



PUBLIC NOTICE

Federal Communications Commission
445 12th St., S.W.
Washington, D.C. 20554

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DA 18-348
April 6, 2018

**DOMESTIC SECTION 214 APPLICATION FILED FOR THE TRANSFER OF CONTROL OF
TRI-COUNTY TELEPHONE MEMBERSHIP CORPORATION
TO WILKES TELEPHONE MEMBERSHIP CORPORATION**

NON-STREAMLINED PLEADING CYCLE ESTABLISHED

WC Docket No. 18-95

Comments Due: April 20, 2018
Reply Comments Due: April 27, 2018

By this Public Notice, the Wireline Competition Bureau seeks comment from interested parties on an application filed by Tri-County Telephone Membership Corporation (TTMC), Tri-County Communications, Inc. (TCI), and Wilkes Telephone Membership Corporation (WTMC) (collectively, Applicants), pursuant to section 214 of the Communications Act of 1934, as amended, and sections 63.03-04 of the Commission's rules, requesting approval to transfer control of TTMC and TCI to WTMC.¹

TTMC, a North Carolina cooperative association, provides services as an incumbent LEC in Beaufort, Hyde, and Washington Counties in eastern North Carolina. TCI, a North Carolina corporation and wholly owned subsidiary of TTMC, provides competitive LEC, interexchange, and

¹ See 47 U.S.C. § 214; 47 CFR §§ 63.03-04; Domestic Section 214 Application for the Transfer of Control of Tri-County Telephone Membership Corporation and Tri-County Communications, Inc. to Wilkes Telephone Membership Corporation, WC Docket No. 18-95 (filed Mar. 26, 2018) (Application). Applicants also filed applications for the transfer of authorizations associated with international licenses. Any action on this domestic section 214 application is without prejudice to Commission action on other related, pending applications. WTMC is the parent company of RiverStreet Management Services, LLC (RiverStreet), which has two domestic section 214 applications pending at the Commission. *Domestic Section 214 Application Filed for the Transfer of Control of Peoples Mutual Telephone Company and Peoples Mutual Long Distance Company to RiverStreet Management Services, LLC*, WC Docket No. 17-365, Public Notice, DA 18-48 (WCB Jan. 16, 2018) (application by RiverStreet to acquire control of Peoples Mutual Telephone Company (PMTC), an incumbent local exchange carrier (LEC) in Pittsylvania County, Virginia, and PMTC's wholly owned interexchange carrier subsidiary); Domestic Section 214 Application for the Transfer of Control of Ellerbe Telephone Company, Inc. and ETCOM, LLC to RiverStreet Management Services, LLC, WC Docket No. 18-94 (filed Mar. 26, 2018) (application by RiverStreet to acquire control of Ellerbe Telephone Company, Inc. (Ellerbe), an incumbent LEC in Richmond County, North Carolina, and Ellerbe's competitive LEC subsidiary).

video services in Beaufort County and interexchange and video services to TTMC's incumbent LEC customers.

WTMC, a North Carolina cooperative association, provides incumbent LEC services to subscribers in the exchanges of Boomer, Champion, Clingman, and Lomax in western North Carolina, in and around Wilkes County. WTMC wholly owns RiverStreet, a North Carolina corporation, which, in turn, owns 100 percent of the issued and outstanding stock of three other rural North Carolina incumbent LECs: Barnardsville Telephone Company, Inc., Saluda Mountain Telephone Company, Inc., and Service Telephone Company, Inc. Subsidiaries of RiverStreet and WTMC also provide or are authorized to provide competitive LEC services and other telecommunications services in North Carolina and Virginia.² In addition, WTMC wholly owns Wilkes Communications, Inc. (WCI), a North Carolina corporation providing competitive LEC services in areas bordering WTMC's incumbent LEC operations and that provides interexchange and video services in the incumbent LEC and competitive LEC footprints of WTMC and its affiliates. Applicants state that WTMC is owned by its members/subscribers and that no single member/subscriber owns or controls more than five percent of WTMC's equity.

Pursuant to the terms of the proposed transaction, TTMC will merge into WTMC, and TTMC will cease to exist, with WTMC remaining as the surviving entity. TTMC's subsidiary company, TCI, will maintain its separate existence as a wholly owned subsidiary of WTMC. Applicants assert that a grant of the application will serve the public interest, convenience, and necessity. Because the transaction is more complex than usual, in order to analyze whether the proposed transaction would serve the public interest, this application will not be streamlined.³

Domestic Section 214 Application Filed for the Transfer of Control of
Tri-County Telephone Membership Corporation and Tri-County Communications, Inc. to
Wilkes Telephone Membership Corporation, WC Docket No. 18-95
(filed Mar. 26, 2018).

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 and petitions **on or before April 20, 2018**, and reply comments or oppositions to petitions **on or before April 27, 2018**. Comments may be filed using the Commission's Electronic Comment Filing System (ECFS) or by paper. All filings must be addressed to the Commission's Secretary, Office of the Secretary, Federal Communications Commission.

- ☐ 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. Paper filings can be sent by hand or messenger delivery, by commercial overnight

² See Application at 8-10 for a complete description of RiverStreet and WTMC's affiliates that provide telecommunications services. WTMC also holds minority interests in wireless companies holding licenses in North Carolina.

³ 47 CFR § 63.03(c)(1)(v).

courier, or by first-class or overnight U.S. Postal Service mail.

- All hand-delivered or messenger-delivered paper filings for the Commission's Secretary must be delivered to FCC Headquarters at 445 12th St., SW, Room TW-A325, Washington, DC, 20554. The filing hours are 8:00 a.m. to 7:00 p.m. All hand deliveries must be held together with rubber bands or fasteners. All envelopes and boxes must be disposed of before entering the building.
- 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 445 12th Street, SW, Washington DC, 20554.

People with Disabilities: To request materials in accessible formats for people with disabilities (braille, large print, electronic files, audio format), send an e-mail to fcc504@fcc.gov or call the Consumer and Governmental Affairs Bureau at 202-418-0530 (voice), 1-888-835-5322 (tty).

In addition, please provide one copy of each pleading to each of the following:

- 1) Jim Bird, Office of General Counsel, transactionteam@fcc.gov;
- 2) Gregory Kwan, Wireline Competition Bureau, gregory.kwan@fcc.gov;
- 3) Tracey Wilson, Wireline Competition Bureau, tracey.wilson@fcc.gov;
- 4) David Krech, International Bureau, david.krech@fcc.gov;
- 5) Sumita Mukhoty, International Bureau, sumita.mukhoty@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.⁴ 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 data or arguments already reflected in the presenter's written comments, memoranda, or other filings in the proceeding, then 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 Applications 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.⁵ A party or interested person seeking to raise a new issue after the pleading cycle has closed must show good cause why it

⁴ 47 CFR § 1.1200 *et seq.*

⁵ See 47 CFR § 1.45(c).

was not possible for it to have raised the issue previously. Submissions after the pleading cycle has closed that seek to raise new issues based on new facts or newly discovered facts should be filed within 15 days after such facts are discovered. Absent such a showing of good cause, any issues not timely raised may be disregarded by the Commission.

For further information, please contact Myrva Charles at (202) 418-1506 or Gregory Kwan at (202) 418-1191.

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