



Meriwether Lewis  
Electric Cooperative

Your Touchstone Energy® Cooperative 

Docket No. 18-00119

November 8, 2018

Chairman, Tennessee Public Utility Commission  
c/o Sharla Dillon, Dockets and Records Manager  
502 Deaderick Street, 4th Floor  
Nashville, Tennessee 37243

**Re: Notice of Meriwether Lewis Connect, LLC Application for a State-Issued  
Certificate of Franchise Authority**

Dear Ms. Dillon:

On November 8, 2018, the above-referenced application was electronically filed by emailing a Portable Document Format (PDF) copy to [tpuc.docketroom@tn.gov](mailto:tpuc.docketroom@tn.gov). To complete this electronic filing, in accordance with Tenn. Comp. R. & Regs. 1220-1-1-.03, please find enclosed the original and four hard copies of the application. I have also enclosed a check in the amount of \$1000 for the filing fee.

Additionally, I have enclosed a postage prepaid, self-addressed envelope and an extra copy to be stamped and returned for my records.

Should you require any additional documents or information related to this application, please do not hesitate to contact me.

Sincerely,

A handwritten signature in blue ink, appearing to read 'Keith Carnahan', is written over a horizontal line.

Keith Carnahan  
President & CEO

Enclosures  
24374849.1

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BEFORE THE TENNESSEE PUBLIC UTILITY COMMISSION  
Nashville, Tennessee

In re: *Application of Meriwether Lewis Connect, LLC for a State-Issued Certificate of Franchise Authority*

Docket No. \_\_\_\_\_

Date: \_\_\_\_\_

**AFFIDAVIT OF KEITH CARNAHAN**

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STATE OF TENNESSEE  
COUNTY OF HICKMAN

I, Keith Carnahan, state as follows:

**A. Identification of Affiant and Application Fee**

1. Affiant is an Officer.

My name is Keith Carnahan and I am the president and chief executive officer of Meriwether Lewis Connect, LLC (hereinafter referred to in this Application as the "Applicant"). Consistent with Tenn. Code Ann. § 7-59-305(c), I am officer authorized make to this affidavit on behalf of the Applicant.

2. Application Fee

Application fee of one thousand dollars (\$1,000) is submitted with this Application as required under Tenn. Code Ann. § 7-59-305(b)(1)(B) and based on the combined population of the service area being approximately 71,730, as reflected in the most recent decennial census.

**B. Required Information and Affirmations**

1. Compliance with Applicable Laws

- a. The Applicant agrees to comply with the requirements of Tennessee Competitive Cable and Video Services Act, Tenn. Code Ann. §§ 7-59-301, et seq.

(the “Act”), expressly including the applicable nondiscrimination and service deployment requirements of § 7-59-311, and further, that the applicant acknowledges the provisions of § 7-59-312 relative to enforcement of nondiscrimination and deployment requirements.

b. The Applicant agrees to comply with all applicable federal and state laws and regulations to the extent that the state laws and regulations are not in conflict with or superseded by the Act, or other applicable law. The Applicant further agrees to timely file with the FCC all forms required by the FCC in advance of offering cable or video services for purchase and/or providing broadband Internet service.

2. Description of Service Area

After issuance of a state-issued certificate of franchise authority, the Applicant will provide cable or video services for purchase and/or provide broadband Internet service in the areas identified and described in Exhibit A.

3. Intent to Serve

The Applicant intends to begin to offer cable or video services for purchase and/or provide broadband Internet service, as described in Subsection 2, within twenty-four (24) months of the date of the issuance of a state-issued Certificate of Franchise Authority.

4. Indemnification

The Applicant agrees to indemnify and hold harmless the state, municipality, county and any employee or representative of the state, municipality or county, as well as any political subdivision of the state and any employee or representative of the political subdivision

(individually and collectively referred to in Section 7-59-318 as the “indemnatee”) to the extent required under Tenn. Code Ann. § 7-59-318 and subject to the rights and limitations established therein.

5. Contact Information & Authorized Representatives

- a. The address and telephone number of the Applicant’s principal place of business are as follows:

1625 Highway 100  
Centerville, Tennessee 37033  
931-729-3558

- b. The following persons are the Applicant’s principal executive officers:

Chairman:	Andy Porch
Vice Chairman:	Jessie Wallace
Board Member:	Wayne Qualls
Board Member:	Dr. Zach Hutchens
Board Member:	Jonnie Ruth Elrod
Board Member:	Dr. Jeff Peery
Board Member:	Bill Webb
Board Member:	Tommy Graham
Board Member:	Ronny Averitt
Board Member:	Larry Mayberry
Board Member:	David Daniel III
Board Member:	Sam Fussell
Board Member:	Cass Rye
President & CEO:	Keith Carnahan
Secretary:	Pam O’Donnell

- c. The following persons are authorized to represent the Applicant before the Tennessee Public Utility Commission:

Keith Carnahan	President & CEO
Erica Vick	Outside legal counsel
Robert Guth	Outside legal counsel

6. Qualifications

By review of qualifications (Exhibit B and Exhibit C), the Applicant has the managerial, financial, and technical qualifications to provide cable or video services and/or broadband Internet service.

