

**BEFORE THE  
TENNESSEE PUBLIC UTILITY COMMISSION  
NASHVILLE, TENNESSEE**

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**In the Matter of the Application of**

**BIF IV Intrepid OpCo LLC**

**for a Certificate of Convenience and  
Necessity to Provide Competing Local  
Exchange and Interexchange  
Telecommunications Services in the  
State of Tennessee**

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**Docket No. 23-00045**

**APPLICATION FOR A CERTIFICATE TO PROVIDE  
COMPETING LOCAL EXCHANGE AND INTEREXCHANGE  
TELECOMMUNICATIONS SERVICES**

Pursuant to applicable Tennessee Statutes and the Rules and Regulations of the Tennessee Public Utility Commission (“Commission”) and Section 253 of the Federal Telecommunications Act of 1996 (“Telecommunications Act of 1996”), BIF IV Intrepid OpCo LLC (“Intrepid” or “Applicant”), by and through its counsel, respectfully requests that the Commission grant Intrepid authority to provide competing local exchange and interexchange telecommunications services throughout the State of Tennessee. Applicant is willing and able to adhere to all applicable Commission policies, rules, and orders pertaining to the provision of competing local exchange and interexchange telecommunications services, as specified in TCA §65-4-201.

The State of Tennessee has adopted a policy of allowing competition in the local and long-distance telecommunications markets, recognizing that it is in the public interest to develop effective competition to ensure that all consumers will have access to high quality, low cost, and innovative telecommunications services. The Telecommunications Act of 1996 also seeks to promote competition and reduce regulation in order to secure lower prices and higher quality

telecommunications services for American consumers. Both goals will be promoted by granting this Application.

In support of its Application, Intrepid submits the following information:

**1. The full name and address of the Applicant is:**

BIF IV Intrepid OpCo LLC  
11001 W 120th Ave, #305  
Broomfield, CO 80021  
Tel: 866-371-1860

**Questions regarding this application should be directed to:**

Charles B. Welch, Jr.  
Tyler A. Cosby  
Farris Bobango  
414 Union Street, Suite 1105  
Nashville, TN 37219  
Tel: 615-726-1200  
Fax: 615-726-1776  
[cwelch@farris-law.com](mailto:cwelch@farris-law.com)  
[tcosby@farris-law.com](mailto:tcosby@farris-law.com)

with a copy to:

Russell M. Blau  
Brett P. Ferenchak  
Trina Kwon  
Morgan Lewis & Bockius LLP  
1111 Pennsylvania Ave., N.W.  
Washington, DC 20004  
Tel: 202-739-3000  
Fax: 202-739-3001  
[russell.blau@morganlewis.com](mailto:russell.blau@morganlewis.com)  
[brett.ferenchak@morganlewis.com](mailto:brett.ferenchak@morganlewis.com)  
[trina.kwon@morganlewis.com](mailto:trina.kwon@morganlewis.com)

**2. Organizational Chart of Corporate Structure: Include any pertinent acquisition or merger information.**

Applicant is a direct, wholly owned subsidiary of BIF IV Intrepid Holdco LLC, which is owned or controlled by Brookfield Infrastructure Fund IV funds and entities (the “BIF IV Entities”) managed by Brookfield Infrastructure Partners, LP (“BIF”). Attached as **EXHIBIT A** is an organizational chart of Applicant’s corporate structure.

There is currently no applicable pertinent acquisition or merger information to detail.

**3. Corporate Information**

Applicant is a Delaware limited liability company rather than a corporation. Applicant provides a copy of its formation documents as **EXHIBIT B** and its Certificate of Authority to transact business in the State of Tennessee as **EXHIBIT C**.

Applicant's officers are:

Jack Waters, *Chief Executive Officer*  
Fred Day, *President*  
Hadley Peer Marshall, *Managing Director*  
Ralph Klatzkin, *Vice President*  
Matthew Gross, *Vice President*

There are no officers located within Tennessee. All officers may be reached at Applicant's principal place of business provided above.

**4. Managerial, Technical and Financial Qualifications**

Intrepid possesses the managerial, technical, and financial ability to provide telecommunications services in the State of Tennessee as demonstrated below:

**A. Managerial Qualifications**

Applicant has the managerial and technical qualifications necessary to provide the proposed services in the State of Tennessee. Intrepid is managed by a highly skilled team with substantial expertise and experience. Biographies of key management personnel of Applicant, who are responsible for the Applicant's operations, are attached as **EXHIBIT D**. These biographies reflect management's substantial communications industry experience and expertise and demonstrate that the Applicant possesses significant managerial and technical expertise operating a variety of communications services across multiple jurisdictions. Thus, Intrepid possesses the managerial and technical qualifications necessary to operate as a competing local exchange and interexchange telecommunications company in the State of Tennessee, consistent with the Commission's requirements.

**B. General Technical Qualifications**

Intrepid will satisfy the minimum standards established by the Commission. To the extent required, Applicant will file and maintain tariffs in the manner prescribed by the Commission and will meet minimum basic local standards, including quality of service and billing standards required of all local exchange carriers regulated by the Commission. Applicant will not require customers to purchase CPE that cannot be

used with the incumbent local exchange carrier's systems. As noted in the biographies provided in **EXHIBIT D**, Applicant's operations will be overseen by a well-qualified management team with substantial telecommunications experience and technical expertise.

Applicant is currently authorized to provide telecommunications services in the following states: Alabama, Arizona, Colorado, Florida, Georgia, Idaho, Indiana, Iowa, Kentucky, Louisiana, Michigan, Minnesota, Missouri, Montana, Nevada, New Hampshire, New Mexico, North Carolina, North Dakota, Ohio, Oregon, Pennsylvania, South Carolina, South Dakota, Texas, Utah, Virginia, Washington, Wisconsin, and Wyoming. Additionally, Applicant has pending applications to provide telecommunications services in the following states: Arkansas, California, Illinois, and Massachusetts. Applicant has not been denied authority to provide telecommunications services in any state, nor has any state revoked the authority of Applicant to operate therein. Applicant does not hold any authority from the Federal Communications Commission.

**C. Financial Qualifications and Surety Bond**

Applicant possesses the requisite financial resources to provide telecommunications services in the State of Tennessee. Applicant, as a newly-formed company, does not have historical financial statements. To demonstrate Applicant's financial qualification to operate in Tennessee, Applicant provides an unaudited balance sheet and income statement as of October 31, 2022, provided as **CONFIDENTIAL EXHIBIT E-1**; Applicant's projected financial statements through December 31, 2025 as **CONFIDENTIAL EXHIBIT E-2**; and Applicant's three-year capital expenditures budget as **CONFIDENTIAL EXHIBIT E-3** indicating the type of equipment to be purchased, cost, and sources of funding for projected capital expenditures. As shown in these documents, Applicant has sufficient capital resources and is financially qualified to operate within the State of Tennessee. Because Applicant is a privately held company, Applicant requests that the financial statements appended hereto as **CONFIDENTIAL EXHIBITS E-1, E-2, and E-3** be treated as Confidential. The Confidential exhibits are marked "CONFIDENTIAL" and are being filed as a separate document, and Applicant requests that they not be made part of the public record.

