Before the
Federal Communications Commission
Washington, D.C. 20554

In the Matter of	)	
	)	
Frontier Communications Parent, Inc. and Verizon Communications, Inc. Application for Consent to Transfer Control	)))	WC Docket No. 24-445

MEMORANDUM OPINION AND ORDER

Adopted: May 16, 2025 **Released: May 16, 2025**

By the Chief, Wireline Competition Bureau; Acting Chief, Office of International Affairs; Acting Chief, Wireless Telecommunications Bureau:

I. INTRODUCTION

1. In this Memorandum Opinion and Order, we approve the applications of Frontier Communications Parent, Inc. (Frontier) and Verizon Communications Inc. (Verizon, together with Frontier, the Applicants), filed pursuant to sections 214 and 310(d) of the Communications Act of 1934, as amended (Act),[1] and sections 1.948, 63.04, 63.18, and 63.24 of the Federal Communications Commission's (Commission or FCC) rules,[2] to transfer control of domestic and international section 214 authorizations and wireless licenses held by wholly-owned subsidiaries of Frontier to Verizon.[3]

2. After carefully and thoroughly reviewing the record and evaluating the likely public interest effects of the proposed transfer, we do not find any material transaction-related public interest harms arising from the proposed transfers of control. Further, we find that certain public interest benefits are likely to be realized, including the upgrading and expansion of Frontier's fiber network. Accordingly, we conclude that granting the applications serves the public interest, convenience, and necessity.[4]

II. BACKGROUND

A. Description of the Applicants

1. Frontier Communications Parent, Inc.

3. Frontier, a publicly-traded Delaware corporation, currently owns and operates more than 50 incumbent local exchange carriers (LECs) and a small number of competitive LECs in 25 states

[1] 47 U.S.C. §§ 214, 310(d).

[2] 47 CFR §§ 1.948, 63.03-.04, 63.18, 63.24.

[3] Joint Application for Consent to Transfer Control of Domestic and International Authority Pursuant to Section 214, WC Docket No. 24-445 (filed Oct. 11, 2024) (Lead Application). Applicants also filed applications to transfer control of Frontier's wireless licenses. The Commission licenses and authorizations subject to the applications are listed in Appendix A of this Memorandum Opinion and Order and include domestic and international section 214 authorizations and wireless licenses and the associated file numbers, where applicable. The wholly-owned subsidiaries of Frontier identified in Appendix A as holding the domestic and international section 214 authority and wireless licenses are collectively referred to herein as the Licensees.

[4] 47 U.S.C. §§ 214, 310(d).

throughout the country and serves urban, suburban, and rural communities.[5] Through its interexchange carrier (IXC) subsidiaries, Frontier also provides intrastate, interstate, and international long-distance service on a resale basis in each of the states where Frontier operates as an incumbent LEC.[6] Frontier's operating subsidiaries offer residential consumers, businesses, and wholesale customers a broad range of communications services available as distinct products or in bundles that include data and Internet services, voice services, video services, access products, advanced hardware/network solutions, and other services.[7]

2. Verizon Communications Inc.

4. Verizon is a publicly traded Delaware corporation in which no individual or entity, including foreign owners, holds a 10% or greater ownership interest. Through its subsidiaries, Verizon provides competitive LEC and IXC services in all 50 states, competitive LEC services in the District of Columbia, and serves as an incumbent LEC in all or portions of the following states/jurisdictions: Connecticut, Delaware, Maryland, Massachusetts, New Jersey, New York, North Carolina, Pennsylvania, Rhode Island, Virginia, and the District of Columbia.[8] Verizon also operates as a nationwide provider of commercial mobile wireless and fixed wireless broadband services.[9] Verizon offers data, video, and voice services and solutions on its networks and platforms.[10]

B. Description of the Transaction and Asserted Post-Transaction Universal Service Fund Commitments

5. On September 4, 2024, Verizon and Frontier entered into an Agreement and Plan of Merger under which Verizon will acquire 100% of Frontier and its subsidiaries (the Transaction). Upon completion of the Transaction, Frontier will become a wholly-owned, direct subsidiary of Verizon and the Licensees will become wholly-owned, indirect subsidiaries of Verizon.[11]

6. The majority of the Licensees to be transferred are currently eligible telecommunications carriers (ETCs) and will continue to be ETCs post-Transaction.[12] Certain of the Licensees currently receive Universal Service Fund (USF) support, including high-cost support.[13] Applicants assert that the

---

[5] The 25 states are Alabama, Arizona, California, Connecticut, Florida, Georgia, Illinois, Indiana, Iowa, Michigan, Minnesota, Mississippi, Nebraska, Nevada, New Mexico, New York, North Carolina, Ohio, Pennsylvania, South Carolina, Tennessee, Texas, Utah, West Virginia, and Wisconsin. Frontier also serves a *de minimis* number of customers in Virginia, which are served by its cross-state border facilities in West Virginia. *See* Lead Application at n.4.

[6] Lead Application at 2; International Section 214 Authorizations Being Transferred, Exh. A to Lead Application.

[7] *Id*. at 3, 8.

[8] *Id*. at 9.

[9] *Id*.

[10] *Id*. at 3.

[11] *Id*.

[12] *Id*. at 10, 12-13 (listing 52 Frontier Licensees that are ETCs and thus eligible to receive high-cost and/or Lifeline support). ETCs must offer the Lifeline discount to qualifying households. *See* 47 CFR §§ 54.101(d), 54.405(a); *see also* 47 CFR part 54, subparts D, E, K, L, M. The Lifeline program provides support to reimburse providers for providing phone, broadband, or bundled services at discounted prices to qualifying low-income households, with enhanced support available for households residing on Tribal lands. 47 CFR §§ 54.401(a), 54.403(a). Eligible services include voice and broadband Internet access service meeting certain requirements. *See* 47 CFR § 54.408.

[13] *See Rural Digital Opportunity Fund Support Authorized for 830 Winning Bids*, AU Docket No. 20-34 et al., Public Notice, DA-22-523, Attach. A at 10-18, 22-25, 41 (WCB/OEA 2022) (*Frontier RDOF Authorization Public Notice*) (authorizing the following Frontier affiliates to receive RDOF support: Citizens Telecommunications

(continued….)

Transaction will not result in any changes to the management, technology, debts, or other matters that would compromise the support recipients' ability to meet their USF high-cost service obligations or other obligations.[14] In this regard, Verizon describes its long-standing experience successfully managing and operating broadband networks,[15] and we note that several Verizon affiliates have been authorized to receive Connect America Fund Phase II (CAF II) support to deploy networks in multiple states.[16] Further, Verizon states that it has the financial means to deploy, operate, and maintain the required networks,[17] commits to completing Frontier's network expansion plans (if not completed before the consummation of the transaction),[18] describes the efforts it will take to significantly improve network reliability,[19] and commits to providing consumers with several low-cost options, bundled discounts, and other features not available through Frontier's current service options.[20]

7. Verizon acknowledges that as a result of the Transaction, it must assume the public interest responsibilities of the USF programs to which the Licensees have committed, including all associated administrative, performance, and deployment obligations and deadlines,[21] regardless of any preexisting or reasonably foreseeable conditions that could impact any of the Licensee's abilities to meet

(Continued from previous page)
Company of California, Citizens Telecommunications Company of Illinois, Citizens Telecommunications Company of West Virginia, Frontier Communications of Ausable Valley, Inc., Frontier Communications of Breezewood, LLC, Frontier Florida LLC, Frontier Southwest Incorporated, and Southern New England Telephone Company); *Connect America Fund Phase II Support Authorized for 387 Winning Bids*, AU Docket No. 17-182, WC Docket No. 10-90, Public Notice, 34 FCC Rcd 9406, Attach. A at 7 (WCB/OEA 2019) (*Frontier CAF II Authorization Public Notice*) (authorizing Frontier California, Inc. to receive CAF II support).

[14] *See* Lead Application at 11.

[15] *See id*. at 5-6.

