

BEFORE THE IDAHO PUBLIC UTILITIES COMMISSION

IN THE MATTER OF AT&T CORP. AND)	
AT&T ENTERPRISES, INC.’S JOINT)	CASE NO. ATT-T-24-01
APPLICATION FOR THE ISSUANCE OF A)	
NEW CERTIFICATE OF PUBLIC)	
CONVENIENCE AND NECESSITY TO)	ORDER NO. 36169
AT&T ENTERPRISES, LLC. AND)	
CANCELLATION OF THE EXISTING)	
CERTIFICATE OF PUBLIC CONVENIENCE)	
AND NECESSITY HELD BY AT&T CORP.)	
)	

On February 23, 2024, AT&T Corp. (“CORP”) and AT&T Enterprises, Inc. (“INC”) (collectively the “Applicants”) jointly applied to the Idaho Public Utilities Commission (“Commission”) requesting the issuance of a Certificate of Public Convenience and Necessity (“CPCN”) to AT&T Enterprises, LLC. (“Enterprises LLC”) that authorizes it to offer local telecommunication exchange services in Idaho pursuant to IDAPA 31.01.01.114 (“Application”). Following an internal restructuring, INC will “undergo a nearly simultaneous name change to AT&T Enterprises, LLC.” Application at 1. The Applicants thus asked that Enterprises LLC’s name be reflected on the proposed CPCN which would cover the same service territory as CORP’s CPCN No. 295; the Applicants accordingly requested that CORP’s CPCN No. 295 be canceled.

The Applicants’ primary request was that Enterprises LLC be granted a CPCN. However, should the Commission deem otherwise, the Applicants alternatively requested “that the Commission grant a new Certificate to AT&T Enterprises, Inc. . . with conditional approval of an amendment to the Certificate for a name change to AT&T Enterprises, LLC upon adequate documentation of the name change being provided to the Commission.” Application at 8.

On April 3, 2024, the Commission issued a Notice of Application and Notice of Modified Procedure establishing public and Applicants reply deadlines. Order No. 36126. Commission Staff (“Staff”) filed comments to which the Applicants did not reply. No other comments were received.

Having reviewed the record, we now issue this Order canceling CORP’s CPCN and approving the Applicants’ request for a CPCN to be issued to INC.

THE APPLICATION

The Applicants stated that internal restructuring would be completed on May 2, 2024, and asked the case to be expedited and processed via modified procedure.

The Applicants stated that their parent company is AT&T Inc. (“Parent Company”). The Applicants further stated that their Parent Company is currently undergoing an internal restructuring by converting several subsidiaries into LLCs.

The Applicants stated that INC is wholly owned by the Parent Company. The Applicants further stated that CORP intends to merge with INC on May 1, 2024—after which CORP will cease to exist. On or about May 2, 2024, INC plans to convert to a Delaware Limited Liability Company and change its name to AT&T Enterprises, LLC. In Exhibit 001, filed with the Application, the Applicants provided a visual depiction outlining corporate structure before and after the merger.

The Applicants stated that customer rates and service would not change and “[t]he only change customers will see is the service provider’s name on their AT&T bill.” *Id.* at 4. The Applicants do not expect the proposed transaction to affect Enterprises LLC’s capital structure.

The Application provided contact information for the Applicants and a point of contact for complaints. The Applicants further stated that all interconnection agreements will continue to be honored by Enterprises LLC. Finally, the Applicants’ stated that INC has reviewed Commission’s rules, and that Enterprises LLC will comply with those rules.

The Applicants provided information related to the conservation of telephone numbers and stated that Enterprises LLC would fulfill its obligations in this regard.

STAFF COMMENTS

Staff’s recommendation largely paralleled the Applicants’ secondary recommendation. Staff recommended that the Commission cancel CORP’s CPCN and issue a new CPCN to INC. Once Enterprises LLC is created and registered with the Idaho Secretary of State, Staff recommended that it seek for its name to be appropriately reflected on the CPCN via a compliance filing within 60 days of issuance of the Commission’s Final Order.

