

ORIGINAL OPEN MEETING



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MEMORANDUM

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AZ CORP COMMISSION
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2016 NOV 8 PM 3 49

TO: THE COMMISSION

FROM: Utilities Division

DATE: November 8, 2016

RE: IN THE MATTER OF THE APPLICATION OF GLOBAL RECONNECT, INC. FOR THE APPROVAL OF THE TRANSFER OF CONTROL OF TERRACOM, INC. TO GLOBAL RECONNECT, INC. (DOCKET NO. T-20802A-16-0331)

INTRODUCTION

Enclosed are the Arizona Corporation Commission ("ACC" or "Commission") Utilities Division's ("Staff") Memorandum and Proposed Order for the Application of Global Reconnect, Inc. ("GRI") for approval of the transfer of control of TerraCom, Inc. ("TerraCom") to GRI (Docket No. T-20802A-16-0331). This is only a Staff recommendation to the Commission; it has not yet become an order of the Commission. The Commission can decide to accept, amend or reject Staff's proposed order.

You may file comments to the recommendation(s) of the proposed order by filing an original and thirteen (13) copies of the comments with the Commission's Docket Control Center at 1200 W. Washington St., Phoenix, AZ 85007 by 4:00 p.m. on or before November 14, 2016.

This matter may be scheduled for Commission deliberation at its Open Meetings scheduled **November 17, 2016, at 10:00 a.m.**

If you have any questions about this matter, please contact Lori Morrison of our Staff at (602) 542-2179, or Thomas Broderick, Director, at (602) 542-7270.

BACKGROUND

On August 21, 2012, the Commission designated TerraCom a wireless, Lifeline-only Eligible Telecommunications Carrier ("ETC") in Decision No. 73344. In Finding of Fact ("FOF") 43(I) of that Decision, the Commission required "(I)n the event of a Transfer of Control that involves TerraCom, a new ETC petition shall be filed with the Commission. This will ensure ETCs undergoing reorganization remain financially viable and able to provide the supported services throughout the designated service areas as originally approved by the Commission."¹

¹ See Decision No. 73344, Page 15, lines 23-26.

Arizona Corporation Commission
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On September 19, 2016, TerraCom and GRI, (jointly, "the Applicants") filed an Application requesting approval from the Commission of the transfer of control of an ETC in accordance with FOF 43(I) in Decision No. 73344. The Application provides information on: (1) GRI and its financial viability, (2) TerraCom, (3) the Transfer of Control (the "Transaction"), and (4) services to be provided after the Transaction. The proposed Transaction is a direct stock purchase agreement under which GRI will acquire all of TerraCom's issued and outstanding shares of stock.

DESCRIPTION OF THE APPLICANTS

A. TerraCom, Inc.

TerraCom is an Oklahoma corporation that currently holds domestic authority to provide interstate wireline telecommunications services, pursuant to Section 214 of the Act and the Federal Communications Commission's ("FCC") rules. TerraCom's principal place of business is 933 E. Britton Road, Oklahoma City, OK 73114. TerraCom primarily provides Lifeline-supported telecommunications service, and was designated a wireless, Lifeline-only ETC in Arizona on August 21, 2012, in Decision No. 73344.

At present, five (5) individuals hold all of the voting and equity interest in TerraCom.² Richard Yurich, a U.S. citizen and President of TerraCom, holds a 48.00 percent (48.00%) ownership interest in TerraCom. Jason Hirzel, a U.S. citizen and Treasurer of TerraCom, holds a 38.30 percent (38.30%) ownership interest in TerraCom. No other person or entity currently holds any 10.00 percent (10.00%) interest in TerraCom. TerraCom has been designated an ETC in thirteen (13) jurisdictions in addition to Arizona.³

B. Global Reconnect, Inc.

GRI is a recently formed Delaware corporation established to acquire a telecommunications carrier with an ETC designation and participating in the Lifeline program. GRI's principal place of business is 928 McCallie Avenue, Chattanooga, TN 37403. GRI does not hold any telecommunications regulatory authority and has no subsidiaries or affiliates that hold such regulatory authority. Furthermore, GRI is not a foreign carrier and is not affiliated with any foreign carriers.