[16] *See Connect America Fund II Support Authorized for 856 Winning Bids*, AU Docket No. 17-182, WC Docket No. 10-90, Public Notice, 34 FCC Rcd 4725, Attach. A at 21-43 (WCB/OEA 2019) (authorizing each of eight Verizon affiliates to receive CAF II support in nine states). The Commission reviewed and approved Verizon's long-form applications for CAF II support and the information requests, certifications and commitments made in these applications to establish the applicant's technical and financial qualifications are substantially similar to those required of long-form applicants participating in the RDOF program. *Compare Connect America Fund Phase II Auction Scheduled for July 24, 2018; Notice and Filing Requirements and Other Procedures for Auction 903*, AU Docket No. 17-182, WC Docket No. 10-90, Public Notice, 33 FCC Rcd 1428 (2018), *with Rural Digital Opportunity Fund Phase I Auction Scheduled for October 29, 2020; Notice and Filing Requirements and Other Procedures for Auction 904*, AU Docket No. 20-34 et al., Public Notice, 35 FCC Rcd 6077 (2020).

[17] Lead Application at 6.

[18] *Id*.

[19] *Id*. at 6-8.

[20] *Id*. at 11-15.

[21] The Wireline Competition Bureau has provided a summary of the various obligations of authorized RDOF and CAF Phase II support recipients in prior authorization public notices, including in the public notice authorizing Frontier to receive the support relevant to this authorization. As stated in these public notices, the list is not intended to be comprehensive, and all authorized parties are responsible for conducting the due diligence required to comply with USF requirements and the Commission's rules. *See, e.g.*, *Frontier RDOF Authorization Public Notice*, 37 FCC Rcd at 6073-81; *Frontier CAF II Authorization Public Notice*, 34 FCC Rcd at 9406-11. In addition to the requirements and rules specified in the public notices, CAF II and RDOF support recipients must test and certify compliance with the relevant performance requirements in accordance with the uniform framework that has been adopted for measuring and reporting on high-cost performance requirements. 47 CFR § 54.313.

their legal obligations, including any technical, marketplace, and on-the-ground conditions.[22] Verizon also acknowledges that after consummation of the Transaction, it will be responsible for any consequences for noncompliance, regardless of whether the circumstances giving rise to such consequences pre-date or post-date the consummation of the Transaction, including default recovery of support and potential forfeiture penalties, in all supported areas.[23]

C. Transaction Review Process

8. On November 8, 2024, the Wireline Competition Bureau (WCB), Office of International Affairs (OIA), and the Wireless Telecommunications Bureau (WTB) released a Public Notice accepting the Applications for filing and establishing a pleading cycle for public comments.[24] Three parties timely filed comments in response to the Public Notice,[25] and no party filed a petition to deny or comments in opposition to a grant of the Applications. Two parties timely filed reply comments.[26] In response to the comments, Applicants timely filed a joint reply to comments.[27] On January 30, 2025, after the public comment period closed, Verizon filed additional information to supplement the Lead Application.[28] On February 13, 2025, Applicants filed a supplement to the Lead Application to notify the Commission of a pro forma internal reorganization undertaken by Frontier subsequent to filing the Lead Application.[29] In addition, Intrado[30] and the Coalition[31] each submitted multiple *ex parte* filings, and Frontier[32] and Verizon[33] each submitted responses to certain *ex parte* filings.

---

[22] Letter from Nancy J. Victory, Counsel for Verizon to Marlene H. Dortch, Secretary, FCC, at 1 (filed Jan. 30, 2025) (Verizon Supplement); Lead Application at 14 (Verizon acknowledges that the ETC Licensee currently participates in the Lifeline program and will continue to do so after the Transaction is consummated).

[23] *Id*. *See, e.g.*, 47 CFR §§ 54.315(c)(4), 54.320, 54.804(c)(4), 54.806(c).

[24] *Applications Filed for the Transfer of Control of Frontier Communications Parent, Inc. to Verizon Communications Inc.*, WC Docket No. 24-445, Public Notice, DA 24-1132 (WCB, OIA, WTB Nov. 8, 2024).

[25] *See* Coalition for IP Network Transition Comments (Coalition Comments); Intrado Life & Safety, Inc. Comments (Intrado Comments); Communications Workers of America Comments (CWA Comments).

[26] Teliax, Inc. Reply (Teliax Reply); INCOMPAS Reply (INCOMPAS Reply).

[27] Frontier and Verizon Reply (Applicants' Reply).

[28] Verizon Supplement.

[29] Letter from Jennifer L. Kostyu and Adam D. Krinsky, Counsel for Frontier and Nancy J. Victory, Counsel for Verizon to Marlene H. Dortch, Secretary, FCC (filed Feb. 13, 2025) (Second Supplement) (stating that on January 18, 2025, certain assets were transferred from Frontier Florida LLC to Frontier Tampa Bay FL Fiber 1 LLC, both wholly-owned indirect subsidiaries of Frontier). Applicants contend that the internal reorganization does not change or otherwise affect Frontier's business or customers that would be acquired by Verizon under the proposed Transaction.

[30] Letter from Lauren Kravetz, Vice President Government Affairs, Intrado Life & Safety, Inc., to Marlene H. Dortch, Secretary, FCC, WC Docket No. 24-445, PSHSB Docket No. 21-479, PS Docket Nos. 15-80, and 13-75, ET Docket No. 04-35 (filed Dec. 12, 2024) (Intrado Dec. 12, 2024 *Ex Parte*); Letter from Lauren Kravetz, Vice President Government Affairs, Intrado Life & Safety, Inc., to Marlene H. Dortch, Secretary, FCC (filed Mar. 1, 2025) (Intrado Mar. 1, 2025 *Ex Parte*).

[31] Letter from Robert H. Jackson, Counsel to Coalition for IP Network Transition, to Marlene Dortch, Secretary, FCC (filed Jan. 28, 2025) (Coalition Jan. 28, 2025 *Ex Parte*); Letter from Robert H. Jackson and Adam M. Davis, Counsel to Coalition for IP Network Transition, to Marlene Dortch, Secretary, FCC (filed Mar. 11, 2025) (Coalition Mar. 11, 2025 *Ex Parte*); Letter from Robert H. Jackson and Adam M. Davis, Counsel to Coalition for IP Network Transition, to Victoria Goldberg, Division Chief, Pricing Policy Division, FCC (filed Apr. 2, 2025) (Coalition Apr. 2, 2025 *Ex Parte*); Letter from Robert H. Jackson and Adam M. Davis, Counsel to Coalition for IP Network Transition, to Marlene Dortch, Secretary, FCC (filed Apr. 8, 2025) (Coalition Apr. 8, 2025 *Ex Parte*).

III. STANDARD OF REVIEW AND PUBLIC INTEREST FRAMEWORK

9. Pursuant to sections 214(a) and 310(d) of the Act,[34] we must determine whether the proposed transfer of control to Verizon of licenses and authorizations held and controlled by wholly-owned subsidiaries of Frontier will serve the public interest, convenience, and necessity. In making this determination, we first assess whether the proposed transaction complies with the specific provisions of the Act, other applicable statutes, and the Commission's rules.[35]

10. If the proposed transaction does not violate a statute or rule, we then consider whether the transaction could result in public interest harms by substantially frustrating or impairing the objectives or implementation of the Act or related statutes.[36] Our competitive analysis, which forms an important part of the public interest evaluation, is informed by, but not limited to, traditional antitrust principles.[37] The United States Department of Justice has independent authority to examine the competitive impacts of proposed mergers and transactions involving transfers of Commission licenses, but the Commission's competitive analysis under the public interest standard is somewhat broader. Notably, the Commission has determined it may impose and enforce transaction-related conditions to ensure that the public interest is served by the transaction.[38]

(Continued from previous page)

[32] Letter from Jennifer L. Kostyu and Daniel H. Kahn, Counsel for Frontier, to Marlene H. Dortch, Secretary, FCC (filed Mar. 21, 2025) (Frontier Mar. 21, 2025 *Ex Parte*).

[33] *See* Letter from Nancy J. Victory, Counsel for Verizon, to Marlene H. Dortch, Secretary, FCC (filed Mar. 31, 2025) (Verizon Mar. 31, 2025 *Ex Parte*); Letter from Nancy J. Victory, Counsel for Verizon, to Marlene H. Dortch, Secretary, FCC (filed Apr. 17, 2025) (Verizon Apr. 17, 2025 *Ex Parte*).

