

July 29, 2024

RECEIVED

August 4, 2024

**BY OVERNIGHT DELIVERY**

Chairman David Jones  
Tennessee Public Utility Commission  
502 Deaderick St., 4th Floor  
Nashville, TN 37243

TN PUBLIC UTILITY COMMISSION  
DOCKET OFFICE

**Re: Notice of Minor Equity Sale Of Holding Company Of Vero Fiber Networks, LLC, ID No. 129198**

Dear Mr. Jones:

Vero Fiber Networks, LLC ("Vero Fiber"), a company authorized to provide telecommunications service in the State of Tennessee pursuant to a Certificate of Public Convenience and Necessity ("CCN") granted by the Commission on May 3, 2018, hereby respectfully notifies the Tennessee Public Utilities Commission of a planned equity sale ("Sale") of VFN Holdings, Inc. ("Vero HoldCo"), the direct parent company to Vero Fiber. Vero HoldCo is owned and managed by the owners and management of Vero Fiber. As we discuss below, the Sale does not involve the transfer of the CCN, nor will it involve a transfer of control of Vero Fiber.

As a result, and based on our review of Tennessee statutes and regulations, Vero Fiber believes that prior approval is not required to complete the Sale described herein. However, if the Commission determines that approval of the Sale is required, Vero Fiber respectfully requests the Commission consider this notice to be Vero Fiber's application for expedited approval of the Sale.

**A. Vero Fiber**

Vero Fiber is a Colorado limited liability company located at 1023 Walnut Street, Boulder Colorado 80302 and is authorized to provide competing local telecommunications services within the state of Tennessee pursuant to a CCN granted by the Commission on May 3, 2018.

Vero Fiber's primary business is to provide essential telecommunications and broadband infrastructure to underserved schools and libraries by connecting those schools and libraries with reliable, scalable, and secure connectivity. Vero Fiber also provides telecommunication and broadband infrastructure services to other educational, healthcare, government, banking, telecommunications and business customers throughout the country. Vero Fiber currently provides service to fewer than 10 customers in Tennessee.



## **B. Description of Planned Equity Sale**

For corporate and business reasons, Vero HoldCo intends to sell a small tranche of shares in a minority sale. These shares will have no voting or control rights and, as such, the sale of these shares will result in a transfer of less than 10% of the voting stock of Vero HoldCo. The sale will not transfer Vero Fiber's CCN to another entity, will not materially change Vero Fiber's management or ownership, and will not change the identity of the current entity authorized to provide telecommunications services in Tennessee. This sale will not result in a transfer of control of Vero Fiber.

Vero Fiber will continue to offer the services it currently offers with no change in the rates, terms, conditions of service, or identity of the company holding the CCN or providing service. This Sale will be completely transparent to Tennessee consumers.

## **C. Public Interest Considerations**

Vero Fiber's minor Sale will not adversely affect the public interest. The Sale will not result in any material change to the ownership, management, customer service, billing address, or even logo of the entity currently authorized to provide telecommunications services. The day to day operations of the company will remain unchanged. Nor does the planned Sale affect the technical, managerial, or financial qualifications of Vero Fiber to provide telecommunications services.

Instead, the planned Sale will further the public interest by enabling Vero Fiber's management to improve the operational flexibility of the company. As a result, the Sale will put Vero Fiber in a better position to offer high quality customer services at affordable rates, which will promote competition and provide consumer benefits in the state's telecommunications service market.

For the reasons stated above, Vero Fiber respectfully submits that the public interest, convenience, and necessity would be furthered by the planned Sale. Accordingly, Vero Fiber advises the Commission of its intent to consummate this Sale as soon as possible. If the Commission requires any further information from Vero Fiber, we respectfully request the Commission contact Vero Fiber within 10 days from receipt of this notice.

Respectfully submitted,

A handwritten signature in blue ink, appearing to read "Gregg Strumberger", written over a horizontal line.

Gregg Strumberger  
Chief Legal Officer