At present, Mr. Stanley McCright ("Mr. McCright") holds all of the voting and equity interest in GRI.⁴ Mr. McCright's principal place of business is 928 McCallie Avenue, Chattanooga, TN 37403 and his principal business is consulting in the public housing industry. As Chief

² A diagram showing the ownership interests in TerraCom and GRI prior to closing of the Transaction is included in Exhibit 3 of the Application, as Exhibit A.

³ Arkansas, Colorado, Indiana, Iowa, Louisiana, Maryland, Minnesota, Nebraska, Nevada, Oklahoma, Texas, Wisconsin and West Virginia.

⁴ A diagram showing the ownership interests in TerraCom and GRI after closing of the Transaction is included as Exhibit A. At present, Mr. McCright holds all of the voting and equity interest in GRI, but a second entity, the National Rural Telecommunications Cooperative ("NRTC"), take a minority interest in GRI shortly before or upon closing of the Transaction.

Executive Officer of McCright & Associates, Mr. McCright has accrued over forty years' experience working with government agencies and other participants in this vital sector. Mr. McCright does not provide telecommunications services through any of his business operations.

While Mr. McCright is the only investor in GRI at present, a second entity, National Rural Telecommunications Cooperative ("NRTC")⁵ (or an entity 100 percent (100%) owned and controlled by NRTC), is considering a minority equity investment in GRI shortly before or upon closing of the Transaction. If NRTC were to take such an equity position, however, Mr. McCright would continue to hold the controlling majority in GRI and therefore, Mr. McCright will in all cases control GRI and control GRI's interest in TerraCom. As a result, the Applicants believe that the Commission can approve the Transaction regardless of the contingent nature of the possible minority, indirect equity holding of NRTC. As noted in the Application, the Applicants will file a notice with the Wireline Competition Bureau notifying it if and when NRTC decides to take a minority, indirect interest in TerraCom of ten percent (10%) or more.

NRTC is a non-profit cooperative association representing the interests of rural utilities in multiple states, with its principal place of business at 2121 Cooperative Way, Herndon, VA 20171.⁶ NRTC's mission is to provide support to its member companies as they provide state-of-the-art communications services throughout rural America. While not a communications provider itself, NRTC's vast national experience in providing support to telecommunications providers would make it a valuable strategic partner with GRI, particularly with respect to rural markets in order to provide Lifeline services to those hard-to-reach areas.

DESCRIPTION OF THE TRANSACTION

Pursuant to the terms of the stock purchase agreement dated July 27, 2016, by and among GRI and TerraCom, GRI proposes to acquire a direct majority ownership interest in TerraCom, which would result in Mr. McCright holding an indirect majority interest in TerraCom. As described above, NRTC may acquire a minority interest in GRI shortly before or upon closing of the Transaction, but regardless of whether NRTC's investment in GRI occurs, Mr. McCright will maintain a majority interest in both GRI (directly) and TerraCom (indirectly).⁷

⁵ NRTC was formed under the laws of the District of Columbia.

⁶ Because NRTC is a cooperative of more than 1,500 rural utilities, no single entity maintains an ownership interest in NRTC greater than ten percent (10%). NRTC also serves as the manager and majority interest holder of NRTC LLC. NRTC formed NRTC LLC to hold assets associated with its 220 MHz network. However, neither NRTC nor its subsidiary, NRTC LLC, provide any telecommunications services. NRTC LLC *does not* use its spectrum "to provide a subscriber-based service that is interconnected with the public switched telephone network." The spectrum held by NRTC LLC is used "for private, internal purposes by utilities for fixed telemetry and two-way voice communications primarily to ensure the safe and efficient generation, transmission and distribution of electric utility services." See Comments of the National Rural Telecommunications Cooperative, WT Docket No. 13-59 at 2-4 (filed Apr. 8, 2013) <https://ccfsapi.fcc.gov/filc/7022158776.pdf>. NRTC also owns 100 percent (100%) of a non-facilities based carrier, Zefcom, LLC, a Delaware entity. Zefcom, LLC is a non-facilities based wholesale provider of wireless minutes. As a result, even if NRTC were to take a minority interest in GRI, the Application would continue to qualify for streamlined treatment. Finally, Zefcom, LLC is not affiliated with any foreign carriers.