Additional information regarding BIF's financial and operational capabilities are also available in BIF's publicly available annual reports, with the 2021 annual report available at the following link: <https://bip.brookfield.com/sites/bip-brookfield-ir/files/brookfield/bip/annual-reports/bip-2021-20-f.pdf>.

Because Applicant does not own or operate equipment or facilities in Tennessee with a value of more than five million dollars (\$5,000,000), T.C.A. § 65-4-125 requires the filing of a surety bond or irrevocable letter of credit in the amount of twenty thousand dollars (\$20,000) to secure the payment of any monetary sanctions imposed against Intrepid in any proceeding brought under this title or the Consumer Telemarketing Protection Act of 1990. Applicant will provide the applicable surety

bond or letter of credit in the amount of \$20,000 prior to beginning operations in Tennessee.

**5. Proposed Service Area and Description of Services**

Intrepid seeks authority to provide facilities-based point-to-point telecommunications services, such as Ethernet and other similar high-bandwidth services, for high-speed data transport, throughout the State of Tennessee. To the extent Applicant will provide switched local services, it only seeks authority to provide such services in service territories that are open to competition. To the extent Intrepid provides such switched local services, the exchanges are intended to mirror the exchange of the incumbent local exchange carrier in whose service territory Intrepid will provide service.

Applicant proposes to build a fiber-based network in Tennessee, which Applicant plans to construct, to customer locations. Applicant does not currently own or lease facilities in Tennessee but plans to construct facilities to provide its services. Applicant will provide services to enterprise customers and to other communications providers on a wholesale basis and does not intend to directly serve residential customers.

**6. Types of Telecommunications Service To Be Provided**

As noted in paragraph 5, Applicant will primarily provide facilities-based point-to-point telecommunications services, such as Ethernet and other similar high-bandwidth services, for high-speed data transport. Applicant intends to provide its services using fiber optic cable along with other equipment and facilities to originate, terminate, and amplify signals. Applicant does not plan to furnish switched voice services or dial tone at this time. In the event that Applicant decides to expand its services to include voice services, as dictated by marketplace conditions, Applicant will seek such authority at that time and will provide those services required by Rule 1220-4-8-.04(3)(b).

**7. Repair and Maintenance**

Intrepid will perform network and equipment maintenance necessary to ensure compliance with any applicable quality of service requirements; will comply with all applicable Commission rules, regulations, and standards; and will provide safe, reliable and high-quality telecommunications services within the State of Tennessee. Customer complaints and inquiries can be submitted via email to [info@intrepidfiber.com](mailto:info@intrepidfiber.com) or by calling Applicant's toll-free phone number at 866-371-1860. Written communication may be sent to 11001 W 120th Ave, #305, Broomfield, CO 80021.

Customer support will be available twenty-four (24) hours per day, seven (7) days per week to ensure the prompt handling of customer inquiries and complaints. Applicant will provide customers with high quality telecommunications services, and maintain dedicated staff focused on customer support. Applicant will work with each customer to customize services for their specific needs, and each customer will have their own service agreement, which will also lend to the specificity of their unique business. The contact person

responsible for and knowledgeable about the Applicant's ongoing operations in Tennessee is Jeff Polachek, who may be reached at Applicant's address listed above.

**8. Small and Minority-Owned Telecommunications Business Participation Plan**

As required pursuant to TCA § 65-5-112, attached as **EXHIBIT F** is Applicant's plan for purchasing goods and services from small and minority telecommunications businesses and information on programs to provide technical assistance to such businesses.

**9. Toll Dialing Parity Plan**

Not applicable. Applicant does not intend to provide voice services at this time.

**10. Notice Requirements**

Applicant has served notice of this Application to the seventeen (17) incumbent local exchange telephone companies, as well as the Consumer Advocate and Protection Division of the Office of the Tennessee Attorney General with a statement regarding the Company's intention to operate throughout the State of Tennessee. Attached as **EXHIBIT G** is the Notice and a Certificate of Service confirming compliance.

**11. Numbering Issues**

Please see the statement provided in **EXHIBIT H**.

**12. Tennessee Specific Operational Issues**

Please see the statement provided in **EXHIBIT I**.

**13. Miscellaneous and Supporting Documentation**

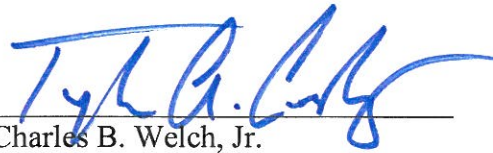
- A. Attached as **EXHIBIT J** is the sworn pre-filed testimony of Eric Voss, Director, Market Expansion, on behalf of Applicant.
- B. Applicant plans to elect market regulation in accordance with T.C.A. § 65-5-109 and provide the services described in this Application on a de-tariffed basis. To the extent Applicant provides switched voice services in the future, it will submit a switched access tariff.
- C. Applicant does not currently plan to collect customer deposits, but reserves the right to collect deposits from its customers in the State of Tennessee. Requirements for the collection of deposits will be included in any proposed tariffs that Intrepid files with the Commission.

- D. As of the filing of this Application, neither Intrepid nor its affiliates have been the subject of any complaints in any of the states within which Applicant is certified and currently providing service.
- E. Applicant seeks authority to provide non-switched local services and interexchange services statewide. To the extent Applicant will provide switched local services, it only seeks authority to provide such services in service territories that are open to competition. To the extent Intrepid provides such switched local services, the exchanges are intended to mirror the exchange of the incumbent local exchange carrier in whose service territory Intrepid will provide service.

In conclusion, this application demonstrates that Intrepid possesses the technical, financial and managerial resources to provide facilities-based local exchange and interexchange telecommunications service in the State of Tennessee. Furthermore, granting this Application will promote the public interest by increasing the level of competition in the State of Tennessee telecommunications market. Ultimately, competition will compel all telecommunications service providers to operate more efficiently and with resulting reduced prices for consumers. These benefits work to maximize the public interest by providing continuing incentives for carriers to reduce costs while simultaneously promoting the availability of potentially desirable services.

Wherefore, Intrepid respectfully requests that the Commission grant a Certificate of Convenience and Necessity to provide competing telecommunications service throughout the State of Tennessee. For the reasons stated above, Intrepid's provision of these services would promote the public interest by providing high-quality service at competitive prices and by creating greater economic incentives for the development and improvement for all competing providers.

