

The Public Utilities Commission of Ohio
TELECOMMUNICATIONS FILING FORM

(Effective: 10-11-2017)

This form is intended to be used with most types of required filings. It provides check boxes with rule references for the most common types of filings. It does not replace or supersede Commission rules in any way.

In the Matter of the Application of Frontier North Inc.; Frontier Communications of Michigan, Inc.; and Frontier Communications Online and Long Distance Inc.) TRF Docket No. 90 -
) Case No. **20-1192-TP-CIO**
to Transfer Control with Joint Chapter 11 Plan of Reorganization of Frontier) **NOTE: Unless you have reserved a Case #, leave the**
Communications Corporation and its Subsidiaries) **"Case No" fields BLANK.**

Name of Registrant(s) Frontier North Inc.; Frontier Communications of Michigan, Inc.; and Frontier Communications Online and Long Distance Inc.
DBA(s) of Registrant(s) Frontier
Address of Registrant(s) 401 Merritt 7, Norwalk, Connecticut 06851
Company Web Address www.frontier.com
Regulatory Contact Person(s) Karen Boswell Phone 309-454-7803 Fax _____
Regulatory Contact Person's Email Address Karen.Boswell@ftr.com
Contact Person for Annual Report Karen Boswell Phone 309-454-7803
Address (if different from above) _____
Consumer Contact Information Robert Stewart Phone 517-927-0711
Address (if different from above) _____

Motion for protective order included with filing? ☐ Yes ☒ No

Motion for waiver(s) filed affecting this case? ☐ Yes ☒ No [Note: Waivers may toll any automatic timeframe.]

Notes:

Section I and II are Pursuant to Ohio Administrative Code [4901:1-6](#).

Section III – Carrier to Carrier is Pursuant to Ohio Adm.Code [4901:1-7](#), and Wireless is Pursuant to Ohio Adm.Code [4901:1-6-24](#).

Section IV – Attestation.

(1) Indicate the Carrier Type and the reason for submitting this form by checking the boxes below.

(2) For requirements for various applications, see the identified section of Ohio Adm.Code Chapter 4901 and/or the supplemental application form noted.

(3) Information regarding the number of copies required by the PUCO may be obtained from the PUCO's website at www.PUCO.ohio.gov under the docketing information system section, by calling the docketing division at 614-466-4095, or by visiting the docketing division at the offices of the PUCO.

(4) An Incumbent Local Exchange Carrier (ILEC) offering basic local exchange service (BLES) outside its traditional service area should choose CLEC designation when proposing to offer BLES outside its traditional service area or when proposing to make changes to that service.

All filings that result in a change to one or more tariff pages require, at a minimum, the following exhibits:

Exhibit	Description:
A	The tariff pages subject to the proposed change(s) as they exist before the change(s). N/A. No tariff changes.
B	The tariff pages subject to the proposed change(s), reflecting the change, with the change(s) marked in the right margin. See above.
C	A short description of the nature of the change(s), the intent of the change(s), and the customers affected. See Ex. A.
D	A copy of the notice provided to customers, along with an affidavit that the notice was provided according to the applicable rule(s). N/A. Applicant will continue to provide service without changes in terms, rates or conditions.