⁷ A diagram showing the corporate structure of GRI and TerraCom post-close is included in Exhibit 3 of the Application, as Exhibit B.

TerraCom and GRI have applied with the FCC for approval of the Transaction. The application is pending before the FCC (WC Docket No. 16-268, DA 16-967). Comments and reply comments were due on September 7, 2016 and September 14, 2016 respectively.

Key persons in TerraCom's management team will remain in place after the Transaction closes, and will continue the day-to-day operations of the Company. Upon consummation of the Transaction, Dale Schmick will become Chief Operating Officer of GRI, R. Butz will be the IT and VCARE Support Manager, R. Rowlen will be the Logistics & Operations Manager, and H. Russell will be the Compliance & Revenue Manager. All of these individuals are currently members of TerraCom's management team and they will bring significant operational experience to GRI.

The Transaction will be transparent to TerraCom's existing customers. TerraCom will continue to provide wireless Lifeline services to its Arizona customers within its currently designated service area. Applicants also acknowledge and agree that the provisions of any consent decree or other prior enforcement action⁸ between the FCC and TerraCom remains binding on TerraCom and GRI..

After the acquisition, TerraCom will focus on providing ETC services to customers in public housing. The Applicants state that this group of customers is underserved and automatically qualifies for Lifeline services.

STAFF ANALYSIS AND CONCLUSIONS

In compliance with the requirement in Decision No. 73344, Staff reviewed the Transaction involving TerraCom to ensure that TerraCom, while undergoing reorganization, remains financially viable and able to provide the supported services throughout the designated service areas as originally approved by the Commission.

Based on the Transaction proposed in this Application, GRI would acquire a direct majority ownership interest in TerraCom. GRI would not be a telecommunications service provider directly providing telecommunications service to end users. Rather, TerraCom would continue its current ETC designation and provide wireless Lifeline service to eligible subscribers within its designated service area.

The Consumer Services Section of the Utilities Division reports that there have been no complaints, inquiries, or opinions about TerraCom for the period of January 1, 2013 to October 5, 2016. According to the Corporations Division, TerraCom is in good standing. The Compliance Section reports that TerraCom is in compliance.

Based on Staff's review of the information and financial statements provided, Staff concludes the proposed Transaction adds a parent company to TerraCom, Inc.'s existing corporate

⁸ See DA 13-285, *In the Matter of TerraCom, Inc.*, Consent Decree between the FCC Enforcement Bureau and TerraCom, Inc., Adopted and Rel. February 26, 2013 and see DA 15-776, *In the Matter of TerraCom, Inc. and YourTel America, Inc.*, Consent Decree entered between the FCC Enforcement Bureau and TerraCom, Inc. and YourTel America, Inc., Adopted and Rel. July 9, 2015.

structure; both GRI and TerraCom are financially viable; GRI will not be providing Lifeline services directly to the eligible subscribers; and the transaction will not impair the financial status of TerraCom. Finally, TerraCom, will remain financially viable and be able to provide the supported services throughout the designated service areas as originally approved by the Commission in Decision No. 73344.

STAFF'S RECOMMENDATIONS

Staff recommends that the Application filed by TerraCom and GRI be approved.

