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July 10, 2026

VIA EMAIL AND FIRST CLASS MAIL

Electronically Filed in TPUC Docket
Room on July 10, 2026 at 3:10 p.m.

Chairman David Jones
c/o Docket Room Manager
Tennessee Public Utility Commission
502 Deadrick Street, 4th Floor
Nashville, TN 37243
TPUC.DocketRoom@tn.gov

26-00060

As Attorney For:
Brightspeed Fiber Connection LLC
1120 S Tryon Street, Suite 700
Charlotte, NC 28203

Dear Chairman Jones:

I write concerning the Matter of the Application of Brightspeed Fiber Connection LLC for a Certificate to Provide Competing Local Telecommunications Services in the State of Tennessee. Enclosed for filing with the Tennessee Public Utility Commission is one copy of the referenced Application and all non-confidential exhibits. I will send four (4) copies of this application, along with all exhibits and a surety bond, to the above-referenced address within five (5) business days of the date of this letter. I will also enclose an extra copy of the pleadings which I request you stamp "Filed" and return to me.

Thank you for your assistance.

Respectfully,

/s/ Misty Smith Kelley

Misty Smith Kelley

MSK/nme
Enclosures

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

IN THE MATTER OF THE APPLICATION	)	
OF BRIGHTSPEED FIBER CONNECTION LLC	)	Docket No.26-00060
FOR A CERTIFICATE TO PROVIDE	)	
COMPETING LOCAL TELECOMMUNICATION	)	
SERVICES		

**APPLICATION FOR CERTIFICATE TO PROVIDE COMPETING LOCAL
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 (“Act”), Brightspeed Fiber Connection LLC (“Brightspeed Fiber Connection” or “Applicant”) respectfully requests that the Commission grant to Brightspeed Fiber Connection authority to provide competing local telecommunications services, including exchange access telecommunications services, within the State of Tennessee. Brightspeed Fiber Connection is willing and able to comply with all applicable rules and regulations in Tennessee pertaining to the provision of competing local telecommunications services.¹

In support of its Application, Brightspeed Fiber Connection submits the following:

1. Name, Address, Telephone Number, and Other Contact Information

The full name and address of the Applicant is:

Brightspeed Fiber Connection LLC
1120 South Tryon St.
Charlotte, NC 28203
Tel.: (704) 314-2249

¹ See Tenn. Code Ann. § 65-4-201.

Questions concerning this Application should be directed to:

Misty Smith Kelley
Baker Donelson PC
633 Chestnut St., Ste. 1900
Chattanooga, TN 37450
Tel.: (423)-209-4148
Fax: (423) 752-9549
mkelley@bakerdonelson.com

with a copy to:

John L. Flynn
Howard J. Symons
Allison M. Tjemsland
Gregory R. Capobianco
Jenner & Block LLP
1099 New York Ave., NW, Suite 900
Washington, DC 20001
Tel.: (202) 639-6000
jflynn@jenner.com
hsymons@jenner.com
atjemsland@jenner.com
gcapobianco@jenner.com

Contact name and address at the Company is:

Pamela Sherwood
Vice President, Deputy General Counsel – Regulatory Law & Government
Programs
Brightspeed Fiber Connection LLC
1120 South Tryon St.
Charlotte, NC 28203
Tel.: (704) 314-2249
pamela.sherwood@brightspeed.com

Scott Seab
Associate General Counsel – Regulatory
Brightspeed Fiber Connection LLC
1120 South Tryon St.
Charlotte, NC 28203
Tel.: (704) 314-2409
scott.seab@brightspeed.com

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

See **Confidential Exhibit A**. Applicant is providing this information separately and marked confidential, and Applicant requests that it not be made part of the public record.

3. Corporate Information

Applicant is a Delaware limited liability company that first formed on November 26, 1997 as Madison River Management Company. It subsequently changed its name to Madison River Management LLC on November 26, 2003, and then to Brightspeed Fiber Connection LLC on June 2, 2025. Copies of Applicant's formation documents are attached at **Exhibit B**. A copy of Applicant's Certificate of Authority to Transact Business in the State of Tennessee is attached as **Exhibit C**. Applicant is certificated in Arkansas, Georgia, Illinois, Indiana, Louisiana, Mississippi, Missouri, North Carolina, Oklahoma, Pennsylvania, South Carolina, Virginia, and Wisconsin, with an application pending in Alabama.

Applicant is a wholly owned, indirect subsidiary of Connect Holding II LLC ("Connect Holding II"), a Delaware limited liability company. Connect Holding II, through its subsidiaries, provides voice and data services to enterprise, government, wholesale, and retail customers in Alabama, Arkansas, Georgia, Illinois, Indiana, Louisiana, Kansas, Michigan, Mississippi, Missouri, New Jersey, North Carolina, Ohio, Oklahoma, Pennsylvania, South Carolina, Tennessee, Texas, Virginia, and Wisconsin under the "Brightspeed" brand name.² None of the Brightspeed entities has had any telecommunications certificate or authorization denied, suspended, terminated, or revoked. Connect Holding II's subsidiaries providing services in

² Connect Holding II does not directly provide any telecommunications services and is not certificated by the Commission. Connect Holding II and its parents and subsidiaries are collectively referred hereto as "Brightspeed."

Tennessee include: Brightspeed of Appalachia, LLC; Brightspeed of Western Tennessee, LLC; Brightspeed of Eastern Tennessee, LLC; Brightspeed of Southern Tennessee, LLC; and Brightspeed Broadband, LLC (collectively, the “Brightspeed Tennessee Affiliates”).