[34] 47 U.S.C. §§ 214(a), 310(d). Section 310(d) of the Act requires that we consider applications for transfer of Title III licenses under the same standard as if the proposed transferee were applying for licenses directly under section 308 of the Act, 47 U.S.C. § 308. *See, e.g.*, *Applications of Level 3 Communications, Inc. and CenturyLink, Inc. for Consent to Transfer Control of Licenses and Authorizations*, Memorandum Opinion and Order, 32 FCC Rcd 9581, 9585, para. 8 (2017) (*CenturyLink-Level 3 Order*); *Application of Verizon Communications Inc. and Straight Path Communications, Inc. for Consent to Transfer Control of Local Multipoint Distribution Service, 39 GHz, Common Carrier Point-to-Point Microwave, and 3650-3700 MHz Service Licenses*, Memorandum Opinion and Order, 33 FCC Rcd 188, 189, para. 5 & n.11 (WTB 2018) (*Verizon-Straight Path Order*); *Applications of GCI Communication Corp., ACS Wireless License Sub, Inc., ACS of Anchorage License Sub, Inc., and Unicom, Inc. for Consent to Assign Licenses to the Alaska Wireless Network, LLC*, Memorandum Opinion and Order and Declaratory Ruling, 28 FCC Rcd 10433, 10442, para. 23 & n.71 (2013) (*Alaska Wireless-GCI Order*).

[35] 47 U.S.C. § 310(d); *CenturyLink-Level 3 Order*, 32 FCC Rcd at 9585, para. 8; *Verizon-Straight Path Order*, 33 FCC Rcd at 190, para. 5; *Alaska Wireless-GCI Order*, 28 FCC Rcd at 10442, para. 23.

[36] *See, e.g.*, *CenturyLink-Level 3 Order*, 32 FCC Rcd at 9585, para 9; *Verizon-Straight Path Order*, 33 FCC Rcd at 190, para. 5; *Alaska Wireless-GCI Order*, 28 FCC Rcd at 10442, para. 23.

[37] *See, e.g.*, *CenturyLink-Level 3 Order*, 32 FCC Rcd at 9585, para. 9; *Verizon-Straight Path Order*, 33 FCC Rcd at 190, para. 6; *Alaska Wireless-GCI Order*, 28 FCC Rcd at 10443, para. 25; *see also Northeast Utils. Serv. Co. v. FERC*, 993 F.2d 937, 947 (1st Cir. 1993) (public interest standard does not require agencies "to analyze proposed mergers under the same standards that the Department of Justice . . . must apply").

[38] *See, e.g.*, *Applications of AT&T Inc. and DIRECTV for Consent to Assign or Transfer Control of Licenses and Authorizations*, Memorandum Opinion and Order, 30 FCC Rcd 9131, 9141, para. 22 (2015) (*AT&T-DIRECTV Order*); *Applications of Comcast Corp., General Electric Co. and NBC Universal, Inc. for Consent to Assign Licenses and Transfer Control of Licenses*, Memorandum Opinion and Order, 26 FCC Rcd 4238, 4249, para. 25 (2011) (*Comcast-NBC Universal Order*); *Application of EchoStar Communications Corp., (A Nevada Corp.), General Motors Corp., and Hughes Electronics Corp (Delaware Corps.) (Transferors) and EchoStar Communications Corp. (A Delaware Corp.) (Transferee)*, Hearing Designation Order, 17 FCC Rcd 20559, 20575, para. 27 (2002) (*EchoStar-DIRECTV HDO*); *see also Application of WorldCom, Inc. and MCI Commc'ns Corp. for Transfer of Control of MCI Communications Corporation to WorldCom, Inc.*, Memorandum Opinion and Order, 13

(continued….)

11. If we determine that a transaction raises no public interest harms or that any such harms have been ameliorated by the Commission-imposed conditions or voluntary commitments, we next consider a transaction's public interest benefits. Applicants bear the burden of proving those benefits by a preponderance of the evidence.[39] As part of our public interest authority, we may impose conditions to ensure for the public the transaction-related benefits claimed by the Applicants.[40]

12. Finally, if we are able to find that transaction-related conditions are able to ameliorate any public interest harms and the transaction is in the public interest, we may approve the transaction as so conditioned or agreed.[41] In contrast, if we are unable to find that a proposed transaction even with such conditions serves the public interest or if the record presents a substantial and material question of fact, then we must designate the application for hearing.[42]

IV. QUALIFICATIONS OF APPLICANTS AND COMPLIANCE WITH COMMUNICATIONS ACT AND FCC RULES AND POLICIES

13. Section 310(d) of the Act requires that the Commission make a determination as to whether the Applicants have the requisite qualifications to hold Commission licenses.[43] Among the factors the Commission considers in its public interest review is whether the applicant for a license has the requisite "citizenship, character, financial, technical, and other qualifications."[44] Therefore, as a threshold matter, the Commission must determine whether the applicants to a proposed transaction meet the requisite qualification requirements to hold and transfer licenses under section 310(d) of the Act and the Commission's rules.[45]

(Continued from previous page)
FCC Rcd 18025, 18032, para. 10 (1998) (*WorldCom-MCI Order*) (stating that the Commission may attach conditions to the transfers); *Applications of T-Mobile US, Inc., and Sprint Corp., for Consent to Transfer Control of Licenses and Authorizations, Applications of American H Block Wireless L.L.C., DBSD Corp., Gamma Acquisition L.L.C., and Manifest Wireless L.L.C. for Extension of Time*, Memorandum Opinion and Order, Declaratory Ruling, and Order of Proposed Modification, 34 FCC Rcd 10578, 10596, para. 42 (2019) (*T-Mobile-Sprint Order*).

[39] 47 U.S.C. § 309(e); *CenturyLink-Level 3 Order*, 32 FCC Rcd at 9586, para. 10; *Verizon-Straight Path Order*, 33 FCC Rcd at 190-91, para. 7; *Alaska Wireless-GCI Order*, 28 FCC Rcd at 10442, para. 23.

[40] *See, e.g.*, *Alaska Wireless-GCI Order*, 28 FCC Rcd at 10443, para. 26; *Applications of AT&T Inc. and Centennial Communications Corp. for Consent to Transfer Control of Licenses, Authorizations, and Spectrum Leasing Arrangements*, Memorandum Opinion and Order, 24 FCC Rcd 13915, 13929, para. 30 (2009).

[41] *See, e.g.*, *CenturyLink-Level 3 Order*, 32 FCC Rcd at 9586, para. 11; *Verizon-Straight Path Order*, 33 FCC Rcd at 191, para. 8.

[42] 47 U.S.C. § 309(e); *CenturyLink-Level 3 Order*, 32 FCC Rcd at 9586-87, para. 11; *Verizon-Straight Path Order*, 33 FCC Rcd at 191, para. 8; *Alaska Wireless-GCI Order*, 28 FCC Rcd at 10444, para. 27. Section 309(e)'s requirement applies only to those applications to which Title III of the Act applies. *ITT World Communications, Inc. v. FCC*, 595 F.2d 897, 901 (2d Cir. 1979); *CenturyLink-Level 3 Order*, 32 FCC Rcd at 9586-87, para. 11 & n.37.

[43] 47 U.S.C. § 310(d).

[44] 47 U.S.C. §§ 308, 310(d); *see also T-Mobile-Sprint Order*, 34 FCC Rcd at 10596, para. 43; *AT&T-DIRECTV Order*, 30 FCC Rcd at 9142, para. 24; *Applications Filed by Qwest Communications International, Inc. and CenturyTel, Inc. d/b/a CenturyLink for Consent to Transfer Control*, WC Docket No. 10-110, Memorandum Opinion and Order, 26 FCC Rcd 4194, 4201, para. 11 (2011) (*CenturyLink-Qwest Order*); *AT&T Inc. and BellSouth Corporation Application for Transfer of Control*, Memorandum Opinion and Order, 22 FCC Rcd 5662, 5756, paras. 190-91 (2006) (*AT&T-BellSouth Order*).

