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Via Electronic Filing

Rosemary Chiavetta, Secretary
Pennsylvania Public Utility Commission
Commonwealth Keystone Building
rchiavetta@pa.gov

In Re: PaPUC Docket Nos. A-2020-3020132; A-2020-3020133; A-2020-3020134; A-2020-3020135; A-2020-3020136; A-2020-3020137; A-2020-3020138; A-2020-3020139; A-2020-3020140; A-2020-3020141; A-2020-3020142; A-2020-3020143; A-2020-3020145; A-2020-3020146; A-2020-3020147; A-2020-3020148; A-2020-3020149; A-2020-3020151; A-2020-3020152; A-2020-3020153; A-2020-3020154; A-2020-3020155; A-2020-3020156; A-2020-3020157; A-2020-3020158; A-2020-3020159; A-2020-3020160; A-2020-3020161; A-2020-3020162; and A-2020-3020164

Joint Application of Windstream Holdings, Inc., et al., for Approval of a General Rule Indirect Transfer of Control

Dear Secretary Chiavetta:

We are counsel to Windstream Holdings, Inc., et al., in the above matter and are submitting, with this letter via electronic filing, a supplemental response to the Bureau of Technical Utility Services Data Request 4. The supplemental response provides an update of approval status in other jurisdictions.

Please contact with me with any questions.

Very truly yours,

THOMAS, NIESEN & THOMAS, LLC

By 

Thomas T. Niesen

Enclosure

cc: Marie Intrieri, TUS (via email, w/encl.)
Nicole Winters, Esq. (via email, w/encl.)

**Joint Application of Windstream Holdings, Inc., et al.
for Approval of a General Rule Indirect Transfer of Control
Responses to Staff Inquiries for Review of Transactions
Under 52 Pa. Code §§ 63.321-63.325
Docket No. A-2020-3020132, et al.**

4. Identify all jurisdictions where this or a related transaction has been filed and where approval is being sought. Provide the status of each filing. Distinguish if the filing is an “approval” or a “notice.” If it is an approval, include the date of approval and any conditions imposed. While pending in Pennsylvania, identify any jurisdiction that acts on the transaction and describe the action taken. Provide updates as necessary.

Response:

The table below updates the information provided on June 15, 2020. Only seven (7) jurisdictions remain unresolved, including Pennsylvania. Of the jurisdictions remaining for resolution none are in controversy. Conditions for approval are noted below; none of the proposed conditions affects or delays the terms of the transaction, and none imposes any costs on Windstream.

FCC	Application Pending. FCC Staff has advised they are working with a goal to issue their order by the end of August.
California	Advice Letter Notice Accepted 6/15/20
Colorado	Application Approved 7/15/20*
District of Columbia	Application Approved 7/17/20
Georgia	PSC issued No Action Letter 7/7/20
Indiana	Acknowledgement of Transfer issued 8/4/20
Kentucky	Application Pending. PSC Staff has advised they will issue an order by the end of August.
Louisiana	Acknowledgement of Transfer issued 8/10/20.
Minnesota	Application Pending. Staff’s recommendation for approval has been filed. The approval order is expected in August.
Mississippi	Application Pending. The application will be on the PSC’s agenda at its next meeting.
Nevada	Application Acknowledged and Docket Closed 7/10/20.
New Jersey	Application approved, effective 8/22/20. *
New York	Application approved 8/13/20. *
Ohio	Notice of Transaction Filed and Accepted 5/21/20
South Carolina	Application Approved 6/10/20.
Texas	Application Pending. WIN has provided all supplemental information requested/deemed advisable by PUC Staff.
Virginia	Approval Order issued 7/29/20. Windstream has filed a “Motion for Reconsideration on 8/13/20, not to seek any modifications in the SCC’s substantive ruling, but to provide a factual update to the docket per Staff’s direction. Final resolution expected by the end of August. *

***Approvals with Conditions include:**

Colorado:

1. Windstream must notify the Commission if the transfer of control has been terminated or is not completed within 60 days of the proposed effective date stated in the Application or if the proposed transfer terms are changed prior to the consummation date. The notice shall include the proceeding and decision number(s) which granted the authority to execute the transfer.
2. Windstream Holdings, Inc. shall notify the Commission of the name of the ultimate parent of Windstream Licensees, within 60 days of the proposed effective date of transfer.

New Jersey:

1. Petitioners must notify the Board, and provide a written explanation, if a net loss of New Jersey employees of Petitioners that is greater than fifteen percent (15%) of their total New Jersey employee headcount occurs during the 3-year period from the effective date of this Order.

New York:

1. Windstream must inform the Secretary of the Commission in writing within 30 days of the Transaction closing, that the transfer is complete and that no costs associated with the bankruptcy will be allocated to Windstream New York, Inc.

Virginia:

1. Approval is conditioned upon FCC's approval of "Step 2" of the transaction.
2. Must file proof of the FCC's approval or denial with 10 days of issuance.
3. Once approved by the FCC, must file a report of action with the Virginia Corporation Commission in its Document Control Center within 30 days after closing, which will include the date of completion of the Transfer.