Applicant’s officers are listed below. There are no officers in Tennessee. The biographies of the principal offers and any other key technical staff are **Exhibit D**.

Name	Title
Michel Combes	Executive Chairman, Chief Executive Officer, and President
Daniel McCullough	Executive Vice President, Finance and Chief Financial Officer
Kristy Harrison	Executive Vice President, Operations
Sorabh Saxena	Chief Information Officer
Jeff Lowney	President, Enterprise and Wholesale
Colon McLean	Chief People and Administrative Officer
Marge Jackson	Executive Vice President, Consumer Growth, Sales & Customer Care
Rui Costa	Executive Vice President, Consumer Products, Marketing & Customer Experience

Applicant seeks this authorization in connection with certain restructuring and financing arrangements through which Applicant—and Applicant’s affiliate Brightspeed Fiber Services LLC—will receive certain assets, including communications optical fiber, customer contracts, and associated telecommunications equipment, from the Brightspeed Tennessee Affiliates.

Customers can contact Applicant’s customer service support twenty-four hours a day, seven days a week via Applicant’s website at <https://www.brightspeed.com/help/contact/> or via Applicant’s toll-free phone number at: (833) 370-2914. Applicant’s primary point of contact for customer service is:

Christina Dixon
Supervisor, Customer Advocacy
Brightspeed Fiber Connection LLC
1120 South Tryon St.
Charlotte, NC 28203
Tel.: (833) 365-3258

4. **Brightspeed Fiber Connection LLC possesses the managerial, technical, and financial ability to provide local telecommunications service in the State of Tennessee as demonstrated below:**

A. **Financial Qualifications**

Applicant has the financial capabilities to provide the proposed services. Applicant will have assets and associated cash flow upon completion of the restructuring and financing arrangement mentioned above, and will operate under the strong financial position of its parent, Connect Holding II. Applicant is a new entity and does not maintain financial statements separate from the consolidated financial statement of its parent Connect Holding II. Accordingly, to demonstrate Applicant's financial qualifications to operate in Tennessee, Applicant provides copies of Connect Holding II's audited financial statements for the two most recent annual periods as **Confidential Exhibit E**. The financial statements demonstrate that Applicant has sufficient capital resources and is financially qualified to provide the proposed services in Tennessee. **Confidential Exhibit E** contains confidential and proprietary business information the Applicant does not make available to the public during the normal course of business. Applicant is providing this information separately and marked confidential, and Applicant requests that it not be made part of the public record. Applicant's Corporate Surety Bond has been requested and will be provided to the Commission.

B. **Managerial Qualifications**

Applicant possesses the managerial and technical capabilities to provide the proposed services. Applicant will be managed by the same experienced Brightspeed team currently overseeing the Brightspeed Tennessee Affiliates' telecommunications service operations in Tennessee, as well as Applicant's other affiliates' provision of telecommunications services in 19 other states. A list of the Applicant's officers and their biographies are attached hereto at **Exhibit**

D. These biographies reflect this management team’s substantial experience and expertise in the telecommunications industry and demonstrate that Applicant possesses the necessary managerial and technical expertise to provide telecommunications services in Tennessee.

C. Technical Qualifications

Brightspeed Fiber Connection will satisfy the minimum standards established by the Commission. The company 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 customer premises equipment (“CPE”) that cannot be used with the ILECs’ systems. As noted in the biographies **Exhibit D** of the principal officers, the biographies of the principal officers, Brightspeed’s officers have several decades of telecommunications expertise.

Brightspeed has over 4,000 employees, including dedicated engineering and construction teams working under Executive Vice President, Operations Kristy Harrison and led by Demtra Santo, Vice President, Engineering and Network Operations. Many of Brightspeed’s employees have been working the telecommunications industry for decades, bringing their experience from CenturyLink. Brightspeed has dedicated employees in each state and a centralized workforce supporting network operations, including broadband, IP, and voice NOCs.

Thus, Brightspeed Fiber Connection is technically qualified to provide local exchange service in Tennessee.

5. Proposed Service Area

Applicant proposes to offer its services throughout the State of Tennessee. Applicant will initially offer service in areas currently served by its Brightspeed Tennessee Affiliates, using the assets it receives the planned asset transfer, described above.

6. Types of Services to be Provided

Applicant requests authority to provide local exchange and interexchange services throughout Tennessee. Applicant intends to provide fiber-based transport services such as private line, Ethernet, and optical wavelength to enterprise and wholesale customers, as well as unregulated services such as broadband and Voice over Internet Protocol to residential customers.³

Applicant does not currently own or lease facilities in Tennessee. Upon the completion of the asset transfer described above, Applicant will receive fiber optic cable and associated equipment and facilities from the Brightspeed Tennessee Affiliates and will use such facilities to provide the proposed services.

7. Repair and Maintenance

Brightspeed Fiber Connection understands the importance of effective customer service. Customers can contact Applicant's customer service support twenty-four hours a day, seven days a week via Applicant's website at <https://www.brightspeed.com/help/contact/> or by phone via Applicant's toll-free phone number at: (833) 692-7773.

³ See Tenn. Code Ann. § 65-5-203 (preempting state regulation of broadband and VoIP services).

Additionally, below is the name and address of a Tennessee contact person with knowledge about Brightspeed's operations:

Andy Ice
Senior Manager, Engineering and Construction
Brightspeed
101 North Roan Street
Johnson City, TN 37601
Andrew.f.ice@brightspeed.com

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

Please see **Exhibit F** attached.

9. Toll Dialing Parity Plan

Not applicable. Applicant does not intend to provide TDM telephone service at this time. In the event this changes in the future, Applicant will provide a toll dialing parity plan.

