



PUBLIC NOTICE

Federal Communications Commission
45 L St., N.E.
Washington, D.C. 20554

News Media Information 202 / 418-0500
Internet: <http://www.fcc.gov>

DA 24-687
Released: July 16, 2024

DOMESTIC SECTION 214 APPLICATION FILED FOR THE TRANSFER OF CONTROL OF LIPAN TELEPHONE CO., INC. TO HILLIARY ACQUISITION TEXAS II, LLC

NON-STREAMLINED PLEADING CYCLE ESTABLISHED

WC Docket No. 24-178

Comments Due: July 30, 2024
Reply Comment Due: August 6, 2024

By this Public Notice, the Wireline Competition Bureau seeks comment from interested parties on an application filed by Lipan Telephone Co., Inc. (Lipan), and Hilliary Acquisition Texas II, LLC (Hilliary) (collectively, Applicants), pursuant to section 214 of the Communications Act of 1934, as amended, and sections 63.03-04 of the Commission's rules,¹ requesting consent for the transfer of control of Lipan to Hilliary.²

Lipan, a privately held Texas corporation and Eligible Telecommunications Carrier (ETC), provides local exchange telephone services, including interstate exchange access, as an incumbent local exchange carrier (LEC), as well as broadband Internet services to residential consumers and business customers in Erath, Hood, Palo Pinto, and Parker Counties in the State of Texas.³ Lipan is wholly owned by parent holding company Lipan Telecommunications Inc, which in turn is wholly-owned and controlled by John M. Howard, a U.S. citizen who is also President of Lipan.⁴

¹ See 47 U.S.C. § 214; 47 CFR §§ 63.03-04.

² Application filed for the Consent to Transfer Control of Lipan Telephone Co., Inc., to Hilliary Acquisition Texas II, LLC, Pursuant to Section 214 of the Communications Act of 1934, as Amended, WC Docket No. 24-178 (filed on June 10, 2024) (Application). Applicants filed a supplement to the Application on July 11, 2024. Letter from Robert A. Silverman, Counsel to Hilliary Acquisition Texas II, LLC, and James Howard, Counsel to Lipan Telephone Co., Inc., to Marlene H. Dortch, Secretary, FCC, WC Docket No. 24-178 (filed on July 11, 2024) (Supplement). Applicants also filed an application for the transfer of authorizations associated with international and wireless services. Any action on this application is without prejudice to other pending applications before the Commission.

³ Application at 1-2.

⁴ *Id.*

Hilliary, an Oklahoma limited liability holding company, does not itself provide telecommunications services and was newly formed to acquire a controlling interest in Lipan.⁵ Hilliary is wholly owned by Hilliary Acquisition Corp. 2016, LLC, an Oklahoma limited liability company that is owned in equal parts by Edward E. Hilliary, Jr., Dustin J. Hilliary, Michael J. Hilliary, and Douglas J. Hilliary, all U.S. citizens each individually holding a 25% membership interest.⁶ Hilliary is affiliated with several companies that provide local exchange and interexchange services in Oklahoma, Texas, and Iowa.⁷ In Oklahoma, the affiliated companies are: Medicine Park Telephone Company, Inc., an incumbent LEC; Oklahoma Western Telephone Company, Inc., an incumbent LEC; Phoenix Long Distance, Inc., an interexchange carrier; Wichita Online, LLC, a competitive LEC and interexchange carrier; Oklahoma Fiber Network, LLC, an interexchange carrier; Southern Plains Cable, LLC, a competitive LEC and interexchange carrier; Texhoma Fiber, LLC, an interexchange carrier; and Southwest Oklahoma Telephone Company, an incumbent LEC.⁸ In Texas, the affiliated companies are: Tatum Telephone Company, Inc., an incumbent LEC; Electra Telephone Company, Inc., an incumbent LEC; and Border to Border Communications, Inc., an incumbent LEC.⁹ In Iowa, the affiliated company is Prairieburg Telephone Company, Inc., an incumbent LEC.¹⁰ Applicants assert that there are no service area overlaps or adjacencies between Lipan and Hilliary and its subsidiaries and affiliates.¹¹

Pursuant to the terms of the proposed transaction, Hilliary will purchase all outstanding shares of Lipan stock from LTI and, upon consummation, Lipan will be 100% controlled by Hilliary.¹²

Applicants request streamlined processing and assert that the proposed transaction is consistent with the public interest, convenience, and necessity.¹³ Because the proposed transaction is more complex than those accepted for streamlined treatment, and in order to analyze whether the proposed transaction would serve the public interest, we accept the Application for non-streamlined processing.¹⁴

Domestic Section 214 Application Filed for the Transfer of Control of
Lipan Telephone Co., Inc. to Hilliary Acquisition Texas II, LLC,
WC Docket No. 24-178 (filed June. 10, 2024).

