

**Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, D.C. 20554**

In the Matter of)
)
WEBSTER-CALHOUN COOPERATIVE TELEPHONE) WC Docket No. _____
ASSOCIATION)
SCHALLER TELEPHONE COMPANY)
Transferors)
)
COMMUNICATIONS 1 NETWORK, INC.)
Transferee)
)
For the Transfer of Control of Goldfield Telephone Co., Inc.)
and Goldfield Access Network, L.C. which provide)
interstate interexchange and exchange access services in Iowa)
pursuant to a domestic Section 214 authorization)

TO: Wireline Competition Bureau

**APPLICATION FOR TRANSFER OF CONTROL
OF DOMESTIC SECTION 214 AUTHORIZATIONS**

Webster-Calhoun Cooperative Telephone Association (“Webster-Calhoun”; FRN: 0002-5893-07) and Schaller Telephone Company (“Schaller”; FRN: 0018-4190-44) (collectively, the “Transferors”) and Communications 1 Network, Inc. (“Communications 1” or “Transferee”; FRN: 0002-5941-26) hereby request Commission authorization for the transfer of ultimate control of Goldfield Telephone Company, LLC f/k/a Goldfield Telephone Co., Inc. (“GTC”; FRN: 0002-5958-74) and Goldfield Access Network, L.C. (“GAN”; FRN: 0004-0566-44) from Webster-Calhoun and Schaller to Communications 1. GTC and GAN provide interstate interexchange and exchange access services as an incumbent local exchange carrier (“ILEC”) and a competitive local exchange carrier (“CLEC”), respectively, in the State of Iowa pursuant to domestic Section 214 authorizations.

Goldfield Holdings, LLC (formerly BYC Investments, LLC) (“Goldfield Holdings”; FRN:) currently owns 100 percent of GTC and GAN and will continue to do so after completion of the proposed transaction. At the present time, Webster-Calhoun, Schaller and Communications 1 each own equal 1/3 member shares in Goldfield Holdings. Webster-Calhoun and Schaller have each agreed to sell their member shares in Goldfield Holdings to Communications 1, thereby giving Communications 1 ownership and control of 100 percent of the member shares of Goldfield Holdings. This will give Communications 1 ownership and control of 100 percent of the equity of GTC and GAN. As a result, Communications 1 will obtain ultimate 100 percent ownership and control of the Domestic Section 214 Authorizations of GTC and GAN.

GTC is an Iowa limited liability company that provides local exchange service and exchange access service as an incumbent local exchange carrier (“ILEC”), as well as long distance toll services, in the Goldfield exchange in Wright County in rural north central Iowa. GAN is an Iowa limited liability company that provides local exchange service and exchange access service as a competitive local exchange carrier (“CLEC”) in competition with CenturyLink, as well as long distance toll services, in the Clarion, Eagle Grove, Humboldt and Renwick exchanges in Wright and Humboldt Counties in rural north central Iowa.

Communications 1 is an Iowa corporation that provides local exchange and exchange access services as an ILEC, and also long distance toll services, in the Corwith, Kanawha and Klemme exchanges in Hancock County in rural north central Iowa.

It is not clear whether this application qualifies for streamlined processing. Whereas Communications 1’s Kanawha exchange is adjacent to GTC’s Goldfield exchange, and Communications 1’s Kanawha and Corwith exchanges are each adjacent to GAN’s Renwick exchange, Communications 1 has previously been approved, and has been functioning for

approximately six (6) years, as a substantial 1/3 owner of GTC and GAN. Applicants request streamlined processing if the Bureau finds that it is warranted.

In accordance with the requirements of Section 63.04(a) of the Commission's Rules, the applicants submit the following information:

(1) Name, address and telephone number of each applicant:

Transferors:

Webster-Calhoun Cooperative Telephone Association
1106 Beek Street (P.O. Box 475)
Gowrie, Iowa 50543
Telephone: (515) 352-3151
Facsimile: (515) 352-3026

Schaller Telephone Company
111 West Second Street (P.O. Box 9)
Schaller, Iowa 51053
Telephone: (712) 275-4211
Facsimile: (712)-275-4121

Transferee :

Communications 1 Network, Inc.
105 South Main Street (P.O. Box 20)
Kanawha, Iowa 50447
Telephone: (641) 762-3772
Facsimile: (641)-762-8201

(2) Government, state or territory under the laws of which each corporate or partnership applicant is organized:

Goldfield Telephone, LLC f/k/a Goldfield Telephone Co., Inc. is an Iowa limited liability company.

