

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

In the Matter of the Joint Application of)	
)	
The New Knoxville Telephone Company)	WC Docket No. 21-_____
)	
<i>Transferor,</i>)	IB File No. ITC-T/C-2021_____
)	
and)	
)	
Schurz Communications, Inc.,)	
<i>Transferee,</i>)	
)	
For Grant of Authority Pursuant to Section 214)	
of the Communications Act of 1934, as)	
Amended, and Sections 63.04 and 63.24 of the)	
Commission’s Rules to Transfer Control of)	
Domestic and International Section 214)	
Authorization Holders to Schurz)	
Communications, Inc.)	

JOINT APPLICATION

The New Knoxville Telephone Company (“Transferors”) and Schurz Communications, Inc. (“Schurz” or “Transferee”) (together, “Applicants”), pursuant to Section 214 of the Communications Act of 1934, as amended (the “Act”), 47 U.S.C. §214, and Sections 63.04, 63.18 and 63.24 of the rules and regulations of the Federal Communications Commission (“FCC” or “Commission”), 47 C.F.R. §§63.04, 63.18 and 63.24, request Commission approval for Transferee to acquire ownership and control of New Knoxville Telephone Company (“Company”), which will result in the transfer of both direct and indirect control to Transferee of the following Section 214 authority holders: Company and GoldStar Communications, LLC (“GoldStar”). GoldStar is a subsidiary of Company, which Company controls and in which

Company owns 98% of the ownership interests.¹ Company and GoldStar are collectively referred to herein as the Licensees.

As discussed in more detail below, Company and Schurz have entered into an agreement whereby Schurz will acquire all of the ownership interests in Company and, indirectly, all of Company's ownership interests in GoldStar and other non-regulated subsidiaries. The Transaction (as described in Section II) will not result in any loss or impairment of service for any of the Licensees' customers and will have no adverse effects upon competition in any areas where the Licensees provide communications service, the rest of the United States, or abroad. Indeed, as a result of the proposed Transaction, Company will gain access to the financial resources and management expertise of Schurz and its affiliates. Consequently, the Commission should find that the change in the ownership of the Licensees will serve the public interest.

Pursuant to Section 63.04(b) of the Commission's rules, 47 C.F.R. §63.04(b), the Applicants are filing a combined application for the proposed transfer of control of Licensees' domestic and international authorizations ("Joint Application").² The Applicants provide below the information required by Sections 63.24(e)(2) and 63.04(a)(6) through (a)(12) of the Commission's rules, 47 C.F.R. §§63.24(e)(2), 63.04(a)(6)-(12).

In support of this Joint Application, Applicants provide the following information:

¹ The remaining 2% ownership of GoldStar is held by Preston Meyer, General Manager of GoldStar. Immediately prior to the closing of the Transaction (as described in **Section II**), Mr. Meyer will assign his ownership interest in GoldStar to Company, such that GoldStar will become a wholly owned subsidiary of Company.

² Concurrently herewith, Company is filing FCC Form 603 applications to seek consent for the transfer of control of certain wireless licenses held by the Company and Goldstar.

I. DESCRIPTION OF THE APPLICANTS

A. The New Knoxville Telephone Company and GoldStar Communications, LLC (Transferor and Licensees)

Company, an Ohio corporation, is a broadband communications provider headquartered in New Knoxville, Ohio, that has operated in the local community since 1905 as the incumbent local exchange carrier (“ILEC”).³ Company holds a majority ownership in GoldStar,⁴ a competitive local exchange carrier (“CLEC”) and interexchange service provider (“IXC”). The Licensees, together with Company’s wholly owned subsidiary NK Telco, Inc., an Ohio corporation,⁵ provide a combination of voice, data, and video services, and other ancillary communications services in rural markets in Ohio. Company’s network currently has approximately 600 route miles of fiber-optic cable; 70 miles of coaxial cable; and 100 miles of its legacy copper access network. The ownership of Company is widely held, and no interest holder holds a 10% or greater interest. The current ownership of the Licensees is set forth in **Exhibit A**.