10. Notice to ILECs

Applicant has served notice of this application to the eighteen (18) incumbent local exchange telephone companies in Tennessee with a statement regarding the company's intention of operating geographically. See **Exhibit G** for a copy of the notice and the list.

11. Numbering Issues:

Not applicable. In the event Applicant intends to provide TDM telephone service in the future, at the request of a customer, Applicant will comply with the Commission's rules on number assignment and conservation.

12. Tennessee Specific Operational Issues

Please see **Exhibit H**.

13. Miscellaneous

- A. Sworn pre-filed testimony: **Exhibit I**
- B. Applicant does not collect customer deposits.

- C. Please see attached **Confidential Exhibit J** for a list of complaints filed with various state public utility commissions and the FCC for the past five years. Applicant is providing this information separately and marked confidential, and Applicant requests that it not be made part of the public record.
- D. Applicant plans to elect market regulation in accordance with TCA § 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.

14. Public Interest:

Grant of this Application will serve the public interest. As demonstrated in the Application, Applicant possesses the required financial, managerial, and technical qualifications to provide the proposed telecommunications services in the State of Tennessee. Applicant, along with its affiliate Brightspeed Fiber Services LLC, will acquire the fiber facilities of the Brightspeed Tennessee Affiliates and operate them to continue to provide high-quality services to the Brightspeed Tennessee Affiliates' customers in an efficient and cost-effective manner. Grant of the Application will also, subject to other required regulatory approvals, allow Brightspeed to complete a planned restructuring and financing arrangement that will better enable it to continue its fiber buildout throughout the State, including in rural and underserved communities.

II. CONCLUSION

For the reasons stated above, Applicant respectfully requests that the Commission enter an order granting it a certificate of convenience and necessity to operate as a competitive local exchange service provider and to provide telecommunications services throughout the State of Tennessee.

Respectfully submitted,

/s/ Misty Smith Kelley

Misty Smith Kelley
Baker Donelson PC
633 Chestnut St
Chattanooga, TN 37450
Tel.: (423) 209-4148
mkelley@bakerdonelson.com

July 10, 2026

*Counsel for Brightspeed Fiber Connection
LLC*

LIST OF EXHIBITS

Exhibit A	Corporate Organizational Chart [CONFIDENTIAL – FILED UNDER SEAL]
Exhibit B	Brightspeed Fiber Connection Formation Documents
Exhibit C	Authority to Transact Business in Tennessee
Exhibit D	Principal Corporate Officers and Management Bios
Exhibit E	Financial Statements [CONFIDENTIAL – FILED UNDER SEAL]
Exhibit F	Small and Minority-Owned Business Participation Plan
Exhibit G	Notice of Filing
Exhibit H	Tennessee-Specific Operational Issues
Exhibit I	Sworn Pre-Filed Testimony
Exhibit J	PUC and FCC Complaints [CONFIDENTIAL - FILED UNDER SEAL]

EXHIBIT A

CORPORATE ORGANIZATIONAL CHART
CONFIDENTIAL – FILED UNDER SEAL

EXHIBIT B

BRIGHTSPEED FIBER CONNECTION FORMATION DOCUMENTS

Delaware

The First State

Page 1

*I, CHARUNI PATIBANDA-SANCHEZ, SECRETARY OF STATE OF THE
STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND
CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "MADISON RIVER
MANAGEMENT LLC", CHANGING ITS NAME FROM "MADISON RIVER
MANAGEMENT LLC" TO "BRIGHTSPEED FIBER CONNECTION LLC", FILED IN
THIS OFFICE ON THE SECOND DAY OF JUNE, A.D. 2025, AT 2:19
O`CLOCK P.M.*



C. P. Sanchez

Charuni Patibanda-Sanchez, Secretary of State

2819113 8100
SR# 20252967846

You may verify this certificate online at corp.delaware.gov/authver.shtml

Authentication: 203865726
Date: 06-05-25

EXHIBIT C

CERTIFICATE OF AUTHORITY TO TRANSACT BUSINESS IN TENNESSEE



Tre Hargett
Secretary of State

Division of Business and Charitable Organizations
Department of State
State of Tennessee
312 Rosa L. Parks Avenue, 6th Floor
Nashville, Tennessee 37243
Phone: 615-741-2286
sos.tn.gov/

Capital Filing Service
992 DAVIDSON DRIVE SUITE B
NASHVILLE, TN 37205, USA

09/30/2025

Filing Acknowledgment

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

Entity Name:	BRIGHTSPEED FIBER CONNECTION LLC		
SOS Control #:	002053697	Initial Filing Date:	09/26/2025
Entity Type:	Foreign Limited Liability Company (LLC)	Formation Locale:	Delaware
Status:	Active	Duration Term:	Perpetual
Fiscal Year Close:	December	Annual Report Due:	04/01/2026
Business County:	(No County on Record)		
Managed By:	Manager Managed		
Obligated Member Entity:	No		

Document Receipt

Receipt #: 2025-681860	Filing Fee:	\$300.00
Payment: Credit Card - 3906714036		\$300.00

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

Principal Office Address:
1120 S TRYON STREET
CHARLOTTE, NC 28203, USA

Congratulations on the successful filing of your **Application for Registration of Foreign Limited Liability Company** for **BRIGHTSPEED FIBER CONNECTION 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) 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

Tracking Number
B2025789537

Application For Certificate Of Authority



Tre Hargett
Secretary of State

Division of Business and Charitable Organizations

Department of State

State of Tennessee

312 Rosa L. Parks Avenue, 6th Floor

Nashville, Tennessee 37243

Phone: 615-741-2286

sos.tn.gov/businesses

Control #: 002053697
Filed: 09/26/2025 01:37 PM
Tre Hargett
Secretary of State

Entity Information

Entity Type: Limited Liability Company

Entity Name: BRIGHTSPEED FIBER CONNECTION LLC

Fiscal Year Ending Month: December

Additional Designation: (No Additional Designation)

Is this a Series LLC?

