



PUBLIC NOTICE

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

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DA 24-305
Released: March 27, 2024

DOMESTIC SECTION 214 APPLICATION FILED FOR THE ACQUISITION OF ASSETS OF CCI SYSTEMS, INC. BY SPECTRUM MID-AMERICA, LLC, CHARTER FIBERLINK CCO, LLC, CHARTER FIBERLINK-MICHIGAN, LLC, TIME WARNER CABLE INFORMATION SERVICES (MICHIGAN), LLC, TIME WARNER INFORMATION SERVICES (WISCONSIN), LLC, TIME WARNER CABLE BUSINESS LLC, AND SPECTRUM ADVANCED SERVICES, LLC

STREAMLINED PLEADING CYCLE ESTABLISHED

WC Docket No. 24-31

Comments Due: April 10, 2024

Reply Comment Due: April 17, 2024

By this Public Notice, the Wireline Competition Bureau seeks comment from interested parties on an application filed by CCI Systems, Inc. (CCI), Spectrum Mid-America, LLC (Spectrum), Charter Fiberlink CCO, LLC (Fiberlink CCO), Charter Fiberlink – Michigan, LLC (Fiberlink Michigan), Time Warner Cable Information Services (Michigan), LLC (TWCIS (MI)), Time Warner Cable Information Services (Wisconsin), LLC (TWCIS (WI)), Time Warner Cable Business LLC (TWCB) (Fiberlink CCO, Fiberlink Michigan, TWCIS (MI), TWCIS (WI), and TWCB, collectively, referred to as Charter Telcos), and Spectrum Advanced Services, LLC (Spectrum Advanced) (Spectrum, the Charter Telcos, and Spectrum Advanced, collectively, referred to as the Charter Entities) (CCI and the Charter Entities, together, 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 for the acquisition of certain assets of CCI by the Charter Entities.²

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

² The specific assets involved in this transaction provide telecommunications and other communications services under CCI’s “Astrea” brand to customers in rural Michigan and Wisconsin. See Domestic Section 214 Application Filed for the Assignment of Certain Assets of CCI Systems, Inc., to Spectrum Mid-America, LLC, Charter Fiberlink CCO, LLC Charter Fiberlink-Michigan, LLC, Time Warner Cable Information Services (Michigan), LLC, Time Warner Information Services (Wisconsin), LLC Time Warner Cable Business LLC, and Spectrum Advanced Services LLC., WC Docket No. 24-31 (filed Jan. 25, 2024) (Application). On March 14, 2024, Applicants filed a supplement to their domestic section 214 application. Letter from Charles A. Hudak, Counsel for Charter Communications, Inc., and Joshua M. Brobeck, counsel to CCI Systems, Inc., to Marlene H. Dortch, Secretary, FCC (filed Mar. 14, 2024) (Supplement). Any action on this domestic section 214 application is without prejudice to Commission action on other related, pending applications.

CCI, a Michigan corporation, provides competitive telecommunications and other communications services to residential and business customers in more than 60 rural communities in Wisconsin and Northern Michigan under the “Astrea” brand and predecessor brands.³ Astrea also has fiber passing through multiple counties in Wisconsin, Northern Michigan, and Minnesota.⁴

Spectrum does not currently provide telecommunications services and is a wholly-owned subsidiary of Charter Communications, Inc. (Charter Parent). Subsidiaries of Charter Parent provide competitive local exchange carrier (LEC) and other communications services to 32 million residential and business customers across 41 states. The Charter Telcos currently provide service as competitive LECs to customers in Michigan and Wisconsin.⁵ Spectrum Advanced does not provide telecommunications services, but provides other communications services to customers in 41 states. The Charter Entities, each Delaware entities, provide competitive intrastate and interstate telecommunications services and other communications services to business and residential customers in Michigan and Wisconsin.⁶ The Charter Entities are wholly owned, through a series of intervening U.S. limited liability companies, by Charter Communications Holdings, LLC (Charter Communications Holdings), which, in turn, is owned by CCH II, LLC (CCH II) (88.3%) and Advance/Newhouse Partnership (Advance/Newhouse) (10.6%), both Delaware entities. Applicants state that Charter Parent wholly owns CCH II and also holds a 12.42% interest in Advance/Newhouse.⁷ Charter Parent is owned

³ Applicants state that Astrea was formed as Packerland Broadband in 2007 and rebranded in 2019 under the name Astrea. In Michigan, CCI/Astrea provides services in the cities of Crystal Falls, Mackinac Island, Stephenson; towns of Albert, Charlton, Clark, Crystal Falls, Daggett, Garfield, Greenwood, Marquette, Mellen, Menominee, Nadeau, Pickford, Portage, Spalding, and Stephenson; and the villages of Carney, Daggett, and Powers. In Wisconsin, CCI/Astrea provides services in the cities of Augusta, Gillet, Greenwood, Pittsville, and Oconto Falls; the towns of Amberg, Angelica, Arpin, Auburndale, Bagley, Beecher, Blackwell, Brazeau, Bryon, Carson, Chase, Chippewa, Dexter, Elcho, Enterprise, Fifield, Gillett, Goodman, Green Valley, Hansen, Harland, Jacobs, Kekoskee, Lake, Lena, Laona, Leroy, Lincoln, Lomira, Maple Valley, Marshfield, Mellen, Morse, Nashville, Oconto Falls, Pembine, Pound, Schoepke, Sigel, Solon Spring, Spruce, Stephenson, Stiles, Underhill, Upham, Washington, Waubeno, Williamstown, Wonewoc, and Wood; and the villages of Arpin, Auburndale, Bonduel, Brownsville, Butternut, Cecil, Coleman, Crivitz, Fall Creek, Hewitt, Junction City, Lena, Nichols, Pound, Solon Springs, Suring, Union Center, Vesper, Wausaukee, and Wonewoc. Applicants state that Astrea participates in the Affordable Connectivity Program and will continue to participate in the program following the consummation of the proposed transaction.