B. Schurz Communications, Inc. (Transferee)

Schurz, organized as a corporation under the laws of Indiana, is a diversified privately-owned, nationwide communications company incorporated in 1873. Schurz started in the publishing business with both daily and weekly newspapers in various communities. Over the years Schurz added the operations of radio, television, digital media, and cable television / broadband facilities. Schurz exited the publishing, broadcast and radio business over the past

³ Company does not provide international service, but provides services as a billing agent for other providers of international services, including GoldStar.

⁴ See note 1.

⁵ NK Telco, Inc. is a non-regulated entity that provides cable television and Internet service.

five years while expanding its broadband operations and adding cloud service based companies to its portfolio.

Schurz is a privately held company operated by members of the Schurz family, led by Mr. Todd Schurz, President and CEO of Schurz. The Mishawaka, Indiana-company through its wholly-owned affiliates, provides high-capacity broadband, video, and voice services to communities in Arizona, Iowa, Maryland, Minnesota, Nebraska, South Dakota, Vermont and Wisconsin through five separately owned and operated cable providers. Schurz currently does not have a competitive presence in Ohio.

II. DESCRIPTION OF THE TRANSACTION

Pursuant to the Agreement and Plan of Merger, dated as of July 30, 2021, by and among the Joint Applicants, Schurz will acquire all of the outstanding equity interests in Company (the “Transaction”). Schurz will acquire control through a newly formed, wholly owned subsidiary, Good River Broadband, Inc. (hereafter “Merger Sub”), an Ohio corporation that was created solely for the purpose of completing the change in ownership as described in this Joint Application. Specifically, Merger Sub will merge with and into the Company, whereupon the separate existence of Merger Sub will cease and the Company will be the surviving corporation. Immediately prior to closing of this Transaction, the two percent owner of GoldStar, Preston Meyer, will sell his minority interest in GoldStar to Company, thereby making GoldStar a wholly owned subsidiary of Company.⁶ As a result of the Transaction, Company will become a direct, wholly owned subsidiary of Schurz. GoldStar will be a wholly owned subsidiary of the Company, and therefore, will become an indirect wholly owned subsidiary of Schurz.⁷ Diagrams

⁶ See note 1.

⁷ NK Telco, Inc. will also become a wholly owned indirect subsidiary of Schurz.

depicting the pre- and post-Transaction corporate ownership structures are appended hereto as **Exhibits A and B.**

III. PUBLIC INTEREST CONSIDERATIONS

Approval of this Joint Application and the proposed Transaction is consistent with the public interest. Company and GoldStar have a long history of providing wireline telecommunications services, broadband Internet, and video service to customers in rural areas of Ohio. The Applicants anticipate that the Transaction will continue to advance the Licensees' network migration to an advanced, state-of-the-art fiber-based infrastructure, which will permit the Licensees to bring even more innovative and competitive service offerings to even more customers in Ohio. The Licensees expect to continue to deliver superior customer service over the new advanced network infrastructure that will be developed.

In addition, the Transaction will be seamless to customers and will not affect any of the operations or legal identities of the Licensees or other non-regulated subsidiaries. After the transfer of control, the Licensees will continue to provide high-quality communications services under their existing brand names on reasonable terms and conditions to customers. Thus, there will be no interruption of service.

Specifically, the Transaction will have no adverse impact on the customers or operations of the Licensees, and upon closing of the Transaction, the Licensees will continue to provide service at the same rates, terms, and conditions, as governed by existing tariffs and contracts, which are subject to change in the ordinary course of business. Future changes, if any, in rates,

terms, and conditions of service will be made in accordance with applicable rules and notice requirements.⁸

Existing management and employees of the Licensees will remain in place upon closing of the Transaction. Therefore, the Company will continue to have a strong local presence in the markets it currently serves. The Licensees will continue to serve customers under their existing authorizations. The Licensees' entities and service provider trade names will remain intact immediately upon closing, and the only change immediately following the closing will be the new ownership of the Licensees, which will be transparent to customers.

Finally, Schurz expects that the Transaction will enable the Licensees to access additional capital, management, and technical resources that will make them stronger competitors. Because the Licensees will continue serving the same markets with such advantages, this Transaction presents no risk of harm to competition. To the contrary, this Transaction will enhance competition in the Licensees' existing markets.

