PUBLIC VERSION

STATE OF CONNECTICUT
PUBLIC UTILITIES REGULATORY AUTHORITY

RE: APPLICATION OF FUTURE FIBER PARENT, L.P., NETSPEED, LLC AND GO HOLDCO I, LLC FOR APPROVAL OF CHANGE OF CONTROL

DOCKET NO: 26-06-07

OCTOBER 29, 2026

BRIEF OF THE OFFICE OF CONSUMER COUNSEL

I. Introduction & Summary of OCC Position

The Office of Consumer Counsel ("OCC") submits this brief regarding the Application of Future Fiber Parent, L.P. ("Fiber Parent"), NetSpeed, LLC ("NetSpeed"), and Go Holdco I, LLC ("Go Holdco") (collectively, "Applicants") for approval by the Public Utilities Regulatory Authority ("PURA" or "Authority") of a proposed change of control of NetSpeed pursuant to General Statutes § 16-47 ("Application") pursuant to a Transaction Agreement.[1]

The proposed transaction ("transaction") would transfer indirect ownership and control of NetSpeed from Fiber Parent to Go Holdco, a shell company that will be jointly controlled and co-managed by T-Mobile USA, Inc. ("T-Mobile") and Oak Hill Capital Management, LLC ("Oak Hill"). NetSpeed's primary source of revenue and operations is as a certified telecommunications provider that provides broadband internet service to approximately 60,000 Connecticut customers.[2] OCC submits that the Application is incomplete and that the existing record is

[1] The Transaction Agreement was not provided as part of the Application but rather in response to a direct request from OCC-28 seeking "the purchase agreement, merger agreement, or all other agreement(s) among all the participants to the proposed Transaction and change of control described in the Application, including all amendments, schedules, and exhibits." The other agreement incorporated and referenced in the Transaction Agreement were not disclosed or provided by the Applicants.
[2] *See* NetSpeed Annual Reports submitted in response to OCC-11.

insufficient to support approval of the transaction. OCC's position is based on three principal concerns.

First, the transaction involves a complex, layered corporate structure with multiple created entities and intermediate holding companies that obscures the entities ultimately exercising control over NetSpeed. Although the Applicants acknowledge that T-Mobile and Oak Hill will jointly control and manage Go Holdco, neither is named as an applicant. T-Mobile and Oak Hill are the ultimate controlling holding companies jointly with direct and indirect control, over NetSpeed within the plain language of General Statutes § 16-47(a). Their omission renders the Application incomplete and leaves consumers vulnerable when future changes of control occur.

Second, even if the Application were complete, the record does not sufficiently establish that the transition meets the applicable statutory standards under General Statutes § 16-47(d)(2), while § 16-247f(a) directs the Authority to regulate telecommunications services in a manner that protects the public interest.[3] The record is restricted to NetSpeed's dark fiber operations, preventing both PURA and OCC from fully examining the capabilities of the proposed controlling entities and the transaction's potential effects on Connecticut consumers more broadly. This is contrary to the statutory goals of Connecticut to "ensure that providers of telecommunications services in the state provide high-quality customer service and high-quality technical service"[4] and the "public interest" imperative directed to PURA.[5]

Third, the Authority unnecessarily narrows its interpretation of its jurisdiction over NetSpeed's broadband operations. Connecticut law incorporates oversight of broadband

[3] "The [A]uthority shall regulate the provision of telecommunications services in the state in a manner designed to foster competition and protect the public interest." Conn. Gen. Stat. § 16-247f(a).
[4] Conn. Gen. Stat. § 16-247a(a)(6)
[5] Conn. Gen. Stat. § 16-247f(a) ("The [A]uthority shall regulate the provision of telecommunications services in the state in a manner designed to foster competition and protect the public interest." (Emphasis supplied.)

infrastructure and related operations under its jurisdiction over advanced telecommunications infrastructure, as described below in Section IV of this brief. PURA is endowed with jurisdictional authority concerning NetSpeed's abilities to ensure "high quality customer service and high quality technical service"[6] and "to provide safe, adequate and reliable service"[7] This also includes the Authority's mandate to protect the public interest set forth in both General Statutes § 16-247f(a) and § 16-247h. There is no preemption of state oversight in these areas of safety and quality of service and customer service, which are distinct from rate regulation. Accordingly, the Authority should not exclude broadband-related considerations from its review of the Proposed Transaction.

For these reasons as described herein, OCC recommends that, on the present record, the Authority decline to approve the Application without prejudice. The Applicants have not requested the appropriate relief to establish control of both T-Mobile and Oak Hill over NetSpeed, nor has the evidentiary record been established for the Authority to determine whether the Proposed Transaction satisfies the applicable statutory requirements and serves the public interest.

II. Controlling Entities Failed to Apply for Written Approval

a. Definition of Holding Company and Control under § 16-47

Section 16-47(a) defines a "holding company" to include any corporation, partnership, trust, similar organization, or person that, alone or together with others pursuant to an arrangement or

[6] Conn. Gen. Stat. § 16-247a(a)(6).