Goldfield Access Network, LC is an Iowa limited liability company.

Goldfield Holdings, LLC is an Iowa limited liability company.

Communications 1 Network, Inc. is an Iowa corporation.

Schaller Telephone Company is an Iowa corporation.

Webster-Calhoun Cooperative Telephone Association is an Iowa cooperative association.

(3) Name, title, post office address, and telephone number of the officer or contact person to whom correspondence concerning the application is to be addressed:

For Transferors:

Daryl Carlson, EVP/General Manager
Webster-Calhoun Cooperative Telephone Association
1106 Beek Street (P.O. Box 475)
Gowrie, Iowa 50543
Telephone: (515) 352-3151
Facsimile: (515) 352-3026

Missy Kestel, President
Schaller Telephone Company
111 West Second Street (P.O. Box 9)
Schaller, Iowa 51053
Telephone: (712) 275-4211
Facsimile: (712)-275-4121

With a copy to Counsel:
Cody McCullough
Crary Huff Law Firm
329 Pierce Street, #200
Sioux City, Iowa 51101
Telephone: 712.277.4561
Facsimile: 712.224.4532

For Transferee:

Randolph Yeakel, President & CEO
Communications 1 Network, Inc.
105 South Main Street (P.O. Box 20)
Kanawha, Iowa 50447
Telephone: (641) 762-3772
Facsimile: (641)-762-8201

With a copy to Counsel:
Gerard J. Duffy
Blooston, Mordkofsky, Dickens, Duffy & Prendergast, LLP
2120 L Street, N.W. (Suite 300)
Washington, D.C. 20037
Telephone: (202) 659-0830
Facsimile: (202) 828-5568

- (4) **Name, address, citizenship and principal business of any person or entity that directly owns at least ten (10) percent of the equity of the applicant, and the percentage of equity owned by each of those entities:**

Goldfield Access Network, LC (Before and After Transaction)

The name, address, citizenship and principal business of the only entity that will own at least ten (10) percent of the equity and voting power of Goldfield Access Network, LC before and after the proposed transaction are:

<u>Name & Address</u>	<u>Voting & Equity</u>	<u>Citizenship</u>	<u>Principal Business</u>
Goldfield Holdings, LLC 536 North Main Street Goldfield, Iowa 50542	100.00%	Iowa Limited Liability Company	Telecommunications

Goldfield Telephone, LLC (Before and After Transaction)

The name, address, citizenship and principal business of the only entity that will own at least ten (10) percent of the equity and voting power of Goldfield Telephone Company, LLC f/k/a Goldfield Telephone Co., Inc. before and after the proposed transaction are:

<u>Name & Address</u>	<u>Voting & Equity</u>	<u>Citizenship</u>	<u>Principal Business</u>
Goldfield Holdings, LLC 536 North Main Street Goldfield, IA 50542	100.00%	Iowa Limited Liability Company	Telecommunications

Goldfield Holdings, LLC (Before Transaction)

The names, addresses, citizenship and principal businesses of the only entities that own at least ten (10) percent of the equity and voting power of Goldfield Holdings, LLC prior to the proposed transaction are:

<u>Name & Address</u>	<u>Voting & Equity</u>	<u>Citizenship</u>	<u>Principal Business</u>
Communications 1 Network, Inc. 105 South Main Street Kanawha, IA 50447	33.33%	Iowa Corporation	Telecommunications
Schaller Telephone Company 111 West Second Street Schaller, IA 51053	33.33%	Iowa Corporation	Telecommunications
Webster-Calhoun Cooperative Telephone Association 1106 Beek Street Gowrie, IA 50543	33.33%	Iowa Cooperative	Telecommunications