⁴ Applicants state that Astrea does not provide service in all the counties its fiber passes through. In Minnesota, CCI/Astrea has fiber that passes through St. Louis County. In Northern Michigan, CCI/Astrea has fiber that passes through Alcona, Chippewa, Dickinson, Gogebic, Iron, Mackinac, Menominee, Monttermency, and Oscoda Counties. In Wisconsin, CCI/Astrea has fiber that passes through Ashland, Barron, Bayfield, Brown, Chippewa, Clark, Dane, Dodge, Douglas, Eau Claire, Florence, Fond Du Lac, Forest, Grant, Iowa, Iron, Juneau, Lafayette, Langlade, Marinette, Marathon, Monroe, Oconto, Onieda, Outagmie, Portage, Price, Sauk, Shawano, Washburn, Winnebago, and Wood Counties.

⁵ Applicants state that each of the Charter Telcos provide competitive LEC services except TWBC, which provides service as an interexchange carrier to customers in Michigan and Wisconsin.

⁶ Affiliates of the Charter Entities provide intrastate and interstate telecommunications services, including point-to-point private line telecommunications services, to customers in Alabama, Arizona, California, Colorado, Connecticut, Florida, Georgia, Hawaii, Idaho, Illinois, Indiana, Kansas, Kentucky, Louisiana, Massachusetts, Maryland, Maine, Minnesota, Missouri, Mississippi, Montana, Nebraska, Nevada, New Hampshire, New Jersey, New Mexico, New York, North Carolina, Ohio, Oregon, Pennsylvania, South Carolina, Tennessee, Texas, Vermont, Virginia, Washington, West Virginia, and Wyoming. Applicants state that Spectrum Advanced does not provide telecommunications services, but provides other communications services to customers in each of these states. Applicants provide additional information on the affiliates of the Charter Entities. See Application at Exh. C; Supplement at 2-4.

by Liberty Broadband Corporation (28.56%),⁸ a U.S. entity, which, in turn, is owned by John Malone (13.96%), a U.S. citizen.⁹

Pursuant to the terms of the proposed transaction, Spectrum will acquire certain assets of CCI, including the assets used by Astrea to provide point-to-point private line telecommunications services to business customers in Michigan and Wisconsin. Following the consummation of the proposed transaction, all of the assets relating to the telephone, cable television, and other communications business of CCI/Astrea in Michigan and Wisconsin, along with CCI/Astrea's existing customers, will be transferred to the Charter Entities.¹⁰

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, convenience, and necessity. We accept the application for filing under section 63.03(b)(2)(i) of the Commission's rules.¹¹

Domestic Section 214 Application Filed for the Acquisition of Certain Assets of CCI Systems, Inc., by Spectrum Mid-America, LLC, Charter Fiberlink CCO, LLC, Charter Fiberlink-Michigan, LLC, Time Warner Cable Information Services (Michigan), LLC, Time Warner Information Services (Wisconsin), LLC, Time Warner Cable Business LLC, and Spectrum Advanced Services, LLC, WC Docket No. 24-31 (filed Jan. 25, 2024).

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 April 10, 2024**, and reply comments **on or**

⁷ A/NPC Holdings LLC (A/NPC Holdings), a Delaware limited liability company, holds a 99% direct interest in Advance/Newhouse. A/NPC Holdings, in turn, is owned by Newhouse Cable Holdings, LLC (Newhouse Cable Holdings) (61.24%) and Advanced Communications Company LLC (38.76%), both New York limited liability companies. Newhouse Cable Holdings is wholly owned by Newhouse Broadcasting Corporation, a New York corporation.

⁸ Liberty Broadband Corporation wholly owns GCI Communication Corp, a provider of telecommunications and other communications services in Alaska. Applicants state that there is no overlap between affiliates of Liberty Broadband and Advance/Newhouse Partnership and the CCI assets that the Charter Entities are acquiring.

⁹ Applicants provide post-consummation ownership information and charts of the relevant entities sitting above the Charter Entities. Application at Exh. B (Current Holders of at Least Ten (10) Percent of the Equity and Voting Power of the Charter Entities); Supplement at Exh. D (Organizational Charts).

¹⁰ Contemporaneously with the closing of the proposed transaction, Applicants state that Spectrum will (1) transfer to the Charter Telcos certain telephone assets that were used by Astrea to offer or provide its point-to-point private line telecommunications services, including Astrea's existing private line customer base in those communities, and (2) transfer to Spectrum Advanced the assets that were used by Astrea to offer or provide interconnected VoIP services, including Astrea's interconnected VoIP customer base. Applicants state that the proposed transaction will result in Spectrum acquiring Astrea's cable television and Internet assets and that, following the consummation of this proposed transaction, Astrea will no longer provide telecommunications or interconnected VoIP services in Michigan or Wisconsin.

¹¹ 47 CFR § 63.03(b)(2)(i).

before April 17, 2024. 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) Gregory Kwan, Competition Policy Division, Wireline Competition Bureau, gregory.kwan@fcc.gov; and
- 2) 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.¹² 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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¹² See 47 CFR § 1.45(c).