IV. INFORMATION REQUIRED BY SECTION 63.24(e)

See **Section II** of this Joint Application, above, for a narrative of the Transaction and transfer of control. See **Section II** of this Joint Application, above, for the public interest statement. Pursuant to Section 63.24(e)(2) of the Commission's Rules, the Applicants submit the following information requested in Section 63.18(a)-(d) and (h)-(p) in support of this Joint Application:

⁸ The Transaction does not raise any slamming concerns or necessitate compliance with procedures to notify customers prior to carrier-to-carrier sale or transfer of subscribers as it does not involve a change in any customer's existing service provider. The customers of each of the Licensees will remain with their service provider and will continue to receive services pursuant to each Licensee's existing authorizations. Accordingly, there are no changes in customers' preferred carrier, and no further filings or authorizations are required under the FCC's carrier selection rules, 47 C.F.R. §64.1120 *et seq.*, or under analogous state rules.

63.18(a) Name, address, and telephone number of each Applicant:

Transferor(s):

The New Knoxville Telephone Company FRN: 0004328688
301 W. South Street
P.O. Box 219
New Knoxville, Ohio 45871
Tel: (419) 753-2457

CLEC Subsidiary of The New Knoxville Telephone Company:

GoldStar Communications, LLC FRN: 0005059779
301 W. South Street
P.O. Box 219
New Knoxville, Ohio 45871
Tel: (419) 753-4653

Non-Regulated Subsidiary of The New Knoxville Telephone Company:

NK Telco, Inc. FRN: 0008612111
301 W. South Street
P.O. Box 219
New Knoxville, Ohio 45871
Tel: (419) 753-5000

Transferee:

Schurz Communications, Inc. FRN: 0008712937
1301 E. Douglas Road, Suite 200
South Bend, Indiana 46545
Tel: (574) 247-7737

63.18(b) Jurisdiction of Organizations:

Transferor(s): Company/Transferor is an Ohio corporation.

CLEC Subsidiary: GoldStar is an Ohio limited liability company.

Non-Regulated Subsidiary: NK Telco, Inc. is an Ohio corporation.

Transferee: Schurz/Transferee is an Indiana corporation.

63.18(c) Answer to Question 10: Correspondence concerning this Joint

Application should be sent to:

For Transferor(s):

Donald L. Herman, Jr.
Robin E. Tuttle
Herman & Whiteaker, LLC
6720-B Rockledge Drive, Suite 150
Bethesda, MD 20817
Tel: 202-600-7273
Fax: 202-706-6056
dee@hermanwhiteaker.com
rtuttle@hermanwhiteaker.com

For Transferee:

K.C. Halm
Heather Moelter
Davis Wright Tremaine LLP
1301 K Street, NW, Suite 500 East
Washington, DC 20005
Tel: 202-973-4287
Fax: 202-973-4487
kchalm@dwt.com
heathermoelter@dwt.com

63.18(d) Section 214 Authorizations:

Transferor(s): Company/Transferor is authorized to provide domestic interstate service by virtue of blanket domestic Section 214 authority. *See* 47 C.F.R. §63.01.

GoldStar: CLEC Subsidiary GoldStar is authorized to provide domestic interstate service by virtue of blanket domestic Section 214 authority. *See* 47 C.F.R. §63.01. GoldStar also holds international Section 214 authority to provide global or limited global resale services granted in IB File No. ITC-214-20210701-00104.

