



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 23-1128
Released: December 1, 2023

**DOMESTIC SECTION 214 APPLICATION FILED
FOR THE ASSIGNMENT OF CERTAIN ASSETS OF NOVA CABLEVISION, INC. TO
CABLE ONE, INC. AND CABLE VOIP LLC**

NON-STREAMLINED PLEADING CYCLE ESTABLISHED

WC Docket No. 23-353

Comments Due: December 15, 2023

Reply Comment Due: December 22, 2023

By this Public Notice, the Wireline Competition Bureau seeks comment from interested parties on an application filed by Nova Cablevision, Inc. (Nova) (Assignor), Cable One, Inc. (Cable One) and Cable VoIP LLC (VoIP LLC) (collectively, Assignees) (Assignor and Assignees collectively, the Applicants), pursuant to section 214(a) of the Communications Act of 1934, as amended, and sections 63.03-04 of the Commission's rules,¹ requesting consent to assign certain Nova assets to Assignees.²

Nova, an Illinois corporation, is registered with the Commission as an interconnected VoIP service provider and provides video/cable, broadband Internet access, and interconnected VoIP services in the state of Illinois.³ Nova is a designated eligible telecommunications carrier (ETC) in Illinois and receives high-cost universal service support through the RDOF Auction 904 support mechanism in the state of Illinois.⁴ Nova does not have any subsidiaries or affiliates⁵ and is currently owned by Robert Fischer and John Beck, both U.S. citizens.⁶

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

² Application for Consent to Assign Certain Assets of Nova Cablevision, Inc., to Cable One, Inc., and Cable VoIP LLC, pursuant to Section 214 of the Communications Act of 1934, as Amended, WC Docket No. 23-353 (filed Oct. 18, 2023) (Application). Applicants filed a supplement to the Application on November 16, 2023. Supplement to the Application for Consent to Assign Certain Assets of Nova Cablevision, Inc., to Cable One, Inc., and Cable VoIP LLC, pursuant to Section 214 of the Communications Act of 1934, as Amended, WC Docket No. 23-353 (filed Nov. 16, 2023) (Supplement). Any action on this domestic section 214 application is without prejudice to Commission action on other related, pending applications.

³ Application at 3.

⁴ *Id.* Nova also participates in the Lifeline program in Illinois. *Id.*

⁵ Supplement at 3.

Cable One, a publicly traded Delaware corporation, is a cable operator that is registered with the Commission as an interconnected VoIP service provider.⁷ Cable One and its subsidiaries⁸ provide cable/video, broadband Internet access, telecommunications, and/or interconnected Voice over Internet Protocol (VoIP) services in 23 states.⁹ Fidelity Cablevision, a designated ETC, receives RDOF Auction 904 support in Missouri.¹⁰ Fidelity Telephone and ComSouth, both designated ETCs, receive Alternative Connect America Cost Model (A-CAM) support in Missouri and Georgia, respectively.¹¹ Fidelity Telephone has elected to receive Enhanced A-CAM support as of January 1, 2024.¹² While Bluffton and Hargray Telephone, both designated ETCs, currently receive cost-based universal service support in South Carolina,¹³ they have elected to receive Enhanced A-CAM support beginning January 1, 2024.¹⁴

VoIP LLC, a wholly-owned subsidiary of Cable One and a Delaware limited liability corporation, is registered with the Commission as an interconnected VoIP service provider¹⁵ and currently provides interconnected VoIP services in Arizona and Kansas.¹⁶ VoIP LLC is designated as an ETC in Idaho and Louisiana and has been authorized by the Commission to receive RDOF Auction 904 support in those states.¹⁷ In connection with this proposed transaction, VoIP LLC has filed an application for ETC designation in Illinois.¹⁸

Cable One has a 10% or greater direct or indirect interest in three companies: Clearwave Fiber (Clearwave), a Delaware limited liability company that acts as a holding company (58%); AMG Technology Investment Group, LLC d/b/a Nextlink Internet (Nextlink), a Texas limited liability company and competitive LEC that offers voice and/or Internet access services in Illinois, Indiana, Iowa, Kansas, Louisiana, Minnesota, Nebraska, Oklahoma, Texas, Wisconsin, and

⁶ Application at 9.