Staff further recommends that approval be conditioned on the following:

- a. That within thirty (30) days following close of the proposed Transaction, the Applicants inform the Commission by filing an affidavit with Docket Control that Transaction-related activities are completed.
- b. That TerraCom notify the Commission if NRTC ultimately acquires a minority interest in GRI; and the amount of that interest.

for
Thomas M. Broderick
Director
Utilities Division



TMB:LLM:red\MAS

ORIGINATOR: Lori Morrison

On this 8th day of November, 2016, the foregoing document was filed with Docket Control as a Utilities Division Memorandum & Proposed Order, and copies of the foregoing were mailed on behalf of the Utilities Division to the following who have not consented to email service. On this date or as soon as possible thereafter, the Commission's eDocket program will automatically email a link to the foregoing to the following who have consented to email service.

Mr. Michael Patten
SNELL & WILMER, LLP
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Consent to email

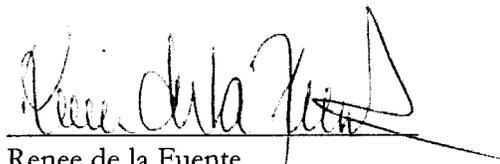
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Administrative Support Specialist

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BEFORE THE ARIZONA CORPORATION COMMISSION

DOUG LITTLE
Chairman
BOB STUMP
Commissioner
BOB BURNS
Commissioner
TOM FORESE
Commissioner
ANDY TOBIN
Commissioner

IN THE MATTER OF THE APPLICATION
OF GLOBAL RECONNECT, INC. FOR
THE APPROVAL OF THE TRANSFER OF
CONTROL OF TERRACOM, INC. TO
GLOBAL RECONNECT, INC.

DOCKET NO. T-20802A-16-0331
DECISION NO. _____
ORDER

Open Meeting
November 17, 2016
Phoenix, Arizona

BY THE COMMISSION:

FINDINGS OF FACT

1. On August 21, 2012, the Arizona Corporation Commission (“Commission”) designated TerraCom, Inc. (“TerraCom”) a wireless, Lifeline-only Eligible Telecommunications Carrier (“ETC”) in Decision No. 73344. In Finding of Fact (“FOF”) 43(I) of that Decision, the Commission required “(I)n the event of a Transfer of Control that involves TerraCom, a new ETC petition shall be filed with the Commission. This will ensure ETCs undergoing reorganization remain financially viable and able to provide the supported services throughout the designated service areas as originally approved by the Commission.”¹

2. On September 19, 2016, TerraCom and Global Reconnect, Inc. (“GRI”), (jointly, “the Applicants”) filed an application requesting approval from the Commission of the transfer of control of an ETC in accordance with FOF 43(I) in Decision No. 73344. The Application provides

¹ See Decision No. 73344, Page 15, lines 23-26.

1 information on: (1) GRI and its financial viability, (2) TerraCom, (3) the Transfer of Control (the
2 “Transaction”), and (4) services to be provided after the Transaction. The proposed Transaction is a
3 direct stock purchase agreement under which GRI will acquire all of TerraCom’s issued and
4 outstanding shares of stock.

5 DESCRIPTION OF THE APPLICANTS

6 *TerraCom, Inc.*

7 3. TerraCom is an Oklahoma corporation that currently holds domestic authority to
8 provide interstate wireline telecommunications services, pursuant to Section 214 of the Act and the
9 Federal Communications Commission's (“FCC”) rules. TerraCom's principal place of business is 933
10 E. Britton Road, Oklahoma City, OK 73114. TerraCom primarily provides Lifeline-supported
11 telecommunications service, and was designated a wireless, Lifeline-only ETC in Arizona on August
12 21, 2012, in Decision No. 73344. TerraCom has been designated an ETC in thirteen (13) jurisdictions
13 in addition to Arizona.²

14 4. At present, five (5) individuals hold all of the voting and equity interest in TerraCom.³
15 Richard Yurich, a U.S. citizen and President of TerraCom, holds a 48.00 percent (48.00%) ownership
16 interest in TerraCom. Jason Hirzel, a U.S. citizen and Treasurer of TerraCom, holds a 38.30 percent
17 (38.30%) ownership interest in TerraCom. No other person or entity currently holds any 10.00
18 percent (10.00%) interest in TerraCom.