Transferee: Schurz/Transferee currently does not hold any Section 214 authorizations.⁹

⁹ Schurz, however, is a parent company to several wholly-owned affiliates that hold existing 214 authorizations issued by the Commission, including: Champlain Broadband, LLC (DA 18-652 and ITC-T/C-20180418-00077); Hiawatha Broadband Communications, Inc. DA 18-133 and ITC-214-20071113-00536; and Long Lines, LLC (International resale authorization pursuant to ITC-214-20060724-00362). Further, Schurz's wholly-owned affiliates provide high-capacity broadband, video, and voice services to communities in Arizona, Iowa, Minnesota, Iowa, Nebraska, South Dakota, Vermont, and Wisconsin through five separately owned and operated service providers. Specifically, Schurz affiliates providing these services are: (1) Antietam Broadband, incorporated as Antietam Cable Television, LLC (f/k/a Antietam Cable Television, Inc.), a limited liability company formed under the laws of Indiana, serving Hagerstown, Maryland and surrounding communities in Washington County, Maryland; (2) Long Lines, LLC, a limited liability company formed under the laws of Delaware, serving sixteen communities in Iowa, Nebraska, and South Dakota; and, (3) Orbitel Communications, LLC, a limited liability company formed under the laws of Arizona, serving the City of Maricopa, Arizona, and surrounding planned communities (also in Arizona): Sun Lakes, Sun Bird, Robson Ranch, SaddleBrooke, and SaddleBrooke Ranch; (4) Champlain Broadband, LLC, serving customers in Chittenden County, Vermont; and (5) Hiawatha Broadband Communications, Inc., serving customers in Minnesota and Wisconsin. Schurz does not have

63.18(h) Answer to Questions 11 and 12: Following completion of the Transaction, GoldStar will be a wholly owned subsidiary of Company.¹⁰ The following entities will hold, directly or indirectly, a ten percent (10%) or greater interest in the Licensees upon completion of the Transaction as calculated pursuant to the Commission's ownership attribution rules for wireline and international telecommunications carriers:

Post Transaction Ownership:

Upon completion of the Transaction, the following entity will directly, wholly own the CLEC subsidiary GoldStar:

Name:	New Knoxville Telephone Company, Inc.
Address:	301 W. South Street New Knoxville, Ohio 45871
Citizenship:	U.S. (Ohio)
Principal Business:	Communications
Interest Held:	100%

Upon completion of the Transaction, the following entity will directly, wholly own the Transferor, New Knoxville Telephone Company, Inc.:

Name:	Schurz Communications, Inc.
Address:	1301 E. Douglas Road, Suite 200 South Bend, Indiana 46545
Citizenship:	U.S. (Indiana)
Principal Business:	Holding Company
Interest Held:	100%

The following entities own or control 10% or more of the Transferee, Schurz, and its wholly owned affiliate, Merger Sub (Good River Broadband, Inc.):

any other affiliates offering telecommunications service, or other interests in any other telecommunications service provider.

¹⁰ See note 1.

Name: Schurz Communications Voting Trust Agreement
(an irrevocable trust formed under the laws of
Indiana) (“Voting Trust”)
Address: 1301 E. Douglas Road, Suite 200
Mishawaka, IN 46545
Citizenship: USA
Principal Business: Trust
% Interest Held: 75.17% voting interest

Trustees of the Voting Trust with a voting interest of 10% or greater in
the Trust are as follows:

None.

Beneficiaries of the Voting Trust with an equitable interest of 10% or greater in the
Trust are as follows:

Name: Franklin D. Schurz, Jr.
Address: 389 Derek Way
Bozeman, MT 59718
Citizenship: U.S. Citizen
Principal Business: Trustee
% Interest Held: 28%

Name: Kathryn F. Schurz
Address: 50 Coe Road, Unit 226
Belleair, FL 33756
Citizenship: U.S. Citizen
Principal Business: Trustee, and Chairman of Schurz Communications, Inc.
% Interest Held: 19%

Name: Mary Ann Schurz
Address: 10713 Bratton Ct.
Williamsport, MD 21795-1434
Citizenship: U.S. Citizen
Principal Business: Shareholder
% Interest Held: 19%

Name: Laura E. Ray
Address: 17565 Green Oaks Ct.
Granger, IN 46530-6921
Citizenship: U.S. Citizen
Principal Business: Trustee & Shareholder
% Interest Held: 15%

There is no other entity or individual with a direct or indirect 10 percent or greater equity or voting interest in Schurz or Good River Broadband, Inc.