Regarding the issuance of a CPCN to INC, Staff believed the Application fulfilled the requirements of Commission Rule of Procedure 114, IDAPA 31.01.01.114, and Order No. 26665. Staff also believed the Applicants understood the Commission’s requirements and can operate as a telecommunication service provider in Idaho. However, Staff believed that a CPCN in this case should only be granted if the following requirements¹ are met:

¹ Should Enterprises LLC be authorized to assume the rights and duties provided by INC’s CPCN, these conditions would also apply to Enterprises LLC.

- a) INC complies with the number pooling and reporting requirements of the North American Numbering Plan Administrator, as set forth in Commission Order No. 30425;
- b) INC should provide necessary reports and contributions appropriate to the Idaho Universal Service Fund, Idaho Telecommunications Relay Services, and Idaho Telecommunications Service Assistance Program, and comply with all future reporting requirements deemed appropriate by the Commission for competitive telecommunications providers;
- c) Prior to issuance of the CPCN, INC files a final price list outlining all its rates, terms, and conditions with the Commission;
- d) INC should provide three reports to the Commission indicating the number of basic local exchange customers it has and the services being offered. These reports will be due as follows:
 - i. August 16, 2024;
 - ii. December 16, 2024;
 - iii. April 16, 2025; and

If the Company fails to provide the three reports, the Company shall relinquish its CPCN and all telephone numbers it has been assigned or the Commission will by its order revoke the Company's CPCN; and

- e) If INC is not providing basic local exchange service by the time the third report is due, the Commission by its order will revoke the Company's CPCN.

Staff Comments at 5-6.

COMMISSION DECISION AND FINDINGS

Based on our review of the record, we find that the Application complies with the requirements for a CPCN to be issued to INC. Rule of Procedure 114 sets the requirements that competitive local exchange carriers must satisfy to obtain a CPCN. IDAPA 31.01.01.114. We find that the Applicants have satisfied Rule 114. Excepting those items enumerated above from Staff's comments, the Applicants have provided all necessary information in the Application, including financial information. Likewise, the Commission trusts that the Applicants have reviewed, and agreed to comply with the Commission's rules. We thus find it reasonable to cancel CORP's CPCN No. 295 and issue a new CPCN to INC, subject to all the conditions set forth in Staff's Comments. Granting Enterprises LLC a CPCN at this time is not possible because it currently does not legally exist. The Commission notes that, if the Applicants desire to change the entity's

corporate name on the CPCN issued in this case, Applicants must submit a filing requesting such a change within 60 days of the issuance of this Order. This filing would need to include all documentation necessary to grant the relief requested. Such documentation would include documents related to INC's conversion to a limited liability company, LLC's certificate of authority to do business in Idaho as a foreign corporation, and any other relevant documentation from the Idaho Secretary of State that would certify LLC's authorization to conduct its business in the State of Idaho.

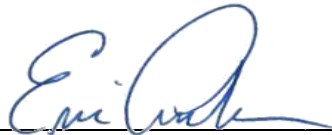
ORDER

IT IS HEREBY ORDERED that CORP's CPCN No. 295 is hereby cancelled and a new CPCN shall be issued to INC subject to the conditions outlined in Staff's Comments.

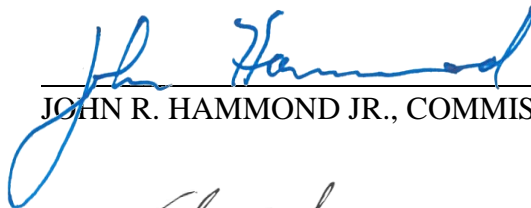
IT IS FURTHER ORDERED that, if the Applicants desire to update the name on the requested CPCN in this case, the necessary documents must be submitted to the Commission within 60 days of the issuance of this Order.

THIS IS AN INTERLOCUTORY ORDER, not a final and appealable Order of the Commission. The period of reconsideration will not begin until the final Order is issued.


DONE by Order of the Idaho Public Utilities Commission at Boise, Idaho this 1st day of May 2024.



ERIC ANDERSON, PRESIDENT



JOHN R. HAMMOND JR., COMMISSIONER



EDWARD LODGE, COMMISSIONER

ATTEST:



Monica Barrios-Sanchez
Commission Secretary

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