☐ Yes ☒ No

Principal Office Address

1120 S TRYON STREET
CHARLOTTE, NC 28203, USA

Mailing Address

1120 S TRYON STREET
CHARLOTTE, NC 28203, USA

When and Where was the Organization Established?

Date Incorporated: 11/26/1997

Country: USA

State: Delaware

Period of Duration:

Perpetual

Did the business commence doing business in Tennessee prior to qualification?

☐ Yes ☒ No

Nature of Business (NAICS):

517111 - Wired Telecommunications Carriers

The Limited Liability Company will be:

Manager Managed

Do you have six or fewer members at the date of this filing?

☒ Yes ☐ No

Will this entity be registered as an Obligated Member Entity (OME)

☐ Yes ☒ No

Do you have additional uploads you would like to attach to this filing?

☐ Yes ☒ No

Registered Agent Information

C T CORPORATION SYSTEM
300 MONTVUE RD
KNOXVILLE, TN 37919-5546

Signature

☒ By entering my name in the space provided below, I certify that I am authorized to file this document on behalf of this entity, have examined the document and, to the best of my knowledge and belief, it is true, correct and complete as of this day.

☒ 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.

Signed Electronically: TERRIE MEDINA

Date: 09/26/2025

Delaware

Page 1

The First State

I, CHARUNI PATIBANDA-SANCHEZ, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BRIGHTSPEED FIBER CONNECTION 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 TWENTY-FOURTH DAY OF SEPTEMBER, A.D. 2025.

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



2819113 8300

SR# 20254076662

You may verify this certificate online at corp.delaware.gov/authver.shtml

A handwritten signature in cursive script, reading "C. P. Sanchez", is written over a horizontal line.

Charuni Patibanda-Sanchez, Secretary of State

Authentication: 204851091

Date: 09-24-25

EXHIBIT D

PRINCIPAL CORPORATE OFFICERS AND MANAGEMENT BIOS

Michel Combes, Executive Chairman, Chief Executive Officer, and President

Michel is responsible for leading the strategic planning and implementation of the company's strategy and goals, ensuring operational excellence and driving growth across the enterprise.

Additionally, he is leading the Consumer Group focused on growing sales, marketing the company's innovative product line, creating an exceptional customer experience, and building recognition of the Brightspeed brand—synonymous with speed, reliability and best-in-class service. Michel also serves as executive chairman of Brightspeed's Board of Directors.

Michel previously served as chief executive officer and president of SoftBank Group International, from June 2020 to June 2022, and president and chief executive officer of Sprint from January 2018 until April 2020. His prior leadership roles also include chief executive officer of Altice N.V., chief executive officer of Alcatel-Lucent, chief executive officer of Vodafone Europe, chairperson and chief executive officer of TDF Group, and chief financial officer and senior executive vice president of France Telecom.

Michel currently serves on the Board of Directors for four listed companies: Phillip Morris International; Etisalat; F5, Inc.; and Eutelsat Communications S.A. He also serves on the boards of several private companies.

Michel received an M.S. degree from École Polytechnique with a focus in engineering and a doctorate from Paris Dauphine University.

Daniel McCullough, Executive Vice President, Finance and Chief Financial Officer

Dan is the Executive Vice President of Finance leading Brightspeed's strategic finance, accounting, treasury, procurement, enterprise data & analytics and transformation teams. Former-CFO of a private equity-backed company and strategic finance at Driven Brands (which owns Meineke auto shops), Daniel began his career as an investment banking analyst at BlackArch Partners in Charlotte and subsequently held private equity investment and strategic finance roles at Falfurrias Capital Partners and American Driveline Systems, respectively.

Daniel earned a Bachelor of Science in mathematical economics from Hampden-Sydney College, graduating summa cum laude and as a member of Phi Beta Kappa. He earned his Master of Accounting degree from the University of North Carolina's Kenan-Flagler Business School.

Kristy Harrison – Executive Vice President, Operations

Kristy is the Executive Vice President of Operations responsive for ensuring Brightspeed's operations team leverages state-of-the-art technology to deliver on the company's promise to provide best-in-class customer service and a faster, more reliable network across the company's 20-state footprint.

Kristy brings more than three decades of telecommunications industry experience to her role at Brightspeed. She began her career in telecommunications at Lumen Technologies (previously CenturyLink and Embarq) after transitioning from her service in the U.S. Air force to civilian life.

Kristy earned her Bachelor of Arts in Business Administration and her Master of Business Administration from Ottawa University in Overland Park, Kansas. She went on to earn a certificate in Project Management from George Washington University and an executive certificate in AI: Implications for Business Strategy from MIT, Sloan School of Management. She is a member of the Gardner (Kansas) Rotary Club, a member of the American Legion, and an active volunteer with the Boys and Girls Club of Greater Kansas City.

Sorabh Saxena, Chief Information Officer

Chief Information Officer Sorabh Saxena is responsible for developing the systems and technology to support Brightspeed's end-to-end fiber optics network transformation, from the initial build to sales to ongoing operations. Sorabh brings nearly 30 years of technology experience to Brightspeed, most of it gained in the telecommunications industry.

