



PUBLIC NOTICE

Federal Communications Commission
45 L St., N.E.
Washington, D.C. 20554

News Media Information 202 / 418-0500
Internet: <http://www.fcc.gov>

DA 22-849
Released: August 10, 2022

**DOMESTIC SECTION 214 APPLICATION FILED FOR THE TRANSFER OF CONTROL
OF ZENFI NETWORKS, LLC AND CROSS RIVER FIBER LLC TO
BAI COMMUNICATIONS US HOLDINGS II LLC**

STREAMLINED PLEADING CYCLE ESTABLISHED

WC Docket No. 22-284

Comments Due: August 24, 2022
Reply Comment Due: August 31, 2022

By this Public Notice, the Wireline Competition Bureau seeks comment from interested parties on an application filed by ZenFi Networks, LLC (ZenFi) and BAI Communications US Holdings II LLC (BAI) (together, 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 to transfer control of ZenFi and its direct wholly-owned subsidiary, Cross River Fiber LLC (Cross River Fiber), to BAI.¹

ZenFi and Cross River Fiber, both Delaware limited liability companies, provide competitive fiber-based telecommunications services to enterprise and carrier customers in New York and New Jersey. BAI, a Delaware limited liability company, does not provide domestic telecommunications services and is ultimately majority owned and controlled by the Canada Pension Plan Investment Board (CPPIB), a Canadian entity.²

Pursuant to the terms of the proposed transaction, ZenFi will merge with and into Earth Merger Sub LLC (Merger Sub), a Delaware limited liability company and affiliate of BAI, with ZenFi surviving the merger as an indirect subsidiary of BAI, and Cross River Fiber becoming an indirect subsidiary of BAI.

Applicants request streamlined treatment of the proposed transaction under the Commission's rules and assert that a grant of the Application would serve the public interest,

¹ See 47 U.S.C. § 214; 47 CFR §§ 63.03-04. Application of ZenFi Networks, LLC and BAI Communications US Holdings II LLC Pursuant to Section 214 of the Communications Act, as Amended, WC Docket No. 22-284 (filed July 26, 2022) (Application).

² Applicants state that BAI is part of the BAI Communications Group, which is the majority owner of Mobilitie, LLC and Transit Wireless, LLC, which build wireless infrastructure in the United States. Applicants state that neither BAI nor any of its affiliates provide domestic telecommunications services.

convenience, and necessity. We accept the Application for filing under section 63.03(b)(1)(ii) of the Commission's rules.³

Domestic Section 214 Application Filed for the Transfer of Control of
ZenFi Networks, LLC and Cross River Fiber LLC to
BAI Communications US Holdings II LLC, WC Docket No. 22-284 (filed July 26, 2022).

GENERAL INFORMATION

The transfer of assets 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 August 24, 2022**, and reply comments **on or before August 31, 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,;
- 2) Gregory Kwan, Competition Policy Division, Wireline Competition Bureau, gregory.kwan@fcc.gov;
- 3) 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.

³ 47 CFR § 63.03(b)(1)(ii). For applications to transfer control of domestic section 214 authority for which the Applicants have reportable foreign ownership interests and for which they have not also filed an application to transfer an international section 214 authorization, the Commission determined in the *Executive Branch Review Process Order* that it would not routinely refer such standalone domestic applications to the Executive Branch Agencies responsible for the assessment of national security, law enforcement, foreign policy, or trade policy issues. *Process Reform for Executive Branch Review of Certain FCC Applications and Petitions Involving Foreign Ownership*, IB Docket 16-155, Report and Order, 35 FCC Rcd 10927, 10936, para. 25 (2020) (*Executive Branch Review Process Order*). The Commission, however, retains the discretion to refer a domestic-only section 214 transaction should it find that a particular application may raise national security, law enforcement, foreign policy, and trade policy concerns for which it would benefit from the advice of the Executive Branch. *Id.* Applicants state that the Application involves the transfer of control of carriers that hold only domestic section 214 authority and that consistent with the decision in the *Executive Branch Review Process Order*, the Application does not require a referral to the Executive Branch. Application at 9-10. We do not find any special circumstances that warrant referral of this Application to the Executive Branch agencies.

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.⁴ 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 Gregory Kwan at (202) 418-1191.

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⁴ See 47 CFR § 1.45(c).