7. Customer Service

a. Customer Complaints: Whenever customer complaints arise they will be handled in a professional and expedient manner. First line customer service representatives will record the complaint, taking down a complete listing of the specific issues and detailed information. If the customer service representative cannot resolve the issue it will be referred to a supervisor. Each customer's complaint will be handled within forty-eight (48) hours, and an employee or agent of the Applicant will respond back to the customer within that time period.

b. Billing Adjustments: Billing errors will be detailed out and then appropriate adjustments will be written up. These adjustments will be reviewed by a supervisor and then made to the customer's account.

c. Contact Information: Customer who have questions or complaints regarding their service may contact the Applicant at 931-729-3558.

Communication with government officials regarding customer complaints should be referred to Vanessa Clayborn at [Vanessa.Clayborn@mlcc.com](mailto:Vanessa.Clayborn@mlcc.com) and 931-729-7232 or to Ken Little at [Ken.Little@mlcc.com](mailto:Ken.Little@mlcc.com) and 931-729-7243

8. Required Notices

a. The Applicant has provided notice and a copy of this Application to each local government that would be affected by the state-issued certificate of franchise authority at the addresses set forth in the list attached as Exhibit D.

b. The Applicant will give notice to other entities with facilities in the rights-of-way, consistent with any nondiscriminatory and generally applicable local ordinance or resolution requiring such notice prior to performing any installation in the right-of-way.

c. The Applicant agrees to provide notice to an affected local governing authority ten (10) days prior to providing service in that jurisdiction.

9. Minority-Owned Business Participation Plan

In accordance with Section 7-59-313, the Applicant agrees to comply with its Minority-Owned Business Participation Plan attached as Exhibit E.

FURTHER THE AFFIANT SAYETH NOT.

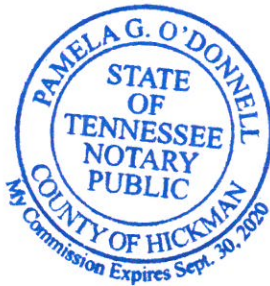
[Signature]

STATE OF TENNESSEE  
COUNTY OF Hickman

Sworn to and subscribed before me this 1st day of November, 2018.

[Signature: Pamela G. O'Donnell]  
Notary Public

My Commission Expires:



## **EXHIBIT A**

### **Application of ML Connect for a State-Issued Certificate of Franchise Authority**

#### **Service Areas**

Portions of Unincorporated Hickman County, Tennessee, as well as  
City of Centerville

All of Houston County, Tennessee, including  
City of Tennessee Ridge  
City of Erin

