

Attachment 1

**Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, DC 20554**

Joint Application of)
Citizens Communications Corporation,) WC Docket No. 20-_____
Transferor,)
and)
Green Hills Telephone Corporation,)
Transferee,)
For Consent to Transfer Control of the Domestic)
Section 214 Authority Held by Citizens Telephone)
Company of Higginsville, Missouri, and the)
Domestic and International Section 214 Authority)
Held by Citizens Long Distance Company to)
Green Hills Telephone Corporation, Pursuant to a)
Share Purchase and Sale Agreement)

**JOINT APPLICATION OF CITIZENS COMMUNICATIONS
CORPORATION, TRANSFEROR, AND GREEN HILLS TELEPHONE
CORPORATION, TRANSFEE, FOR CONSENT TO TRANSFER CONTROL OF
THE DOMESTIC SECTION 214 AUTHORITY HELD BY CITIZENS TELEPHONE
COMPANY OF HIGGINSVILLE, MISSOURI, AND THE DOMESTIC AND
INTERNATIONAL SECTION 214 AUTHORITY HELD BY CITIZENS LONG
DISTANCE COMPANY TO GREEN HILLS TELEPHONE CORPORATION**

Pursuant to Section 214 of the Communications Act of 1934, as amended (the “Act”), 47 U.S.C. § 214, and Sections 63.01, 63.03, 63.04, 63.18, and 63.24 of the rules and regulations of the Federal Communications Commission (“FCC” or “Commission”), 47 C.F.R. §§ 63.01, 63.03, 63.04, 63.18, and 63.24, Citizens Communications Corporation (“CCC” or “Transferor”) and Green Hills Telephone Corporation (“Green Hills” or “Transferee”) (collectively, the “Applicants”) hereby request Commission consent for the transfer of control of the domestic

Section 214 authority held by Citizens Telephone Company of Higginsville, Missouri (“CTC”), and the domestic and international Section 214 authority held by Citizens Long Distance Company (“CLD”), to Green Hills pursuant to a Share Purchase and Sale Agreement (“Agreement”). The transfer of control pursuant to the Agreement is hereinafter referred to as the transaction.

As required by Section 63.04(b) of the Commission’s rules, 47 C.F.R. § 63.04(b), Section V of this Joint Application provides the additional information required for the transfer of control as contemplated by the transaction. In Section IV of this Joint Application, the Applicants provide the information required by Sections 63.18 and 63.24 of the Commission’s rules, 47 C.F.R. §§ 63.18 and 63.24, for the transfer of the international Section 214 authorization.

The Applicants request expeditious approval of the transaction. The transaction will not result in a change of the terms and conditions of service to the current CTC or CLD customers and raises no competitive issues. Expeditious approval of the transaction will serve the public interest by allowing for increased operational efficiencies and by allowing customers to continue to receive services without interruption.

I. DESCRIPTION OF THE APPLICANTS

A. Citizens Communications Corporation

CCC is the parent holding company of CTC and CLD¹ with its headquarters in Higginsville, Missouri. CCC owns, beneficially and of record, all of the outstanding capital stock of CTC and CLD.

¹ Citizens Cablevision, Inc., a cable service provider with headquarters in Higginsville, Missouri, is also a wholly owned subsidiary of CCC, and will also be acquired by Green Hills in the transaction.

CTC is a rural telephone company and incumbent local exchange carrier (“ILEC”) with its headquarters in Higginsville, Missouri. CTC provides local exchange service and broadband Internet access service in the Higginsville exchange in Lafayette County in west central Missouri. CTC serves approximately 2,300 access lines. CTC has elected to receive Universal Service Fund (“USF”) support under the Alternative Connect America Cost Model II (“ACAM-II”).

CLD is an interexchange service provider with its headquarters in Higginsville, Missouri. CLD offers resold domestic and international long distance services.

B. Green Hills Telephone Corporation

Green Hills is a rural telephone cooperative and ILEC with its headquarters in Breckenridge, Missouri. Green Hills is 100% owned by its members and no member has a 10% or greater ownership. Green Hills provides local exchange service in the exchanges of Avalon, Bogard, Breckenridge, Cowgill, Dawn, Knoxville, Lock Springs, Ludlow, Mooresville, Polo, Stet, Tina, and Wheeling, in Livingston, Caldwell, Linn, Carroll, Ray, and Daviess counties in north central Missouri. Green Hills serves approximately 2,400 access lines. Green Hills has elected to receive USF support under ACAM-II. The officers of Green Hills are: David Misel, President; Roy Thomas, Vice President; David Adams, Executive Vice President and General Manager; and Curt Shonk, Secretary. The directors of Green Hills are: William Gilliland, Philip Griffith, Willard Wood, Howard Baker, Steve Tarr, Carolyn Shaffer, and Jeff Riley.

