



PUBLIC NOTICE

Federal Communications Commission
445 12th St., S.W.
Washington, D.C. 20554

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DA 18-684
July 2, 2018

**APPLICATION FILED FOR THE TRANSFER OF CONTROL
OF INMATE CALLING SOLUTIONS, LLC D/B/A ICSOLUTIONS
TO SECURUS TECHNOLOGIES, INC.**

PLEADING CYCLE ESTABLISHED

WC Docket No. 18-193

Comments Due: July 16, 2018
Reply Comments Due: July 23, 2018

By this Public Notice, the Wireline Competition Bureau and the International Bureau (Bureaus) seek comment from interested parties on a joint application filed by TKC Holdings, Inc. (TKC), Inmate Calling Solutions, LLC d/b/a ICSolutions (ICS), and Securus Technologies, Inc. (Securus) (together, Applicants), pursuant to section 214 of the Communications Act of 1934, as amended, and sections 63.04 and 63.24 of the Commission's rules, requesting Commission approval to transfer control of ICS to Securus.¹

ICS, a California limited liability company, provides telecommunications services to confinement and correctional facilities in 39 states.² ICS is a wholly owned direct subsidiary of Keefe Group, LLC (Keefe), a Missouri limited liability company.³ Keefe, in turn, is a wholly owned direct subsidiary of TKC, which is indirectly controlled by an affiliate of H.I.G. Capital, L.L.C., a U.S.-based private equity entity.⁴ H.I.G. Capital, L.L.C. is ultimately owned and controlled by Sami Mnaymneh and Anthony Tamer, both U.S. citizens.⁵

¹ See 47 U.S.C. § 214; 47 CFR §§ 63.04, 63.24. Joint Application of TKC Holdings, Inc, Inmate Calling Solutions, LLC d/b/a ICSolutions, and Securus Technologies, Inc. for Grant of Authority Pursuant to Section 214 of the Communications Act, as Amended, and Sections 63.04 and 63.24 of the Commission's Rules to Transfer Ownership and Control of Inmate Calling Solutions, LLC d/b/a ICSolutions to Securus Technologies, Inc., WC Docket No. 18-193, IB File No. ITC-T/C-20180612-00109 (filed June 12, 2018) (Application).

² ICS provides service in Alabama, Arizona, California, Colorado, Florida, Georgia, Idaho, Illinois, Indiana, Iowa, Kansas, Louisiana, Maryland, Massachusetts, Michigan, Minnesota, Mississippi, Missouri, Montana, Nebraska, Nevada, New Hampshire, New Mexico, New York, North Carolina, Ohio, Oklahoma, Oregon, Pennsylvania, South Carolina, South Dakota, Tennessee, Texas, Utah, Virginia, Washington, West Virginia, Wisconsin, and Wyoming. Application at 2, 13, and Exh. A.

³ *Id.* at 2 and Exh. B.

⁴ *Id.* at 3.

Securus, a Delaware corporation, provides telecommunications services as part of the inmate calling services and public payphone services that it provides to or at confinement facilities in the District of Columbia and every state except Delaware, Hawaii, Rhode Island, and Vermont.⁶ Securus's affiliate, T-NETIX Telecommunications Services, Inc., provides telecommunications services as part of the inmate calling services and public payphone services that it provides to or at state Department of Corrections confinement facilities in Florida.⁷

Securus is an indirect wholly-owned subsidiary of SCRS Acquisition Corporation (SCRS) and in turn its parent, SCRS Holding Corporation (SCRS Parent), both Delaware corporations.⁸ The ultimate majority owner of Securus is Platinum Equity Capital Partners IV, L.P. (PECP IV), a Delaware limited partnership and private equity investment vehicle sponsored by Platinum Equity, LLC (PE LLC).⁹ Tom Gores, a U.S. citizen, is the sole manager of PE LLC, and all membership interests of PE LLC are held in trust by the Gores Trust dated January 26, 1999, as amended, of which Tom Gores and Holly Gores, also a U.S. citizen, are the trustees.¹⁰ Applicants state that no other person, directly or indirectly, owns or controls a 10 percent or greater interest in Securus.¹¹ All entities are U.S.-based.¹²

Pursuant to the terms of the proposed transaction, if approved, Securus will acquire all the issued and outstanding membership interests of ICS from Keefe.¹³ As a result, ICS will become a wholly owned, direct subsidiary of Securus and an indirect wholly owned subsidiary of SCRS and SCRS Parent.¹⁴ PECP IV will be the ultimate majority owner of ICS.¹⁵

Applicants assert that a grant of the Application will serve the public interest, convenience, and necessity. They state that ICS will continue to honor correctional facility customer contracts, retain its existing management team, and provide additional services to customers as a result of the proposed transaction.¹⁶ They further assert that "there are other competitive providers of inmate

⁵ *Id.* at Exh. B.