Goldfield Holdings, LLC (After Transaction)

The name, address, citizenship and principal business of the only entity that will own at least ten (10) percent of the equity and voting power of Goldfield Holdings, LLC after the proposed transaction are:

<u>Name & Address</u>	<u>%</u>	<u>Voting & Equity</u>	<u>Citizenship</u>	<u>Principal Business</u>
Communications 1 Network, Inc. 105 South Main Street Kanawha, IA 50447	100.00%		Iowa Corporation	Telecommunications

Communications 1 Network, Inc. (Before and After Transaction)

The names, addresses, citizenship and principal businesses of the only entities that will own at least ten (10) percent of the equity and voting power of Communications 1 Network, Inc. both before and after the proposed transaction are:

<u>Name & Address</u>	<u>%</u>	<u>Voting & Equity</u>	<u>Citizenship</u>	<u>Principal Business</u>
William R. Johnson 2012 Exempt Trust, Wayne Reames, Trustee c/o First Citizens Trust and Investments 2601 Fourth Street SW Mason City, IA 50401	34.34%		Iowa Trust	Investments
Mary L. Johnson 2009 Marital Trust c/o First Citizens Trust and Investments 2601 Fourth Street SW Mason City, IA 50401	26.10%		Iowa Trust	Investments
Mary L. Johnson 2013 Exempt Trust c/o First Citizens National Bank 2601 Fourth Street SW Mason City, IA 50401	13.32%		Iowa Trust	Investments
William R. Johnson 2009 Revocable Trust, William R. Johnson, Trustee c/o First Citizens Trust and Investments 2601 Fourth Street SW Mason City, IA 50401	5.49%		Iowa Trust	Investments

The beneficiaries of these trusts are William R. Johnson and Mary L. Johnson's three children: Susan Weigenant, Melanie Steinkamp, and Sally Manzano, all whom are U.S. citizens and all of whom can be contacted at the 2601 Fourth Street SW address in Mason City, Iowa..

No other individual or entity owns or controls ten (10) percent or more of the equity or voting power of Communications 1 Network, Inc. before or after the transaction.

Schaller Telephone Company (Before and After Transaction)

The names, addresses, citizenship and principal businesses of the only entities that will own at least ten (10) percent of the equity and voting power of Schaller Telephone Company both before and after the proposed transaction are:

<u>Name & Address</u>	<u>Voting & Equity</u>	<u>Citizenship</u>	<u>Principal Business</u>
Steven S. Reimers Family Trust, JoAnn Reimers, Trustee 111 West Second Street Schaller, IA 51053	40.00%	IA Trust	Investments
Melissa Kestel 111 West Second Street Schaller, IA 51053	60.00%	U.S.A.	Telecommunications

The beneficiary of the Steven S. Reimers Family Trust is his daughter, Melissa Kestel, who is a U.S. citizen and may be contacted at 111 West Second Street, Schaller, IA 51053. JoAnn Reimers is the wife of Steven S. Reimers and the mother to Melissa Kestel.

No other individual or entity owns or controls ten (10) percent or more of the equity or voting power of Schaller Telephone Company before or after the transaction.

Webster-Calhoun Cooperative Telephone Association (Before and After Transaction)

Webster-Calhoun Cooperative Telephone Association is a telephone cooperative which has approximately 3,199 members, none of whom directly or indirectly owns or controls ten (10) percent or more of its equity or voting power.

No other individual or entity will directly or indirectly own or control at least ten (10) percent of the equity or voting power of Goldfield Telephone, LLC f/k/a Goldfield Telephone Co., Inc. or Goldfield Access Network, LC after the proposed transaction.

(5) Certification pursuant to 47 C.F.R. §§1.2001 through 1.2003 that no party to the application is subject to denial of Federal benefits pursuant to section 5301 of the Anti-Drug Abuse Act of 1988.

Webster-Calhoun, Schaller and Communications 1 hereby certify, pursuant to 47 C.F.R. §§1.2001 through 1.2003, that no party to the present application is subject to denial of Federal benefits pursuant to section 5301 of the Anti-Drug Abuse Act of 1988.