[7] Conn. Gen. Stat. § 16-47(d)(2)(B). The "safe, adequate and reliable service" standards also fall under the State's police powers authority under the Tenth Amendment of the U.S. Constitution as described below in Section IV of this Brief. The historic police powers of the States are not to be superseded by a federal act "unless that was the clear and manifest purpose of Congress." *Wyeth v. Levine*, 555 U.S. 555, 565 (2009). The Supreme Court has held that "[b]ecause consumer protection law is a field traditionally regulated by the states, compelling evidence of an intention to preempt is required in this area." *Gen. Motors Corp. v. Abrams*, 897 F.2d 34, 41-42 (2d Cir. 1990). Those police powers and consumer protection matters for broadband are a) not preempted and b) as described below fall within PURA's statutory authority. *See also New York State Telecommunications Association, Inc. v. James*, 101 F.4th 135, 148-152 (2d Cir. 2024) (cert. denied twice).

understanding, directly or indirectly controls a regulated public service company, including a certified telecommunications provider.

Additionally, General Statutes § 16-47(a)(2), defines "control" as the power to direct or cause the direction of a company's management and policies. That power may arise through ownership of voting securities, the ability to change the composition of a board of directors, or other means. The statute goes on to establish presumptions of control based on ownership. For a certified telecommunications provider or its holding company, control is presumed when a person directly or indirectly owns more than 40% of the company's voting securities. Conn. Gen. Stat. § 16-47(a)(2).

Separately, General Statutes § 16-47(c)(2) requires prior written application to and approval from PURA before a corporation takes action that would cause it to acquire, directly or indirectly, control over a certified telecommunications provider. These provisions require PURA to examine the substance of a proposed transaction, including by determining which holding companies are and will be in control, including considering if control can be presumed. Conn. Gen. Stat. § 16-47(a) and (c)(2).

b. The Application, as written, is not consistent with the Transaction as Controlling Entities, T-Mobile and Oak Hill, will become the holding companies, and are not identified as such in the Application.

Under General Statutes § 16-47(d)(2), a transfer of control application involving a certified telecommunications provider requires a "scope of review" of the financial, technological, and managerial suitability of the entity that will be acquiring or assuming a controlling interest in the operating company. It also requires a review of the "legal, financial and technical ability" of the certified telecommunications or holding company "to provide safe adequate and reliable service subject to the authority's regulation."

In their application, the Applicants state that the transaction will transfer indirect ownership and control of NetSpeed from Fiber Parent to Go Holdco. The application describes Go Holdco as a joint venture that will be "50/50 controlled and co-managed" by T-Mobile and Oak Hill. The application further states that NetSpeed will become a wholly owned indirect subsidiary of Go Holdco.[8]

The transaction is structured through multiple newly created and intermediate entities. First, Fiber Parent and Greenlight Parent will form Go Holdco and transfer certain assets to it. Then, T-Mobile, through its wholly owned subsidiary TMUS Go JV, will invest in Go Holdco and acquire a 50% ownership interest alongside Oak Hill.[9] After this multistep transaction, a board will be created. The Application states that T-Mobile will hold 50% of Go Holdco's voting membership interests, while Oak Hill-controlled entities, Fiber Parent and Greenlight Parent, will hold approximately 50% of the combined voting and non-voting membership interests. The board will consist of two directors appointed by T-Mobile, two appointed by Oak Hill, and one independent director designated by Oak Hill with T-Mobile's consent.[10]

Accordingly, Go Holdco represents the shared ownership and control of T-Mobile and Oak Hill, rather than a new or distinct ownership group itself. The Applicants' representations concerning joint control and co-management require the Authority to examine whether T-Mobile and Oak Hill--not Go Holdco--possess the power to direct NetSpeed's management and operations, as the ultimately controlling entities.

Overall, the multiple step transaction with new intermediate entities, typically shell companies, created to direct future operations in itself is not problematic, but §16-47 approval in

[8] *Application of Future Fiber Parent, L.P., NetSpeed LLC, and Go Holdco I, LLC,* June 8, 2026, at 1.
[9] *Id*. at 5.
[10] *Id.* at 3 and 16.

this transaction involves the ultimate holding company, which "means any corporation, association, partnership, trust or similar organization, or person, with either alone or in conjunction and pursuant to an arrangement or understanding with one or more other corporations, associations, partnerships, trusts or similar organizations, or persons, directly or indirectly controls" the operating company defined in subsection (a) of the statute.[11] In this transaction, those corporations, associations, partnerships, trusts or similar organizations, or persons are uncontrovertibly T-Mobile and Oak Hill, and no corporate organizational chart with intermediate entity nesting dolls can change the reality that the ultimate holding companies that require approval in this application are T-Mobile and Oak Hill, not any shell company placed to shield these entities from any holding company obligations or liabilities under Title 16.

The requirement to apply for approval of the transaction falls on the entities that are "tak[ing] any action that causes [them] to become a holding company with control over . . . a certified telecommunications provider . . . engaged in the business of supplying service within this state, or acquire, directly or indirectly, control over such a holding company, or take any action that would, if successful cause it to become or acquire control over such a holding company. . ."[12] The record in this proceeding, however limited, irrefutably demonstrates that the ultimate parties that will own and control NetSpeed, directly and indirectly are T-Mobile and Oak Hill.

Although T-Mobile and Oak Hill are identified as the companies or organizations that will jointly control Go Holdco, the application does not name either as an applicant. Go Holdco is named as an applicant in the matter but is a shell entity that will spring into existence only after the closure of the transaction. Go Holdco does not, at present, have employees or assets

[11] Conn. Gen. Stat. § 16-47(a).
[12] Conn. Gen. Stat. § 16-47(c)(2).

and, when it does come into existence, it will essentially be a board of directors only. This makes it impossible for the Authority or other relevant parties to develop meaningful evidence concerning Go Holdco in the present transfer of control matter.

