



# PUBLIC NOTICE

Federal Communications Commission  
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Washington, D.C. 20554

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DA 19-1233  
December 3, 2019

**DOMESTIC SECTION 214 APPLICATION FILED FOR THE TRANSFER OF CONTROL  
OF AENEAS COMMUNICATIONS, LLC TO  
SOUTHWEST TENNESSEE ELECTRIC MEMBERSHIP CORPORATION**

**STREAMLINED PLEADING CYCLE ESTABLISHED**

**WC Docket No. 19-364**

**Comments Due: December 17, 2019**  
**Reply Comments Due: December 24, 2019**

By this Public Notice, the Wireline Competition Bureau (Bureau) seeks comment from interested parties on an application filed by Fiona Harlan, as the trustee of the Harlan Family Trust, and Southwest Tennessee Electric Membership Corporation (STEMC) (collectively, Applicants), pursuant to section 214 of the Communications Act of 1934, as amended, and sections 63.03-04 of the Commission's rules, requesting approval to transfer control of Aeneas Communications, LLC (Aeneas) to STEMC.<sup>1</sup>

Aeneas, a Tennessee limited liability company, is authorized to provide competitive local exchange carrier services throughout Tennessee and currently provides those services, including long distance and other telecommunications services, in multiple counties in the state. Mrs. Harlan, a U.S. citizen, is the sole trustee and beneficiary of the Harlan Family Trust, which currently wholly owns Aeneas.<sup>2</sup>

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<sup>1</sup> See 47 U.S.C. § 214; 47 CFR §§ 63.03-04. Applicants also filed an application for the transfer of authorizations associated with international services. On December 3, 2019, Applicants filed a supplement to their domestic section 214 application.

<sup>2</sup> Ms. Harlan and the Harlan Family Trust have also filed applications for the prior unauthorized transfer of control of Aeneas that occurred on August 21, 2018 and November 12, 2018. See Domestic Section 214 Transfer of Control of Aeneas Communications, LLC to the Harlan Family Trust and Mrs. Harlan, WC Docket No. 19-365 (filed Nov. 26, 2019); see also Letter from Gregory W. Whitaker, Counsel for Fiona Harlan as Trustee of the Harlan Trust and for the Harlan Trust, to Marlene H. Dortch, Secretary, FCC, WC Docket No. 19-365 (filed Nov. 26, 2019) (requesting special temporary authority to authorize Aeneas to continue providing service for 60 days pending approval of the domestic section 214 applications in that docket). On December 3, 2019, the Bureau granted the special temporary authority request in WC Docket No. 19-365. Any action on the domestic section 214 application in WC Docket No. 19-364 is without prejudice to Commission action on other related, pending applications.

STEMC, a Tennessee corporation, is a member-owned, nonprofit electric distribution cooperative that provides electric services to portions of 11 counties in western Tennessee. As a member owned cooperative, no single owner holds a 10% or greater interest in STEMC.<sup>3</sup> Applicants state that STEMC does not currently provide telecommunications services, and its affiliates and board members do not hold a 10% or greater interest in any provider of domestic telecommunications services.

Pursuant to the terms of the proposed transaction, STEMC will acquire all the membership interests from the Harlan Trust and Mrs. Harlan. Applicants assert that the proposed transaction is entitled to streamlined treatment under the Commission's rules and that a grant of the application would serve the public interest, convenience, and necessity. We accept this application for filing under section 63.03(b)(1)(ii) of the Commission's rules.<sup>4</sup>

Domestic Section 214 Application Filed for the Transfer of Control of  
Aeneas Communications, LLC to Southwest Tennessee Electric Membership Corporation,  
WC Docket No. 19-364 (filed Nov. 26, 2019).

### **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 December 17, 2019**, and reply comments **on or before December 24, 2019**. Pursuant to section 63.52 of the Commission's rules, 47 CFR § 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 using the Commission's Electronic Comment Filing System (ECFS): <http://apps.fcc.gov/ecfs/>.

**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](mailto:tracey.wilson@fcc.gov);
- 2) Gregory Kwan, Competition Policy Division, Wireline Competition Bureau, [gregory.kwan@fcc.gov](mailto:gregory.kwan@fcc.gov);
- 3) Sumita Mukhoty, Policy Division, International Bureau, [smita.mukhoty@fcc.gov](mailto:smita.mukhoty@fcc.gov);

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<sup>3</sup> STEMC is governed by the following members of its board of directors, all U.S. citizens: Robert Kendrick, Allan Ferguson, Audrey Blue, Hugh H. Harvey Sr., Allen G. King, David Kinney, David McDaniel, Jackie Butler, Tim Hanks, and Marilyn Means.

<sup>4</sup> 47 CFR § 63.03(b)(1)(ii).

- 4) David Krech, Policy Division, International Bureau, [david.krech@fcc.gov](mailto:david.krech@fcc.gov); and
- 5) Jim Bird, Office of General Counsel, [jim.bird@fcc.gov](mailto:jim.bird@fcc.gov).

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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 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 CFR § 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 Gregory Kwan at (202) 418-1191.

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