Sorabh joins Brightspeed from PwC, where he most recently served as principal, lead technology strategy & implementation, working with large organizations on their technology transformations. Prior to that, he served as chief digital & information technology officer for US Consumer Bank at Citi. Sorabh also spent more than 25 years of his career at AT&T in roles of increasing responsibility, primarily in IT. He left the organization in 2020 after serving as president/EVP global operations & services for AT&T Business.

Sorabh earned his Bachelor of Technology degree in Electronics and Communications Engineering from the Indian Institute of Technology, Madras. He earned his master's degree in electrical engineering from the University of Maryland Baltimore County.

Jeff Lowney, President, Enterprise and Wholesale

Jeff Lowney is responsible for driving sales and service for businesses in the rural and suburban areas within Brightspeed's 20-state footprint. His focus is on customer retention and growth while helping customers transition to fiber technology and grow their businesses with Brightspeed's innovative product offerings.

Jeff joined Brightspeed with an enviable record of transforming underperforming telecommunications markets. His more than 20-year career includes leadership roles with Sprint, AT&T, TW Telecom/Level 3 (now Lumen Technologies), and Windstream. His most recent role was president of Windstream Kinetic strategic accounts division where he was responsible for leading the organization's sales division, driving high margin revenue growth to monetize Windstream's \$2 billion fiber investment strategy. Prior to joining Windstream, Jeff spent more than a decade at Lumen Technologies in various leadership roles driving sales and revenue for the company.

Jeff earned his Bachelor of Science degree in Business Administration from the University of Wisconsin at Stevens Point and his Master of Business Administration from Cardinal Stritch University. He also attended the University of Denver, Daniels College of Business Executive Education Program.

Colon McLean, Chief People and Administrative Officer

Colon McLean serves as Chief People and Administrative Officer for Brightspeed, responsible for the oversight of the HR, Legal, Information Security and Communications teams. In his role, he is responsible for building and leading all people-related programs and sustaining the company's customer-focused values while maintaining a culture of integrity, ethics and compliance. Known for leading executive teams through complex, global business and people transactions, Colon brings decades of experience from large-scale public and private equity backed companies to his role at Brightspeed.

Under Colon's leadership the transition of thousands of Lumen employees to Brightspeed was transparent and seamless. Colon and his team ensure that the Brightspeed work environment is inclusive and diverse as the company continues to grow to meet the needs of building a state-of-the-art broadband network across 20 states.

Colon most recently led human resources for Alight Solutions, a Blackstone portfolio company, where he was responsible for all people-related programs and led HR due diligence, integration and value realization of four acquisitions. Additionally, Colon championed the company's purpose and values, driving high levels of engagement, resulting in certification as a Great Place to Work in 2018, 2019 and 2020. Prior to Alight Solutions, he served as Chief Human Resources Officer at two other companies following a two-decade career at Duke Energy where he became co-head of human resources.

Colon earned his Bachelor of Science degree in Business Administration from Wingate University and his Master of Business Administration from Wake Forest University.

Marge Jackson, Executive Vice President, Consumer Growth, Sales & Customer Care

Marge Jackson brings more than 25 years of telecom experience to her role as Executive Vice President of Consumer Growth, Sales & Customer Care at Brightspeed. She is charged with accelerating revenue growth, deepening customer relationships and unlocking new market opportunities across the business. By unifying sales and customer care into one high-performing organization, Marge is driving a seamless, end-to-end customer journey that fuels both acquisition and retention. Her mandate is to build scalable growth engines, elevate the customer experience and position Brightspeed as the broadband provider of choice in every community it serves.

Prior to joining Brightspeed, Marge grew her career in various roles at Comcast. Her most recent position was senior vice president of sales, where she supported a team of 15,000 sales employees.

Marge is a graduate of Peirce College. She is an active member of CTAM, an executive advisor on the WICT Board Philly Chapter, a graduate of WICT's prestigious Betsy Magness Leadership Institute and of the Comcast Woman Leadership program at Wharton University. She most recently completed the CTAM Executive Program at Harvard University.

Rui Costa, Executive Vice President, Consumer Products, Marketing & Customer Experience

Rui Costa is the Executive Vice President of Consumer Products, Marketing and Experience at Brightspeed. He leads the organization's efforts to define and deliver the company's product

strategy, brand positioning and go-to-market execution across all consumer segments. Rui's mission is to design experiences that make clear why consumers should choose Brightspeed—driving growth through innovative products, bold marketing and a seamless digital journey.

At Brightspeed, Rui oversees the full spectrum of consumer engagement, spanning product development, pricing, marketing, brand strategy, demand generation, e-commerce and customer experience. His team's focus is on accelerating adoption of Brightspeed's next-generation fiber products and elevating the brand through a differentiated customer promise.

Before joining Brightspeed, Rui served as senior vice president of Consumer Products at Frontier Communications, where he led product, customer experience, e-commerce and go-to-market strategy, helping reposition the brand for the next phase of fiber expansion.

Previously, Rui was senior vice president of Consumer Products for Xfinity, the connectivity and entertainment brand of Comcast NBCUniversal, where he drove the creation of converged connectivity products that unified broadband and mobile into a single, seamless customer experience. He originally joined Comcast to lead the product launch and experience design of Xfinity Mobile, which became the fastest-growing mobile services provider in America.

Earlier in his career, Rui held senior roles at Liberty Global—the largest cable company outside the U.S.—as director of Consumer Products, leading wireless strategy, product innovation, and device portfolios across multiple European markets. He supported major brand launches for Virgin Media (UK and Ireland), Telenet (Belgium), Ziggo (The Netherlands), and UPC (Switzerland, Austria, and Hungary). He began his career in marketing and product management at Portugal Telecom (now Altice).