The issue is not simply whether the application names every entity in the corporate structure; it is whether the application identifies and makes available for discovery and cross-examination parties that will possess the power to direct NetSpeed's management and policies after the transaction.[13] In this instance, Go Holdco, without assets or employees is certainly not the entity that the Authority or parties need to examine in order to develop the record and determine the veracity of the application.

[redacted]

[13] *See* Transcript Sept. 9, 2026 at p. 22, lines 11-15 (Attorney Bogan objecting to OCC asking witness Charles Ruppert of T-Mobile about his role at T-Mobile).
[14] *Application* at 7-8.

[redacted]

This demonstrates why it is critical to name as applicants the entities that will actually exercise control in this particular application for approval. Directly questioning T-Mobile in this proceeding would have allowed the Authority to develop a record concerning its future role, responsibilities, and intentions regarding NetSpeed. By approving this transaction without designating T-Mobile as a controlling entity, the Authority risks changing the precedent that intermediate holding companies are not the ultimate controlling entity under § 16-47(a) and thus shielded from the limited authority PURA has over holding companies and their ultimate responsibility for the provision of "safe, adequate and reliable" service.[17]

OCC had previously raised the issue of the controlling entities not being named in the application in the proceeding. In its July 9, 2026 letter, *Notice of Request for Hearing and*

[15] Responses to OCC Interrogatories, OCC-32 and OCC-33, August 27, 2026, p. 3-4.
[16] *Id.*
[17] Conn. Gen. Stat. § 16-47(c)(B).

Potential Incomplete Application, OCC advised the Authority that the Application may be incomplete. OCC asked PURA to determine the Application's completeness before establishing a revised procedural schedule.[18]

In addition, the structure of this application contrasts with the Charter–Cox change of control proceeding, Docket No. 25-08-11*, Application of Charter Communications, Inc. For Approval of Change of Control,* adjudicated under the same statute, and not a wholly dissimilar transaction. In that proceeding, Charter Communications, Inc. was named as the applicant, while Charter Communications Holdings, LLC ("CCH") and Charter Communications Operating, LLC ("CCO") were identified as subsidiaries in the organizational chart but were not named as applicants. The holding company applicant in that docket was appropriately identified as Charter Communications, Inc, while CCH and CCO were simply identified on the corporate organizational charts for purposes of completeness.

In this Docket, the Applicants chose to try to entice the Authority to accept their position that the actual holding company, under General Statutes § 16-47(a), is a newly created shell intermediate company, rather than T-Mobile and Oak Hill with other intermediate entities intended to deflect PURA's attention from the actual controlling entities. The Authority should follow the example in Docket No. 25-08-11 in which Charter Communications, Inc. recognized its role as the controlling entity over the Cox Communications companies, not its intermediate holding companies CCH and CCO. By contrast, Go Holdco, T-MUS Go JV Holdings LLC and Fiber Parent are merely intermediate entities within the chain of ownership under either T-Mobile and Oak Hill, either jointly or individually. Based on the Application and the record

[18] *Office of Consumer Counsel, Notice of Request for Hearing and Potential Incomplete Application* at 2 (July 9, 2026).

presented in this Docket, the Authority should not approve the Transaction as presented in the Application.

III. In reviewing a transfer of control application involving a certified telecommunications provider, the Authority applies Conn. Gen. Stat. § 16-47(d)(2), while ensuring the transfer fosters competition and benefits the public interest as required under Conn. Gen. Stat. § 16-247f(a).

Section 16-47 establishes PURA's authority to review proposed changes in control involving regulated utilities and their holding companies. The applicable scope of review depends on the type of entity involved and the provisions governing the application.

a. The Standard of Review in Any § 16-47 Proceeding Involving Competitive Telecommunications Providers Involves Consideration of the Benefits to Consumers and the Public Interest.

General Statutes § 16-47(d)(2) establishes a standard of review for applications involving certified telecommunications providers (among other communications services providers) and their holding companies. For applications governed by that subsection, PURA's review is limited to the applicant's financial, technological, and managerial suitability and responsibility and the subject entity's legal, financial, and technical ability to provide safe, adequate, and reliable service. Conn. Gen. Stat. § 16-47(d)(2). For the Authority to properly review an application and apply General Statutes § 16-47(d)(2), parties must have a meaningful opportunity to inquire into matters relevant to that determination through full and complete discovery.

But with respect to telecommunications providers, there are other statutes that must be considered in the review of a transfer of control, and General Statutes § 16-247f(a) is one of those statutes: "The authority shall regulate the provision of telecommunications services in the state in a manner designed to foster competition and protect the public interest." § 16-247f(a) is not limited in applicability to the types of matters involving telecommunications services that are subject to the public interest. As the Authority has recently stated, it "is statutorily required to

regulate in a manner that fosters competition and protects the public interest, and this benefit must accrue to all stakeholders, not just shareholders."[19] In this docket, the key stakeholders for NetSpeed are the 60,000 broadband customers in Connecticut, and not just the handful of dark fiber customers that are business enterprises or municipal entities.

b. Private Equity Investment in Entities Subject to § 16-47 Should Be Treated No Differently from Public Entities.