Green Hills offers resold domestic and international long distance services through its wholly owned subsidiary, Green Hills Communications, Inc. (“GH Communications”), an interexchange service provider with its headquarters in Breckenridge, Missouri. Green Hills also

offers broadband Internet access service through GH Communications under the doing business as name Green Hills Technologies.

Green Hills Area Cellular Telephone, Inc. (“GH Cellular”) is a wholly owned subsidiary of Green Hills with its headquarters in Breckenridge, Missouri. GH Cellular operates under the doing business as name of Green Hills Telecommunications Services (“GH Telecom”), which is a competitive local exchange carrier (“CLEC”) providing local exchange services in the Kingston, Norborne, Chillicothe, Hamilton, and Braymer exchanges in Livingston, Caldwell, Linn, Carroll, Ray, and Daviess counties in north central Missouri. AT&T is the ILEC in the Chillicothe exchange and CenturyLink is the ILEC in the Kingston, Norborne, Hamilton, and Braymer exchanges.

GH Communications offers resold domestic and international long distance services to GH Telecom subscribers. Green Hills Technologies offers broadband Internet access service to GH Telecom subscribers.

Other than the entities identified herein, Green Hills has no other telecommunications operations.

II. DESCRIPTION OF THE TRANSACTION

Applicants have entered into the Agreement, dated as of May 7, 2020, pursuant to which Green Hills will acquire all of the stock of CTC and CLD from CCC. Green Hills will then own 100% of the stock of CTC and CLD. The transaction will not result in a change to the terms and conditions of service pursuant to which CTC and CLD provide service to their customers.

III. PUBLIC INTEREST STATEMENT

Approval of the transaction will serve the public interest, convenience, and necessity. A grant will permit the continued, uninterrupted provision of high-quality service to customers.

The consummation of the transaction and transfer of control of the service provided by CTC and CLD will not result in an interruption, reduction, loss or impairment of services to any subscriber, and the Applicants are not aware of any harms to customers or to the market that will result from the consummation of the transaction. CTC and CLD are small telephone companies and will benefit from greater operational and administrative efficiencies as a result of the transaction and the acquisition by Green Hills.

Since CTC and Green Hills have both elected to receive ACAM-II support, Green Hills anticipates that approval of the transaction will not be subject to the imposition of the conditions adopted in the *Hargray/ComSouth Order*,² and that CTC and Green Hills will both continue to operate under the ACAM-II requirements.

IV. INFORMATION REGARDING THE TRANSFER OF DOMESTIC AND INTERNATIONAL SECTION 214 AUTHORIZATIONS

In support of this Joint Application, the Applicants submit the following information pursuant to Section 63.24(e) of the Commission's rules, including the information requested in Section 63.18(a)-(d) and (h)-(p), 47 C.F.R. §§ 63.18(a)-(d), (h)-(p), 63.24(e).

§ 63.18(a) Name, address, and telephone number of each applicant.

Transferor:

Citizens Communications Corporation
1905 Walnut Street
P.O. Box 737
Higginsville, MO 64037
Phone: 650-584-2111
Attention: Brian L. Cornelius
FRN: 0024132623

² *Joint Application of W. Mansfield Jennings Limited Partnership and Hargray Communications Group, Inc., for the Consent to the Transfer of Control of ComSouth Corporation Pursuant to Section 214 of the Communications Act of 1934*, WC Docket 18-52, Memorandum Opinion and Order, FCC 18-62 (rel. May 11, 2018) (“*Hargray/ComSouth Order*”).

Authorization Holders:

Citizens Telephone Company of Higginsville, Missouri
1905 Walnut Street
P.O. Box 737
Higginsville, MO 64037
FRN: 0002504298

Citizens Long Distance Company
1905 Walnut Street
P.O. Box 737
Higginsville, MO 64037
FRN: 0003730678

Transferee:

Green Hills Telephone Corporation
7926 NE State Route M
Breckenridge, MO 64625
Phone: 660-644-5411
Attention: David Adams
FRN: 0003736238

§ 63.18(b) State under the laws of which each applicant is organized.

CCC is a corporation organized under the laws of the state of Missouri. Green Hills is a corporation organized under the laws of the state of Missouri.

ANSWER TO QUESTION 10 IN THE INTERNATIONAL SECTION 214 AUTHORIZATION TRANSFER APPLICATION FORM -- §§ 63.18(c) and (d)

§ 63.18(c) Name, title, address, and telephone number of an officer for each applicant and legal counsel.