[45] *See T-Mobile-Sprint Order*, 34 FCC Rcd at 10596, para. 43; *AT&T-DIRECTV Order*, 30 FCC Rcd at 9142, para. 24; *CenturyLink-Qwest Order,* 26 FCC Rcd at 4201, para. 11; *AT&T-BellSouth Order,* 22 FCC Rcd at 5756, para. 191.

14. No party has raised an issue with respect to the basic qualifications of the Applicants. Accordingly, pursuant to Commission precedent,[46] we find that there is no reason to reevaluate the requisite citizenship, character, financial, technical, or other basic qualifications of Frontier or Verizon under the Act or our rules, regulations, and policies.[47] We also find that the Transaction will not violate any statutory provision or Commission rule.

V. POTENTIAL PUBLIC INTEREST HARMS AND BENEFITS

15. In this section, we consider the potential harms and benefits arising from the Transaction. As discussed below, we find that this transaction is likely to result in some tangible benefits by allowing Verizon to build on Frontier's efforts to upgrade and expand its fiber network and to address Frontier's current financial challenges that Applicants maintain could impact network modernization and services for Frontier's customers.[48] While we find that, in certain geographic areas, the parties compete with each other for fiber business data services (BDS) and mass market broadband access services, we find the competitive overlaps for mass market broadband services to be *de minimis* and we find it unlikely that Verizon will attempt to raise prices for BDS because of the merger. We also find that the Transaction is unlikely to result in any other material potential public interest harms. Finally, to the extent commenters have raised concerns regarding IP interconnection or service quality, we find such issues raise questions that are more appropriately addressed through proceedings of general applicability. Overall, we find that there are no potential transaction-related public interest harms and that there are some likely public interest benefits from this Transaction.

A. Potential Public Interest Harms

16. *Horizontal Competitive Effects*. Based on the record evidence, we find that the proposed Transaction is unlikely to have any material adverse horizontal competitive effects. Concerns about horizontal competitive effects are raised when the parties currently provide, or are likely to provide, products or services that consumers view as substitutes within the same relevant geographic market.[49] With respect to mass-market service offerings, the Applicants assert that their incumbent LEC geographic service areas are complementary, and that they do not compete for the same customers in the provision of wired mass-market services except in a few *de minimis* areas.[50] They further maintain that neither party has any plans to significantly expand their wired mass-market services to compete within the other

---

[46] The Commission generally does not reevaluate the qualifications of transferors unless issues related to basic qualifications have been sufficiently raised in petitions to warrant designation for hearing. *See T-Mobile-Sprint Order*, 34 FCC Rcd at 10597, para. 45; *AT&T-DIRECTV Order*, 30 FCC Rcd at 9142, para. 25.

[47] *See T-Mobile-Sprint Order*, 34 FCC Rcd at 10597, para. 44; *AT&T-DIRECTV Order*, 30 FCC Rcd at 9142, para. 25.

[48] Public Interest Statement, Exh. C to Lead Application at 2-4. In an *ex parte* submission, a party alleged that Frontier has entered into agreements to sell certain assets located in Nevada immediately after the Transaction closes, calling into question the veracity of the Applicants' submissions for failure to disclose, and requesting that the Commission take certain actions. *See* Letter from Tariq Ahmad to Marlene H. Dortch, Secretary, FCC (filed Apr. 25, 2025). Frontier responded, stating that it "did not and does not have an agreement with any third party, other than Verizon, to sell its operations in Nevada or any other state." *See* Letter from Jennifer L. Kostyu and Adam D. Krinsky, Counsel for Frontier to Marlene H. Dortch, Secretary, FCC (filed May 8, 2025). *See* Letter from Tariq Ahmad to Marlene H. Dortch, Secretary, FCC (filed May 14, 2025). We find there is no evidence in the record indicating there is a need to reevaluate the qualifications of Frontier nor has a material question of fact been raised regarding Verizon's basic qualifications to be a Commission licensee.

[49] The Commission has stated that a transaction is considered to be horizontal when the parties to the transaction sell products that are in the same relevant product and geographic markets. *See, e.g.*, *T-Mobile-Sprint Order*, 34 FCC Rcd at 10611, para. 79; *AT&T-BellSouth Order*, 22 FCC Rcd at 5672, para. 23 & n.82.

[50] *See* Public Interest Statement, Exh. C to Lead Application at 18-19.

merging party's incumbent LEC service area in the future.[51] With respect to BDS, the Applicants, while acknowledging that Verizon has deployed fiber to some portions of the Frontier incumbent LEC service areas, claim that this fiber is used to support Verizon's mobile wireless network and to serve only a small number of BDS customers.[52] One commenter, INCOMPAS, claims that the merged firm would have "substantial negotiating leverage over partners for [BDS] services," and urges the Commission to condition its approval of the Transaction on the Applicants' agreeing to offer BDS rates no higher than Verizon's current pricing and subject to an annual cap on BDS rate increases.[53]

17. To evaluate potential competitive harms in mass-market broadband Internet access services, we determine the extent of overlaps in the Applicants' networks, the types of offerings provided by the Applicants, and the degree of competition from other providers.[54] With respect to wired mass-market broadband services, our analysis of data from the Broadband Data Collection (BDC) corroborated the Applicants' assertion that there are only *de minimis* overlaps across their incumbent LEC service territories. Further, there is no evidence in the record that either Applicant plans to expand their mass-market wired broadband infrastructure into the other Applicant's territory in the foreseeable future.

18. However, Verizon does offer mass-market fixed wireless broadband services that directly compete with Frontier's wired broadband offerings. Our analysis of the BDC data finds that there are nearly two million Frontier-served broadband serviceable locations (BSLs) that also have access to a Verizon consumer fixed wireless broadband offering. To gauge the degree to which the Transaction may result in competitive harms for these overlapping locations, we use the BDC data to determine the extent of competition from other broadband providers at these locations. We find that approximately 97% of the locations that are served by both Frontier and Verizon wireless services also have at least one other terrestrial broadband provider offering high speed service and, for such locations, there is an average of 1.6 other such terrestrial broadband providers[55] Even if we exclude other fixed wireless service providers, we find that approximately 94% of the locations where both Applicants offer mass-market broadband services still have at least one other competing provider offering high speed terrestrial broadband service. We conclude that, even at the mass-market locations that do not have access to at least one alternative high speed terrestrial broadband provider, the Transaction is unlikely to raise competitive harms because these relatively few locations are scattered across 25 states, and Verizon currently sets a single nationwide price for its mass-market fixed wireless service.[56]

19. To analyze the impact of the Transaction on BDS, we use the latest filing of the Commission's Form 477 deployment data.[57] We identify the census blocks that have any Frontier BDS

---

[51] *Id.*

[52] *Id.*

[53] *Id*. *See also* INCOMPAS Reply at 3. As support for their claim of potential BDS harms, INCOMPAS cites evidence that Frontier's DS1 and DS3 TDM circuit prices are significantly higher in West Virgina than Verizon's pricing of the same circuits in neighboring Virginia.

[54] Staff used the December 2024 BDC data for its analysis. The BDC identifies the broadband serviceable locations (BSLs) where providers offer "best efforts" consumer broadband services. Providers report the speed(s) and technology(s) they have available at each BSL. Staff's analysis excludes satellite broadband service offerings when determining the extent of post-transaction competition from other broadband providers, and would therefore be more likely to find competitive effects. Despite this, staff's analysis finds that competitive effects are unlikely.

[55] For purposes of this analysis, we examined providers offering broadband service to consumers with downlink speeds of at least 100 Mbps and uplink speeds of at least 20 Mbps.

[56] *See, e.g.*, Verizon, 5G Mobile Plan, https://www.verizon.com/home/internet/5g/ (last visited May 16, 2025).

[57] We use the 2021 Form 477 data for our BDS analysis because in addition to the "best efforts" broadband services measured in the BDC, providers responding to the Form 477 data collection were also required to report all census blocks where they offer any Internet access service, including BDS connections with Internet access. A block where

(continued….)

and then determine in which of those blocks Verizon also offers business services.[58] We also examine which of those census blocks has at least one other competing provider that also offers BDS. Using the business location counts from version 4 of the BSL fabric for those census blocks,[59] we find that only 0.2% of the locations in census blocks that are served by both Frontier and Verizon are in census blocks that lack an additional competing cable or fiber provider of BDS. Furthermore, in the blocks with at least one other provider, there is an average of 2.1 other competitors. Given this *de minimis* number of locations lacking another competitor within the census block, and the extent of competition in blocks with at least one other competitor, we find there are no likely material anticompetitive effects in BDS due to the Transaction.