Respectfully submitted,



Charles B. Welch, Jr.

Tyler A. Cosby

Farris Bobango, PLC

414 Union Street, Suite 1105

Nashville, TN 37219

Tel: 615-726-1200

Fax: 615-726-1776

[cwelch@farris-law.com](mailto:cwelch@farris-law.com)

[tcosby@farris-law.com](mailto:tcosby@farris-law.com)

*Counsel for BIF IV Intrepid OpCo LLC*

Dated: June 15, 2023

## **LIST OF EXHIBITS**

**EXHIBIT A** – Organizational Chart

**EXHIBIT B** – Formation Documents

**EXHIBIT C** – Authority to Transact Business

**EXHIBIT D** – Key Management Personnel Biographies

**EXHIBIT E-1** – Balance Sheet and Income Statement of Applicant

***CONFIDENTIAL, FILED UNDER SEAL***

**EXHIBIT E-2** – Projected Financial Statements

***CONFIDENTIAL, FILED UNDER SEAL***

**EXHIBIT E-3** – Capital Expenditures Budget

***CONFIDENTIAL, FILED UNDER SEAL***

**EXHIBIT F** – Small & Minority-Owned Telecommunications Business Participation Plan

**EXHIBIT G** – Notice of Application & Certificate of Service

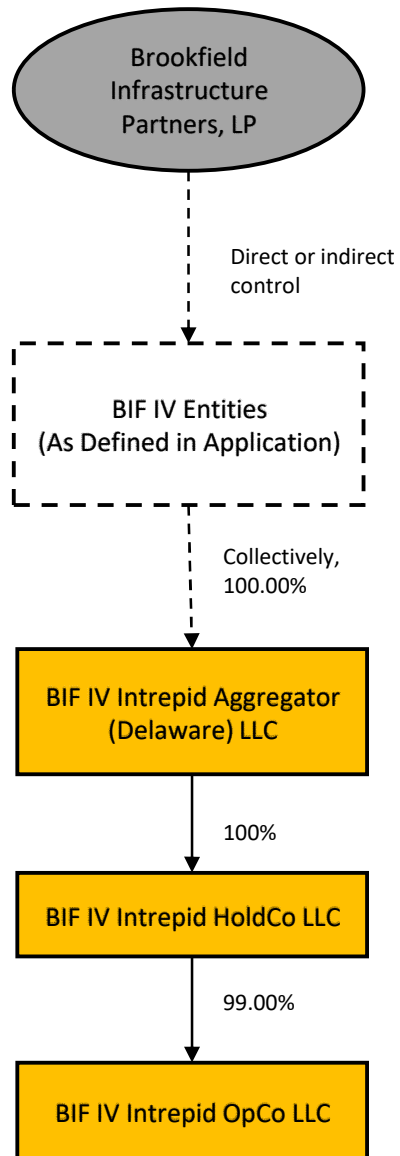
**EXHIBIT H** – Numbering Issues

**EXHIBIT I** – Tennessee Specific Operational Issues

**EXHIBIT J** – Sworn Pre-filed Testimony

**EXHIBIT A**

**Organizational Chart**



BIF IV Intrepid OpCo LLC

**EXHIBIT B**

**Formation Documents**

# Delaware

The First State

Page 1

*I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF  
DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT  
COPY OF THE CERTIFICATE OF FORMATION OF "BIF IV INTREPID OPCO  
LLC", FILED IN THIS OFFICE ON THE TWENTY-EIGHTH DAY OF OCTOBER,  
A.D. 2021, AT 4:32 O`CLOCK P.M.*



Jeffrey W. Bullock, Secretary of State

6345257 8100  
SR# 20213644684

You may verify this certificate online at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

Authentication: 204545544  
Date: 10-29-21

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 04:32 PM 10/28/2021  
FILED 04:32 PM 10/28/2021  
SR 20213644684 - File Number 6345257

## **CERTIFICATE OF FORMATION**

**OF**

### **BIF IV INTREPID OPCO LLC**

This Certificate of Formation of BIF IV Intrepid OpCo LLC is being duly executed and filed by Fred Day, as an authorized person, to form a limited liability company under the Delaware Limited Liability Company Act (6 Del.C. § 18-101, et seq.).

FIRST: The name of the limited liability company formed hereby is “BIF IV Intrepid OpCo LLC”.

SECOND: The address of the registered office of BIF IV Intrepid OpCo LLC in the State of Delaware and the name and address of the registered agent for service of process on BIF IV Intrepid OpCo LLC in the State of Delaware are: Corporation Service Company, 251 Little Falls Drive, Wilmington, Delaware 19808, USA.

THIRD: This Certificate of Formation shall be effective on the date of filing.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Formation on October 28, 2021.

By: /s/Fred Day  
Name: Fred Day  
Title: Authorized Person

**EXHIBIT C**

**Certificate of Authority to Transact Business**



**Tre Hargett**  
Secretary of State

**Division of Business Services**  
**Department of State**  
**State of Tennessee**  
312 Rosa L. Parks AVE, 6th FL  
Nashville, TN 37243-1102

BIF IV INTREPID OPCO LLC  
2033 11TH ST  
BOULDER, CO 80302-5131

July 14, 2022

### Filing Acknowledgment

Please review the filing information below and notify our office immediately of any discrepancies.

|                        |                                     |                    |            |
|------------------------|-------------------------------------|--------------------|------------|
| <b>SOS Control # :</b> | <b>001332756</b>                    | Formation Locale:  | DELAWARE   |
| Filing Type:           | Limited Liability Company - Foreign | Date Formed:       | 10/28/2021 |
| Filing Date:           | 07/13/2022 3:19 PM                  | Fiscal Year Close: | 12         |
| Status:                | Active                              | Annual Report Due: | 04/01/2023 |
| Duration Term:         | Perpetual                           | Image # :          | B1184-6187 |
| Managed By:            | Manager Managed                     |                    |            |

### Document Receipt

|                                         |             |          |
|-----------------------------------------|-------------|----------|
| Receipt # : 007378260                   | Filing Fee: | \$300.00 |
| Payment-Check/MO - CFS-1, NASHVILLE, TN |             | \$300.00 |

**Registered Agent Address:**  
C T CORPORATION SYSTEM  
300 MONTVUE RD  
KNOXVILLE, TN 37919-5546

**Principal Address:**  
2033 11TH ST  
BOULDER, CO 80302-5131

Congratulations on the successful filing of your **Application for Certificate of Authority** for **BIF IV INTREPID OPCO LLC** in the State of Tennessee which is effective on the date shown above. Please visit the Tennessee Department of Revenue website ([www.tn.gov/revenue](http://www.tn.gov/revenue)) to determine your online tax registration requirements. If you need to obtain a Certificate of Existence for this entity, you can request, pay for, and receive it from our website.