Section I – Part I - Common Filings

Carrier Type <input type="checkbox"/> Other (explain below)	For Profit ILEC	Not For Profit ILEC	CLEC
Change terms & conditions of existing BLES	<input type="checkbox"/> ATA 1-6-14(H) (Auto 30 days)	<input type="checkbox"/> ATA 1-6-14(H) (Auto 30 days)	<input type="checkbox"/> ATA 1-6-14(H) (Auto 30 days)
Introduce non-recurring charge, surcharge, or fee to BLES			<input type="checkbox"/> ATA 1-6-14(H) (Auto 30 days)
Introduce or Increase Late Payment	<input type="checkbox"/> ATA 1-6-14(I) (Auto 30 days)	<input type="checkbox"/> ATA 1-6-14(I) (Auto 30 days)	<input type="checkbox"/> ATA 1-6-14(I) (Auto 30 days)
Revisions to BLES Cap	<input type="checkbox"/> ZTA 1-6-14(F) (0 day Notice)		
Introduce BLES or expand local service area (calling area)	<input type="checkbox"/> ZTA 1-6-14(H) (0 day Notice)	<input type="checkbox"/> ZTA 1-6-14(H) (0 day Notice)	<input type="checkbox"/> ZTA 1-6-14(H) (0 day Notice)
Notice of no obligation to construct facilities and provide BLES	<input type="checkbox"/> ZTA 1-6-27(C) (0 day Notice)	<input type="checkbox"/> ZTA 1-6-27(C) (0 day Notice)	
Change BLES Rates	<input type="checkbox"/> TRF 1-6-14(F) (0 day Notice)	<input type="checkbox"/> TRF 1-6-14(F)(4) (0 day Notice)	<input type="checkbox"/> TRF 1-6-14(G) (0 day Notice)
To obtain BLES pricing flexibility	<input type="checkbox"/> BLS 1-6-14(C)(1)(c) (Auto 30 days)		
Change in boundary	<input type="checkbox"/> ACB 1-6-32 (Auto 14 days)	<input type="checkbox"/> ACB 1-6-32 (Auto 14 days)	
Expand service operation area			<input type="checkbox"/> TRF 1-6-08(G) (0 day)
BLES withdrawal			<input type="checkbox"/> ZTA 1-6-25(B) (0 day Notice)
Other* (explain)			

Section I – Part II – Customer Notification Offerings Pursuant to Chapter 4901:1-6-7 OAC

Type of Notice	Direct Mail	Bill Insert	Bill Notation	Electronic Mail
<input type="checkbox"/> 15-day Notice	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<input type="checkbox"/> 30-day Notice	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Date Notice Sent:				

Section I – Part III –IOS Offerings Pursuant to Chapter 4901:1-6-22 OAC

IOS	Introduce New	Tariff Change	Price Change	Withdraw
<input type="checkbox"/> IOS	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Section II – Part I – Carrier Certification - Pursuant to Chapter 4901:1-6-08, 09 & 10 OAC

Certification	ILEC (Out of territory)	CLEC	Telecommunications Service Provider Not Offering Local	CESTC	CETC
* See Supplemental form	<input type="checkbox"/> ACE 1-6-08 * (Auto 30- day)	<input type="checkbox"/> ACE 1-6-08 *(Auto 30 day)	<input type="checkbox"/> ACE 1-6-08 *(Auto 30 day)	<input type="checkbox"/> ACE 1-6-10 (Auto 30 day)	<input type="checkbox"/> UNC 1-6-09 *(Non-Auto)

*Supplemental Certification forms can be found on the PUCO webpage.

Section II – Part II – Certificate Status & Procedural

Certificate Status	ILEC	CLEC	Telecommunications Service Provider Not Offering Local
Abandon all Services		<input type="checkbox"/> ABN 1-6-26 (Auto 30 days)	<input type="checkbox"/> ABN 1-6-26 (Auto 30 days)
Change of Official Name *	<input type="checkbox"/> ACN 1-6-29(B) (Auto 30 days)	<input type="checkbox"/> ACN 1-6-29(B) (Auto 30 days)	<input type="checkbox"/> CIO 1-6-29(C) (0 day Notice)
Change in Ownership *	<input type="checkbox"/> ACO 1-6-29(E) (Auto 30 days)	<input type="checkbox"/> ACO 1-6-29(E) (Auto 30 days)	<input checked="" type="checkbox"/> CIO 1-6-29(C) (0 day Notice)
Merger *	<input type="checkbox"/> AMT 1-6-29(E) (Auto 30 days)	<input type="checkbox"/> AMT 1-6-29(E) (Auto 30 days)	<input type="checkbox"/> CIO 1-6-29(C) (0 day Notice)
Transfer a Certificate *	<input type="checkbox"/> ATC 1-6-29(B) (Auto 30 days)	<input type="checkbox"/> ATC 1-6-29(B) (Auto 30 days)	<input type="checkbox"/> CIO 1-6-29(C) (0 day Notice)
Transaction for transfer or lease of property, plant or business *	<input type="checkbox"/> ATR 1-6-29(B) (Auto 30 days)	<input type="checkbox"/> ATR 1-6-29(B) (Auto 30 days)	<input type="checkbox"/> CIO 1-6-29(C) (0 day Notice)

*Other exhibits may be required under the applicable rule(s). ACN, ACO, AMT, ATC, ATR and CIO applications see [the 4901:1-6-29 Filing Requirements on the PUCO'sw ebpage](#) for a complete list of exhibits.

