confidential Information

The following procedures govern the protection and disclosure of Confidential Information (including Highly Confidential Information) by the RPC.

A. Requests from Stakeholders, the Media or Other Members of the Public

Any RPC Personnel who receive a request from a Stakeholder, the media, or other members of the public to disclose Confidential Information shall direct the request to the RPC General Counsel. The RPC generally will deny any request by Stakeholders, the media, or other members of the public that seek access to Confidential Information within the RPC's possession. If the RPC determines that disclosure should be permitted (with or without a protective order or similar safeguards), the RPC will inform the Disclosing Party. The RPC will not provide the requested information to a Stakeholder, the media, or other members of the public unless the Disclosing Party provides its prior written consent.

If the Disclosing Party does not consent to allow disclosure of the requested information and the RPC considers such disclosure to be necessary to facilitate the C-band relocation process, the RPC may, in its sole discretion: (1) attempt to facilitate agreement on confidentiality measures to be implemented by the requesting Stakeholder to protect the Confidential Information of the Disclosing Party; (2) delete or return the information to the Disclosing Party and disregard the information for evidentiary purposes; or (3) refer the matter to the FCC for resolution.

B. Disclosure to the FCC

The RPC General Counsel will be responsible for reviewing and approving the disclosure of any Confidential Information to the FCC. This includes both Confidential Information provided by Disclosing Parties and any derivative Confidential Information contained in documents prepared by the RPC.

The RPC will provide Confidential Information to the FCC: (1) as required by the Report and Order; (2) when requested by the FCC; (3) in accordance with this Policy; and/or (4) in any other situation in which the RPC concludes, in its sole judgment, that such disclosure would facilitate the C-band relocation process.

The RPC will seek the cooperation of the Disclosing Party to confirm that Confidential Information and any Highly Confidential Information has been properly marked before forwarding such information to the FCC.

1. RPC Mediation or Arbitration of Disputes

All documents that are required to be included in the Record of a dispute during mediation or arbitration (and not before the Wireless Telecommunications Bureau) shall be treated as Confidential Information by the RPC and by RPC mediators and any arbitrators, in accordance with the procedures established in Section 6 of the RPC Dispute Resolution Plan. As detailed in the RPC Dispute Resolution Plan, the parties to a dispute will be required, among other things, to waive certain rights: (1) that would otherwise prevent disclosure to the FCC of mediation or arbitration communications; and (2) to compel the testimony, or produce the records, of the RPC, RPC mediators or RPC arbitrators with respect to mediations and arbitrations conducted by the RPC.

2. RPC Reports

The RPC is required to file with the FCC Quarterly Progress Reports and Annual Reports (“**RPC Reports**”).⁴ The RPC Reports generally will include only aggregated information regarding the C-band relocation process. If the FCC so requests, or if the RPC deems it appropriate, the RPC Reports submitted to the FCC may include Stakeholder-specific Confidential Information, such as information regarding the resolution of individual disputes before the RPC.⁵ If the RPC includes Confidential Information in a RPC Report, the RPC will structure the Report to segregate the Confidential Information in a separate appendix, accompanied by a request that the FCC treat this information as information that is not subject to public disclosure.⁶ If the FCC determines that this information should be disclosed, the RPC will request that the FCC provide advance notice to the RPC and a reasonable opportunity for the RPC and/or the Disclosing Party to challenge the FCC’s determination and/or negotiate an appropriate protective order.

C. Invoices and Billing Statements

Invoices and Billing Statements provided by the RPC to an overlay licensee generally will not contain Confidential Information of the Disclosing Party (and will be so marked if Confidential Information is provided by exception). The recipient overlay licensee is, however, expected to use or disclose the contents of all RPC-issued invoices solely for the purpose of participating in the C-band relocation process.

D. Disclosure in Connection with Judicial and Other Governmental Proceedings

The RPC will comply with any order by a court or other government authority, acting within the scope of its authority, requiring the disclosure of Confidential Information. To the extent permitted and where feasible, the RPC will notify the Disclosing Party of any such order in advance of disclosing the Confidential Information.