You must file an Annual Report with this office on or before the Annual Report Due Date noted above and maintain a Registered Office and Registered Agent. Failure to do so will subject the business to Administrative Dissolution/Revocation.

Tre Hargett  
Secretary of State

Processed By: Alex Maxfield



29

# APPLICATION FOR CERTIFICATE OF AUTHORITY LIMITED LIABILITY COMPANY (ss-4233)

Page 1 of 2



Business Services Division  
**Tre Hargett, Secretary of State**  
State of Tennessee  
312 Rosa L. Parks AVE, 6th Fl.  
Nashville, TN 37243-1102  
(615) 741-2286

For Office Use Only

**FILED**

Filing Fee: \$50.00 per member  
(minimum fee = \$300, maximum fee = \$3,000)

**To The Secretary of the State of Tennessee:**

Pursuant to the provisions of T.C.A. § 48-249-904 of the Tennessee Revised Limited Liability Company Act, the undersigned hereby applies for a certificate of authority to transact business in the State of Tennessee, and for that purpose sets forth:

1. The name of the Limited Liability Company is: BIF IV INTREPID OPCO LLC

If different, the name under which the certificate of authority is to be obtained is: \_\_\_\_\_

**NOTE:** The Secretary of State of the State of Tennessee may not issue a certificate of authority to a foreign Limited Liability Company if its name does not comply with the requirements of T.C.A. § 48-249-106 of the Tennessee Revised Limited Liability Company Act. If obtaining a certificate of authority under an assumed Limited Liability Company name, an application must be filed pursuant to T.C.A. § 48-249-106(d).

2. The state or country under whose law it is formed is: Delaware

and the date of its formation is: 10 / 28 / 2021 and the date it commenced doing business in Tennessee is: \_\_\_\_\_ / \_\_\_\_\_ / \_\_\_\_\_  
Month Day Year Month Day Year

**NOTE:** Additional filing fees and proof of tax clearance confirming good standing may apply if the Limited Liability Company commenced doing business in Tennessee prior to the approval of this application. See T.C.A. § 48-249-913(d) and T.C.A. § 48-249-905(c)

3. This company has the additional designation of: \_\_\_\_\_

4. The name and complete address of its registered agent and office located in the state of Tennessee is:

Name: C T Corporation System

Address: 300 Montvue Rd

City: Knoxville State: TN Zip Code: 37919-5546 County: Knox

5. Fiscal Year Close Month: December

6. If the document is not to be effective upon filing by the Secretary of State, the delayed effective date and time is: (Not to exceed 90 days)

Effective Date: \_\_\_\_\_ / \_\_\_\_\_ / \_\_\_\_\_ Time: \_\_\_\_\_  
Month Day Year

7. The LLC will be: ☐ Member Managed ☒ Manager Managed ☐ Director Managed ☐ Board Managed ☐ Other

8. Number of Members at the date of filing: 2

9. Period of Duration: ☒ Perpetual ☐ Other \_\_\_\_\_ / \_\_\_\_\_ / \_\_\_\_\_  
Month Day Year

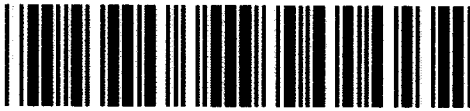
10. The complete address of its principal executive office is:

Address: 2033 11th Street

City: Boulder State: CO Zip Code: 80302

Business Email: patrick.hildebrand@intrepidfiber.com

B1184-6187 07/13/2022 3:19 PM Received by Tennessee Secretary of State Tre Hargett



# APPLICATION FOR CERTIFICATE OF AUTHORITY LIMITED LIABILITY COMPANY (ss-4233)

Page 2 of 2



Business Services Division  
**Tre Hargett, Secretary of State**  
**State of Tennessee**  
312 Rosa L. Parks AVE, 6th Fl.  
Nashville, TN 37243-1102  
(615) 741-2286

For Office Use Only

Filing Fee: \$50.00 per member  
(minimum fee = \$300, maximum fee = \$3,000)

The name of the Limited Liability Company is: BIF IV INTREPID OPCO LLC

11. The complete mailing address of the entity (If different from the principal office) is:

Address: \_\_\_\_\_

City: \_\_\_\_\_ State: \_\_\_\_\_ Zip Code: \_\_\_\_\_

12. Non-Profit LLC (required only if the Additional Designation of "Non-Profit LLC" is entered in section 3.)

- ☐ I certify that this entity is a Non-Profit LLC whose sole member is a nonprofit corporation, foreign or domestic, incorporated under or subject to the provisions of the Tennessee Nonprofit Corporation Act and who is exempt from franchise and excise tax as not-for-profit as defined in T.C.A. § 67-4-2004. The business is disregarded as an entity for federal income tax purposes.

13. Professional LLC (required only if the Additional Designation of "Professional LLC" is entered in section 3.)

- ☐ I certify that this PLLC has one or more qualified persons as members and no disqualified persons as members or holders.  
☐ I certify that this entity meets the requirement of T.C.A. § 48-249-1123(b)(3)

Licensed Profession: \_\_\_\_\_

14. Series LLC (required only if the Additional Designation of "Series LLC" is entered in section 3.)

- ☒ I certify that this entity meets the requirements of T.C.A. § 48-249-309(i)

If the provisions of T.C.A. § 48-249-309(i) (relating to foreign series LLCs) apply, then the information required by that section should be attached as part of this document.

15. Obligated Member Entity (list of obligated members and signatures must be attached)

- ☐ This entity will be registered as an Obligated Member Entity (OME) Effective Date: \_\_\_\_\_ / \_\_\_\_\_ / \_\_\_\_\_  
Month Day Year

☐ I understand that by statute: THE EXECUTION AND FILING OF THIS DOCUMENT WILL CAUSE THE MEMBER(S) TO BE PERSONALLY LIABLE FOR THE DEBTS, OBLIGATIONS AND LIABILITIES FOR THE LIMITED LIABILITY COMPANY TO THE SAME EXTENT AS A GENERAL PARTNER OF A GENERAL PARTNERSHIP. CONSULT AN ATTORNEY.

16. Other Provisions: \_\_\_\_\_  
\_\_\_\_\_

July 13, 2022

Signature Date

President

Signer's Capacity (if other than individual capacity)

Signature

Fred Day

Name (printed or typed)

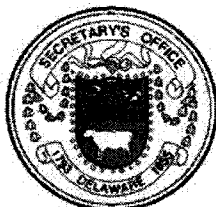
# Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BIF IV INTREPID OPCO LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE EIGHTH DAY OF JULY, A.D. 2022.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN PAID TO DATE.



