



PUBLIC NOTICE

**Federal Communications Commission
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Washington, D.C. 20554**

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**DA 14-1560
Released: October 28, 2014**

DOMESTIC SECTION 214 APPLICATION FILED FOR THE ACQUISITION OF CERTAIN ASSETS OF WESTCOM, LLC BY WESTEL, LLC

STREAMLINED PLEADING CYCLE ESTABLISHED

WC Docket No. 14-188

Comments Due: November 11, 2014

Reply Comments Due: November 18, 2014

On October 24, 2014, Westel, LLC, (Westel), and WestCom, LLC, (WestCom), (collectively, Applicants) filed an application pursuant to section 63.03 of the Commission's rules for the transfer of WestCom's customer base and assets associated with its domestic telecommunications services operations to Westel.¹

WestCom, an Idaho limited liability company provides service as Westel Fiber. WestCom currently offers its customers in the southern portion of the state of Idaho facilities based local exchange services, intra-exchange private lines, frame relay services and ISDN services to subdivision residents over a fiber optic network. After consummation of the proposed transaction, Westel, an Idaho limited liability company, will be a competitive local exchange carrier providing substantially the same services in the same geographical area to the same customers under the same assumed business name (Westel Fiber).

The Applicants state that Westel is wholly owned by Involta, LLC (Involta), an Iowa limited liability company. The following U.S. entities hold a direct or indirect ten percent or greater interest in Westel and Involta: M/C Partners VIII, L.P., a Delaware limited partnership (26.8 percent); GTB Capital Partners II LP (GTB), a Delaware limited partner and U.S. owned Morgan Stanley affiliate (14.6 percent) with one limited partner, Los Angeles County Employees Retirement Association, a California public pension fund indirectly owning 14.5 percent of Involta; and Technology Resource Company, an Iowa corporation (12.2 percent). Applicants state that no other persons or entities directly or indirectly hold a ten percent or greater ownership interest in Westel.

¹ 47 C.F.R § 63.03; see 47 U.S.C. § 214. Applicants are also filing applications for transfer of control associated with authorizations for international services. Any action on this domestic section 214 application is without prejudice to Commission action on other related, pending applications. Applicants filed a supplement to their application that is attached to the original filing.

Pursuant to an Asset Purchase Agreement dated July 15, 2014 (the Agreement), Westel agreed to purchase the customer base and substantially all of the assets, properties and rights of WestCom related to the business of providing residential communities with telecommunications via fiber optic technologies, including, but not exclusively, equipment, furniture, fixtures, contracts, inventory, licenses, intellectual property, accounts receivable, etc. Excepting specific, limited liabilities identified in the Agreement, Westel has not agreed to acquire any of WestCom's liabilities. Applicants assert that the proposed transaction is entitled to presumptive streamlined treatment under section 63.03(b)(2)(i) of the Commission's rules and that a grant of the application will serve the public interest, convenience, and necessity.²

Domestic Section 214 Application Filed for the Assignment of Assets and Customer Base of WestCom's LLC to Westel, LLC, WC Docket No. 14-188 (filed Oct. 24, 2014).

GENERAL INFORMATION

The transfer of control identified herein has been found, upon initial review, to be acceptable for filing as a streamlined application. The Commission reserves the right to return any transfer application if, upon further examination, it is determined to be defective and not in conformance with the Commission's rules and policies. Pursuant to section 63.03(a) of the Commission's rules, 47 CFR § 63.03(a), interested parties may file comments **on or before November 11, 2014**, and reply comments **on or before November 18, 2014**. Pursuant to section 63.52 of the Commission's rules, 47 C.F.R. § 63.52, commenters must serve a copy of comments on the Applicants no later than the above comment filing date. Unless otherwise notified by the Commission, the Applicants may transfer control on the 31st day after the date of this notice.

Pursuant to section 63.03 of the Commission's rules, 47 CFR § 63.03, parties to this proceeding should file any documents in this proceeding using the Commission's Electronic Comment Filing System (ECFS): <http://fjallfoss.fcc.gov/ecfs2/>.

In addition, e-mail one copy of each pleading to each of the following:

- 1) Tracey Wilson, Competition Policy Division, Wireline Competition Bureau, tracey.wilson@fcc.gov;
- 2) Dennis Johnson, Competition Policy Division, Wireline Competition Bureau, dennis.johnson@fcc.gov;
- 3) David Krech, Policy Division, International Bureau, david.krech@fcc.gov;
- 4) Jim Bird, Office of General Counsel, jim.bird@fcc.gov.

People with Disabilities: To request materials in accessible formats for people with disabilities (braille, large print, electronic files, audio format), send an e-mail to fcc504@fcc.gov or call the Consumer & Governmental Affairs Bureau at (202) 418-0530 (voice), (202) 418-0432 (tty).

The proceeding in this Notice shall be treated as a "permit-but-disclose" proceeding in accordance with the Commission's ex parte rules. Persons making ex parte presentations must file a copy of any written presentation or a memorandum summarizing any oral presentation within two business days after

² 47 C.F.R. § 63.03(b)(2)(i).

the presentation (unless a different deadline applicable to the Sunshine period applies). Persons making oral ex parte presentations are reminded that memoranda summarizing the presentation must (1) list all persons attending or otherwise participating in the meeting at which the ex parte presentation was made, and (2) summarize all data presented and arguments made during the presentation. If the presentation consisted in whole or in part of the presentation of data or arguments already reflected in the presenter's written comments, memoranda or other filings in the proceeding, the presenter may provide citations to such data or arguments in his or her prior comments, memoranda, or other filings (specifying the relevant page and/or paragraph numbers where such data or arguments can be found) in lieu of summarizing them in the memorandum. Documents shown or given to Commission staff during ex parte meetings are deemed to be written ex parte presentations and must be filed consistent with rule 1.1206(b), 47 C.F.R. § 1.1206(b). Participants in this proceeding should familiarize themselves with the Commission's ex parte rules.

For further information, please contact Tracey Wilson at (202) 418-1394 or Dennis Johnson at (202) 418-0809.

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