Section III – Carrier to Carrier (Pursuant to 4901:1-7), and Wireless (Pursuant to 4901:1-6-24)

Carrier to Carrier	ILEC	CLEC
Interconnection agreement, or amendment to an approved agreement	<input type="checkbox"/> NAG 1-7-07 (Auto 90 day)	<input type="checkbox"/> NAG 1-7-07 (Auto 90 day)
Request for Arbitration	<input type="checkbox"/> ARB 1-7-09 (Non-Auto)	<input type="checkbox"/> ARB 1-7-09 (Non-Auto)
Introduce or change c-t-c service tariffs	<input type="checkbox"/> ATA 1-7-14 (Auto 30 days)	<input type="checkbox"/> ATA 1-7-14 (Auto 30 days)
Request rural carrier exemption, rural carrier suspension or modification	<input type="checkbox"/> UNC 1-7-04 or 05 (Non-Auto)	
Changes in rates, terms & conditions to Pole Attachment, Conduit Occupancy and Rights- of-Way. (13-579-AU-ORD 11/30/16 Entry)	<input type="checkbox"/> ATA 1-3-04 (Auto 60 days)	
Wireless Providers See 4901:1-6-24	<input type="checkbox"/> RCC [Registration & Change in Operations] (0 day)	<input type="checkbox"/> NAG [Interconnection Agreement or Amendment] (Auto 90 days)

Section IV. – Attestation

Registrant hereby attests to its compliance with pertinent entries and orders issued by the Commission.

AFFIDAVIT
Compliance with Commission Rules

I am an officer/agent of the applicant corporation, Frontier North Inc. and Frontier Communications of Michigan, Inc., and am authorized to make this statement on its behalf.

(Name)

Please check ALL that apply:

☐ I attest that these tariffs comply with all applicable rules for the State of Ohio. I understand that tariff notification filings do not imply Commission approval and that the Commission's rules, as modified and clarified from time to time, supersede any contradictory provisions in our tariff. We will fully comply with the rules of the State of Ohio and understand that noncompliance can result in various penalties, including the suspension of our certificate to operate within the State of Ohio.

☒ I attest that customer notices accompanying this filing form were sent to affected customers, as specified in Section II, in accordance with Ohio Adm.Code 4901:1-6-7.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on
(Date)

June 24, 2020

at (Location) _____

*Signature and
Title



Sup-Federal Regulatory

Date June 24, 2020

**This affidavit is required for every tariff-affecting filing. It may be signed by counsel or an officer of the applicant, or an authorized agent of the applicant.*

VERIFICATION

I, , verify that I have utilized the Telecommunications Filing Form for most proceedings provided by the Commission and that all of the information submitted here, and all additional information submitted in connection with this case, is true and correct to the best of my knowledge.

*Signature and
Title



Sup-Federal Regulatory

Date June 24, 2020

**Verification is required for every filing. It may be signed by counsel or an officer of the applicant, or an authorized agent of the applicant.*

File document electronically and direct the case number 06-900-AU-WVR
or

Send your completed Application Form, including all required attachments as well as the required number of copies, to:

Public Utilities Commission of Ohio
Attention: Docketing Division
180 East Broad Street, Columbus, OH 43215-3793

EXHIBIT A

INTRODUCTORY NOTE

Frontier North Inc. (“Frontier North”), Frontier Communications of Michigan, Inc. (“Frontier Michigan”) and Frontier Communications Online and Long Distance Inc. (collectively, the “Applicants”), pursuant to Ohio Revised Code 4905.402(H) and Ohio Administrative Code 4901:1-6-29(E)(2), hereby provide notice to The Public Utilities Commission of Ohio (“Commission”) that Applicants have filed a Petition under Chapter 11 of the United States Bankruptcy Code in the United States Bankruptcy Court for the Southern District of New York (the Restructuring”).¹ Pursuant to Ohio Administrative Code 4901:-6-29(E)(2), Applicants submit this Change in Operations (“CIO”) submission due to applications filed with the Federal Communications Commission (“FCC”). Applicants will provide the Commission with a link to the FCC applications once it is available.