6345257 8300

SR# 20222939291

You may verify this certificate online at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

A handwritten signature in black ink, appearing to read "JB", is written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed.

Authentication: 203868073

Date: 07-08-22

B1184-6189 07/13/2022 3:19 PM Received by Tennessee Secretary of State Tre Hargett

## **EXHIBIT D**

### **Key Management Personnel Biographies**

#### **Jack Waters**

##### **Chief Executive Officer**

Jack Waters has over 30 years' experience in the telecommunications and Internet industry. He has held numerous positions in both executive business roles as well as engineering and operations roles. He has led construction projects for both terrestrial and subsea fiber networks totaling millions of fiber miles being deployed in North America, Europe, and Asia.

Jack currently serves as the Chairman of the board of Digital 9 Infrastructure PLC, a UK London Stock Exchange listed investment trust focused on digital infrastructure. Since inception in March of 2021, he has led the raising of over \$1B from the public markets. The trust has invested over \$500M in digital infrastructure assets including Aquacomms, a subsea fiber company, and Verne Global, an Icelandic data center company.

Most recently, Jack was president of Zayo Networks and chief operating officer (COO) at Zayo Group. In this role, he oversaw the company's global Network business, including the Fiber Solutions, Transport, Enterprise and strategic networks businesses in addition to network operations and security. During his tenure, Zayo networks revenue and EBITDA growth was 5-8% resulting in the super majority of Zayo's exit Enterprise value of ~\$14B. Prior to this role, he served as Zayo's president of Fiber Solutions and chief technology officer (CTO) and achieved Revenue and EBITDA growth of ~8-10%.

Prior to joining Zayo, Jack was CTO at Level 3 Communications, where he was one of the founding senior executives focused on global network technology, architecture, engineering, process and security. He joined Level 3 in 1997 and held numerous leadership roles spanning global operations and engineering and was responsible for the original Level 3 network buildout. Jack's career also includes management positions at MCI Communications and the Southeastern University Research and Academic Network.

Jack has served on the board of directors for the Colorado Technology Association and the Computing Advisory Board at the University of Colorado. He has also served on the Technology Advisory Council for the Federal Communications Commission. He holds a B.S. in Electrical Engineering from West Virginia University and a Master of Science in Electrical Engineering from Johns Hopkins University. Jack speaks frequently at industry events.

#### **Dave Cooper**

##### **Chief Technology Officer**

Dave Cooper has over 25 years of experience in the telecommunications and Internet industry. He has held executive leadership positions within Engineering and Product Management and is an established industry expert in designing and building large-scale fiber-optic, IP and Content-Delivery networks. Most recently, Dave held a Senior Vice President, Edge Computing role at Lumen Technologies, serving as General Manager of Lumen's cloud computing business responsible for Engineering, Software Development, Product Management, Operations and Sales. Prior to this position, Dave served as Senior Vice President, Network Architecture at Lumen reporting to the CTO. In this position, Dave was responsible for Lumen's global network design

and architecture, including terrestrial and subsea fiber-optic plant, consumer broadband (FTTH), Optical, Ethernet, IP and Voice networks.

Over the course of his career, spanning Global Crossing, Level 3 Communications, CenturyLink and Lumen, Dave served key leadership positions responsible for the design and engineering of the world's largest fiber-optic, optical and IP networks. During this time, Dave contributed significantly to the Internet Industry co-authoring numerous Internet Engineering Task Force (IETF) standards in the areas of Ethernet, MPLS Fast-Reroute, Routing and Traffic Engineering. Many of these standards are still in use today across the global telecommunications infrastructure. He also holds five US Patents in the areas of Optical Switching, Routing and Security.

Dave holds a BA and MBA from California State University, Sacramento..

**Tim Bruny**  
**Chief Financial Officer**

Tim Bruny has over 20 years of experience within the Telecommunications industry. He has held numerous leadership roles within the Finance organization including Financial Planning, Accounting, Customer Operations, and Vendor Management. During this time, he has managed various teams and projects in both the US and worldwide.

Most recently, Tim held a Vice President Financial Planning & Analysis role at Lumen Technologies, where he led cost transformation efforts resulting in over ~\$1B of annual run-rate savings. Within this role, Tim partnered with the Operational leads to drive efficiency savings through automation, network synergies and vendor negotiations across both Network and Operational expense budgets.

Over the course of his career, Tim has been a proven leader focused on process optimization to enable top-line growth, margin expansion and profitable returns on investments. During his tenure at Lumen, Tim worked on multiple mergers and acquisitions helping drive organizational efficiency and effectiveness across the combined ecosystem.

Tim holds a B.S. in Business Administration (Finance) from Colorado State University.

**Jeff Polachek**  
**Operations & Construction**

Jeff Polachek has over 25 years of experience within the Telecommunications and Construction industry. He has held leadership positions within Engineering, Construction, Network Development, Network Operations, and Service Delivery. Jeff has led initiatives investing billions of dollars in infrastructure, resulting in hundreds of thousands of miles of fiber network. Most recently, Jeff held a Vice President, Network Implementation position at Lumen Technologies, where he led the network development and deployment functions for Enterprise and Core Network Services. Within this role, Jeff led the investment into expanding the backhaul infrastructure, as well as extending the capillarity of the metro networks to serve new customers and territories, resulting in a multi-year deployment of over \$1Billion in capital infrastructure across North America.

During his tenure at Lumen, Jeff has navigated through multiple mergers and acquisitions, and has held extensive leadership roles in nearly all aspects of Operations, Engineering, and

Construction. Prior to his time at Lumen, Jeff had direct experience in engineering and construction of fiber-based networks, including the development of markets from inception through the United States. Over the course of his career, Jeff has been a proven leader in delivering on complex design and projects.

Jeff holds a B.S. in Civil and Environmental Engineering from the Pennsylvania State University.

**EXHIBIT E-1**

**Balance Sheet and Income Statement of Applicant**

***CONFIDENTIAL - FILED UNDER SEAL***

**EXHIBIT E-2**

**Projected Financial Statements**

***CONFIDENTIAL - FILED UNDER SEAL***

**EXHIBIT E-3**

**Capital Expenditures Budget**

***CONFIDENTIAL - FILED UNDER SEAL***

**EXHIBIT F**

**Small and Minority-Owned Telecommunications  
Business Participation Plan**

## **BIF IV Intrepid OpCo LLC**

### **SMALL AND MINORITY-OWNED TELECOMMUNICATIONS BUSINESS PARTICIPATION PLAN**

Pursuant to T.C.A. §65-5-112, as amended, BIF IV Intrepid OpCo LLC (“Intrepid” or “Applicant”) submits this Small and Minority-Owned Telecommunications Business Participation Plan (the “Plan”) along with its Application for a Certificate of Convenience and Necessity to provide competing local exchange and interexchange telecommunications services in the State of Tennessee.