63.18(i)-(o) Certifications

Affiliation with foreign carriers (per 47 C.F.R. 63.18(i)): Applicants certify that they are not foreign carriers, nor are they affiliated with foreign carriers, nor will they become affiliated with foreign carriers as a result of this Transaction.

Provision of international telecommunications to certain destination countries (per 47 C.F.R. 63.18(j)): Applicants certify that they do not seek to provide international telecommunications services to any destination country where: (1) an applicant is a foreign carrier in that country; (2) an applicant controls a foreign carrier in that country; (3) any entity that owns more than 25 percent of an applicant, or that controls an applicant, controls a foreign carrier in that country; or, (4) two or more foreign carriers (or parties that control foreign carriers) own, in the aggregate more than 25 percent of an applicant and are parties to, or the beneficiaries of, a contractual relation affecting the provision or marking of international basic telecommunications service in the United States.

Certifications required per 47 C.F.R. 63.18(k), (l), and (m): Not applicable.

No special concessions (per 47 C.F.R. 63.18(n)): Applicants certify that they have not agreed to accept special concessions directly or indirectly from any foreign carrier with respect to any U.S. international route where the foreign carrier possesses market power on the foreign end of the route and will not enter into such agreements in the future.

Not subject to denial of federal benefits (per 47 C.F.R. 63.18(o)): Applicants certify that no applicant is subject to denial of federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1998. *See* 21 U.S.C. § 853a; *see also* 47 C.F.R. §§ 1.2001-1.2003.

63.18(p) Request for Streamlined Treatment

This Joint Application qualifies for streamlined processing pursuant to Section 63.12 of the Commission's Rules, 47 C.F.R. §63.12, because neither of the Applicants, nor Company's subsidiary GoldStar, is affiliated with any foreign or dominant U.S. carrier whose international switched or private line services that GoldStar seeks authority to resell, and GoldStar does not request authority to provide switched basic services over private lines to a country for which the Commission has not previously authorized the provision of switched services over private lines.

V. INFORMATION REQUIRED BY SECTION 63.04

Pursuant to Commission Rule 63.04(b), 47 C.F.R. §63.04(b), the Applicants submit the following information in support of their request for domestic Section 214 authority to transfer direct control of Company and indirect control of GoldStar to Schurz in order to address the requirements set forth in Section 63.04(a)(5)-(12) of the Commission's Rules:

63.04(a)(5) In addition to the certifications provided in the electronic application for the transfer of control of the international Section 214 authorization, which is a part of this Joint Application, the Applicants individually certify, pursuant to Sections 1.2001 through 1.2003 of the Commission's Rules, 47 C.F.R. §§1.2001-1.2003, that they are not subject to a denial a Federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. §862, because of a conviction for possession or distribution of a controlled substance.

63.04(a)(6) A description of the proposed Transaction is set forth in **Section II** above.

63.04(a)(7) Licensees provide intrastate and/or interstate telecommunications services in rural Ohio. Specifically, Company is authorized to provide local exchange, exchange access, intraLATA exchange, and interexchange services in Ohio. GoldStar is authorized to provide

competitive local exchange, exchange access, intraLATA exchange, interexchange, and international services in Ohio. Schurz does not provide any communications services.

As explained above, Schurz's wholly owned affiliates provide high-capacity broadband, video, and voice services to communities in Maryland, Iowa, Nebraska, South Dakota, Arizona, Minnesota, and New Hampshire.

63.04(a)(8) In addition to the answer provided above regarding the international Section 214 authorization transfer of control application, pursuant to Rule Section 63.18(p), the Applicants' domestic Section 214 transfer of control application is eligible for streamlined processing pursuant to Section 63.03(b)(1)(ii), 47 C.F.R. §63.03(b)(1)(ii), of the Commission's Rules. Schurz is not a telecommunications provider, but rather a holding company that owns operating subsidiaries that provide a range of communications services in several states.

63.18(a)(9) Through this Joint Application, Applicants seek authority with respect to both international and domestic Section 214 authorizations (this Joint Application is being separately and concurrently filed with respect to both types of authorities in compliance with Section 63.04(b) of the Commission's Rules). In addition, the appropriate submissions will be made with respect to the wireless licenses held by Company or the Subsidiaries.