20. Finally, we find INCOMPAS's arguments that the Transaction will lead to competitive harms to be unpersuasive and its evidence not relevant to the prediction of post-merger price changes. INCOMPAS cites a difference in price between Frontier DS3 circuits in West Virginia and Verizon DS3 circuits in Virginia. However, this difference may be due to differences in cost and market conditions between the two geographic areas. In particular, we note that there may be significant deployment cost differences between these two areas—West Virginia has lower population density and is significantly more mountainous—and these differences may explain the observed difference in current pricing. Furthermore, the difference in *current* observed prices provides no basis, by itself, for predicting that prices are likely to rise post-transaction, and INCOMPAS provides no explanation as to why they would.

21. *Quality-of-Service Concerns.* We decline CWA's request that the Applicants be required to explain in more detail Verizon's short- and long-term investment plans for Frontier's network footprint and plant, or adopt binding service-quality-related commitments.[60] CWA expresses concern that Frontier's infrastructure "has suffered extensive service quality issues,"[61] and argues that the Applicants' Public Interest Statement is deficient in specifying Verizon's turnaround plans for Frontier. Specifically, CWA requests more information on: (1) "how rapidly [Verizon tools and technologies] will improve the dilapidated condition of Frontier's copper network in regions that are not targeted for fiber upgrades in the near future[;]" (2) "what equipment upgrades Verizon intends to make to improve service quality[;]" (3) "whether it plans to increase the number of technicians at Frontier to do maintenance work[;]" and (4) "a timeline for such commitments."[62] CWA recommends that we require the Applicants to specify Verizon's plans to comply with state service quality standards, such as "by replicating the successful

(Continued from previous page)
a provider was serving a business customer but was not providing Internet access to that customer would not be included in the Form 477 data, and therefore even the Form 477 collection would tend to understate the extent of deployment by the Applicants and competitors. Finally, we exclude fixed wireless and satellite broadband services from this analysis because these technologies are not typically used for BDS.

[58] We find that, of the nearly 1 million business locations in Frontier's footprint, less than 7% are located in census blocks in which both Frontier and Verizon report offering business services in the 477 data. We also performed this analysis at the census block group but this did not alter our conclusions. In another variant of the analysis, blocks in which Verizon offers both consumer and business services were excluded from the overlap calculations to attempt to correct for "split blocks" in which the two providers have non-overlapping study area boundaries. This correction reduced the estimated business overlap between the applicants in New York and Pennsylvania, but did not materially affect the overall conclusions.

[59] For this analysis, business locations were defined as locations in the BSL fabric with a building type code of non-residential, commercial anchor institutions, or enterprise.

[60] CWA Comments at 2-3.

[61] *Id*. at 3-5.

[62] *Id*. at 2-3.

CWA/Verizon Plant Pride Program."[63] The Applicants respond that service quality issues "are not pertinent to the transaction-review process and are instead best addressed in other proceedings," and, in any event, contend that the Public Interest Statement they submitted with the Application sufficiently responds to these concerns.[64] The Applicants state that Verizon "will conduct an in-depth audit of Frontier's fiber and copper networks, which will help Verizon determine with further precision how to upgrade those networks to meet Verizon's high standards."[65] Additionally, the Applicants state that Verizon "plans to review Frontier's plant and equipment to ensure that it is consistent with Verizon's standards," and "will consider implementing programs" such as the Plant Pride Program that CWA raises, "throughout Frontier's service areas once the Transaction closes."[66] The Applicants add that Verizon "will utilize its innovative tools and technology to improve Frontier's network reliability by deploying systems that aim to identify network problems on a prospective basis and resolve them rapidly if they occur."[67]

22. We find no evidence in the record that would support the imposition of the service quality conditions.[68] The Commission has previously stated that "claims regarding past practices associated with service quality, failing infrastructure, and any other matters that existed prior to the proposed transaction, or future potential business practices are more appropriately addressed through normal dispute resolution processes . . . or by participating in appropriate Commission or state proceedings rather than as part of the review of the instant transaction."[69] CWA agrees that Verizon has the managerial, technical, and financial qualifications to operate Frontier post-transaction,[70] and in fact Verizon has committed in the Public Interest Statement to conduct reviews of Frontier's plant to ensure that, post-transaction, CWA's service-quality concerns are mitigated.[71] On these bases, we decline to request additional information from the Applicants regarding Verizon's post-transaction investment plans in Frontier's network, or to adopt CWA's suggested condition regarding service quality.

23. *Employment.* We also decline CWA's suggestion to require Verizon to increase in-house staffing and curtail use of subcontractors in Frontier's business.[72] Consistent with CWA's concerns, the Commission has recognized, and continues to recognize, that the current workforce needs of the telecommunications industry are critical, and that the telecommunications industry requires a robust and safe workforce to deploy broadband services.[73] Verizon affirms that it will respect existing labor

---

[63] *Id*. at 5-6.

[64] Applicants' Reply at 5.

[65] *Id*. at 4.

[66] *Id*. at 5.

[67] *Id*. at 4.

[68] *Id*. at 5.

[69] *Applications Filed for the Transfer of Control of Authorizations Held by Frontier Communications Corporation, Debtor-in-Possession and Its Wholly Owned Subsidiaries et al.*, WC Docket No. 20-197 et al., Memorandum Opinion and Order and Declaratory Ruling, 36 FCC Rcd 291, 299, para. 21 (WCB/IB/WTB/OEA 2021) (*Frontier 2021 Order*).

[70] CWA Comments at 2.

[71] Public Interest Statement, Exh. C to Lead Application at 2-4; Applicants' Reply at 4.

[72] CWA Comments at 7-8. CWA states that Verizon's collective bargaining agreements with CWA "limit contracting and ensure union workers carry out construction." *Id*. at 7.

[73] *See Lumen Technologies, Inc. and Connect Holding, LLC Application for Consent to Transfer Control*, WC Docket No. 21-350, Memorandum Opinion and Order and Declaratory Ruling, 37 FCC Rcd 9523, 9544, para. 45 (WCB 2022) (*Lumen Order*).

agreements, however, and CWA admits that its concern has existed prior to the Transaction. We thus agree with the Applicants that the issue is not transaction-related and decline to address it here.

24. *IP Interconnection.* We decline proposals submitted by the Coalition, Teliax, and INCOMPAS that we condition approval of the Transaction on a requirement that the Applicants interconnect with all other carriers on an IP basis by a certain date.[74] The commenters argue that Time-Division Multiplexing (TDM) is an outdated technology which makes sourcing equipment and parts for maintenance difficult and expensive,[75] and they claim that the continued use of TDM by the Applicants distorts competition by increasing the access charges interconnecting providers must pay to exchange traffic.[76] They also note that requiring the Applicants to transition their interconnection points to IP would enable NG911, and the STIR/SHAKEN framework—a technology that helps identify and eliminate illegally spoofed robocalls from the voice network—to operate effectively.[77] The Applicants argue that the Coalition fails to tie its request "to any harms attributable to the present Transaction" and that, "to the contrary, their own advocacy makes clear that they are complaining about industry-wide issues for which they propose industry-wide solutions."[78] In *ex parte* presentations responding to the

---

[74] *See* Coalition Comments at 9-10 (proposing various conditions relating to IP interconnection); Teliax Reply at 6, 12, 15 (same); INCOMPAS Reply at 4-5 (urging the Commission to adopt the Coalition's proposed condition requiring Applicants to interconnect with all other carriers on an IP basis). The Coalition specifically proposes that we "[d]irect the Applicants to identify any interconnection or traffic agreements where interstate, interexchange IntraLATA and third-party transit traffic are exchanged on an IP basis[; r]equire the Applicants using TDM/FGD networks and charging access therefor to submit current accounting data . . . for those networks and services[; e]stablish a deadline for the Applicants to convert their networks to all-IP-based interconnection with an interim step of imposing an obligation of having at least 60% of sold services based on IP technologies by January 2026[;] . . . . establish technical and business frameworks that support the widespread deployment and utilization of IP technologies[; and] implement measures that require Applicants to submit reports . . . evidencing their progress toward meeting these IP technology adoption obligations." Coalition Comments at 9. Relatedly, Teliax specifically proposes that we "[r]equire Verizon and Frontier to negotiate and implement IP interconnection agreements with all interconnecting carriers by a date certain[; r]equire Verizon and Frontier to make a public reference offer of interconnection, including rates and conditions, to ensure accountability and regulatory oversight[; and i]mplement safeguards to protect smaller carriers from discriminatory or anti-competitive practices during interconnection negotiations or operations, including expedited FCC review of disputes." Teliax Reply at 6. Teliax also requests that we "require Applicants to maintain compatibility with advanced toll-free routing functionalities during and after the IP transition[;] provide clear and detailed accounting for the costs associated with toll-free and other intelligent call flows to prevent anti-competitive pricing or unjustified cost-shifting[; and e]stablish a clear, enforceable timeline for the retirement of TDM networks and the universal adoption of IP interconnection." Teliax Reply at 14.