Any corporation, partnership, trust, similar organization, or person not a public company that, alone or together with others pursuant to an arrangement or understanding, directly or indirectly controls a regulated public service company, including a certified telecommunications provider should be subject to the same amount of transparency in a § 16-47 proceeding as a public company. That transparency should include the submission of the transaction agreement fully in the public domain, absent exigent circumstances, and the public disclosure of the financing of the transaction, along with the purchase price, which the entities involved in this proceeding refused to disclose.[20]

The policy reasons underlying this recommendation are based on the public interest involving the entities that own or control companies that the Authority has endowed with the legal right to operate and provide essential services using facilities in public streets and highways. It also ensures that Connecticut consumers are not faced with paying for business transactions for entities that operate in other jurisdictions. As private equity[21] and individuals[22]

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[19] Decision, Docket No. 25-08-11, *Application of Charter Communications, Inc. For Approval of A Change of Control,* at 7.

[20] The Applicants objected to questions concerning financing of the subject transaction. Objection to OCC-4. The Applicants also objected to a question about the gross purchase price of the transaction. Objection to OCC-49. Neither of these questions were answered on the record and are usually deemed essential by PURA and OCC in transfer of control dockets.

[21] *See, e.g.*, Docket No. 26-05-11.

[22] For instance, Patrick Dahi is currently the controlling shareholder and board member of Optimum Communications, Inc., the parent company of the operating entities of a major communications services provider in Connecticut.

seek controlling interests in providers of essential services as an investment, this trend will undoubtedly lead to more transactions such as the present and more motions to keep information out of the public domain.[23] The OCC very respectfully recommends that the Authority use its discretion to maintain as much information in the public record in § 16-47 proceedings consistent with applicable law.

c. Limited Discovery and Cross-Examination Prevented a Full Assessment of Whether the Transfer Meets the Applicable Standards.

At the hearing, OCC sought to develop a more complete record of the companies' financial, technological, and managerial capacities before and after the proposed transaction, in line with the standards that must be met under General Statutes § 16-47(d)(2) and **§** 16-247f(a).

However, OCC's discovery was limited by the Applicants' repeated objections and efforts to restrict the interrogatory responses to dark fiber. As detailed in OCC's Motion to Compel, Applicants limited their answers to interrogatories about company operations (OCC-1; OCC-8–10), consumer concerns and outage restoration (OCC-6-7), organizational structure and decision-making (OCC-13–14), financial and operational health (OCC-18), and broader operational information (OCC-23, OCC-25) to dark fiber. Applicants also objected to requests for historical and projected capital expenditures (OCC-2–3) and current and future customer service for NetSpeed's broadband-related customers (OCC-6–7).[24] In their response to OCC-23, the applicants would make no commitment to not pass along the transaction expenses to its broadband customers. These topical areas are central to understanding the financial,

[23] "Oak Hill is a private equity fund based in the United States, but whose funds are organized in the Cayman Islands." App. at 4. OCC acknowledges that Oak Hill acquired a controlling interest in NetSpeed prior to the 2023 amendments to § 16-47 and based on limited information believes that it has been an adequate sole steward of NetSpeed.

[24] *Office of Consumer Counsel's Motion to Compe*l, at 3–5 (July 30, 2026).

technological, and managerial capacities and suitability of the ultimate controlling entities, Oak Hill and T-Mobile.

At the hearing, to create a baseline, OCC asked how many employees NetSpeed has in Connecticut, with the intention of expanding on this line of questioning to understand how NetSpeed currently operates in the State, but the inquiry was narrowed to employees associated with dark fiber service.[25] This limitation prevented OCC from exploring how the 60,000 broadband customers could be affected by the transaction. This line of questioning would have spoken to the public interest requirement, in addition to improving the understanding of the companies' overall managerial and operational capabilities.

Further, objections to questions concerning customer service were sustained on relevance grounds.[26] Yet customer service is directly relevant to the managerial capacity of the proposed controlling entities and whether the transaction serves the public interest. Excluding this line of questioning prevented meaningful examination of how the transaction would affect NetSpeed's approximately 60,000 Connecticut broadband customers—the very stakeholders to whom the public interest benefit must accrue. Additionally, at the hearing, OCC sought to examine the Applicants' representation that the transaction would benefit Connecticut customers through "increased network investment."

> Connecticut customers are expected to benefit, both in the near term and over the longer term, from enhanced financial and managerial support from owners that have demonstrated experience and a continued focus on expanding fiber services. Connecticut customers will benefit from the opportunity for increased network investment, including fiber buildout and network upgrades **that will extend high-speed, reliable broadband and greater connectivity options to customers.** These enhancements will expand consumer choice and support economic development across the communities that the company and its affiliates serve.[27]

[25] Transcript at 26, lines 5–25.
[26] *Id.* at 26, lines 33–45.
[27] Response to RRU-7 (emphasis supplied).