A native of Lisbon, Portugal, Rui is fluent in English, French, Spanish, Romanian, Hebrew and Portuguese. He studied engineering at Universidade Lusófona Portuguesa ("ULHT") and completed executive education at the Tuck School of Business at Dartmouth.

EXHIBIT E

CONNECT HOLDING II'S FINANCIAL STATEMENTS
CONFIDENTIAL – FILED UNDER SEAL

EXHIBIT F

SMALL AND MINORITY-OWNED BUSINESS PARTICIPATION PLAN

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

BRIGHTSPEED FIBER CONNECTION, LLC

SUBMITTED TO THE TENNESSEE REGULATORY AUTHORITY

Date: 7/10/2026

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7.0 ANNUAL REPORT

1.0 PURPOSE

- 1.1 The purpose of §65-5-112 is to provide opportunities for small and minority owned businesses to provide goods and services to Telecommunications service providers.
- 1.2 Pursuant to the requirements of Tenn. Code Ann. § 65-5-112, this Small and Minority-Owned Telecommunications Business Participation Plan covers the Company(s) listed on the title page (“Brightspeed or Company”).
- 1.3 As part of its procurement process, Brightspeed will make a good faith effort to identify and inform woman, minority-owned and small businesses that are qualified and capable of providing goods and services to Brightspeed in Tennessee of such opportunities.

2.0 DEFINITIONS

For this Plan and Brightspeed’s ability to track results against this Plan, Brightspeed defines MWDVBE suppliers by the following definitions, as defined in T.C.A 65-5-112:

A. Minority Business

The term “minority” means a business that is at least 51% owned, controlled (defined as exercising the power to make policy decisions) and operated (defined as being actively involved in the day-to-day management) by an ethnic minority group member or member(s). In publicly held businesses, minority group members as listed must own at least 51% of the stock.

B. Women-Owned Business

The term “women” means a business that is at least 51% owned, controlled (defined as exercising the power to make policy decisions) and operated (defined as being actively involved in the day-to-day management) by a woman group member or member(s). In publicly held businesses, women group members as listed must own at least 51% of the stock.

C. Disabled Veterans Business

The term “disabled veteran” means a business that is at least 51% owned, controlled (defined as exercising the power to make policy decisions) and operated (defined as being actively involved in the day-to-day management) by a disabled veteran group member or member(s). In publicly held businesses, disabled veteran group members as listed must own at least 51% of the stock.

D. Small Disadvantaged Business

Brightspeed presumes that socially and economically disadvantaged individuals include African Americans, Hispanic Americans, Native Americans, Asia Pacific Americans, and other ethnic minorities, or any other individual found to be disadvantaged by the SBA pursuant to Section 8(a) of the Small Business Act.

E. Small Business

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

In addition, Brightspeed tracks its spend with MWDVBE suppliers by both direct and indirect utilization within supply chain.

Direct MWDVBE Spend

Direct MWDVBE contracted dollar amounts spent with each ethnic group/minority category and/or male or female category as listed above.

Indirect MWDVBE Spend

Subcontract dollar amounts spent by prime suppliers in each ethnic/minority category listed above in support of business with Brightspeed.

3.0 PLAN ADMINISTRATION

General overall responsibility for administering this plan and the activities set forth above are assigned to:

Brenda Rapp
Vice President, Procurement, Supply Chain & Real Estate
Brightspeed
P.O. Box 1330
Fayetteville, NC 28302-1330
704-314-2217
Brenda.rapp@brightspeed.com

Administrative duties are as follows:

- Maintaining an updated Plan in full compliance with §65-5-212 and the rules and orders of the Tennessee Regulatory Authority.
- Establishing and developing policies and procedures necessary for the successful implementation of the Plan.
- Preparing and submitting such forms as may be required by the Tennessee Regulatory Authority, including the filing of required annual updates.
- Serving as the primary liaison to and cooperate with the Tennessee Regulatory Authority 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 §65-5-212.
- 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.
- Providing records and reports and cooperate in any authorized surveys as required by the Tennessee Regulatory Authority.
- Establishing a record-keeping system to track qualified small and minority-owned businesses and efforts to use such businesses.
- Providing information and educational activities to persons within Brightspeed and training to promote use of MBE, SBO, WBE, DVBE and VBE owned businesses.

4.0 SOURCE IDENTIFICATION

- 4.1 In performance of the above-mentioned duties, the Administrator will utilize many resources, including:
- Chamber 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
 - Historical Black Colleges, Universities, and Minority Institutions
- 4.2 Brightspeed maintains a list of potential suppliers which contains their name, commodities, and phone numbers.

5.0 GOODS AND SERVICES

- 5.1 Examples of Goods and Services that are contracted out include:

Contract Labor	Printed Forms	Office Supplies
Building Construction	Janitorial Services	Architects
Landscaping/Snow	Cables	Training
Lawn Care	Building Maintenance	Architects
Software Development	Legal Services	IT Hardware
Environmental Services	Consulting	Logistics
Tools/Test Equipment	Transmission Equipment	
Waste Management	Outside Plant Construction	

6.0 RECORDS AND COMPLIANCE REPORTS

Brightspeed will maintain records of qualified MBE, WBE, VBE, and small businesses to be able to utilize the goods and services of such businesses. In addition, Brightspeed will maintain records of educational and training activities conducted or attended and of the internal procurement procedures adopted to support this plan.