19 *Global Reconnect, Inc.*

20 5. GRI is a recently formed Delaware corporation established to acquire a
21 telecommunications carrier with an ETC designation and participating in the Lifeline program. GRI's
22 principal place of business is 928 McCallie Avenue, Chattanooga, TN 37403. GRI does not hold any
23 telecommunications regulatory authority and has no subsidiaries or affiliates that hold such regulatory
24 authority. Furthermore, GRI is not a foreign carrier and is not affiliated with any foreign carriers.

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27 ² Arkansas, Colorado, Indiana, Iowa, Louisiana, Maryland, Minnesota, Nebraska, Nevada, Oklahoma, Texas, Wisconsin
and West Virginia.

28 ³ A diagram showing the ownership interests in TerraCom and GRI prior to closing of the Transaction is included in
Exhibit 3 of the Application, as Exhibit A.

1 6. At present, Mr. Stanley McCright ("Mr. McCright") holds all of the voting and equity
2 interest in GRI.⁴ Mr. McCright's principal place of business is 928 McCallie Avenue, Chattanooga,
3 TN 37403 and his principal business is consulting in the public housing industry. As Chief Executive
4 Officer of McCright & Associates, Mr. McCright has accrued over forty years' experience working
5 with government agencies and other participants in this vital sector. Mr. McCright does not provide
6 telecommunications services through any of his business operations.

7 7. While Mr. McCright is the only investor in GRI at present, a second entity, National
8 Rural Telecommunications Cooperative ("NRTC")⁵ (or an entity 100 percent (100%) owned and
9 controlled by NRTC), is considering a minority equity investment in GRI shortly before or upon
10 closing of the Transaction. If NRTC were to take such an equity position, however, Mr. McCright
11 would continue to hold the controlling majority in GRI and therefore, Mr. McCright will in all cases
12 control GRI and control GRI's interest in TerraCom. As a result, the Applicants believe that the
13 Commission can approve the Transaction regardless of the contingent nature of the possible minority,
14 indirect equity holding of NRTC. As noted in the Application, the Applicants will file a notice with
15 the Wireline Competition Bureau notifying it if and when NRTC decides to take a minority, indirect
16 interest in TerraCom of ten percent (10%) or more.

17 8. NRTC is a non-profit cooperative association representing the interests of rural
18 utilities in multiple states, with its principal place of business at 2121 Cooperative Way, Herndon, VA
19 20171.⁶ NRTC's mission is to provide support to its member companies as they provide state-of-the-

21 _____
22 ⁴ A diagram showing the ownership interests in TerraCom and GRI after closing of the Transaction is included as Exhibit
23 A. At present, Mr. McCright holds all of the voting and equity interest in GRI, but a second entity, the National Rural
24 Telecommunications Cooperative ("NRTC"), take a minority interest in GRI shortly before or upon closing of the
25 Transaction.

26 ⁵ NRTC was formed under the laws of the District of Columbia.

27 ⁶ Because NRTC is a cooperative of more than 1,500 rural utilities, no single entity maintains an ownership interest in
28 NRTC greater than ten percent (10%). NRTC also serves as the manager and majority interest holder of NRTC LLC.
NRTC formed NRTC LLC to hold assets associated with its 220 MHz network. However, neither NRTC nor its
subsidiary, NRTC LLC, provide any telecommunications services. NRTC LLC *does not* use its spectrum "to provide a
subscriber-based service that is interconnected with the public switched telephone network." The spectrum held by
NRTC LLC is used "for private, internal purposes by utilities for fixed telemetry and two-way voice communications
primarily to ensure the safe and efficient generation, transmission and distribution of electric utility services." *See*
Comments of the National Rural Telecommunications Cooperative, WT Docket No. 13-59 at 2-4 (filed Apr. 8, 2013)
<https://ecfsapi.fcc.gov/file/7022158776.pdf>. NRTC also owns 100 percent (100%) of a non-facilities based carrier,
Zefcom, LLC, a Delaware entity. Zefcom, LLC is a non-facilities based wholesale provider of wireless minutes. As a

1 art communications services throughout rural America. While not a communications provider itself,
2 NRTC's vast national experience in providing support to telecommunications providers would make it
3 a valuable strategic partner with GRI, particularly with respect to rural markets in order to provide
4 Lifeline services to those hard-to-reach areas.