A double standard clearly exists when the applicants rely on extending "high-speed reliable broadband" as their consumer benefit but refuse to answer any questions concerning their responsiveness to consumers of all NetSpeed services, including broadband.[28] Moreover, NetSpeed had filed more than 170 motions to the Authority under § 16-247h seeking permission to expand its fiber network, yet none specifically concerned dark fiber expansion.[29] This disconnect is significant: the applicants relied on increased network investment as a potential consumer benefit of the transaction which included broadband, as dark fiber does not typically involve network investment.[30]

Without examining the nature, timing, and intended beneficiaries of the promised investment, the Authority cannot meaningfully assess whether the claimed benefits are credible or whether the transaction satisfies the statutory public interest standard. OCC could not test the Applicants' representations and determine how Connecticut consumers would actually receive those benefits. That opportunity was foreclosed before cross-examination even began at the October 9th hearing.[31] Moreover, the response to RRU-7 should be disregarded, as it is inconsistent with the Applicants' consistent objections that broadband should not be considered in this proceeding.[32]

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[28] OCC believes that the parties could have entered their standard objections and then provided the responses sought, with the Authority determining following briefing what would information would be relied on.
[29] Tr. at 28, lines 1–19.
[30] Tr. at 30-31 (dark fiber services are merely the lease of an "unused" fiber strand in existing fiber for whatever purposes the lessee uses including data, internet and voice).
[31] *See* Conn. Gen. Stat. § 4-177c(a)(2) entitling "each party and the agency conducting the proceeding [to] be afforded the opportunity . . . (2) at a hearing, to respond, to cross-examine other parties, intervenors, and witnesses, and to present evidence and argument on all issues involved." (Emphasis supplied.) OCC was denied that ability during the October 9 hearing as well as during discovery in this proceeding.
[32] In Section IV of OCC's brief, the Authority's statutory jurisdiction over broadband provided by certified telecommunications services providers is explained. OCC has no objection to the Applicants' resubmission of the application based on the correct identification of the actual holding company and the inclusion of the consumer benefit based on RRU-7 and full cross examination related to NetSpeed's customer service approach to its broadband and VoIP customers.

Separately, the Application itself demonstrates the shortcomings of limiting the Authority's review to dark fiber and a lack of opportunity to further develop the record. To establish technological suitability, the Applicants rely on T-Mobile's experience providing wireless and broadband services and Oak Hill's experience constructing, operating, and managing fiber-to-the-premises networks.[33] However, the Application does not identify either entity's specific experience managing dark fiber services. While these qualifications may demonstrate technological and managerial suitability for broadband operations, they do not, without further explanation, establish suitability for dark fiber operations. Having restricted OCC's discovery and cross-examination to dark fiber, the Applicants have left the record insufficient to establish that the proposed controlling entities possess the technological and managerial suitability required under General Statutes § 16-47(d)(2), even under the Authority's narrower scope of review.

These limitations prevented OCC from developing a complete picture of the current and potential future financial, management and technological suitability of the proposed transfer and also prevented the more fulsome determination of if the transaction is in the public interest, as required under General Statutes § 16-47(d)(2) and **§** 16-247f(a), respectively. As set forth in the next section, the applicable Connecticut statutes set forth in Chapter 283 of the General Statutes expressly encompass broadband services.

IV. The Authority has erred in limiting its jurisdiction in this proceeding.

Since its ruling on Motion No. 5, the Authority has staked out a position that its role in this proceeding under General Statutes § 16-47 is limited to the change of control over the portion of NetSpeed, LLC that offered dark fiber services. NetSpeed operates in the public

[33] *Application* at 7-8.

domain primarily as a broadband provider serving 60,000 Connecticut locations and an additional 4,000 voice customers, in comparison to the one dark fiber customer that was initially disclosed in the application. The Authority does have some specific jurisdiction over the broadband services provided by NetSpeed under Connecticut law.

a. Connecticut's statutory framework incorporates broadband services provided by certified telecommunications providers as part of PURA's jurisdictional authority.

Connecticut has long been a leader in pro-consumer telecommunications regulatory policy and General Statutes § 16-247a(a), which sets forth the "Goals of the State", provides the guideposts of that policy.[34]

> (a) Due to the following: Affordable, high quality telecommunications services that meet the needs of individuals and businesses in the state are necessary and vital to the welfare and development of our society; the efficient provision of modern telecommunications services by multiple providers will promote economic development in the state; expanded employment opportunities for residents of the state in the provision of telecommunications services benefit the society and economy of the state; and ***advanced telecommunications services*** *enhance the delivery of services by public and not-for-profit institutions*, it is, therefore, the goal of the state to (1) ensure the universal availability and accessibility of high quality, affordable telecommunications services to all residents and businesses in the state, (2) promote the development of effective competition as a means of providing customers with the widest possible choice of services, (3) utilize forms of regulation commensurate with the level of competition in the relevant telecommunications service market, (4) *facilitate the efficient development and deployment of* ***an advanced telecommunications infrastructure****, including open networks with maximum interoperability and interconnectivity*, (5) encourage shared use of existing facilities and cooperative development of new facilities where legally possible, and technically and economically feasible, and (6) *ensure that providers of telecommunications services in the state* ***provide high quality customer service and high quality technical service****.* The authority shall implement the provisions of this section, sections 16-1, 16-18a, 16-19, 16-19e, 16-22, 16-247b, 16-247c, 16-247e to 16-247h, inclusive, and 16-247k and subsection (e) of section 16-331 in accordance with these goals.

Conn. Gen. Stat. § 16-247a(a) (emphasis supplied).

[34] § 16-47(a) was enacted in 1994 in Public Act 94-83.

Similarly, the statute that requires NetSpeed to seek PURA's express authorization to install, maintain, operate, and manage its facilities under or over any public highway or street utilizes the term "advanced telecommunications infrastructure."