Transferor:

Brian L. Cornelius
President
Citizens Communications Corporation
1905 Walnut Street
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Higginsville, MO 64037
Phone: 650-584-2111
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Transferee:

David Adams
EVP and General Manager
Green Hills Telephone Corporation
7926 NE State Route M
Breckenridge, MO 64625
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§ 63.18(d) Statement about previous international Section 214 authorizations for each applicant.

CLD holds an international Section 214 authorization, File No. ITC-214-19990827-00542.

GH Communications holds an international Section 214 authorization, File No. ITC-214-19981021-00725.

ANSWER TO QUESTION 11 IN THE INTERNATIONAL SECTION 214 AUTHORIZATION TRANSFER APPLICATION FORM -- § 63.18(h)

§ 63.18(h) Disclosable Interest Holders in Green Hills.

Green Hills is wholly owned by its members and there are no ten percent (10%) or greater interest holders in Green Hills.

ANSWER TO QUESTION 12 IN THE INTERNATIONAL SECTION 214 AUTHORIZATION
TRANSFER APPLICATION FORM -- § 63.18(h)

**§ 63.18(h) Interlocking Directorates with Foreign Carriers for Green Hills and
GH Communications.**

There are no interlocking directorates with a foreign carrier.

ANSWER TO QUESTION 13 IN THE INTERNATIONAL SECTION 214 AUTHORIZATION
TRANSFER APPLICATION FORM -- § 63.24(e)

See Section II of this Joint Application above, for a narrative of the transaction. See
Section III of this Joint Application, above, for the public interest statement.

ANSWER TO QUESTION 20 IN THE INTERNATIONAL SECTION 214 AUTHORIZATION
TRANSFER APPLICATION FORM -- § 63.18(p)

§ 63.18(p) Statement Regarding Streamlined Processing.

This application for transfer of control of international Section 214 authority qualifies for
streamlined processing pursuant to Section 63.12 of the Commission's rules, 47 C.F.R. § 63.12,
because Green Hills is not affiliated with any foreign or dominant U.S. carrier whose
international switched or private line services Green Hills seeks authority to resell, and Green
Hills does not provide and 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 REGARDING TRANSFER OF CONTROL OF DOMESTIC
SECTION 214 AUTHORITY**

In support of this Joint Application and in accordance with the requirements of the
Commission's rule Section 63.04(b), 47 C.F.R. § 63.04(b), the Applicants submit the following
additional information:

§ 63.04(a)(6) Description of the Transaction.

The Applicants describe the transaction in Section II of this Joint Application.

§ 63.04(a)(7) Geographic Areas Served and Services Provided.

The Applicants describe the geographic areas in which they offer domestic telecommunications services and the services that are provided in each area in Section I of this Joint Application.

§ 63.04(a)(8) Statement Regarding Streamlined Treatment.

The Applicants do not qualify for presumptive streamlined processing pursuant to Section 63.03(b), 47 C.F.R. § 63.03(b), but the Applicants request expeditious approval of the transfer of control of CTC and CLD's domestic Section 214 authorizations. CTC and CLD are small, rural telephone companies. Expeditiously approving the proposed transaction will allow for greater efficiencies and will serve the public interest by allowing customers to continue to receive services without interruption. CTC and Green Hills are incumbent independent local exchange carriers as defined in Section 64.1902 of the Commissions rules, 47 C.F.R. § 64.1902, and in combination, they have fewer than two percent (2%) of the nation's subscriber lines installed in the aggregate nationwide, and they have no overlapping or adjacent areas. In addition, Green Hills' wholly owned CLEC subsidiary, GH Telecommunications, does not offer service in CTC's service area, but does offer service in areas served by AT&T and CenturyLink.

§ 63.04(a)(9) Other Related Commission Applications.

The Applicants will submit no other Commission applications related to this transaction.

§ 63.04(a)(10) Statement Regarding Special Consideration.

The Applicants do not request special consideration because no party to the transaction is facing imminent business failure.

§ 63.04(a)(11) Identification of Waiver Requests.

The Applicants will not seek a waiver in conjunction with the transaction.

§ 63.04(a)(12) Public Interest Statement.

The Applicants provide a statement showing how the grant of this application will serve the public interest, convenience, and necessity in Section III of this Joint Application.

VI. CONCLUSION

Based on the foregoing, the Applicants respectfully request the Commission expeditiously grant this Joint Application and consent to the transfer of control of CTC's domestic Section 214 authorization and CLD's domestic and international Section 214 authorizations to Green Hills.

Respectfully submitted,



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Dated: May 18, 2020