PUBLIC INTEREST CONSIDERATIONS

The Restructuring is in the public interest, as it will benefit existing and future Frontier North and Frontier Michigan customers in Ohio and other states. Implementation of the Restructuring plan is expected to reduce Frontier’s debt by approximately \$10 billion, thereby providing a long-term solution for Frontier’s balance sheet and operations. The Restructuring will better position Frontier and its operating companies, including Frontier North and Frontier Michigan, to compete and provide service in Ohio and to become a more efficient and effective competitor in the dynamic telecommunications marketplace.

¹ On April 15, 2020, the Applicants notified the Commission that, on April 14, 2020, Frontier and certain subsidiaries each filed a petition with the United States Bankruptcy Court for the Southern District of New York (“Bankruptcy Court”) to reorganize under Chapter 11 of the United States Bankruptcy Code.

Frontier North and Frontier Michigan will continue to provide regulated voice and other services during and after the Restructuring takes effect. Service will be provided in accordance with tariffs previously filed with the Commission and other commercial contractual arrangement between Frontier North and Frontier Michigan, and its customers. Customer service will not be interrupted, eliminated or increased in price as a result of the Restructuring, and 911, voice telephone and other services will continue to be provided by Frontier North and Frontier Michigan. Implementation of the Restructuring will not adversely affect operations, rates, or services in Ohio.

DESCRIPTION OF THE RESTRUCTURING

On April 14, 2020 (the “Petition Date”), Frontier Communications Corporation (“Frontier” or “Company”) and its direct and indirect subsidiaries, including the Applicants, commenced a Chapter 11 bankruptcy proceeding after entering into a Restructuring Support Agreement (“the “RSA”) with its senior unsecured noteholders holding more than seventy-five percent of its unsecured bonds (such creditors, the “Consenting Noteholders”).² Since the Petition Date, Frontier has worked with the Consenting Noteholders to memorialize the terms set forth in the RSA into a Joint Plan of Reorganization of Frontier Communications Corporation and Its Debtor Affiliates Pursuant to Chapter 11 of the Bankruptcy Code (the “Plan”). The Plan was filed with the Bankruptcy Court and is expected to be confirmed and approved by the Bankruptcy Court in August 2020.

(See April 15, 2020 Letter of Michele Noble, Squire Patton Boggs LLP, counsel for Frontier, to Ms. Marianne Townsend, Chief, Telecom & Technology Division.)

² “Consenting Noteholders” is defined in the Plan and is comprised of approximately 200 Senior Noteholders who have executed the RSA and have agreed to support the Plan, and that hold over 75% of the Senior Notes through more than 40 different investment funds. The Consenting Noteholders are primarily comprised of large U.S.-based financial investment funds with experience in investing in U.S. telecommunications and technology companies.

The Plan implements the terms of the RSA and provides for a reduction of Frontier's funded debt obligations by over \$10 billion (and thereby reducing its annual interest expense by approximately \$1 billion) by converting all holders of Frontier's senior unsecured notes (the "Senior Noteholders")³ into shareholders of a new, reorganized Frontier parent company ("Reorganized Frontier"). Immediately upon emergence from Chapter 11, the Senior Noteholders will receive and hold the new common stock of Reorganized Frontier, though no single Senior Noteholder is anticipated to hold a 10% or greater interest in Reorganized Frontier.⁴ It is intended that the new common stock of Reorganized Frontier will be publicly traded and listed on a recognized U.S. stock exchange as promptly as reasonably practical after the Company's emergence from Chapter 11. Accordingly, as is the case today, the ownership of Reorganized Frontier will be widely held.