(6) Description of the transaction:

Communications 1 is purchasing the 1/3 member interest of Webster-Calhoun in Goldfield Holdings, and the 1/3 member interest of Schaller in Goldfield Holdings. Completion of the transaction will give Communications 1 full 100 percent ownership and control of Goldfield Holdings. By virtue of this ownership, Communications 1 will ultimately own and control 100 percent of the issued and outstanding equity interests of GTC and GAN. This 100 percent ownership and control will include ownership and control of the domestic Section 214 authorizations of GTC and GAN.

(7) Description of the geographic areas in which the transferor and transferee (and their affiliates) offer domestic telecommunications services, and what services are provided in each area:

Areas and Services of Goldfield Holdings, LLC

Goldfield Holdings (formerly BYC Investments, LLC) is a holding company that owns GTC and GAN. Goldfield Holdings has no ownership interests in any other entity that offers domestic telecommunications services.

Areas and Services of Goldfield Telephone, LLC, Goldfield Access Network, L.C. and Affiliates.

GTC provides local exchange service and exchange access service as an ILEC in the Goldfield exchange (less than 500 access lines) in Wright County in rural north central Iowa. In addition to local telephone service and custom calling features, GTC offers long distance toll services, high-speed (over fiber) Internet access services to Goldfield area customers.

GAN provides local exchange service and exchange access service as a CLEC in competition with CenturyLink, in the Clarion, Eagle Grove, Humboldt and Renwick exchanges (less than 3,500 access lines) in Wright and Humboldt Counties in rural north central Iowa. In addition to local telephone service and custom calling features, GAN offers long distance toll services, dial-up and high-speed (over fiber and DSL) Internet access services to Clarion, Eagle Grove, Humboldt and Renwick area customers.

Areas and Services of Communications 1 Network, Inc. and Affiliates

Communications 1 provides local exchange and exchange access services as an ILEC in the Corwith, Kanawha and Klemme exchanges (less than 1,200 access lines) in Hancock County in rural north central Iowa. In addition to local telephone service and custom calling features, Communications 1 offers long distance toll services, digital cable television service, and high-speed Internet access services to Corwith, Kanawha, Klemme, Britt, Garner, Belmont and Duncan area customers.

Communications 1 owns a 100.00 percent interest in Comm 1 Connects, Inc., an Iowa corporation that provides CLEC services in Britt, Garner, Belmond and Duncan, Iowa.

Communications 1 owns a 10.00 percent interest in Southern Minnesota Broadband LLC, a Minnesota limited liability company that plans to provide ethernet services to residents in Southern Minnesota.

Communications 1 has no ownership interests in any other entity that offers domestic telecommunications services.

(8) Statement as to how the application fits into one or more of the presumptive streamlined categories in section 63.03 or why it is otherwise appropriate for streamlined treatment:

Due to Communications 1's adjacent service areas with GTC and GAN, this application may not fit within the presumptive streamlined categories in Section 63.03(b) of the Commission's Rules, and streamlined treatment is not requested.

Applicants note that Communications 1 has long held a significant 1/3 member interest in Goldfield Holdings, with no adverse impact upon competition. Communications 1, GTC, GAN and their affiliates are all small rural Iowa RLECs and CLECs with an aggregated market share in the interstate, interexchange market of substantially less than 10 percent. In addition, Communications 1, GTC, GAN and their affiliates have, in combination, far fewer than two percent of the nation's subscriber lines installed in the aggregate nationwide.

(9) Identification of all other Commission applications related to the same transaction:

The Applicants will file an electronic application via the International Bureau Filing System for transfer of control of the International Section 214 authorization for global resale of switched services held by Goldfield Communications Services, Corp. (ITC-214-19970811-00481).

(10) Statement of whether the applicants are requesting special consideration because either party to the transaction is facing imminent business failure:

No party to the transaction is facing imminent business failure at this time. Therefore, the applicants are not requesting special consideration because a party to the transaction is facing imminent business failure.

(11) Identification of any separately filed waiver requests being sought in conjunction with the transaction:

No separately filed waivers or waiver requests are being sought in conjunction with the proposed transaction.