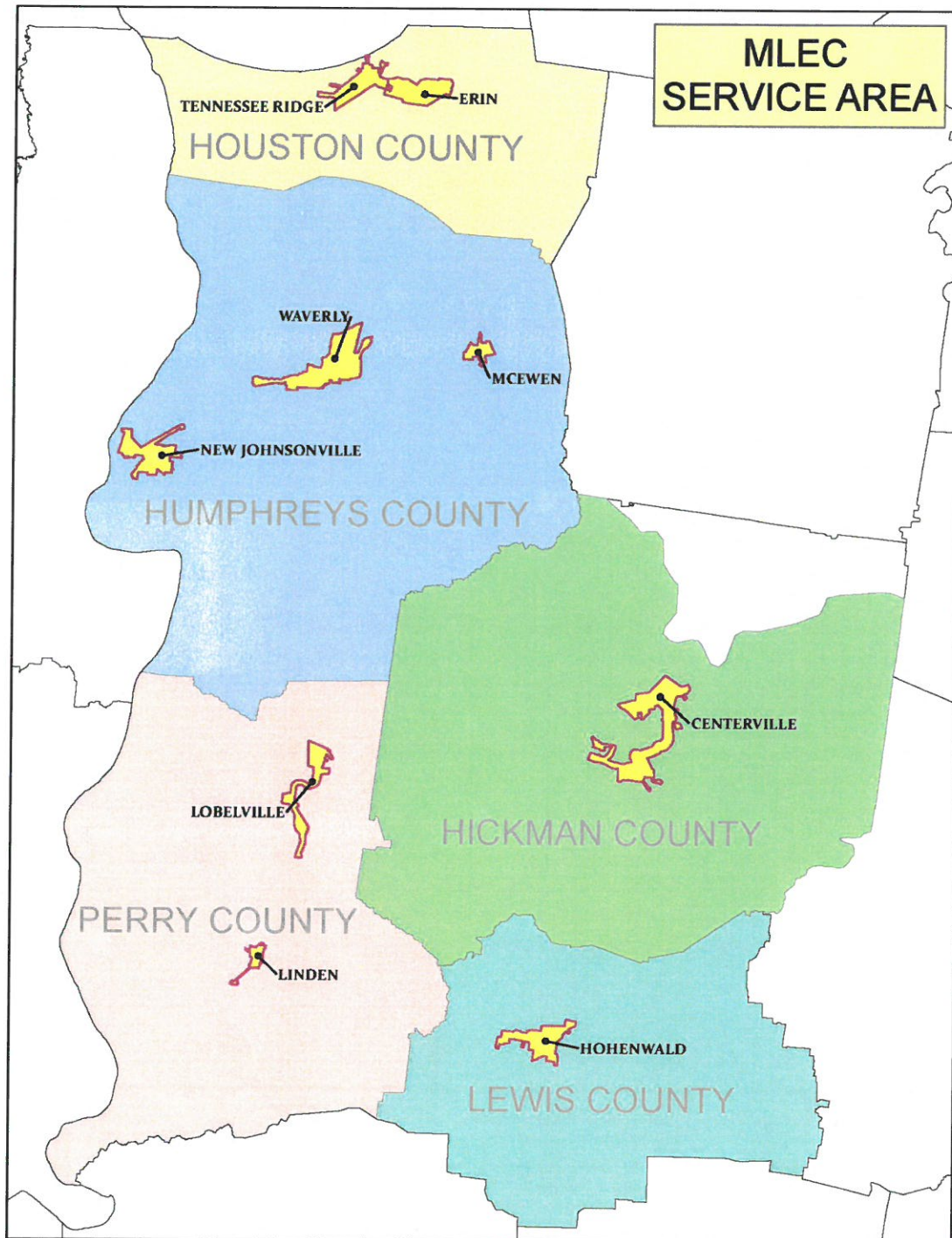
All of Humphreys County, Tennessee, including  
City of McEwen  
City of New Johnsonville  
City of Waverly

All of Lewis County, Tennessee, including  
City of Hohenwald

All of Perry County, Tennessee, including  
City of Linden  
City of Lobelville



The areas the Applicant will serve under the state-issued certificate of franchise authority are depicted in the shaded portions of the map below:



## **EXHIBIT B**

### **Application of ML Connect for a State-Issued Certificate of Franchise Authority**

#### **Managerial Officer Biographies**

**Keith Carnahan, President & CEO**, received his BS in Electrical Engineering at Tennessee Technological University and a MBA from Bethel University. Keith spent 27 years with the E.I. DuPont Company in New Johnsonville Tennessee where he held numerous engineering and management positions. He also served on the Board of Directors at Meriwether Lewis Electric Cooperative from 2010 to 2015. In 2015, Keith was named the President & CEO of Meriwether Lewis Electric Cooperative. He serves on numerous boards and committees both on the state and national level to promote the interests of Meriwether Lewis Electric Cooperative.

**Ken Little, Vice President of Emerging Technologies and Meriwether Lewis Connect**, graduated from Tennessee Technological University with a BS in Electrical Engineering. He started with Meriwether Lewis Electric Cooperative in 1998 and has held several engineering and managerial position with MLEC. Ken's previous work experience include design and manufacturing engineering.

**Randy James, CPA, Vice President Administrative Services and CFO**, graduated from Middle Tennessee State University with a BBA in Accounting. Randy started with Meriwether Lewis Electric Cooperative in 1992 and has served as CFO since joining the cooperative. Randy has held several accounting positions before joining Meriwether Lewis.

**Chad Blackwell, Manager System Technologies**, graduated from The University of Tennessee – Martin with a B.S. in Electrical Engineering. He also holds a Master's of Science in Electrical Engineering. Chad started with Meriwether Lewis Electric Cooperative in 1997 and has performed as the System Engineer for several years before becoming the Manager of System Technologies.

## **EXHIBIT C**

### **Application of ML Connect for a State-Issued Certificate of Franchise Authority**

#### **FiberRise Communications, LLC's Officer Biographies**

ML Connect, LLC has contracted with FiberRise Communications, LLC ("FiberRise") – an independent fiber infrastructure consulting firm – to support the deployment of ML Connect's fiber network infrastructure. The following officer biographies are provided as evidence of FiberRise's technical qualifications:

**Chad Dieselberg, Chief Technology Officer**, holds numerous patents, real world experience operating and designing fiber broadband systems, outside plant engineering, central office technician and engineering designs. He has over 20+ years of direct fiber experience, holds a B.S. in Math and a B.S. in Computer Science. Chad designed one of the nation's earliest FTTH systems while working with a rural service provider in the mid 2000's.

