



PUBLIC NOTICE

Federal Communications Commission
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DA 22-451
Released: April 22, 2022

DOMESTIC SECTION 214 APPLICATION FILED FOR THE TRANSFER OF CONTROL OF PONDEROSA COMMUNICATIONS, INC.

STREAMLINED PLEADING CYCLE ESTABLISHED

WC Docket No. 22-145

Comments Due: May 6, 2022
Reply Comment Due: May 13, 2022

By this Public Notice, the Wireline Competition Bureau seeks comment from interested parties on an application filed by the Estate of Elizabeth Luanne Silkwood (Ms. Silkwood) via Kristann Silkwood Mattes (Ms. Mattes) (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 consent for the transfer of control of Ponderosa Communications, Inc. (PCI) and its subsidiaries from the Estate of Ms. Silkwood to her daughter, Ms. Mattes, who is the executrix of the Estate.¹

PCI, a California corporation and holding company, has the following three wholly-owned subsidiaries that provide incumbent local exchange services and other services: "(1) The Ponderosa Telephone Co., a California corporation, which provides local exchange telephone service and interstate exchange access service in eight exchanges in three California counties (approximately 7,635 access lines); (2) Ponderosa Cablevision, a California corporation, which provides interstate long distance toll services to customers in the local exchange service areas of The Ponderosa Telephone Co.; and (3) Table Top Telephone Company, Inc., a Nevada corporation, which provides local exchange, interstate exchange access and interstate long distance toll services in six exchanges in six Arizona counties."² PCI also has the following three affiliates that provide incumbent local exchange services and other services: "(1) Tularosa Basin Telephone Company, Inc. (TBTC), a New Mexico corporation owned 50% by PCI, that provides local exchange service and interstate exchange access in three exchanges in two New Mexico counties; (2) Tularosa Communications, Inc., a New Mexico corporation that is a wholly-owned subsidiary of TBTC and therefore indirectly owned 50% by PCI, which provides interstate long distance toll services to customers in the local exchange service areas of TBTC; and (3) CVIN, LLC, a California

¹ See 47 U.S.C. § 214; 47 CFR §§ 63.03-04. Application for the Involuntary Transfer of Control of Ponderosa Communications, Inc. and its Subsidiaries from the Estate of Elizabeth Luanne Silkwood to Kristann Silkwood Mattes, WC Docket No. 22-145 (filed Mar. 31, 2022) (Application). Applicants filed a supplement to their application on April 12, 2022. Letter from Gerard J. Duffy, Counsel for the Applicants, to Marlene H. Dortch, Secretary, FCC, WC Docket No. 22-145 (filed Apr. 12, 2022). Applicants state that they will file applications to transfer international and wireless authorizations. Any action on this domestic section 214 application is without prejudice to Commission action on other related, pending applications.

² Application at 3.

limited liability company in which PCI holds a non-controlling 16.89% member interest, which provides various transport and business services in central California.”³

Ms. Silkwood died on December 22, 2021, and at the time of her death, she had *de facto* control of PCI and its subsidiaries and affiliates via: “(1) her ownership of 29.44 percent of PCI’s voting stock; (2) her role as trustee or co-trustee of family trusts that held another 29.57 percent of PCI’s voting stock; and (3) her 50 percent control of Silkwood Ventures, LLC which controls 2.80 percent of PCI’s voting stock (for a total of 61.81 percent of PCI’s voting stock).”⁴ Applicants state that Ms. Mattes, a U.S. citizen, does not hold a 10% or greater interest in any other telecommunications provider. Applicants further state that Franklin E. Bigelow and Mary Costales, both U.S. citizens, each directly hold 2.02% of the PCI voting stock and are the trustee or co-trustees of fifteen separate trusts that hold a cumulative 24.20% of the PCI voting stock.

Applicants describe that Ms. Mattes will “obtain *de facto* control of PCI and its subsidiaries and affiliates via: (a) her ownership of 4.98 percent of the voting stock of PCI prior to Ms. Silkwood’s death; (b) her control as Executrix of the 29.44 percent of the voting stock of PCI in Ms. Silkwood’s estate; (c) her control as trustee of the 23.52 percent of the voting stock of PCI that is held by family trusts for which she succeeds Ms. Silkwood as trustee; and (d) her control as co-trustee of a trust that contains the membership interests of a limited liability company that owns 2.80 percent of the voting stock of PCI. Thus, Ms. Mattes will own directly or control as Executrix or Trustee a total of 60.74 percent of the voting stock of PCI.”⁵

Applicants state that “after the probate of Ms. Silkwood’s estate is completed and the PCI stock is distributed in accordance with the terms of the applicable will provisions and trust documents, Ms. Mattes, as the primary beneficiary of Ms. Silkwood’s will and the various family trusts, will own more than 50.1% of the voting stock of PCI and her *de facto* control of PCI will have evolved on a *pro forma* basis into *de jure* control.”⁶ As a result, Ms. Mattes’ control of PCI will give her control of The Ponderosa Telephone Co., Table Top Telephone Company, Inc., and Ponderosa Cablevision. In addition, control of PCI will give Ms. Mattes negative control of Tularosa Basin Telephone Company, Inc. and Tularosa Communications, Inc.

Applicants request streamlined treatment of the transaction and assert that a grant of the application would serve the public interest, convenience, and necessity. We accept the Application for filing under section 63.03(b)(1)(ii) of the Commission’s rules.⁷

Domestic Section 214 Application Filed for the Transfer of Control of
Ponderosa Communications, Inc., WC Docket No. 22-145 (filed Mar. 31, 2022).

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 May 6, 2022**, and reply comments **on or**

³ *Id.*

⁴ *Id.* at 2.

⁵ *Id.* at 10-11. Applicants provided a description of the family trusts and their ownership interests in the application. *Id.* at 8-10.

⁶ *Id.* at 11.

⁷ 47 CFR § 63.03(b)(1)(ii).

before May 13, 2022. 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) 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;
- 3) David Krech or Sumita Mukhoty, Telecommunications and Analysis Division, International Bureau, david.krech@fcc.gov; sumita.mukhoty@fcc.gov; and
- 4) Jim Bird, Office of General Counsel, jim.bird@fcc.gov.

People with Disabilities: We ask that requests for accommodations be made as soon as possible in order to allow the agency to satisfy such requests whenever possible. Send an email to fcc504@fcc.gov or call the Consumer and Governmental Affairs Bureau at (202) 418-0530.

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.⁸ 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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⁸ See 47 CFR § 1.45(c).