5 **DESCRIPTION OF THE TRANSACTION**

6 9. Pursuant to the terms of the stock purchase agreement dated July 27, 2016, by and
7 among GRI and TerraCom, GRI proposes to acquire a direct majority ownership interest in
8 TerraCom, which would result in Mr. McCright holding an indirect majority interest in TerraCom. As
9 described above, NRTC may acquire a minority interest in GRI shortly before or upon closing of the
10 Transaction, but regardless of whether NRTC's investment in GRI occurs, Mr. McCright will maintain
11 a majority interest in both GRI (directly) and TerraCom (indirectly).⁷

12 10. TerraCom and GRI have applied with the FCC for approval of the Transaction. The
13 application is pending before the FCC (WC Docket No. 16-268, DA 16-967). Comments and reply
14 comments were due on September 7, 2016 and September 14, 2016 respectively.

15 11. Key persons in TerraCom's management team will remain in place after the
16 Transaction closes, and will continue the day-to-day operations of the Company. Upon
17 consummation of the Transaction, Dale Schmick will become Chief Operating Officer of GRI, R.
18 Butz will be the IT and VCARE Support Manager, R. Rowlen will be the Logistics & Operations
19 Manager, and H. Russell will be the Compliance & Revenue Manager. All of these individuals are
20 currently members of TerraCom's management team and they will bring significant operational
21 experience to GRI.

22 12. The Transaction will be transparent to TerraCom's existing customers. TerraCom will
23 continue to provide wireless Lifeline services to its Arizona customers within its currently designated
24 service area. Applicants also acknowledge and agree that the provisions of any consent decree or
25

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27 result, even if NRTC were to take a minority interest in GRI, the Application would continue to qualify for streamlined
28 treatment. Finally, Zefcom, LLC is not affiliated with any foreign carriers.

⁷ A diagram showing the corporate structure of GRI and TerraCom post-close is included in Exhibit 3 of the Application,
as Exhibit B.

1 other prior enforcement action⁸ between the FCC and TerraCom remain binding on TerraCom and
2 GRI.

3 13. After the acquisition, TerraCom will focus on providing ETC services to customers in
4 public housing. The Applicants state that this group of customers is underserved and automatically
5 qualifies for Lifeline services

6 **STAFF ANALYSIS AND CONCLUSIONS**

7 14. Consistent with the requirement in Decision No. 73344, Staff reviewed the
8 Transaction involving TerraCom to ensure that TerraCom, while undergoing reorganization, remains
9 financially viable and able to provide the supported services throughout the designated service areas as
10 originally approved by the Commission.

11 15. Based on the Transaction proposed in this Application, GRI would acquire a direct
12 majority ownership interest in TerraCom. TerraCom continue its current ETC designation and
13 provide wireless Lifeline service to eligible subscribers within its designated service area.

14 16. The Consumer Services Section of the Utilities Division reports that there have been
15 no complaints, inquiries, or opinions about TerraCom for the period of January 1, 2013 to October 5,
16 2016. According to the Corporations Division, TerraCom is in good standing. The Compliance
17 Section reports that TerraCom is in compliance.

18 17. Based upon Staff's review, Staff concludes the proposed Transaction adds a parent
19 company to TerraCom, Inc.'s existing corporate structure; both GRI and TerraCom are financially
20 viable; GRI will not be providing Lifeline services directly to the eligible subscribers; and the
21 transaction will not impair the financial status of TerraCom. Finally, TerraCom will remain financially
22 viable and be able to provide the supported services throughout the designated service areas as
23 originally approved by the Commission in Decision No. 73344.