⁶ *Id.* at 13-14.

⁷ *Id.*

⁸ *Id.* at 2.

⁹ *Id.*

¹⁰ *Id.* at 8-12 and Exh. B.

¹¹ *Id.* at 12.

¹² *Id.* at 8-12.

¹³ *Id.* at 3.

¹⁴ *Id.*

¹⁵ *Id.*

¹⁶ *Id.* at 3-5.

calling services authorized to operate in various states aside from Securus and ICSolutions¹⁷ and that approval of the Application will “not foreclose the opportunity for continued competitive bidding to provide inmate calling services to facilities in the various states in which the two companies currently operate.”¹⁸

GENERAL INFORMATION

The Application referenced herein has been found, upon initial review, to be acceptable for filing. The Commission reserves the right to return any application if, upon further examination, it is determined to be defective and not in conformance with the Commission’s rules and policies.

Interested parties may file comments and petitions **on or before July 16, 2018**, and reply comments or oppositions to petitions **on or before July 23, 2018**. Comments may be filed using the Commission’s Electronic Comment Filing System (ECFS) or by paper. All filings must be addressed to the Commission’s Secretary, Office of the Secretary, Federal Communications Commission.

- Electronic Filers: Comments may be filed electronically by accessing ECFS at <http://apps.fcc.gov/ecfs/>.
- Paper Filers: Parties who choose to file by paper must file an original and one copy of each filing. Paper filings can be sent by hand or messenger delivery, by commercial overnight courier, or by first-class or overnight U.S. Postal Service mail.
 - All hand-delivered or messenger-delivered paper filings for the Commission’s Secretary must be delivered to FCC Headquarters at 445 12th St., SW, Room TW-A325, Washington, DC 20554. The filing hours are 8:00 a.m. to 7:00 p.m. All hand deliveries must be held together with rubber bands or fasteners. All envelopes and boxes must be disposed of before entering the building.
 - Commercial overnight mail (other than U.S. Postal Service Express Mail and Priority Mail) must be sent to 9300 East Hampton Drive, Capitol Heights, MD 20743.
 - U.S. Postal Service first-class, Express, and Priority mail must be addressed to 445 12th Street, SW, Washington DC 20554.

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 and Governmental Affairs Bureau at 202-418-0530 (voice), 1-888-835-5322 (tty).

In addition, please provide one copy of each pleading to each of the following:

- 1) Jodie May, Wireline Competition Bureau, jodie.may@fcc.gov;
- 2) Sumita Mukhoty, International Bureau, sumita.mukhoty@fcc.gov;
- 3) Jim Bird, Office of General Counsel, transactionteam@fcc.gov;

¹⁷ *Id.* at 5.

¹⁸ *Id.*

The proceeding in this Notice shall be treated as a permit-but-disclose proceeding in accordance with the Commission's *ex parte* rules.¹⁹ 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 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 data or arguments already reflected in the presenter's written comments, memoranda, or other filings in the proceeding, then 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 CFR § 1.1206(b). Participants in this proceeding should familiarize themselves with the Commission's *ex parte* rules.

To allow the Commission to consider fully all substantive issues regarding the Application in as timely and efficient a manner as possible, petitioners and commenters should raise all issues in their initial filings. New issues may not be raised in responses or replies.²⁰ A party or interested person seeking to raise a new issue after the pleading cycle has closed must show good cause why it was not possible for it to have raised the issue previously. Submissions after the pleading cycle has closed that seek to raise new issues based on new facts or newly discovered facts should be filed within 15 days after such facts are discovered. Absent such a showing of good cause, any issues not timely raised may be disregarded by the Commission.

For further information, please contact Jodie May, Wireline Competition Bureau, (202) 418-0913; or Sumita Mukhoty, International Bureau, (202) 418-7165.

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¹⁹ 47 CFR § 1.1200 *et seq.*

²⁰ *See* 47 CFR § 1.45(c).

SECTION 214 AUTHORIZATIONS

A. International

<u>File Number</u>	<u>Authorization Holder</u>	<u>Authorization Number</u>
ITC-T/C-20180612-00109	Inmate Calling Solutions, LLC d/b/a ICSolutions	ITC-214-20030312-00128

B. Domestic

Applicants filed an application to transfer control of domestic section 214 authority in connection with the proposed transaction. In light of the multiple applications pending before the Commission with respect to this transaction and the public interest review associated with them, the domestic transfer of control application is not subject to streamlined treatment.²¹

²¹ 47 CFR § 63.03.