> The authority shall authorize any certified telecommunications provider to install, maintain, operate, manage or control poles, wires, conduits or other fixtures under or over any public highway or street for the provision of telecommunications service authorized by section 16-247c, *if such installation, maintenance, operation, management or control is* ***in the public interest****, which includes but is not limited to, facilitating the efficient development and deployment of* ***an advanced telecommunications infrastructure***, facilitating maximum network interoperability and interconnectivity, and encouraging shared use of existing facilities and cooperative development of new facilities where legally possible and technically and economically feasible. The authority shall adopt regulations, in accordance with chapter 54, governing such use of the public right-of-way, including, without limitation, design and construction standards and specifications to protect the public safety and implement the purposes of the goals set forth in sections 16-247a to 16-247c, inclusive, 16-247e to 16-247g, inclusive, this section and section 16-247j.

Conn. Gen. Stat. § 16-247h (emphasis added).

Although the terms "advanced telecommunications services" and "advanced telecommunications infrastructure" were not defined by the General Assembly in Public Act 94-83, federal law does define them in the Telecommunications Act of 1996 ("the Act"). In Section 706 of the Act, entitled "Advanced Telecommunications Incentives", the term "Advanced Telecommunications Capability" is defined as follows:

> The term "advanced telecommunications capability" is defined, without regard to any transmission media or technology, as *high-speed, switched,* ***broadband telecommunications capability*** *that enables users to originate and receive high-quality voice, data, graphics, and video telecommunications using any technology*.

47 U.S.C. § 1302(d)(1) (emphasis supplied).[35] The Joint Explanatory Statement of the Committee of Conference for the Act explains the provision of the bill that became Section 706:

[35] The companies may assert that "switched" broadband is not broadband delivered to the general public. The FCC, however, in its Section 706 Report, *In the Matter of Inquiry Concerning Deployment of Advanced*

> Section 304 of the Senate bill [36] ensures that advanced telecommunications capability is promptly deployed by requiring the [Federal Communications] Commission to initiate and complete regular inquiries to determine whether ***advanced telecommunications capability***, particularly to schools and classrooms, is being deployed in a 'reasonable and timely fashion.' Such determinations shall include an assessment by the Communication of the availability, at reasonable cost, of equipment needed to deliver ***advanced broadband capability.*** If the Commission makes a negative determination, it is required to take *immediate action to accelerate deployment*.

The Congressional focus on "schools and classrooms" having advanced telecommunications capability obviously did not pertain to making telephone calls from schools to parents. It was about making sure that broadband internet services, which were in the early stages of retail availability in 1996, were going to be available for educational purposes.

In the FCC's most recent Section 706 Report released on August 14, 2026, *In the Matter of Inquiry Concerning Deployment of Advanced Telecommunications Capability to All Americans in a Reasonable and Timely Fashion*, GN Docket No. 25-233, the topics listed in the table of contents included: "**IV Broadband Deployment and Availability**" and "**V Commission Efforts to Close the Digital Divide**", such as removing barriers to and encouraging broadband investment, creating incentives for broadband deployment in high-cost areas, and supporting broadband access for schools and health care providers. While the term advanced telecommunications capability may be more limited than broadband, it does encompass broadband in many ways. Accordingly, the 706 Report "necessarily consider[s] the availability of various **broadband services** that contribute to advanced telecommunications

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Telecommunications Capability to All Americans in a Reasonable and Timely Fashion, GN Docket No. 25-233 (Aug. 14, 2026) makes no such distinction including all broadband services as inclusive within the "advanced telecommunications capability." *See infra* at 3.

[36] Section 304 of the Senate Bill was codified as Section 706 of the Communications Act, as amended by the 1996 Telecommunications Act.

capability in our analysis under the statute."[37] For purposes of Connecticut's repeated use of the statutory term advanced telecommunications infrastructure, it is broadband that is embedded within the meaning of that term as without broadband there would be no advanced telecommunications infrastructure.

One of the goals of the state of Connecticut is to "facilitate the efficient development of an **advanced telecommunications infrastructure** …"[38] The statute that authorizes NetSpeed to install and operate its facilities on the public streets and highways upon application for approval from PURA specifies that the application should demonstrate "if such installation, maintenance, operation, management or control **is in the public interest, which includes but is not limited to, facilitating the efficient development and deployment of an advanced telecommunications infrastructure. . .** "[39] Conn. Gen. Stat. § 16-247h (emphasis supplied). A fiber network is such an advanced telecommunications network. Section 706 of the Telecommunications Act of 1996 requires the FCC to determine and report annually on "whether **advanced telecommunications capability** is being deployed to all Americans in a reasonable and timely fashion." 47 U.S.C. § 1302(b) (emphasis supplied). As set forth above, the term "advanced telecommunications capability" is defined as high-speed, broadband telecommunications capability." 47 U.S.C. § 1302(d)(1). The federal term "advanced telecommunications capability" is plainly synonymous with Connecticut's "advanced telecommunications infrastructure," thus incorporating broadband services within them both.

b. PURA is not preempted by federal law in its oversight of broadband service when considering transfer of control applications.

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[37] Section 706 Report, *In the Matter of Inquiry Concerning Deployment of Advanced Telecommunications Capability to All Americans in a Reasonable and Timely Fashion*, GN Docket No. 25-233 (Aug. 14, 2026) at ¶ 1, fn 1. (Emphasis supplied.)
[38] Conn. Gen. Stat. § 16-247a(a)(4) (emphasis supplied).
[39] Conn. Gen. Stat. § 16-247h (emphasis supplied).