Brightspeed will submit records and reports as required by the Tennessee Regulatory Authority concerning the Plan. Moreover, Brightspeed will cooperate fully with any surveys and studies as required by the Tennessee Regulatory Authority.

This Report and Plan was SUBMITTED by:

Signature: _____

Typed Name: Pamela Sherwood

Title: Vice President, Deputy General Counsel, Regulatory Law & Government Programs

Date Signed: 7/10/2026

EXHIBIT G

NOTICE OF FILING

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

IN THE MATTER OF THE APPLICATION	)	
OF BRIGHTSPEED FIBER CONNECTION LLC	)	Docket No.
FOR A CERTIFICATE TO PROVIDE	)	
COMPETING LOCAL TELECOMMUNICATION	)	
SERVICES	)	

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 Brightspeed Fiber Connection LLC filed an Application for a Certificate of Public Convenience and Necessity to Provide Competing Local Exchange Telecommunications Services.

This 10th day of July, 2026

Respectfully submitted,

/s/ Misty Smith Kelley
Misty Smith Kelley
Baker Donelson PC
633 Chestnut St.
Chattanooga, TN 37450
Tel.: (423) 209-4148
mkelley@bakerdonelson.com

*Counsel for Brightspeed Fiber Connection
LLC*

Ardmore Telephone Company, Inc.
P.O. Box 549
517 Ardmore Avenue
Ardmore, TN 38449

Bellsouth Telecommunications, Inc.
333 Commerce Street, Suite 2106
Nashville, TN 37201-3300

Brightspeed of Appalachia, LLC
P.O. Box 1330
Fayetteville, NC 28302

Brightspeed of East Tennessee, LLC
P.O. Box 1330
Fayetteville, NC 28302

Brightspeed of Southern Tennessee, LLC
P.O. Box 1330
Fayetteville, NC 28302

Brightspeed of Western Tennessee, LLC
P.O. Box 1330
Fayetteville, NC 28302

Crockett Telephone Company
P.O. Box 24207
Friendship, TN 38034

Frontier Communications of Tennessee
300 Bland Street
Bluefield, WV 24701

Humphreys County Telephone Company
10200 Upper Ridge Way
203 Long Street
New Johnsonville, TN 37134-0552

Loretto Telephone Company, Inc.
P.O. Box 130
Loretto, TN 38469

Millington Telephone Company, Inc.
4880 Navy Road
Millington, TN 38083

Peoples Telephone Company
P.O. Box 310
Erin, TN 37061

Tellico Telephone Company
P.O. Box 9
102 Spence Street
New Johnsonville, TN 37385-0009

United Telephone Company
P.O. Box 38
120 Taylor Street
Chapel Hill, TN 37034

West Tennessee Telephone Company, Inc.
P.O. Box 10
244 E. Main Street
Bradford, TN 38316

EXHIBIT H

TENNESSEE-SPECIFIC OPERATIONAL ISSUES

In the event Brightspeed Fiber Connection intends to provide TDM telephone service in the future, at the request of a customer, Brightspeed Fiber Connection will comply with the Commission's rules on number assignment and conservation.

- i. 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.
 - a. **Response:** Brightspeed Fiber Connection will mirror the local calling areas of the ILEC.
- ii. 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?
 - a. **Response:** Yes, Brightspeed Fiber Connection is aware of the database and procedures.
- iii. Is your company aware of the local calling areas provided by the Incumbent Local Exchange Carriers in your proposed service areas?
 - a. **Response:** Yes, Brightspeed Fiber Connection is aware of all local calling areas provided by Tennessee ILECs.
- iv. 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.
 - a. **Response:** Brightspeed Fiber Connection will mirror the local calling areas of the ILEC.
- v. 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.
 - a. **Response:**
Christina Dixon
Supervisor, Consumer Affairs
Brightspeed Fiber Connection LLC
1120 South Tryon Street
Charlotte, NC 28203
Tel.: (833) 365-3258
christina.dixon@brightspeed.com
- vi. 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?
 - a. **Response:** Brightspeed Fiber Connection uses many different marketing techniques to reach its customers. Brightspeed Fiber Connection may on occasion telemarket services to businesses but will adhere to the telemarketing statutes and regulations found in TCA §65-4-401 et seq. and Chapter 1220-4-11.

EXHIBIT I

SWORN PRE-FILED TESTIMONY

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

IN THE MATTER OF THE APPLICATION	)	
OF BRIGHTSPEED FIBER CONNECTION LLC	)	Docket No.
FOR A CERTIFICATE TO PROVIDE	)	
COMPETING LOCAL TELECOMMUNICATION	)	
SERVICES		

PRE-FILED TESTIMONY OF PAMELA SHERWOOD

I, Pamela Sherwood, do hereby testify as follows in support of the application of Brightspeed Fiber Connection LLC (“Brightspeed Fiber Connection”) for a Certificate of Convenience and Necessity as a competing telecommunications services provider to provide telecommunication services throughout the State of Tennessee.

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

A: My name is Pamela Sherwood. I am Vice President, Deputy General Counsel – Regulatory Law & Government Programs at Brightspeed Fiber Connection. My business address is 1120 South Tryon Street, Charlotte, NC, 28203.

Q: Please briefly describe your duties.

A: In my current position, I lead Brightspeed’s more than \$800 million Broadband Grant Program, overseeing a portfolio of more than 500 federally, state, and locally funded broadband construction projects across Brightspeed’s 20-state footprint. Additionally, in my role as Deputy General Counsel, I lead Brightspeed’s federal and state regulatory legal team, managing regulatory strategy, governmental and legislative affairs, and all public policy matters affecting Brightspeed.