[75] *See* Coalition Comments at 3-5; Teliax Reply at 3, 9-10.

[76] *See* Coalition Comments at 6, 7-9; Teliax Reply at 3, 9-10, 13 (arguing that, by offering IP-to-IP interconnection to their own affiliates while denying it to competitors, the Applicants could be accused of giving undue preference to their own entities); *see also* Intrado Comments at 3-4 ("Verizon and Frontier are two of the main offenders that refuse to interconnect wireline traffic in SIP. Frontier, in particular, is actively thwarting attempts in multiple states to fully deploy NG911 networks by denying direct IP interconnection to NG911 networks, and affirmatively moving to compel TDM interconnection at their RLEC service edge in state arbitration proceedings.").

[77] *See* Coalition Comments at 6-7; INCOMPAS Reply at 4-5. The Coalition argues that, "[s]o far, there is no good solution for making STIR/SHAKEN work with TDM technology." *Id.* at 7. We note that the Commission recently adopted a notice of proposed rulemaking seeking comment on ways to address illegally spoofed robocalls over non-IP networks, such as TDM. *See Closing the Non-IP Caller ID Authentication Gap; Call Authentication Trust Anchor*, WC Docket No. 17-97, Notice of Proposed Rulemaking, FCC 25-25 (Apr. 29, 2025).

[78] Applicants' Reply at 7, 8, 9-10. Given our decision to decline commenters' conditions related to IP interconnection and access charges on the grounds that they are not transaction-related, we do not reach the Applicants' argument that adopting them would be arbitrary and capricious in violation of the APA, or exceed our authority under the Communications Act. *See id.* at 10-13. *See also* Verizon Apr. 17, 2025 *Ex Parte* at 1-2 (noting

(continued….)

Applicants' Reply, the Coalition concedes that "all ILECs should be required to offer IP interconnection to any requesting carrier," but argues that "a simple rulemaking proceeding without a thorough, public examination of actual TDM-FGD investments would not be sufficient" given that the Commission does not have a rule requiring incumbent LECs "to file regulated accounting information . . . for its TDM/FGD networks."[79] Nevertheless, the Coalition concludes that the Transaction "can be approved by the Commission without the Coalition's proposed conditions" if "the Commission were to open a new proceeding now that examined the level of ILEC undepreciated investment in those technologies and create a hard end date for their mandatory use."[80] Frontier notes that the Coalition "addresses issues that are before the Commission in active policymaking proceedings."[81] The Applicants also respond to commenters' allegations that Verizon declines to interconnect on an IP-basis with competitive LECs while offering IP services to other customers, noting that, while it engages in interconnection at data centers with carriers exchanging a sufficient volume of traffic, it has also developed a "new technical standard for connecting over the Internet . . . to provide another interconnection option for smaller local providers."[82]

25. We agree with Applicants that the suggested conditions proposed by the Coalition, Teliax, and INCOMPAS mandating IP interconnection do not address potential transaction-related harms. Commission precedent is clear that issues of general applicability that concern the industry "are best addressed through rulemaking proceedings rather than the transaction-review process."[83] We find that the Applicants' interconnection practices—and the supposed harms that commenters allege arise from such practices—do not stem from the Transaction itself, but instead predate it, by the Coalition's own admission.[84] We therefore conclude that addressing such alleged harms is better suited to other fora.

26. *Decommissioning of TDM Circuits and Impact on 911 Services.* We similarly reject the proposed conditions submitted by Intrado, which would require Applicants to "proactively investigate the potential impact to 911 before decommissioning TDM circuits by consulting with downstream 911 vendors and/or State 911 Authorities and providing a detailed statement in any future discontinuance or network change notices."[85] Intrado argues that, "over the past few years, Applicants and the other

(Continued from previous page)

that "[t]he Coalition's requested relief makes clear that its issues are unrelated to Verizon's acquisition of Frontier and thus there is no basis for imposing a condition on the Transaction.").

[79] Coalition Jan. 28, 2025 *Ex Parte* at 5; *see also* Coalition Mar. 11, 2025 *Ex Parte* at 1 ("As an alternative to imposing conditions on the Applicants, we urged the Commission . . . to require IP interconnection . . . .").

[80] Coalition Jan. 28, 2025 *Ex Parte* at 6.

[81] Frontier Mar. 21, 2025 *Ex Parte* at 1.

[82] Verizon Mar. 31, 2025 *Ex Parte* at 2.

[83] Applicants' Reply at 7 (citing *General Motors Corp. and Hughes Elecs. Corp., Transferors and the News Corp. Ltd., Transferee, for Authority to Transfer Control*, MB Docket No. 03-124, Memorandum Opinion and Order, 19 FCC Rcd 473, 534, para. 131 (2004)). *See Connect America Fund; A National Broadband Plan for Our Future; Establishing Just and Reasonable Rates for Local Exchange Carriers; High-Cost Universal Service Support; Developing an Unified Intercarrier Compensation Regime; Federal-State Joint Board on Universal Service; Lifeline and Link-Up; Universal Service Reform—Mobility Fund*, WC Docket Nos. 10-90, 07-135, 05-337, 03-109, GN Docket No. 09-51, CC Docket Nos. 01-92, 96-45, WT Docket No. 10-208, Report and Order and Further Notice of Proposed Rulemaking, 26 FCC Rcd 17663, 18044-45, paras. 1009-11, 1335-98 (2011) (stating that carriers should begin planning for the transition to IP-to-IP interconnection, and negotiate in good faith in response to requests for IP-to-IP interconnection, and seeking comment regarding specific elements of the policy framework for IP-to-IP interconnection).

[84] *See, e.g.*, Coalition Jan. 28, 2025 *Ex Parte* at 5; Coalition Apr. 2, 2025 *Ex Parte* at 4.

[85] Intrado Comments at 6.

facilities-based[ ] ILECs offering TDM circuit services have been aggressively turning down their copper networks and/or constructively discontinuing these services through exponential price increases without adequate consideration of the impact on critical services such as 911."[86] Intrado adds that, "[b]ecause ILECs and RLECs (including Applicants in several jurisdictions) refuse to interconnect their wireline traffic to the [NG911] network in Session Internet Protocol ('SIP') and insist on TDM interconnection at their service edge, the 911 network is captive to TDM with no viable alternatives for the next three to five years."[87] Intrado thus claims that the Transaction "will almost certainly have a negative and substantial impact to public safety and 911 services through the concentration of facilities-based, legacy TDM services under Verizon."[88] It asserts that "[b]ecause Applicants' public filings and behavior indicate their plan is to continue to mass and accelerated retirement of these TDM circuits and facilities over the next 6-12 months without regard to critical services like 911, the Transaction poses an immediate and irreparable threat to public safety due to the further concentration of the marketplace for TDM/copper-based services . . . ."[89] The Applicants respond noting that Intrado fails to tie its proposed condition to any transaction-specific harms, and they note that "Intrado has advocated similar points about carriers decommissioning their TDM circuits in other regulatory proceedings," and that "because the Applicants have been decommissioning TDM circuits prior to the Transaction, the issue is thereby unrelated to the Transaction."[90]

27. We agree with the Applicants that "Intrado offers no evidence that the degree of decommissioning will materially change as a result of the Transaction,"[91] and thus agree that the issues raised by Intrado do not stem from the present Transaction, and that its proposed conditions would not address a transaction-related harm. As the Applicants note, the Commission has held that a company's preexisting "policy of decommissioning a particular technology does not constitute a transaction-related issue."[92] Intrado itself admits that the Applicants have been decommissioning TDM since before the Transaction, and also that other carriers are engaged in similar plans.[93] For these reasons, we decline to adopt Intrado's proposed conditions.