Even with the dispositive inclusion of broadband within the meaning of advanced telecommunications infrastructure and service as used in General Statutes § 16-247a(a) and § 16-247h, the question could be posed whether PURA is preempted by federal law in asserting some levels of jurisdiction over broadband service provided by companies subject to those statutes.

The short answer is that there is no federal preemption of state authority and regulatory oversight over broadband providers, particularly involving consumer, safety, pole attachment, reliability and other matters within the police powers of the State of Connecticut. There are three reasons for this conclusion. First, it is now well established that the FCC may preempt state laws only when acting under express Congressional authorization codified in a statute.[40] Second, FCC deregulation of broadband expands the authority of states to fill the vacuum that occurred when the FCC reclassified broadband service to be an information service.[41] Third, judicial decisions have continued to recognize states' traditional authority to protect consumers and ensure safe and reliable service when it comes to broadband, all of which are components of the statutory review in § 16-47 proceedings. This principle is referred to as the "state police powers", grounded in the Tenth Amendment to the Constitution of the United States which states that "[t]he powers not delegated to the United States by the Constitution, nor prohibited by it to the States, are reserved to the States respectively, or to the People."

The Connecticut Supreme Court faced such a preemption issue in 1984 in an appeal from a Department of Public Utility Control ("DPUC") decision prohibiting Times Mirror from continuing to own two cable franchises (in Areas 17 and 18) and the Hartford Courant, all serving the same geographic area. Times Mirror argued that the DPUC's decision was

[40] *See* fn. 7.
[41] *See Mozilla Corp. v. F.C.C.*, 940 F.3d 1, 74-75 (D.C. Cir. 2019) (By reclassifying broadband as a Title I information service in the 2018 Order dubbed *In the Matter of Restoring Internet Freedom*, the FCC surrendered its authority to regulate broadband, therefore exceeded its authority to preempt state regulation.).

preempted, even though the FCC had declined to issue a final determination on such cross-ownership.

> In the determination of whether state law has been preempted, the Supreme Court of the United States has in recent years retreated from its earlier view that there was no room for any state regulation of matters already regulated by the federal government. . . . State law is today preempted " 'only to the extent necessary to protect the achievement of the aims of' the federal law." . . . **The governing federal principle now is that "federal regulation of a field of commerce should not be deemed preemptive of state regulatory power in the absence of persuasive reasons—either that the nature of the regulated subject matter permits no other conclusion, or that the Congress has unmistakably so ordained.**" "[C]ourts should not readily infer that Congress has deprived states of the power to act on interests 'deeply rooted in local feeling and responsibility' which only peripherally concern an area controlled by nonconflicting federal legislation.

Times Mirror Co. v. Division of Public Utility Control, 192 Conn. 506, 511-12 (1984) (emphasis supplied) (citations omitted). The Connecticut Supreme Court was prescient in the *Times Mirror* decision.

The definitive court decision on federal preemption of state oversight of broadband was rendered in 2019 in a legal challenge to the FCC's 2018 Order that, in pertinent part, classified broadband internet service an "information service", which meant that broadband was no longer regulated by the FCC (the "2018 Order"). *Mozilla Corp. v. Federal Communications Commission*, 940 F.3d (D.C. Cir. 2019). In its 2018 Order, the FCC had issued a "Preemptive Directive" that barred states from imposing any rule or requirement concerning broadband that the FCC "repealed or decided to refrain from imposing". While upholding the FCC's determination to reverse the Obama era FCC's order that broadband is a telecommunications service, the *Mozilla* decision reversed the FCC's blanket Preemption Directive. The primary basis for the decision striking down the sweeping national Preemptive Directive was that Congress had not preempted or authorized the FCC to preempt state broadband laws or

regulatory action. Blanket preemption had to have a legislative basis.[42] In its decision, the *Mozilla* court also emphasized the dual federal-state authority[43] envisioned under the Communications Act,[44] noting that states have a central role in overseeing broadband, including protecting consumers, taxation, and general commercial dealings.[45] The *Mozilla* decision underscores the importance of state initiatives in improving broadband and protecting consumer rights without concern of federal preemption.

In 2022, the next major challenge to state authority over broadband was decided in favor of the State of California in *ACA Connects v. Bonta*, 24 F.4th 1233 (9th Cir. 2022). The decision upheld California's net neutrality law, rejecting the argument that such state regulations were preempted by federal law. The court held that, in the 2018 Order (at issue in *Mozilla*), the FCC "surrendered its authority to regulate" net neutrality rules, which had the result of also surrendering its power to preempt state regulations.[46] The Ninth Circuit also rejected the plaintiff's argument that provisions in the Communications Act that prohibit the FCC from imposing common carrier requirements on information services also apply to the states; Congress did not limit state authority on this issue. The court reasoned that the Communications Act does not "neatly divide" regulatory authority between the federal government and the states but rather "leaves room" for state regulation that touches on interstate services.[47] This room includes consumer protection, safety and reliability and the goals of the State of Connecticut

[42] The *Mozilla* court acknowledged that the FCC could preempt on a case-by-case basis is a state law action was in conflict with a fundamental statutory policy. Since there were no such statutes that the FCC could rely on, this was a concession by the court with little meaning.
[43] The recognition of dual federal-state authority under the Communications Act is set forth in *Louisiana Public Service Com'n v. F.C.C.*, 476 U.S. 355 (1968). See also, *ACA Connects v. Bonta*, 24 F.4 1233 at 1247.
[44] An example is the Federal-State Joint Board on Universal Service on which representatives of PURA and OCC have served and continue to serve.
[45] *Mozilla Corp. v. F.C.C.*, 940 F.3d 1 (D.C. Cir. 2019)
[46] *ACA Connects v. Bonta,* 24 F.4 1233 (9th Cir. 2022); *see also* Cong. Research Service, LSB10693, *ACA Connects v. Bonta* (Feb. 2, 2022).
[47] *Louisiana Public Service Com'n v. F.C.C.*, 476 U.S. at 375.

under General Statutes § 16-247a(a) and the public interest standards in §16-247f(a) and §16-247h.