#### **I. PURPOSE**

The purpose of T.C.A. §65-5-112 is to provide opportunities for small and minority-owned businesses to provide goods and services to Telecommunications service providers. Intrepid is committed to the goals of T.C.A. §65-5-112 and to taking steps to support the participation of small and minority-owned telecommunications businesses in the telecommunications industry. Intrepid will endeavor to provide opportunities for small and minority-owned telecommunications businesses to compete for contracts and subcontracts for goods and services. As part of its procurement process, Intrepid will make effort to identify and inform minority-owned and small businesses that are qualified and capable of providing goods and services to Intrepid of such opportunities. Intrepid’s representatives intend to contact the Department of Economic and Community Development, the administrator of the small and minority-owned Telecommunications assistance program, to obtain a list of qualified vendors. Moreover, Intrepid will seek to increase awareness of such opportunities so that companies not otherwise identified will have sufficient information to participate in the procurement process.

#### **II. DEFINITIONS**

As defined in § 65-5-112:

*Minority-Owned Business.* Minority-owned business shall mean a business which 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 daily operations of such business, and who is impeded from normal entry into the economic mainstream because of race, religion, sex or national origin and such business has annual gross receipts of less than four million dollars (\$4,000,000).

*Small Business.* Small Business shall mean a business with annual gross receipts of less than four million dollars (\$4,000,000).

### **III. ADMINISTRATION**

Intrepid's Plan will be overseen and administered by the individual named below, hereinafter referred to as the Administrator, who will be responsible for carrying out and promoting Intrepid's full efforts to provide equal opportunities for small and minority-owned businesses. The Administrator of the Plan will be:

Eric Voss  
Director, Market Expansion  
BIF IV Intrepid OpCo LLC  
11001 W 120th Ave, #305  
Broomfield, CO 80021

Applicant intends the Administrator's responsibilities to include:

- (1) Maintaining an updated Plan in full compliance with §65-5-112 and the rules and orders of the Tennessee Public Utilities Commission.
- (2) Establishing and developing policies and procedures necessary for the successful implementation of the Plan.
- (3) Preparing and submitting such forms as may be required by the Tennessee Public Utility Commission, including the filing of required annual updates.
- (4) Serving as the primary liaison to and cooperate with the Tennessee Public Utility Commission, other agencies of the State of Tennessee, and small and minority-owned

businesses to locate and use qualified small and minority-owned businesses as defined in §65-5-112.

- (5) Searching for and developing opportunities to use small and minority-owned businesses and encouraging such businesses to participate in and bid on contracts and subcontracts.
- (6) Providing records and reports and cooperating in any authorized surveys as required by the Tennessee Public Utility Commission.
- (7) Establishing a record-keeping system to track qualified small and minority-owned businesses and efforts to use such businesses.
- (8) Providing information and educational activities to persons within Intrepid and training such persons to seek out, encourage, and promote the use of small and minority-owned businesses.

In performance of these duties, the Administrator will utilize a number of resources, including:

Chambers of Commerce  
The Tennessee Department of Economic and Community Development  
The United States Department of Commerce  
Small Business Administration  
Office of Minority Business  
The National Minority Supplier Development Counsel  
The National Association of Women Business Owners  
The National Association of Minority Contractors  
Historically Black Colleges, Universities, and Minority Institutions

The efforts through which Applicant intends to promote and ensure equal opportunities for small and minority-owned businesses are primarily spelled out in the Administrator's duties above. Additional efforts to provide opportunities to small and minority-owned businesses will include offering, where appropriate and feasible, small and minority-owned businesses assistance with technical, insurance, bonding, licensing, production, and deadline requirements.

#### IV. RECORDS AND COMPLIANCE REPORTS

Intrepid will maintain records of qualified small- and minority-owned business and efforts to use the goods and services of such businesses. In addition, Intrepid will maintain records of educational and training activities conducted or attended and of the internal procurement procedures adopted to support this Plan.

Intrepid will submit records and reports required by the Tennessee Public Utility Commission concerning the Plan. Moreover, Intrepid will cooperate fully with any surveys and studies required by the Tennessee Public Utilities Commission.

BIF IV Intrepid OpCo LLC

By: Eric Voss  
Eric Voss  
Director, Market Expansion

Dated: May 5<sup>th</sup>, 2023

**EXHIBIT G**

**Notice of Application & Certificate of Service**

**BEFORE THE  
TENNESSEE PUBLIC UTILITY COMMISSION  
NASHVILLE, TENNESSEE**

\_\_\_\_\_  
**In the Matter of the Application of**

**BIF IV Intrepid OpCo LLC**

**for a Certificate of Convenience and Necessity  
To Provide Competing Local Exchange  
and Interexchange Telecommunications  
Services in the State of Tennessee**  
\_\_\_\_\_

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

**NOTICE OF FILING**

**TO: ALL INCUMBENT LOCAL EXCHANGE CARRIERS (ILECS)**

PLEASE TAKE NOTICE, that in accordance with the Tennessee Public Utility Commission Rules for the Provision of Competitive Intrastate Telecommunications Services, you are hereby given notice that on January \_\_, 2023, BIF IV Intrepid OpCo LLC filed an Application for a Certificate of Convenience and Necessity to provide competing local exchange and interexchange telecommunications services in the State of Tennessee.

This \_\_\_\_ day of \_\_\_\_\_, 2023.

By: \_\_\_\_\_

Charles B. Welch, Jr.

## **CERTIFICATE OF SERVICE**

The undersigned hereby certifies that a copy of the Notice of Filing of the Application of BIF IV Intrepid OpCo LLC for a Certificate of Convenience and Necessity to provide competing local exchange and interexchange telecommunications services was served upon the following parties of record by depositing a copy of same in the United States Mail, First Class, Postage Prepaid, to their last known address as follows:

**Ardmore Telephone Company**  
100 WK&T Technology Drive  
Mayfield, KY 42066-9084

**BellSouth Telecommunications, LLC**  
1025 Lenox Park Blvd NE  
Brookhaven, GA 30319-5309

**CenturyTel of Adamsville**  
ATTN: Reba Culbertson  
100 CenturyLink Drive  
Monroe, LA 71203-2041

**CenturyTel of Claiborne, Inc.**  
ATTN: Reba Culbertson  
100 CenturyLink Drive  
Monroe, LA 71203-2041

**CenturyTel of Ooltewah-Collegedale, Inc.**  
ATTN: Reba Culbertson  
100 CenturyLink Drive  
Monroe, LA 71203-2041

**Concord Telephone Exchange, Inc.**  
525 Junction Road  
Madison, WI 53717-2152

**Crockett Telephone Company, Inc.**  
P.O. Box 22923  
Jackson, MS 39225-2923

**Citizens Telecommunications Company of Tennessee, LLC d/b/a Frontier Communications of Tennessee, LLC**  
401 Merritt 7 Ste 1  
Norwalk, CT 06851-1069