28. *Access Charges.* We similarly decline the proposed conditions submitted by Intrado, Teliax, and the Coalition to cap or otherwise limit the rates the Applicants may set for access to their TDM or IP circuits.[94] We agree with the Applicants that the Transaction does not create a public interest harm with respect to access charges. The issues raised are not transaction-related but rather pre-existing

---

[86] *Id*. at 1-2.

[87] *Id*. at 2.

[88] *Id*. at 3.

[89] *Id*. at 6.

[90] Applicants' Reply at 8-9.

[91] *Id.* at 9.

[92] *Id.* at 9 (citing *Applications of T-Mobile US, Inc., and Sprint Corporation, for Consent to Transfer Control of Licenses and Authorizations, Applications of American H Block Wireless L.L.C., DBSD Corporation, Gamma Acquisition L.L.C., and Manifest Wireless L.L.C. for Extension of Time*, WT Docket No. 18-197, Memorandum Opinion and Order, Declaratory Ruling, and Order of Proposed Modification, 34 FCC Rcd 10578, 10711, para. 298 & n.1030 (2019) ("Moreover, the phase-out of CDMA networks is already underway and is not a transaction-related issue.")).

[93] *See* Intrado Comments at 1-2.

[94] *See id.* at 7 (requesting rate stabilization for all TDM circuits); Teliax Comments at 5-7 (seeking, for example, conditions imposing a rate equivalency pricing policy and prohibitions on TDM access charges); Coalition Comments; Coalition Jan. 28, 2025 *Ex Parte*; Coalition Mar. 11, 2025 *Ex Parte*; and Coalition Apr. 8, 2025 *Ex Parte*).

and industry wide in nature. We find again that these are broader regulatory policy questions that are more appropriately addressed in a Commission item with broad industry application and therefore decline to take action on this issue here.

B. Potential Public Interest Benefits

29. We next review the potential public interest benefits. The Commission finds a claimed benefit to be cognizable only if it: is transaction-related, is verifiable, and is likely to flow through to consumers and not inure solely to the benefit of the company.[95] We find that the record indicates the Transaction will result in some public interest benefits by enabling Verizon to build on Frontier's efforts to upgrade and expand its fiber network and address challenges that risk Frontier's continued success, including the financial condition of the Frontier operating subsidiaries.[96]

30. Applicants assert that Frontier faces obstacles to its continued growth and long-term competitiveness.[97] After emerging from bankruptcy in 2021, Frontier shifted to a "fiber-first strategy" and targeted passing 10 million locations nationwide with fiber by 2026.[98] Applicants explain that while Frontier is currently on track to complete its plan—having passed 7.2 million locations as of August 2024—it does not have funding in place for further investment or additional fiber buildouts beyond that point.[99] Moreover, they state that Frontier has incurred a significant amount of debt as a result of its efforts.[100] According to Applicants, Frontier's current debt level may impact its ability to obtain additional debt or equity financing on favorable terms, which will make it harder for Frontier to continue investing in fiber at the level necessary to compete and to meet the needs of its customers.[101] Moreover, as the former owner of most of Frontier's facilities, Applicants contend that Verizon is uniquely familiar with portions of Frontier's network, the service areas, and customers at issue.[102]

31. In addition to its financial challenges, Applicants assert that Frontier also faces challenges competing against a growing number of communications service providers.[103] They state that Frontier does not offer bundled service offerings, such as home broadband with mobile wireless service,[104] which Applicants assert they will be able to do after the Transaction is complete.[105] They state that unlike Frontier, Verizon will also offer a "voluntary, nationwide low-income pricing option" that will enhance affordability of home Internet service for eligible customers.[106] Moreover, Applicants state that Verizon will continue to make mobile wireless service available to customers in Frontier's territory, as

---

[95] *See Frontier 2021 Order*, 36 FCC Rcd at 301, para. 25; *T-Mobile-Sprint Order*, 34 FCC Rcd at 10671, para. 214; *CenturyLink-Level 3 Order*, 32 FCC Rcd at 9604, para. 50 (citing *AT&T-BellSouth Order*, 22 FCC Rcd at 5761, para. 202); *AT&T-DIRECTV Order*, 30 FCC Rcd at 9237, paras 273-74.

[96] Public Interest Statement, Exh. C to Lead Application at 2-4.

[97] *Id*. at 2.

[98] *Id*.

[99] *Id*. at 2-3.

[100] From 2021 through June 2024, Frontier invested $4.1 billion upgrading and expanding its fiber network and will need to expend more in 2025 and 2026 to complete its plans to pass 10 million locations. *Id*.

[101] *Id*. at 3.

[102] *Id*.

[103] *Id*.

[104] *Id*.

[105] *Id*. at 13.

[106] *Id*. at 12.

well as offer fixed wireless service in parts of Frontier's territory.

32. In addition, Verizon reports that it has worked with NATE: The Communications Infrastructure Contractors Association regarding Verizon's "approach to tower construction work and engagement."[107] Verizon commits to institute updates to certain practices related to pricing, master service agreements, third party vendors, financial audits, and workforce used by subcontractors, and to continue constructive dialogue with NATE and its members.[108] We accept Verizon's commitment as firm and definite, and expect that it will help ensure that the post-transaction company will invest in its network and strengthen services for all customers.

33. We also recognize Verizon's commitment to equal opportunity employment and nondiscrimination as strengthening its investment and service quality efforts.[109] Verizon states it is modifying its practices, including its leadership structure, training, corporate sponsorships, supplier selection, hiring, career development resources, and public and internal messaging, and has also committed to applying these changes to Frontier following the close of the proposed Transaction.[110] We accept Verizon's commitment to modify its practices as firm and definite, and expect that these changes will prevent DEI discrimination in the post-transaction company, as consistent with the law and the public interest.

34. We received no comments addressing Applicants' claimed benefits. Based on the record before us, we conclude that Verizon is more likely to invest in and improve service quality in the Transaction market areas than Frontier would absent the Transaction. While the record indicates that Frontier has deployed fiber, no commenter disputes that it does not have funding in place for enhanced investment and additional fiber buildouts.[111] Overall, we find that the proposed Transaction will result in public interest benefits and therefore serves the public interest, convenience, and necessity.

VI. CONCLUSION

35. For the reasons discussed above, we conclude that the proposed Transaction will serve the public interest, convenience, and necessity.

VII. ORDERING CLAUSES

36. Accordingly, having reviewed the record in this matter, **IT IS ORDERED**, pursuant to sections 4(i) and (j), 5(c), 214(a), 214(c), 303(r), 309, and 310(d) of the Act, 47 U.S.C. §§ 154(i), 154(j), 155(c), 214(a), 214(c), 303(r), 309, 310(d), and sections 1.948, 63.04, 63.18, and 63.24 of the Commission's rules, 47 CFR §§ 1.948, 63.04, 63.18, 63.24, and pursuant to the authority delegated under sections 0.19, 0.91, 0.131, 0.291, 0.331, and 0.351 of the Commission's rules, 47 CFR §§ 0.19, 0.91, 0.131, 0.291, 0.331, 0.351, that the Applications to transfer control of the licenses and authorizations listed in Appendix A **ARE GRANTED**, in this Memorandum Opinion and Order.

---

[107] Letter from William H. Johnson, Senior Vice President and Deputy General Counsel, Verizon, to Marlene H. Dortch, Secretary, FCC, at 1 (filed May 15, 2025).

[108] *See id*. at 1-3.