⁷ *Id.* at 2.

⁸ In addition to VoIP LLC, the other wholly-owned subsidiaries of Cable One are: Fidelity Telephone, LLC (Fidelity Telephone) (incumbent local exchange carrier (LEC)); Fidelity Cablevision, LLC (Fidelity Cablevision) (competitive LEC); CoBridge Communications LLC; CoBridge Broadband, LLC; Hargray Telephone Company, LLC (Hargray Telephone) (incumbent LEC); Bluffton Telephone Company, LLC (Bluffton) (incumbent LEC); Hargray, LLC; Hargray of Alabama, LLC; ComSouth Telecommunications, LLC (ComSouth) (incumbent LEC); and ComSouth Telenet, LLC. Application at 2; Supplement at 1-2.

⁹ Application at 2. These states are: Alabama, Arizona, Arkansas, Georgia, Idaho, Illinois, Indiana, Iowa, Kansas, Louisiana, Minnesota, Mississippi, Missouri, Nebraska, New Mexico, North Dakota, Oklahoma, Oregon, South Carolina, South Dakota, Tennessee, Texas, and Washington. *Id.*

¹⁰ Supplement at 1. Fidelity Cablevision also participates in the Lifeline program in Missouri and Oklahoma. *Id.*

¹¹ *Id.* at 2. Fidelity Telephone and ComSouth also participate in the Lifeline program in the states in which they receive A-CAM support. *Id.*

¹² *Id.*

¹³ *Id.* Bluffton and Hargray Telephone also participate in the Lifeline program in the South Carolina.

¹⁴ *Id.*

¹⁵ Application at 2.

¹⁶ *Id.*

¹⁷ *Id.* VoIP LLC also participates in the Lifeline program in Idaho and Louisiana. *Id.*

¹⁸ *Id.* at 2-3.

Wyoming (17%); and Mega Broadband Investment Holdings, LLC (MBI), a Delaware limited liability company that provides cable/video, broadband Internet access, telecommunications, and/or interconnected VoIP services in 16 states¹⁹ through its subsidiaries operating under the Vyve Broadband name (45%).²⁰ Clearwave wholly owns Delta Communications, LLC d/b/a/ Clearwave Communications (Delta), an Illinois limited liability company and competitive LEC that offers voice and/or Internet services in Illinois, Kansas, and Missouri.²¹ Delta, a designated ETC in Illinois, receives Rural Broadband Experiment support.²² Delta also wholly owns Hargray of Georgia LLC, a South Carolina limited liability company and competitive LEC that offers cable/video, voice, and/or broadband Internet access in Georgia, and Hargray of Florida LLC, a Georgia limited liability company and competitive LEC that offers cable/video, voice, and/or broadband Internet services in Florida.²³ Nextlink, a designated ETC, receives Connect America Fund II support in Illinois, Iowa, Kansas, Nebraska, Oklahoma, and Texas.²⁴ Nextlink also receives RDOF Auction 904 support in Illinois, Indiana, Iowa, Kansas, Louisiana, Minnesota, Nebraska, Oklahoma, Texas, Wisconsin, and Wyoming.²⁵ There are no persons or entities with a 10% or greater direct or indirect ownership in Cable One.²⁶ Other than what is set forth in the Application, neither Cable One nor any of its affiliates or subsidiaries owns or controls 10% or greater direct or indirect interest in any other domestic telecommunications provider.²⁷

Pursuant to the terms of the asset purchase agreement, Cable One will purchase substantially all of Nova's assets and customers, including customer accounts and receivables, and customer agreements and contracts, vendor agreements and contract, equipment, and intellectual property.²⁸ The Applicants state that Cable One will not assume any of Nova's pre-closing liabilities or obligations.²⁹ Applicants also state that Cable One will acquire and assume all of Nova's benefits and obligations under the Commission's RDOF program, including any RDOF Auction 904 support funds currently held by Nova and all assets and facilities that have been acquired, maintained, or upgraded by Nova using RDOF Auction 904 support.³⁰ Moreover, Applicants assert that post transaction, all of the obligations associated with the RDOF Auction 904 support originally awarded to Nova will be fulfilled by VoIP LLC, an existing RDOF-approved provider.³¹ Applicants explain that consummation of the transaction is contingent upon, among

¹⁹ *Id.* at 11. The states in which MBI operates are: Alabama; Arkansas; California; Colorado; Georgia; Idaho; Kansas; Louisiana; Nebraska; North Carolina; Oklahoma; South Carolina; Tennessee; Texas; Washington; and Wyoming. *Id.*

²⁰ *Id.* at 10-11.