Q: Please describe your business experience and educational background.

A: I hold a B.A. from Purdue University and a J.D. from Indiana University, Bloomington.

I have a combined approximately 30 years of experience serving as regulatory counsel for telecommunications companies, starting with Time Warner Telecom as regulatory counsel, then Vice President of Regulatory Affairs with responsibilities for 15 states. After its acquisition by Level 3, I served in a similar role, in addition to supervising regulatory counsel, continuing in this role for CenturyLink/Lumen Technologies after that merger. I joined Brightspeed just prior to its acquisition of certain assets from Lumen Technologies in 2022 to run its broadband grants and regulatory compliance program. Over the last 4 years, my role has expanded to now also include federal and state regulatory law and compliance.

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

A: Yes.

Q: Please describe the current corporate structure of Brightspeed Fiber Connection.

A: Please see Confidential Exhibit A for Brightspeed Fiber Connection's current corporate structure.

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

A: Yes, Brightspeed Fiber Connection possesses the requisite managerial, financial, and technical abilities to provide the services applied for as evidenced in Exhibit D, Confidential Exhibit E, and pages 4-6 of the Application.

Q: Please describe Brightspeed Fiber Connection's financial qualifications.

A: Brightspeed Fiber Connection has the necessary financial resources to provide service in Tennessee without a strain on its resources. We provided additional details of Brightspeed Fiber Connection's parent's, Connect Holding II, financial resources in the Confidential Exhibit E.

Q: Please describe Brightspeed Fiber Connection's managerial and technical qualifications.

A: Brightspeed Fiber Connection is managed by a competent team of professionals with extensive experience in the telecommunications industry. Their experience and qualifications are described in Exhibit D, as well as pages 4-6 of the Application.

Q: What services will Brightspeed Fiber Connection offer?

A: Brightspeed Fiber Connection requests authority to provide local exchange and interexchange services throughout Tennessee. We intend to provide fiber-based transport services such as private line, Ethernet, and optical wavelength to enterprise and wholesale customers, as well as unregulated services such as broadband to residential customers.

Q: Will Brightspeed Fiber Connection offer service to all consumers within its service area?

A: Brightspeed Fiber Connection does not currently own or lease facilities in Tennessee. Upon the completion of Brightspeed's planned restructuring and financing arrangement, Brightspeed Fiber Connection, along with its affiliate, Brightspeed Fiber Services LLC, will receive fiber optic cable and associated equipment and facilities from the Brightspeed Tennessee Affiliates.

Q: Does Brightspeed Fiber Connection 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: No, Brightspeed Fiber Connection does not plan to offer local exchange telecommunications services in areas served by any ILEC with fewer than 100,000 total access lines.

Q: Will the granting of a certificate of convenience and necessity to Brightspeed Fiber Connection serve the public interest?

A: Yes. Please see (14) above for a description of how the granting of a certificate of convenience and necessity to Brightspeed Fiber Connection will serve the public interest.

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

A: Yes.

Q: Has any state ever denied Brightspeed Fiber Connection or one of its affiliates authorization to provide intrastate service?

A: At the time of this Application, no state has ever denied Brightspeed Fiber Connection or its affiliates an authorization to provide intrastate service.

Q: Has any state ever revoked the certification of Brightspeed Fiber Connection or one of its affiliates?

A: At the time of this Application, no state has ever revoked Brightspeed Fiber Connection's or its affiliates' certifications.

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

A: At the time of this Application Brightspeed Fiber Connection or its affiliates have never been investigated or sanctioned by any regulatory authorities for service or billing irregularities.

Q: Who is knowledgeable about Brightspeed Fiber Connection's operations and will serve as the regulatory and customer service contact?

A: Christina Dixon will serve as the company's customer service contact. Scott Seab and I will serve as regulatory contacts.

Q: Please explain in detail Brightspeed Fiber Connection's proposed procedures for responding to information requests from the Commission and its staff.

A: Brightspeed Fiber Connection has a dedicated internal team and legal counsel that will respond in a timely manner to information requests from the Commission and its staff. Brightspeed Fiber Connection's team will work closely with the Commission and its staff to ensure all information requests are thoroughly and promptly addressed.

Q: Does this conclude your testimony?

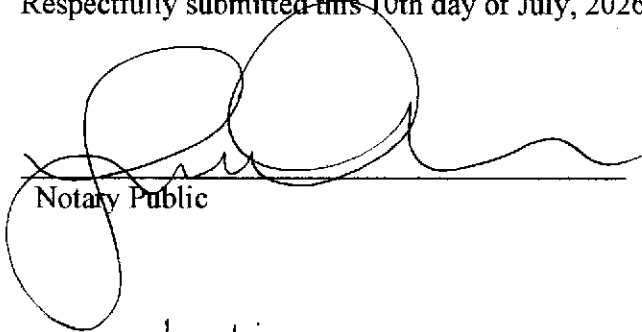
A: Yes.

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



Pamela Sherwood
Vice President, Deputy General Counsel –
Regulatory Law & Government Programs
Brightspeed Fiber Connection LLC

Respectfully submitted this 10th day of July, 2026.



Notary Public

State of Indiana

County of Hamilton

My commission expires: 6/4/2032

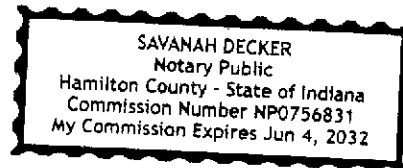


EXHIBIT J

PUC AND FCC COMPLAINTS
CONFIDENTIAL – FILED UNDER SEAL