**Noah Southerland, Chief Operations Officer**, helped launch one of the largest FTTH Gigabit projects in the nation while working at ADTRAN. He has extensive networking, application, and business expertise and holds an M.S. and MBA from Auburn. Noah has over ten years of fiber and communication experience.

**Tommy Harmon, Chief Executive Officer**, has twenty-five years of communication experience working with electric utilities and broadband operators. He began working for electric cooperatives in 2010 while working with North Alabama Electric Cooperative as they launched their FTT(x) project. This was one of a handful of early electric cooperatives entering the fiber space. He holds a B.A. and has served in numerous engineering and business leadership roles.

Additional team members include outside plant and networking engineers and software developers, most of whom hold engineering degrees and real world operating experience.

## EXHIBIT D

### Application of ML Connect for a State-Issued Certificate of Franchise Authority

#### Local Governments Provided Notice

##### Counties

###### Hickman

Mark Bentley, Mayor  
114 North Central Ave Suite 204  
Centerville, TN 37033

##### Incorporated Municipalities

###### Centerville

Gary Jacobs, Mayor  
102 East Swan Street  
Centerville, TN 37033

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###### Houston

James Bridges, Mayor  
P.O. Box 366  
Erin, TN 37061

###### Erin

Paul Bailey, Mayor  
15 Hill Street  
P.O. Box 270  
Erin, TN 37061

###### Tennessee Ridge

Stony Odom, Mayor  
P.O. Box 207  
Tennessee Ridge, TN 37178

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###### Humphreys

Jessie R. Wallace, County Executive  
102 Thompson Street, Rawlings Building  
Room 1  
Waverly, TN 37185

###### New Johnsonville

David Cagle, Mayor  
323 Long Street  
New Johnsonville, TN 37134

###### McEwen

Cecil Ross, Mayor  
9586 Highway 70 East  
McEwen, TN 37101

###### Waverly

Wallace B. Frazier, Mayor  
P.O. Box 70  
Waverly, TN 37185

**Lewis**

Jonah Keltner, Mayor  
110 North Park Ave.  
Hohenwald, TN 38462

**Hohenwald**

Danny McKnight, Mayor  
118 West Linden Avenue  
Hohenwald, TN 38462

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**Perry**

John Carroll, Mayor  
P.O. Box 16  
Linden, TN 37096

**Linden**

Wess Ward, Mayor  
P.O. Box 46  
Linden, TN 37096

**Lobelville**

Robby J. Moore, Mayor  
P.O. Box 369  
Lobelville, TN 37097

## EXHIBIT E

### Application of ML Connect for a State-Issued Certificate of Franchise Authority

#### Minority-Owned Business Participation Plan

Pursuant to Section 7-59-313 of the Tennessee Competitive Cable and Video Services Act, this Minority-Owned Business Participation Plan (the “Plan”) sets forth the plan of Meriwether Lewis Connect, LLC (“Provider”) to actively solicit bids from, and let contracts to, minority-owned businesses when establishing, providing, or expanding cable or video services and/or broadband Internet service and related support facilities.

- 1) **Minority-Owned Business.** “Minority-owned business” means a business that is solely owned, or at least fifty-one percent (51%) of the assets or outstanding stock of which is owned, by an individual who personally manages and controls the daily operations of the business and who is impeded from normal entry into the economic mainstream because of:
  - a. Past practices of discrimination based on race, religion, ethnic background or sex, including, but not limited to, women;
  - b. A disability as defined in Tenn. Code Ann. § 4-26-102, including, but not limited to, disabled veterans; or
  - c. Past practices of racial discrimination against African-Americans.
- 2) **Supplier Diversity Policy Statement.** It is the policy of the Provider to promote the purchase of goods and services from minority-owned businesses. Maximum practicable opportunity shall be given to minority-owned businesses to participate as suppliers of material and services to the Provider. The Provider also encourages subcontracting opportunities from minority-owned businesses.
- 3) **Promotion of Opportunities for Minority-Owned Businesses.** The Provider’s management, procurement, and human resources personnel work to identify goods and services that may be supplied by minority-owned businesses. When possible, the Provider seeks proposals, and makes purchases, from qualified minority-owned businesses. The Provider also seeks to foster relationships within minority-owned business communities.
- 4) **Technical Assistance to Minority-Owned Businesses.** The Provider provides information for minority-owned businesses upon request.
- 5) **Statement of Intent.** Under the Plan, the Provider shall (i) endeavor to maximize participation of minority-owned businesses and (ii) aim to achieve a level of minority-owned business participation representative of the population of the demographics of the state of Tennessee.

By January 31 of each year, the Provider will prepare and submit an annual report to the Tennessee Public Utilities Commission concerning the Plan and the Provider’s compliance with the Plan.