24 **STAFF'S RECOMMENDATIONS**

25 18. Staff recommends that the Application filed by TerraCom and GRI be approved.
26 _____

27 ⁸ See DA 13-285, *In the Matter of TerraCom, Inc.*, Consent Decree between the FCC Enforcement Bureau and TerraCom,
28 Inc., Adopted and Rel. February 26, 2013 and see DA 15-776, *In the Matter of TerraCom, Inc. and YourTel America, Inc.*,
Consent Decree entered between the FCC Enforcement Bureau and TerraCom, Inc. and YourTel America, Inc., Adopted
and Rel. July 9, 2015.

- 1 19. Staff further recommends that approval be conditioned on the following:
- 2 a. That within thirty (30) days following close of the proposed Transaction,
- 3 TerraCom inform the Commission by filing an affidavit with Docket Control
- 4 that Transaction-related activities are completed.
- 5 b. That TerraCom notify the Commission if NRTC ultimately acquires a minority
- 6 interest in GRI; and the amount of the interest NRTC acquires.

CONCLUSIONS OF LAW

8 1. TerraCom, Inc. is a telecommunications company as defined in A.R.S. § 40-201(46)
9 and is a “telecommunications carrier” as defined in 47 U.S.C. § 153(51). TerraCom, Inc. is also a
10 reseller of Commercial Mobile Radio Service as defined in 47 U.S.C. § 20.3 and A.A.C. R14-2-1201(8).

11 2. The Commission has jurisdiction over the subject matter of the Application.

12 3. The Commission, having reviewed the filing and Staff’s Memorandum dated
13 November 8, 2016, concludes that it is in the public interest to grant approval as proposed and
14 discussed herein.

ORDER

15
16 IT IS THEREFORE ORDERED that the Application of TerraCom, Inc. and Global
17 Reconnect, Inc. seeking approval for the Transfer of Control of an Eligible Telecommunications
18 Carrier . as described herein, is hereby approved.

19 IT IS FURTHER ORDERED that TerraCom, Inc. be authorized to engage in any
20 transactions and to execute any documents necessary to effectuate the authorizations granted.

21 IT IS FURTHER ORDERED that within thirty (30) days following close of the proposed
22 Transaction, TerraCom, Inc. inform the Commission by filing an affidavit with Docket Control that
23 Transaction-related activities are completed.

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1 IT IS FURTHER ORDERED that TerraCom shall notify the Commission if NRTC
2 ultimately acquires a minority interest in GRI through a letter to this Docket.

3 IT IS FURTHER ORDERED that this Decision shall become effective immediately.
4

5 **BY THE ORDER OF THE ARIZONA CORPORATION COMMISSION**
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7 _____
CHAIRMAN LITTLE

COMMISSIONER STUMP

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10 COMMISSIONER FORESE

COMMISSIONER TOBIN

COMMISSIONER BURNS

11 IN WITNESS WHEREOF, I, JODI JERICH, Executive
12 Director of the Arizona Corporation Commission, have
13 hereunto, set my hand and caused the official seal of this
14 Commission to be affixed at the Capitol, in the City of
Phoenix, this _____ day of _____, 2016.

15 _____
16 JODI JERICH
EXECUTIVE DIRECTOR

17
18 DISSENT: _____

19
20 DISSENT: _____

21 TMB:LLM:red/MAS
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1 SERVICE LIST FOR: TerraCom, Inc.
2 DOCKET NO. T-20802A-16-0331

3 Michael Patten
4 SNELL & WILMER, LLP
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7 Phoenix Arizona 85004

8 **Consent to email**
9 mpatten@swlaw.com
10 tsabo@swlaw.com
11 jhoward@swlaw.com
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13 Ms. Janet F. Wagner
14 Interim Director, Legal Division
15 Arizona Corporation Commission
16 1200 West Washington Street
17 Phoenix, Arizona 85007

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20 TBroderick@azcc.gov
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22 legaldiv@azcc.gov

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