63.18(a)(10) No party is requesting special consideration because it is facing imminent business failure.

63.18(a)(11) The Applicants do not seek a waiver in connection with this Joint Application.

63.18(a)(12) The Applicants provide a statement showing how grant of the Joint Application will serve the public interest, convenience, and necessity is provided in **Section III** above.

VI. CONCLUSION

For the reasons stated above, Applicants respectfully submit that the public interest, convenience, and necessity would be furthered by a grant of this Joint Application to transfer ownership and control of the Licensees to Schurz/Transferee.

Respectfully submitted,

/s/

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Robin E. Tuttle
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Counsel for Schurz Communications, Inc.

Dated: September 13, 2021

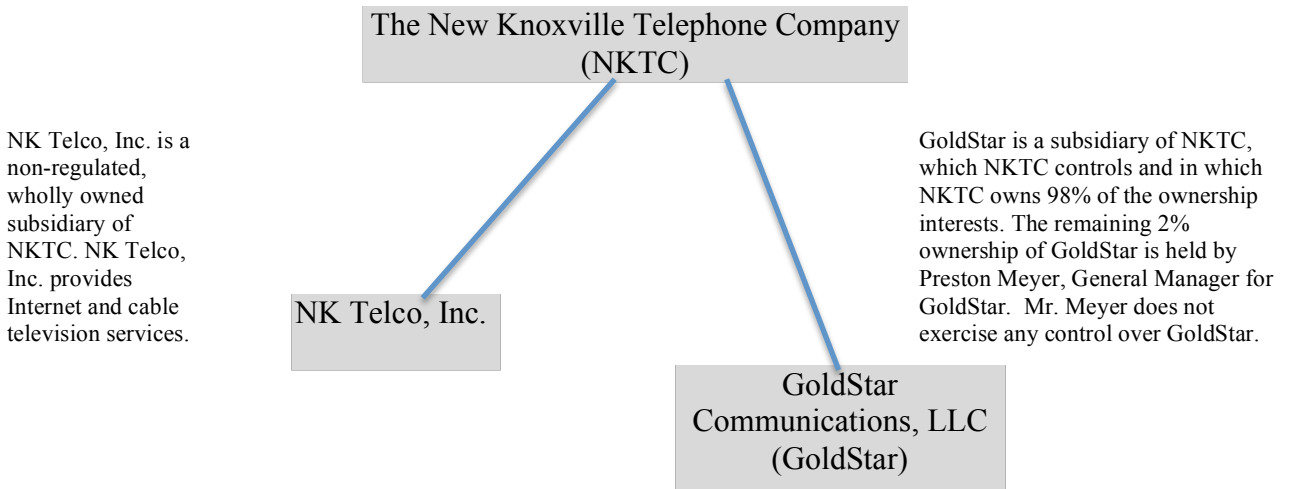
Attachment A

Pre-Transaction Corporate Organizational Chart

Exhibit A

The New Knoxville Telephone Company Current Ownership

The New Knoxville Telephone Company is a widely held corporation. No shareholder owns a ten (10) percent or greater interest in the company.