⁵ *Id.* at 2.

⁶ *Id.* Dustin J. Hilliary is the managing member of Hilliary. *Id.* at 3.

⁷ *Id.* at 2. Applicants provide further ownership information on each of Hilliary's affiliates that provide domestic telecommunications services in their application and supplement. *Id.* at 7-11; Supplement at 1.

⁸ Application at 2, 7-9; Supplement at 1.

⁹ Application at 2, 10-11.

¹⁰ *Id.* at 2, 9. Applicants state that other than what is disclosed in the Application, neither Hilliary nor any of its affiliates hold a 10% or greater interest in any other provider of domestic telecommunications services. Supplement at 2.

¹¹ *Id.* at 1.

¹² Application at 2-3, 5.

¹³ *Id.* at 11-12; Supplement at 2-3.

¹⁴ 47 CFR § 63.03(c)(1)(v).

GENERAL INFORMATION

The application identified herein has been found, upon initial review, to be acceptable for filing. The Commission reserves the right to return any application if, upon further examination, it is determined to be defective and not in conformance with the Commission's rules and policies.

Interested parties may file comments and reply comments on or before the dates indicated on the first page of this document. Comments may be filed using the Commission's Electronic Comment Filing System (ECFS).

- Electronic Filers: Comments may be filed electronically using the Internet by accessing the ECFS: <https://www.fcc.gov/ecfs/>.
- Paper Filers: Parties who choose to file by paper must file an original and one copy of each filing.
 - Filings can be sent by hand or messenger delivery, by commercial courier, or by the U.S. Postal Service. **All filings must be addressed to the Secretary, Federal Communications Commission.**
 - Hand-delivered or messenger-delivered paper filings for the Commission's Secretary are accepted between 8:00 a.m. and 4:00 p.m. by the FCC's mailing contractor at 9050 Junction Drive, Annapolis Junction, MD 20701. All hand deliveries must be held together with rubber bands or fasteners. Any envelopes and boxes must be disposed of before entering the building.
 - Commercial courier deliveries (any deliveries not by the U.S. Postal Service) must be sent to 9050 Junction Drive, Annapolis Junction, MD 20701.
 - Filings sent by U.S. Postal Service First-Class Mail, Priority Mail, and Priority Mail Express must be sent to 45 L Street NE, Washington, DC 20554.

People with Disabilities: To request materials in accessible formats for people with disabilities (braille, large print, electronic files, audio format), send an e-mail to fcc504@fcc.gov or call the Consumer & Governmental Affairs Bureau at 202-418-0530 (voice), 202-418-0432 (TTY).

In addition, e-mail one copy of each pleading to each of the following:

- 1) Tracey Wilson, Competition Policy Division, Wireline Competition Bureau, tracey.wilson@fcc.gov;
- 2) Megan Danner, Competition Policy Division, Wireline Competition Bureau, megan.danner@fcc.gov;
- 3) David Krech, Office of Internal Affairs, david.krech@fcc.gov; and
- 4) Jim Bird, Office of General Counsel, jim.bird@fcc.gov.

The proceeding in this Notice shall be treated as a "permit-but-disclose" proceeding in accordance with the Commission's *ex parte* rules. Persons making *ex parte* presentations must file a copy of any written presentation or a memorandum summarizing any oral presentation within two business days after the presentation (unless a different deadline applicable to the Sunshine period applies). Persons making oral *ex parte* presentations are reminded that memoranda summarizing the presentation must (1) list all persons attending or otherwise participating in the meeting at which the *ex parte* presentation was made, and (2) summarize all data presented and arguments made during the presentation. If the presentation consisted in whole or in part of the presentation of data or arguments already reflected in the presenter's written comments, memoranda or other filings in the proceeding, the presenter may provide citations to such data or arguments in his or her prior

comments, memoranda, or other filings (specifying the relevant page and/or paragraph numbers where such data or arguments can be found) in lieu of summarizing them in the memorandum. Documents shown or given to Commission staff during *ex parte* meetings are deemed to be written *ex parte* presentations and must be filed consistent with rule 1.1206(b), 47 CFR § 1.1206(b). Participants in this proceeding should familiarize themselves with the Commission's *ex parte* rules.

To allow the Commission to consider fully all substantive issues regarding the application in as timely and efficient a manner as possible, petitioners and commenters should raise all issues in their initial filings. New issues may not be raised in responses or replies.¹⁵ A party or interested person seeking to raise a new issue after the pleading cycle has closed must show good cause why it was not possible for it to have raised the issue previously. Submissions after the pleading cycle has closed that seek to raise new issues based on new facts or newly discovered facts should be filed within 15 days after such facts are discovered. Absent such a showing of good cause, any issues not timely raised may be disregarded by the Commission.

For further information, please contact Megan Danner at (202) 418-1151.

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¹⁵ See 47 CFR § 1.45(c).