²¹ *Id.* at 10.

²² Supplement at 2. Delta also participates in the Lifeline program in Illinois. *Id.*

²³ Application at 10.

²⁴ *Id.*

²⁵ *Id.*

²⁶ *Id.*

²⁷ *Id.* at 11.

²⁸ Application at 3.

²⁹ *Id.*

³⁰ *Id.*

other things, receipt of all necessary regulatory approvals.³² Finally, Applicants note that VoIP LLC currently holds irrevocable standby letters of credit and bankruptcy opinion letters for the RDOF Auction 904 support it receives in the states of Idaho and Louisiana.³³ Applicants assert that VoIP LLC acknowledges and understands that, as a condition to grant of this proposed transaction, it will be required to submit and have approved by the Universal Service Administrative Company (USAC) an irrevocable standby letter of credit and bankruptcy opinion letter for the assumption of Nova's RDOF Auction 904 support in the state of Illinois consistent with the Commission's RDOF requirement for such letters.³⁴

Applicants assert that the proposed transaction would serve the public interest, convenience, and necessity.³⁵ Applicants explain that the transaction does not present any anticompetitive issues for numerous reasons, including that it will not reduce the number of service providers in the applicable geographic areas and there is no overlap between the Applicants' fiber facilities in the markets where they operate.³⁶

Applicants request streamlined treatment of the proposed transaction under the Commission's rules.³⁷ Because the proposed transaction would involve the exchange and assumption of Universal Service Fund high-cost mechanism obligations, in order to sufficiently analyze whether the proposed transaction would serve the public interest, we accept the Application for non-streamlined processing.³⁸

Domestic Section 214 Application Filed for the Assignment of Certain Assets of Nova Cablevision, Inc., to Cable One, Inc. and Cable VoIP LLC,
WC Docket No. 23-353 (filed October 18, 2023).

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 **on or before December 15, 2023**, and reply comments **on or before December 22, 2023**. Comments may be filed using the Commission's Electronic Comment Filing System (ECFS) or by paper.

- **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. If more than one docket or rulemaking number appears in the caption of this proceeding, filers must submit two additional copies for each additional docket or rulemaking number.

³¹ *Id.* at 4. Applicants explain that upon consummation of the proposed transaction, Nova will relinquish its ETC designation and will no longer receive any RDOF Auction 904 support. *Id.*

³² *Id.*

³³ *Id.*

³⁴ *Id.*

³⁵ *Id.* at 7-8.

³⁶ *Id.* at 8.

³⁷ *Id.* at 12-13.

³⁸ *See* 47 CFR § 63.03(c)(1)(v).

- Filings can be sent by commercial overnight courier or by first-class or overnight U.S. Postal Service mail.³⁹ All filings must be addressed to the Commission's Secretary, Office of the Secretary, Federal Communications Commission.
- 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. U.S. Postal Service first-class, Express, and Priority mail must be addressed to 45 L Street, NE, Washington, DC 20554.

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.

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;
- 2) Megan Danner, Competition Policy Division, Wireline Competition Bureau, megan.danner@fcc.gov; and
- 3) Jim Bird, Office of General Counsel, jim.bird@fcc.gov.

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.⁴⁰ 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.

³⁹ Effective March 19, 2020, and until further notice, the Commission no longer accepts any hand or messenger delivered filings. This is a temporary measure taken to help protect the health and safety of individuals, and to mitigate the transmission of COVID-19. *See FCC Announces Closure of FCC Headquarters Open Window and Change in Hand-Delivery Policy*, Public Notice, 35 FCC Rcd 2788 (OS 2020).

⁴⁰ *See* 47 CFR § 1.45(c).

For further information, please contact Megan Danner at (202) 418-1151.

-FCC-