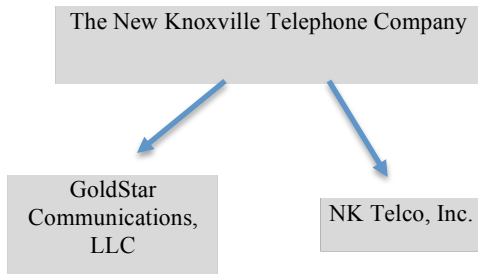
Attachment B

Post-Transaction Corporate Organizational Charts

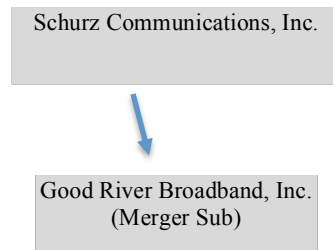
Exhibit B

The New Knoxville Telephone Company Proposed Merger Diagram

Pre-Deal New Knoxville

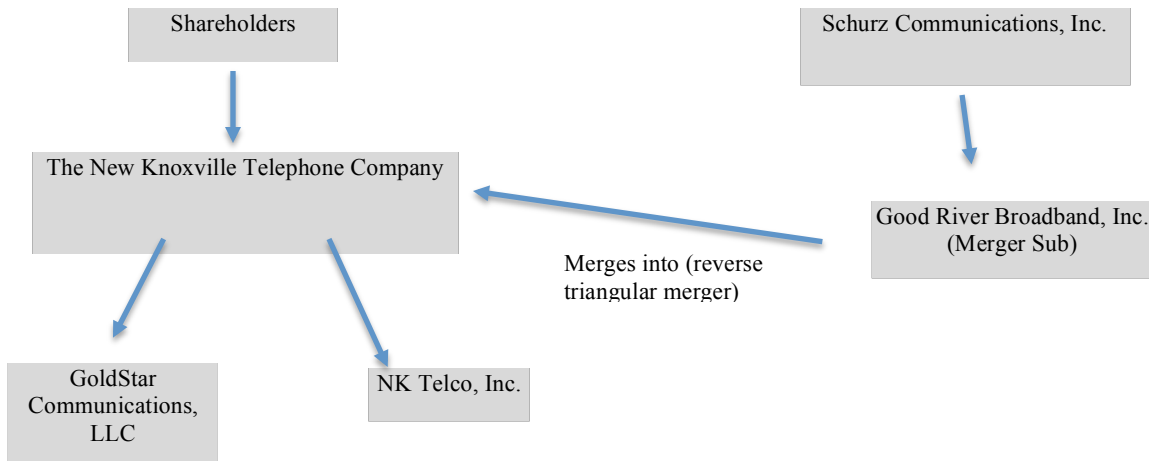


Pre-Deal Schurz

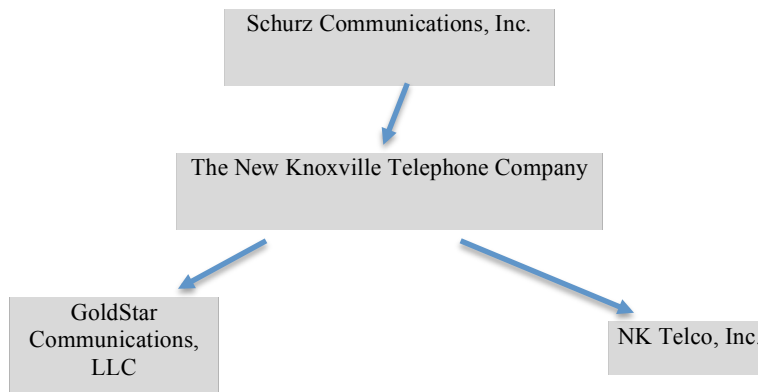


Deal

Cash and other consideration.



Post-Deal



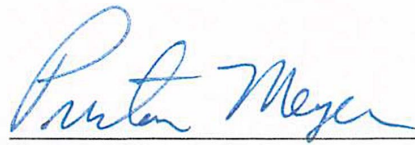
VERIFICATION OF TRANSFEROR

I, Preston Meyer, hereby declare that:

1. I am the General Manager for The New Knoxville Telephone Company (“New Knoxville”) and GoldStar Communications, LLC (“GoldStar”).
2. I am authorized to make this declaration on behalf of New Knoxville and GoldStar.
3. The statements in the foregoing Joint Application relating to New Knoxville and GoldStar are true and correct to the best of my knowledge.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on this 13th day of September, 2021.



Preston Meyer
General Manager
The New Knoxville Telephone Company
and
GoldStar Communications, LLC

Dated: September 13, 2021

VERIFICATION
(Transferee)

I, Brian Lynch, hereby declare that:

- (a) I am Senior Vice President of Schurz Communications, Inc. ("Schurz")
- (b) I am authorized to make this declaration on behalf of Schurz.
- (c) The statements in the foregoing application relating to Schurz are true and correct to the best of my knowledge.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on this 13th day of September, 2021.



Brian Lynch
Senior Vice President of
Schurz Communications, Inc.