Next, the United States Court of Appeals for the Second Circuit[48] addressed a massive industry challenge to New York State's "Affordable Broadband Act", which essentially regulated rates charged to low-income customers of broadband internet access service'. In *New York State Telecommunications Association, Inc. v. James,* 101 F.4th 135 (2d Cir. 2024), cert. denied twice, the majority stated that New York's exercise of its rate-regulation power was not preempted unless Congressional intent to preempt was clear and manifest and determined there was no conflict preemption due to the FCC's 2018 Order classifying broadband as an information service. The *James* decision reflected the tradition of states using their police power to regulate rates interstate communications services, reinforcing the notion that state regulation is permissible unless explicitly preempted by federal law.[49] In sum, there is no federal preemption that impacts PURA's authority to oversee broadband, particularly where it implicates quality of service to consumers and safety issues, and to consider NetSpeed's provision of broadband service to Connecticut consumers in this proceeding, contrary to what the applicants assert.[50]

c. PURA has oversight authority over wireline broadband offered to consumers in Connecticut by NetSpeed.

Under the current Federal Communications Act, as construed by the FCC and courts, state broadband laws, regulations and regulatory decisions with respect thereto are not preempted by federal law. Safety standards, customer service requirements, outage and service level

[48] The United States Court of Appeals for the Second Circuit hears cases arising from New York, Connecticut and Vermont. Second Circuit decisions are binding in those three jurisdictions.
[49] *New York State Telecommunications Association, Inc. v. James*, 101 F.4th 135 (2d Cir. 2024) (cert. denied twice). See also fn 7.
[50] Under the Savings Provision in § 601(c)(1) of the Telecommunications Act, "[t]his Act and the amendments made by this Act shall not be construed to modify, impair, or supersede Federal, State, or local law unless expressly so provided in such Act or amendments." 47 U.S.C. 152 note.

responsiveness, billing requirements to ensure transparency to consumers, complaint responsiveness, pole attachment standards, annual reports, universal service requirements, and low-income broadband tiers would all fall within the scope of the *Mozilla*, *Bonta* and *James* decisions.

As set forth above, Connecticut already has statutory authority under General Statutes §§ 16-247a(a) and 16-247h to impose most of these requirements, particularly related to customer service, safety standards, and outage and service level requirements. The goals of the State of Connecticut enumerated in § 16-247a(a) as amplified in § 16-247f(a) and 16-247h, provide the Authority the statutory reasons for addressing the full operations of NetSpeed and the plans of T-Mobile and Oak Hill, as ultimate holding companies, in overseeing those operations if the application were ever approved.

V. Recommendations of the Office of Consumer Counsel

The OCC has long been a supporter of NetSpeed providing both quality service and competition that can create downward pressure on broadband rates and OCC wants it to continue successfully as a full participant in the broadband ecosystem in Connecticut. The record in this docket in no way demonstrates how that will happen, nor does the Application identify the correct entities that will directly or indirectly control NetSpeed.

The proposed transaction relies on a complex and layered corporate structure involving multiple newly created entities and intermediate holding companies, obscuring which entities will ultimately exercise control over NetSpeed. Even if the Application were complete, the record lacks sufficient evidence for the Authority to determine whether the entities acquiring control possess the financial, technological, and managerial suitability and responsibility

required under General Statutes § 16-47(d)(2), or whether the transaction otherwise satisfies the statutory standard.

Moreover, the limitations placed on OCC's discovery and cross-examination prevented meaningful inquiry into the transaction's potential effects on Connecticut broadband consumers, including the claimed benefits of increased network investment. Without this information, the Authority lacks a sufficient record to determine whether the transaction serves the public interest under General Statutes § 16-247a(a) and § 16-247h.

Accordingly, OCC submits that the Application is incomplete and that the existing record does not support a finding that the proposed transaction satisfies the applicable statutory requirements or is in the public interest. OCC therefore recommends that, on the current record, the Authority decline to approve the Application without prejudice.

Respectfully submitted,

STATE OF CONNECTICUT
OFFICE OF CONSUMER COUNSEL

CLAIRE E. COLEMAN
CONSUMER COUNSEL

By:/s/ *Burt Cohen*
Burt Cohen
Staff Attorney

Julie Lelek
Staff Attorney

Office of Consumer Counsel
10 Franklin Square
New Britain, CT 06051
860.827.2695

CERTIFICATE OF SERVICE

I do hereby certify that on this day the foregoing document was filed with the Public Utilities Regulatory Authority, and copies thereof were served upon each person designated on the official service list in this proceeding in accordance with R.C.S.A. § 16-1-15.

Dated at New Britain, Connecticut this 29th day of October 2026.

/s/Julie Lelek

Commissioner of the Superior Court