(12) Statement showing how grant of the application will serve the public interest, convenience and necessity, including any additional information that may be necessary to show the effect of the proposed transaction on competition in domestic markets:

The proposed transaction entails the acquisition of 100 percent ownership and control of GTC and GAN by a nearby rural local exchange carrier that current holds a 1/3 ownership interest in them and that has long owned and operated local exchange, exchange access and long distance toll services in rural Iowa. Communications 1 has a long and proven record of investing in its rural networks and communities, and of providing high-quality, state-of-the-art voice, data and video services at affordable rates to its rural service areas. The proposed transaction will ensure that Goldfield, Clarion, Eagle Grove, Humboldt and Renwick area customers will continue to receive high-quality, state-of-the-art voice, data and video services at affordable rates during the foreseeable future.

Conclusion

In light of the foregoing facts and public interest considerations, the Commission is respectfully requested to authorize the transfer of control of Goldfield Holdings, LLC, and ultimately the domestic Section 214 authorizations of Goldfield Telephone Company, LLC f/k/a Goldfield Telephone Co., Inc. and Goldfield Access Network, L.C. from Webster-Calhoun Cooperative Telephone Association and Schaller Telephone Company to Communications 1 Network, Inc. Webster-Calhoun Cooperative Telephone Association and Schaller Telephone Company to Communications 1 Network, Inc. will retain their separate domestic Section 214 authorizations.

Webster-Calhoun Cooperative Telephone Association, Schaller Telephone Company and Communications 1 Network, Inc. reiterate that they certify, pursuant to 47 C.F.R. §§1.2001 through 1.2003, that no party to the present application is subject to denial of Federal benefits pursuant to section 5301 of the Anti-Drug Abuse Act of 1988.

Respectfully submitted,

WEBSTER-CALHOUN COOPERATIVE TELEPHONE ASSOCIATION COMMUNICATIONS 1 NETWORK, INC.

Signature: Daryl Carlson Signature: _____
Printed Name: Daryl Carlson Printed Name: _____
Title: EVP / General Manager Title: _____
Date: NOV. 4 2020 Date: _____

SCHALLER TELEPHONE COMPANY

Signature: _____
Printed Name: _____
Title: _____
Date: _____

Webster-Calhoun Cooperative Telephone Association, Schaller Telephone Company and Communications 1 Network, Inc. reiterate that they certify, pursuant to 47 C.F.R. §§1.2001 through 1.2003, that no party to the present application is subject to denial of Federal benefits pursuant to section 5301 of the Anti-Drug Abuse Act of 1988.

Respectfully submitted,

WEBSTER-CALHOUN COOPERATIVE TELEPHONE ASSOCIATION COMMUNICATIONS 1 NETWORK, INC.

Signature: _____
Printed Name: _____
Title: _____
Date: _____

Signature: _____
Printed Name: _____
Title: _____
Date: _____

SCHALLER TELEPHONE COMPANY

Signature: Missy Kestel
Printed Name: Missy Kestel
Title: President
Date: 11-4-2020

Webster-Calhoun Cooperative Telephone Association, Schaller Telephone Company and Communications 1 Network, Inc. reiterate that they certify, pursuant to 47 C.F.R. §§1.2001 through 1.2003, that no party to the present application is subject to denial of Federal benefits pursuant to section 5301 of the Anti-Drug Abuse Act of 1988.

Respectfully submitted,

**WEBSTER-CALHOUN COOPERATIVE
TELEPHONE ASSOCIATION**

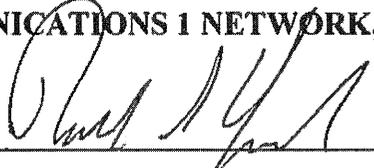
Signature: _____

Printed Name: _____

Title: _____

Date: _____

COMMUNICATIONS 1 NETWORK, INC.

Signature:  _____

Printed Name: Randolph S. Yeakel

Title: President / CEO

Date: 11-4-2020

SCHALLER TELEPHONE COMPANY

Signature: _____

Printed Name: _____

Title: _____

Date: _____