⁴ See 47 C.F.R. § 27.1414(c); Report and Order, 35 FCC Rcd at 2450, para. 270.

⁵ See 47 C.F.R. § 27.1421(c)(1); Report and Order, 35 FCC Rcd at 2449-2450, paras. 267, 269-271.

⁶ See 47 C.F.R. § 0.459.

E. Transfer of Record to FCC at Close of C-band Relocation Process

At the conclusion of the C-band relocation process, if required by the FCC, the RPC will deliver to the FCC all of the RPC's official records, including Confidential Information contained in such records.

6. RPC Procedures for Handling Confidential Information

RPC Personnel are responsible for taking reasonable precautions, including the implementation of appropriate security measures and safeguards, to protect Confidential Information from disclosure to other Stakeholders or Outside Parties (other than the FCC), as provided in this Policy. Each entity comprising or retained by the RPC must, at a minimum, apply the same standard of care that it routinely applies to protecting its own confidential information and, in any case, no less than a reasonable standard of care consistent with Federal Government guidance on privacy and information security requirements, giving due consideration to the nature and content of the information requiring protection.

Each of the entities comprising or retained by the RPC shall instruct RPC Personnel under their respective control:

- (1) to take appropriate measures to protect against the disclosure of Confidential Information related to the C-band relocation process to persons within their respective organizations who are not working on the C-band relocation, whether other employees, consultants or representatives of the relevant entity or the public, when making oral statements or when handling paper and computer documents; and
- (2) not to communicate to Stakeholders or the public (other than the Disclosing Party) any oral, written, or computer information that is Confidential Information involving decision making in the C-band relocation process.

The RPC General Counsel may, in its discretion, establish special rules and operating procedures, if needed, to implement FCC requirements or to fulfill the objectives of this Policy or other RPC policies with regard to the security or integrity of any Confidential Information in its possession.

All RPC Personnel shall be made aware of the Information Security Policy that the RPC has implemented in order to protect the security and integrity of the RPC's claims, dispute resolution, and administrative processes, including any Confidential Information in the possession of the RPC. The RPC Information Security Policy implements the relevant controls of the National Institute of Standards and Technology's Special Publication 800-53, "Security and Privacy Controls for Federal Information Systems and Organizations."

RPC Personnel or any other party with information regarding the potential mishandling of Confidential Information related to the C-band relocation decision-making process shall immediately report such information to the RPC General Counsel as set forth in Section 1 above. In the event that the RPC becomes aware of a violation or potential violation of this Policy, the RPC General Counsel will inform the relevant Disclosing Party of the matter, and the RPC will take reasonable actions to prevent, contain, or otherwise resolve the infraction. Any RPC Personnel who violate this Policy may be subject to disciplinary action.

Nothing in this Policy shall:

- be deemed to limit the ability of RPC Personnel to make disclosures to the FCC as part of the fulfillment of the RPC's duties pursuant to the Report and Order;
- restrict the RPC from engaging third-party vendors to assist with document management, cloud storage or other outsourced processes, provided that appropriate measures are in place requiring such vendors to protect the security of the information they receive from the RPC, including Confidential Information and Highly Confidential Information;
- prevent any of the entities comprising the RPC from providing information needed for generally applicable internal record-keeping, such as hours worked and accompanying descriptions, or expenses, or revenues generated; or
- restrict the sharing of information and records among authorized RPC Personnel when RPC Personnel directly engaged in the RPC decision-making process consult with such personnel, provided that such activity is not prohibited by the RPC's Dispute Resolution Plan or Independence Management Plan.

7. Duration of Confidential Treatment

The RPC will treat Confidential Information in the manner provided for in this Policy for eighteen (18) months from the date on which the Final Clearance Deadline expires. At the end of this period, the RPC will destroy or erase any Confidential Information in its possession unless the RPC determines that the information may be needed for purposes of legal defense, or the FCC directs the RPC to retain the information for a longer period of time.

8. Enforcement

The entities comprising and retained by the RPC will take appropriate steps to ensure that their respective subcontractors and outside vendors involved in the processing of Confidential Information are aware of, and comply with, this Policy as a condition of their performing work for or relating to the RPC.