[109] *See* Letter from Vandana Venkatesh, Executive Vice President and Chief Legal Officer, Verizon, to Hon. Brendan Carr, Chairman, FCC (filed May 15, 2025).

[110] *See id.* at 2.

[111] Lead Application at 2-3. *See* INCOMPAS Reply at 2-3; CWA Comments at 2 (both stating that they expect Verizon will make investments in Frontier's network). Applicants further contend the Transaction will not impact either company's plans under NTIA's Broadband Equity, Access, and Deployment (BEAD) program—both companies are evaluating BEAD and other broadband opportunities independently of one another, and following closing, Verizon has stated that it will honor all commitments Frontier has made in any broadband grants or deployment programs, including BEAD. Lead Application at 6-7.

37. **IT IS FURTHER ORDERED** that this Memorandum Opinion and Order **SHALL BE EFFECTIVE** upon release, in accordance with section 1.102 of the Commission's rules, 47 CFR § 1.102. Petitions for reconsideration under section 1.106 of the Commission's Rules, 47 CFR § 1.106, may be filed within thirty days of the release date of this Memorandum Opinion and Order.

FEDERAL COMMUNICATIONS COMMISSION

Joseph S. Calascione
Chief, Wireline Competition Bureau

Thomas P. Sullivan
Acting Chief, Office of International Affairs

Joel Taubenblatt
Acting Chief, Wireless Telecommunications Bureau

APPENDIX A

SECTION 214 AUTHORIZATIONS

A. International

The Office of International Affairs grants the following applications for consent to the transfer of control of certain international section 214 authorizations.

File Number	Authorization Holder	Authorization Number
ITC-T/C-20241014-00165	Citizens Telecommunications Company of California Inc.	ITC-214-20080219-00078
ITC-T/C-20241014-00164	Commonwealth Telephone Enterprises, LLC	ITC-214-19960726-00343
ITC-T/C-20241014-00163	Frontier California Inc.	ITC-214-10080219-00063
ITC-T/C-20241014-00162	Frontier Communications of America, Inc.	ITC-214-19971202-00753 ITC-214-20001121-00680
ITC-T/C-20241014-00161	Frontier Communications of the Carolinas LLC	ITC-214-20090528-00564
ITC-T/C-20241014-00160	Frontier Communications of the Southwest Inc.	ITC-214-20090528-00563
ITC-T/C-20241014-00159	Frontier Communications Online Long Distance Inc.	ITC-214-20090528-00565
ITC-T/C-20241014-00158	Frontier Florida LLC	ITC-214-20080219-00064
ITC-T/C-20241014-00157	Frontier Midstates Inc.	ITC-214-20080219-00081
ITC-T/C-20241014-00156	Frontier North Inc.	ITC-214-20080219-00082
ITC-T/C-20241014-00155	Frontier Southwest Incorporated	ITC-214-20080219-00077
ITC-T/C-20241014-00154	Frontier West Virginia Inc.	ITC-214-20080219-00071
ITC-T/C-20241014-00153	GVN Services d/b/a/ Global Valley Long Distance	ITC-214-20020225-00113
ITC-T/C-20241014-00152	SNET America, Inc.	ITC-214-19930716-00119 ITC-214-19950215-00064 ITC-MOD-20041129-00487

B. Domestic

The Wireline Competition Bureau grants the application filed by Frontier Communications Parent, Inc. (Frontier) and Verizon Communications Inc. (Verizon) to transfer control of domestic section 214 authority in WC Docket No. 25-445.[112]

Frontier Entities That Provide Service Pursuant to Blanket Domestic Section 214 Authority

Entity	FCC Registration Number
Citizens Telecommunications Company of California Inc.	0003574316
Citizens Telecommunications Company of Illinois	0003934205
Citizens Telecommunications Company of Minnesota LLC	0004036703
Citizens Telecommunications Company of Nebraska	0004341095
Citizens Telecommunications Company of Nevada	0001596881
Citizens Telecommunications Company of New York, Inc.	0003574548
Citizens Telecommunications Company of Tennessee L.L.C.	0003573391

[112] 47 CFR § 63.04.

Entity	FCC Registration Number
Citizens Telecommunications Company of the White Mountains, Inc.	0003572617
Citizens Telecommunications Company of Utah	0003574506
Citizens Telecommunications Company of West Virginia	0004054938
Citizens Utilities Rural Company, Inc.	0003583937
Commonwealth Telephone Company LLC	0018334029
CTE Telecom, LLC	0017637257
CTSI, LLC	0017637265
Frontier California Inc.	0001536424
Frontier Communications – Midland, Inc.	0005040266
Frontier Communications of America, Inc.	0005042080
Frontier Communications of Ausable Valley, Inc.	0003455896
Frontier Communications of Breezewood, LLC	0003273240
Frontier Communications of Canton, LLC	0003223385
Frontier Communications of DePue, Inc.	0002861979
Frontier Communications of Georgia, LLC	0005450093
Frontier Communications of Illinois, Inc.	0005060371
Frontier Communications of Indiana LLC	0004163317
Frontier Communications of Iowa, LLC	0002574960
Frontier Communications of Lakeside, Inc.	0004156162
Frontier Communications of Lakewood, LLC	0005060413
Frontier Communications of Michigan, Inc.	0006148175
Frontier Communications of Minnesota, Inc.	0002624641
Frontier Communications of Mississippi, LLC	0015453079
Frontier Communications of Mt. Pulaski, Inc.	0005060496
Frontier Communications of New York, Inc.	0004132338
Frontier Communications of Orion, Inc.	0005060512
Frontier Communications of Oswayo River, LLC	0003222221
Frontier Communications of Pennsylvania, LLC	0003271236
Frontier Communications of Rochester, Inc.	0004320081
Frontier Communications of Seneca-Gorham, Inc.	0003399680
Frontier Communications of Sylvan Lake, Inc.	0005060587
Frontier Communications of the Carolinas LLC	0018802660
Frontier Communications of the South, LLC	0005061064
Frontier Communications of the Southwest Inc.	0018802678
Frontier Communications of Thorntown LLC	0005061114
Frontier Communications of Virginia, Inc.	0019892603
Frontier Communications of Wisconsin LLC	0002718971
Frontier Communications Online and Long Distance Inc.	0018812487
Frontier Communications – Prairie, Inc.	0003765823
Frontier Communications – Schuyler, Inc.	0005060314
Frontier Dallas TX Fiber 1 LLC	0033741802
Frontier Florida LLC	0001824804
Frontier Midstates Inc.	0001855543
Frontier North Inc.	0004350237
Frontier Southwest Incorporated	0001680263
Frontier Tampa Bay FL Fiber 1 LLC	0036645976
Frontier Telephone of Rochester, Inc.	0003407491

Entity	FCC Registration Number
Frontier West Virginia Inc.	0002011278
Navajo Communications Company, Inc.	0001671320
Ogden Telephone Company	0003413242
SNET American, Inc.	0003737707
The Southern New England Telephone Company	0003576931

SECTION 310(d) APPLICATIONS

The Wireless Telecommunications Bureau grants the following applications for consent to the assignment and transfer of control of licenses:

Wireless Licenses

File Number	Licensee	Lead Call Sign
0011253400[113]	Citizens Telecommunications Company of California Inc.	KLR825
0011255861	Navajo Communications Company, Inc.	KNKL556
0011255859	Frontier Southwest Incorporated	KG4012
0011255858	Frontier North Inc.	KQK40
0011255857	Frontier Florida LLC	WQIX281
0011255856	Frontier Communications of the Southwest Inc.	KNB36
0011255854	Frontier Communications Holdings, LLC	WRAU425
0011255851	Frontier California Inc.	KF5881
0011255849	Citizens Utilities Rural Company, Inc.	KNLW337
0011255845	Citizens Telecommunications Company of Utah	KFI82
0011255841	Citizens Telecommunications Company of the White Mountains, Inc.	KPR50
0011255837	Citizens Telecommunications Company of Tennessee LLC	WAU236
0011255835	Citizens Telecommunications Company of New York, Inc.	KEH87
0011255829	Citizens Telecommunications Company of Nevada	KYJ80

-FCC-

[113] Applicants have designated this as the lead application for the wireless licenses.