



PUBLIC NOTICE

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

News Media Information 202 / 418-0500
Internet: <http://www.fcc.gov>
TTY: 1-888-835-5322

DA 19-860

Released: August 30, 2019

DOMESTIC SECTION 214 APPLICATION FILED FOR THE ACQUISITION OF ASSETS OF ARCADIA TELEPHONE COOPERATIVE AND MONARC TECHNOLOGIES, LLC

NON-STREAMLINED PLEADING CYCLE ESTABLISHED

WC Docket No. 19-215

Comment Date: September 13, 2019

Reply Comment Date: September 20, 2019

By this Public Notice, the Wireline Competition Bureau seeks comment from interested parties on an application filed by Arcadia Telephone Cooperative (Arcadia), Monarc Technologies, LLC (Monarc), Westside Independent Telephone Company, d/b/a Western Iowa Networks (Westside), and BTC, Inc., d/b/a Western Iowa Networks (BTC), (collectively, Applicants), pursuant to section 214 of the Communications Act of 1934, as amended, and sections 63.03-04 of the Commission's rules,¹ requesting consent for the transfer of the telecommunications assets of Arcadia and Monarc to Westside and BTC, respectively.²

Arcadia, an Iowa cooperative corporation, provides service as an incumbent local exchange carrier (LEC) to approximately 228 access lines in the Arcadia exchange in Carroll County in west central Iowa. None of Arcadia's member-owners own more than 10% of the member-owner shares of Arcadia. Monarc, an Iowa limited liability company whose sole member is Arcadia, provides competitive LEC services in the Denison exchange in Crawford County in west central Iowa.

Westside, an Iowa corporation, provides incumbent LEC service to approximately 261 access lines in the Westside exchange in Crawford County and portions of Carroll County in west central Iowa. Westside is a wholly owned subsidiary of Breda Telephone Corp., d/b/a Western Iowa Networks (Breda), an Iowa corporation that provides incumbent LEC service in the Breda, Lidderdale, and Macedonia exchanges in Carroll, Pottawattamie, Crawford, Sac, Mills, and Montgomery Counties in central and southwestern Iowa. Breda also wholly owns Prairie Telephone Co., Inc., d/b/a Western Iowa Networks (Prairie), an Iowa corporation that provides incumbent LEC service in the Farragut and Pacific Junction exchanges in Fremont and Mills Counties in southwestern Iowa. Prairie in turn owns BTC, an Iowa corporation that provides competitive LEC service in the Carroll and Glidden exchanges

¹ See 47 U.S.C. § 214; 47 CFR §§ 63.03-04.

² Domestic Section 214 Application Filed for the Acquisition of Certain Assets of Arcadia Telephone Cooperative and Monarc Technologies, LLC, WC Docket No. 19-215 (filed July 22, 2019) (Application). Applicants filed supplements to their Application on July 30, 2019 and August 23, 2019. Letter from Gerard J. Duffy, Counsel for Westside and BTC, to Marlene H. Dortch, Secretary, FCC (July 30, 2019); Letter from Gerard J. Duffy, Counsel for Westside and BTC, to Marlene H. Dortch, Secretary, FCC (August 23, 2019) (Applicant August 23 Letter).

in Carroll County in west central Iowa.³ No stockholders own a 10% or greater interest in Breda.⁴ The Arcadia exchange is adjacent to the existing Western Iowa Networks' service areas.

Pursuant to the terms of the proposed transaction, Westside would acquire all of the wireline incumbent LEC telecommunications facilities and assets of Arcadia, while BTC would acquire all of the wireline competitive LEC telecommunications facilities and assets of Monarc. Westside will continue to provide local exchange service and exchange access service as an incumbent LEC in Arcadia's exchange. The Monarc facilities and assets will be integrated into the existing competitive LEC operations of BTC. The Applicants state that, upon completion of the proposed transaction, Westside will continue to offer the same services and rates as Arcadia. Because the transaction is more complex than usual, and in order to analyze whether the proposed transaction would serve the public interest, the application will not be streamlined.⁵

Domestic Section 214 Application Filed for the Acquisition of Assets of Arcadia Telephone Cooperative and Monarc Technologies, LLC, WC Docket No. 19-215 (filed July 22, 2019).

GENERAL INFORMATION

The application identified 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 September 13, 2019**, and reply comments or oppositions to petitions **on or before September 20, 2019**. 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 9050 Junction Drive, Annapolis Junction, MD, 20701.

³ Another Breda subsidiary, Tele-Services, Ltd., provides cable television services in Auburn, Breda, Westside, and Arcadia, Iowa, including within the Arcadia incumbent LEC service area. Application at 9. Applicants state that "Westside and BTC have determined that the present transaction is exempt from the Section 652(b) provision pursuant to the Rural Systems Exception in Section 652(d)(1)." Applicant August 23 Letter at 1 (citing 47 U.S.C. § 572(d)(1) and stating that the affiliates of cable operator Tele-Services, Ltd. may obtain a controlling interest in Arcadia because Arcadia serves the rural community of Arcadia, Iowa, an unincorporated area with a 2017 population of 487, far fewer than the 35,000 inhabitant threshold for a rural area contained in the exception). See Application at 9-11 for a list of Westside's operating affiliates and their services and service areas.

⁴ Breda's Board of Directors is comprised of seven members, all of whom are U.S. citizens.

⁵ 47 CFR § 63.03(c)(1)(v).

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

- 1) Myrva Charles, Competition Policy Division, Wireline Competition Bureau, myrva.charles@fcc.gov;
- 2) Dennis Johnson, Competition Policy Division, Wireline Competition Bureau, dennis.johnson@fcc.gov; and
- 3) Jim Bird, Office of General Counsel, 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.

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.⁶ 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 Myrva Charles at (202) 418-1506 or Dennis Johnson at (202) 418-0809.

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⁶ See 47 CFR § 1.45(c).