**Humphreys County Telephone Company**  
525 Junction Road  
Madison, WI 53717-2152

**Loretto Telephone Company**  
136 S Main Street  
Loretto, TN 38469-2110

**Millington Telephone Company, LLC**  
2400 Ritter Drive  
Jonesboro, AR 72401-6241

**Peoples Telephone Company**  
P.O. Box 10  
Bradford, TN 38316-0010

**Tellico Telephone Company, Inc.**  
525 Junction Road  
Madison, WI 53717-2152

**Tennessee Telephone Company**  
525 Junction Road  
Madison, WI 53717-2152

**United Telephone Company, Inc.**  
P.O. Box 38  
Chapel Hill, TN 37034-0038

**United Telephone Southeast, LLC**  
ATTN: Reba Culbertson  
100 CenturyLink Drive  
Monroe, LA 71203-2041

**West Tennessee Telephone Co., Inc.**  
P.O. Box 10  
Bradford, TN 38316-0010

This the \_\_\_\_ day of \_\_\_\_\_, 2023.

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Charles B. Welch, Jr.

## **EXHIBIT H**

### **Numbering Issues**

Please provide answers to the following questions concerning numbering within your proposed service areas.

1. What is your company's expected demand for NXXs per NPA within a year of approval of your application?

**Not applicable, as Applicant does not intend to provide voice services, including dial tone to end-user customers, at this time.**

2. How many NXXs do you estimate that you will request from NANPA when you establish your service footprint?

**Not applicable, as Applicant does not intend to provide voice services, including dial tone to end-user customers, at this time.**

3. When and in what NPA do you expect to establish your service footprint?

**Not applicable, as Applicant does not intend to provide voice services, including dial tone to end-user customers, at this time.**

4. Will the company sequentially assign telephone numbers within NXXs?

**Not applicable, as Applicant does not intend to provide voice services, including dial tone to end-user customers, at this time.**

5. What measures does the company intend to take to conserve Tennessee numbering resources?

**Not applicable, as Applicant does not intend to provide voice services, including dial tone to end-user customers, at this time.**

6. When ordering new NXXs for growth, what percentage fill of an existing NXX does the company use to determine when a request for a new NXX will be initiated?

**Not applicable, as Applicant does not intend to provide voice services, including dial tone to end-user customers, at this time.**

## **EXHIBIT I**

### **Tennessee Specific Operational Issues**

Please provide answers to the following questions concerning Tennessee Specific Operational Issues.

1. How does the company intend to comply with TCA §65-21-114? In its description, please explain technically how the company will not bill for countywide calls within Tennessee.

**Not applicable. Applicant does not intend to provide voice services, including dial tone to end-user customers, at this time.**

2. Is the company aware of the Tennessee County Wide Calling database maintained by BellSouth and the procedures to enter your telephone numbers in the database?

**Not applicable. Although Applicant is aware of these requirements, Intrepid will not issue telephone numbers as it does not intend to provide voice services to end-users at this time.**

3. Is your company aware of the local calling areas provided by the Incumbent Local Exchange Carriers in your proposed service areas?

**Yes, Applicant is aware of the ILEC local calling areas.**

4. Explain the procedures that will be implemented to assure that your customers will not be billed long distance charges for calls within the metro calling areas.

**Not applicable. Applicant does not intend to provide voice services at this time.**

5. Please provide the name and telephone number of an employee of your company that will be responsible to work with the TPUC on resolving customer complaints.

**Eric Voss  
Director, Market Expansion  
BIF IV Intrepid OpCo LLC  
11001 W 120th Ave, #305  
Broomfield, CO 80021  
Tel: 866-371-1860  
Email: [info@intrepidfiber.com](mailto:info@intrepidfiber.com)**

6. Does the company intend to telemarket its services in Tennessee? If yes, is the company aware of the telemarketing statutes and regulations found in TCA §65-4-401 *et seq.* and Chapter 1220-4-11?

**Applicant is aware of the above-referenced telemarketing status and regulations and will abide by them to the extent it undertakes telemarketing in Tennessee in the future.**

**EXHIBIT J**

**Sworn Pre-Filed Testimony**

**BEFORE THE  
TENNESSEE PUBLIC UTILITY COMMISSION  
NASHVILLE, TENNESSEE**

\_\_\_\_\_  
**In the Matter of the Application of**

**BIF IV Intrepid OpCo LLC**

**for a Certificate of Convenience and Necessity  
To Provide Competing Local Exchange  
and Interexchange Telecommunications  
Services in the State of Tennessee**  
\_\_\_\_\_

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

**PRE-FILED TESTIMONY OF ERIC VOSS**

I, Eric Voss, do hereby testify as follows in support of the application of BIF IV Intrepid OpCo LLC (“Intrepid”) for a Certificate of Convenience and Necessity as a competing telecommunications services provider to provide telecommunications services throughout the State of Tennessee.

**Q: Please state your full name, business address, and position.**

A: My name is Eric Voss. I am the Director, Market Expansion of BIF IV Intrepid OpCo LLC and my business address is 11001 W 120th Ave, #305, Broomfield, CO 80021.

**Q: Please briefly describe your duties.**

A: As Director, Market Expansion of Intrepid, I am responsible for the company’s overall development plans, underlying rights acquisition and MDU strategy.

**Q: Please describe your business experience and educational background.**

A: I have over 20 years’ experience in the telecommunications and transit industries. Prior to joining Intrepid, I worked at Lumen Technologies Inc. for over 13 years, where I held various

positions of increasing responsibility, the last of which was as Senior Manager Construction, where I oversaw a larger team that was responsible for completing buildouts to enterprise customer locations. I hold a Bachelor of Science in Civil and Environmental Engineering from Pennsylvania State University.

**Q: Are all statements in Intrepid's application true and correct to the best of your knowledge, information, and belief?**

A: Yes.

**Q: Please describe the current corporate structure of Intrepid.**

A: Intrepid is a duly formed limited liability company, organized under the laws of the State of Delaware. Copies of Intrepid's formation documents are included with the Application as **EXHIBIT B**. Applicant is a direct, wholly owned subsidiary of BIF Intrepid Holdco LLC, a Delaware limited liability company.

**Q: Does Intrepid possess the requisite managerial, financial, and technical abilities to provide the services for which it has applied for authority?**

A: Yes. Intrepid has the managerial, technical and financial qualifications necessary to provide the proposed services in Tennessee.

**Q: Please describe Intrepid's financial qualifications.**

A: Intrepid has sufficient financial resources to initiate and maintain the services and related operations in Tennessee as proposed in this Application. Applicant is providing financial information for Intrepid as **CONFIDENTIAL EXHIBITS E-1, E-2, and E-3**, which demonstrate the financial resources available to provide the proposed telecommunications services in Tennessee. Included with the aforementioned exhibits are the unaudited balance sheet and income statement as of October 31, 2022; Applicant's projected financial statements through December 31, 2025; and Applicant's three-year capital expenditures budget.

**Q: Please describe Intrepid's managerial and technical qualifications.**

A: Intrepid has the managerial qualifications necessary to provide the proposed services in Tennessee, as Intrepid is managed by a well-qualified and highly skilled team with substantial expertise and experience. The biographies included with the Application as **EXHIBIT D** reflect management's substantial communications industry experience and expertise and demonstrate that the Applicant possesses significant managerial and technical expertise operating a variety of communications services across multiple jurisdictions. Thus, Intrepid possesses the managerial and technical qualifications necessary to operate as a competing local telecommunications company in Tennessee, consistent with the Commission's requirements.

**Q: What services will Intrepid offer?**

A: Intrepid proposes to build a fiber-based network in Tennessee, which Intrepid plans to construct to customer locations. Intrepid will primarily provide point-to-point telecommunications services, such as Ethernet and other similar high-bandwidth services, for high-speed data transport. Intrepid will provide services primarily using its own facilities. Intrepid does not currently own or lease facilities in Tennessee but plans to construct facilities to provide its services. Intrepid intends to provide its services using fiber optic cable along with other equipment and facilities to originate, terminate, and amplify signals. Intrepid does not plan to furnish switched voice services or dial tone at this time.

**Q: Will Intrepid offer service to all consumers within its service area?**

A: Intrepid does not have plans to provide retail switched voice services, including dial tone to end-user customers in Tennessee. Applicant will provide services to enterprise customers and to other communications providers in the State of Tennessee on a wholesale basis and does not intend to directly serve residential customers.

**Q: Does Intrepid plan to offer local exchange telecommunications services in areas served by any incumbent local exchange telephone company with fewer than 100,000 total access lines?**

A: Intrepid requests authority to provide non-switched local exchange services and interexchange services throughout the State of Tennessee. The services proposed by Intrepid to provide point-to-point telecommunications services, such as Ethernet and other similar high-bandwidth services, for high-speed data transport may include enterprise customers and providers that are located in areas served by an incumbent local exchange telephone company with fewer than 100,000 total access lines. However, Intrepid does not have plans to provide retail switched voice services, including dial tone. To the extent Applicant will provide switched local services in the future, it only seeks authority to provide such services in service territories that are open to competition. To the extent Intrepid provides such switched local services, the exchanges are intended to mirror the exchange of the incumbent local exchange carrier in whose service territory Intrepid will provide service.

**Q: Will the granting of a certificate of convenience and necessity to Intrepid serve the public interest?**

A: Granting this Application will promote the public interest by increasing the level of competition in the Tennessee telecommunications market. Ultimately, competition will compel all exchange telecommunications service providers to operate more efficiently and with resulting reduced prices for consumers. These benefits work to maximize the public interest by providing continuing incentives for carriers to reduce costs while simultaneously promoting the availability of potentially desirable services. Intrepid's provision of these services would promote the public interest by providing high-quality service at competitive prices and by creating greater economic incentives for the development and improvement for all competing providers.

**Q: Does Intrepid intend to comply with all TPUC rules, statutes, and orders pertaining to the provision of telecommunications services in Tennessee, including those for disconnection and reconnection of service?**

A: Yes, Intrepid will comply with TPUC rules, statutes, and orders pertaining to the telecommunications services it provides.

**Q: Has any state ever denied Intrepid or one of its affiliates authorization to provide intrastate service?**

A: No. Neither Intrepid nor its affiliates have been denied authority to provide telecommunications services in any state or jurisdiction.

**Q: Has any state ever revoked the certification of Intrepid or one of its affiliates?**

A: No. Neither Intrepid nor its affiliates have had its authority to provide telecommunications services in any state revoked.

**Q: Has Intrepid or one of its affiliates ever been investigated or sanctioned by any regulatory authority for service or billing irregularities?**

A: No. Neither Intrepid nor its affiliates have been the subject of any investigations nor sanctioned by any regulatory authority for service or billing irregularities.

**Q: Who is knowledgeable about Intrepid's operations and will serve as Intrepid's regulatory and customer service contact?**

A: I will serve as Intrepid's Regulatory and Customer Service Contact for Intrepid. Customer complaints and inquiries can be submitted via email to [info@intrepidfiber.com](mailto:info@intrepidfiber.com) or by calling Applicant's toll-free phone number at 866-371-1860.

**Q: Please explain in detail Intrepid's proposed procedures for responding to information requests from the TPUC and its staff.**

A: Information requests related to this Application should be directed to our counsel set forth in the Application, with a copy to me. Together, we will prepare a response and ensure the response is filed promptly and by any deadline set by staff.

**Q: Does this conclude your testimony?**

A: Yes.

I swear that the foregoing testimony is true and correct to the best of my knowledge.

*Eric Michael Voss*

Eric Voss  
Director, Market Expansion  
BIF IV Intrepid OpCo LLC

Respectfully submitted this 5th day of May, 2023

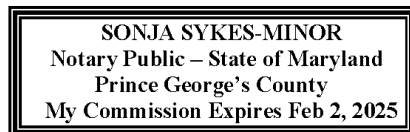
*Sonja Sykes-Minor*

Notary Public

State of Maryland

County of Prince George's

My commission expires 02/02/2025



This notarial act involved a remotely located individual and was performed using communication technology.



## **Verification**

STATE OF Maryland  
COUNTY OF Prince George's

§  
§  
§

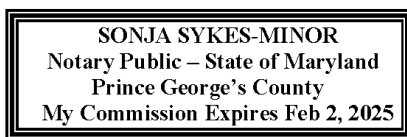
### VERIFICATION

I, Eric Voss, state that I am Director, Market Expansion at BIF IV Intrepid OpCo LLC (“Company”); that I am authorized to make this Verification on behalf of the Company; that the foregoing filing was prepared under my direction and supervision; and that the contents with respect to the Company are true and correct to the best of my knowledge, information, and belief.

*Eric Michael Voss*

Eric Voss  
Director, Market Expansion  
BIF IV Intrepid OpCo LLC

Sworn and subscribed before me this 5th day of May, 2023.



This notarial act involved a remotely located individual and was performed using communication technology.

*Sonja Sykes-Minor*  
Notary Public

My commission expires 02/02/2025