A new corporate structure consisting of Reorganized Frontier and two newly-formed intermediate holding companies (Frontier Communications Intermediate and Frontier Communications Holdings) will replace Frontier Communications Corporation (the current publicly-traded parent holding company) in the ownership structure of Frontier subsidiaries, including the Applicants. No corporate changes will occur as to the Applicants as a result of the Restructuring.

The Plan implements the terms of the RSA and provides for a comprehensive restructuring of Frontier's obligations that preserves the going-concern value of Frontier's business, maximizes Frontier's future financial flexibility, and preserves jobs. Through the

³ The Senior Noteholders hold approximately \$10.95 billion in aggregate principal amount of unsecured senior notes issued by Frontier with maturities between September 2020 and October 2046 ("Senior Notes") which are publicly traded.

Restructuring, all non-funded debt claims against the Company—including all non-funded debt owed to its employees, contractors, vendors, suppliers, carriers, and other third parties—will be paid in full. In so doing, the Restructuring is intended to minimize any potential adverse effects to Frontier’s businesses, thus positioning Reorganized Frontier to be successful upon its emergence from bankruptcy.

Further, Frontier will continue to comply with its existing regulatory requirements under Ohio statutes and rules. Frontier North is currently subject to a Complaint, Case No. 19-1582-TP-COC, filed by the Commission Staff, which culminated in a Stipulation between Frontier and Staff filed with the Commission on June 24, 2020. Frontier North will continue to support that proposed Stipulation.

Correspondence concerning this Application should be directed to:

Joseph Starsick
Joseph.Starsick@ftr.com
1500 MacCorkle Avenue
Charleston, WV 25396

with a copy to:

Michele Noble
Michele.noble@squirepb.com
Squire Patton Boggs LLP
41 S. High Street, Suite 2000
Columbus, Ohio 43215

⁴ Under the terms of the Plan, a small percentage of the Reorganized Frontier stock is reserved for a management incentive plan.

NOTICE TO CUSTOMERS

After consummation of the Restructuring, existing customers will continue to receive services at the same prices, terms, and conditions under their existing contracts and tariffs. The Applicants will remain bound by their existing tariffs and contracts, and existing facilities and arrangements will remain undisturbed. No interruption or change in services provided by the Applicants will be made as a result of the Restructuring, as such no notice to customers is required.

Although no notice is required to customers, Frontier is providing notice of the initiation of the Chapter 11 process to its customers via a dedicated web page located at <https://frontierrestructuring.com>, which Frontier will update periodically as the process progresses.

OFFICERS AND DIRECTORS

The Officers and Directors are the same for all Applicants, Frontier North Inc., Frontier Communications Online & Long Distance Inc. and Frontier Communications of Michigan, Inc.

<u>NAME</u>	<u>TITLE</u>
Bernard Han	Director
Sheldon Bruha	Director
Bernard Han	President and Chief Executive Officer
Sheldon Bruha	Vice President, Chief Financial Officer
Steve Gable	Vice President, Chief Technology Officer
Mark Nielsen	Vice President, Chief Transaction Officer and Chief Legal Officer
John Maduri	Vice President, Consumer Sales, Marketing & Product
Kevin Saville	Vice President, General Counsel and Assistant Secretary
Donald Daniels	Vice President and Chief Accounting Officer
George McArthur	Vice President, Tax
Pehr Olsson	Vice President, Assistant Treasurer
Jim Campbell	Vice President, Facilities and Real Estate Services
Allison Ellis	Vice President, Regulatory
Kenneth Mason	Vice President, Regulatory
Kenneth Arndt	Vice President, Commercial Sales Operations
Melanie Williams	Vice President, Operations
Gregory Stephens	Vice President, Operations
Joseph Gamble	Vice President, Operations
Anne Meyer	Secretary
John Greifzu	Assistant Secretary
Joseph Starsick	Assistant Secretary
Frederick Thomas	Assistant Secretary
George Thomson	Assistant Secretary
Barry Wisset	Assistant Secretary
Charles Carrathers	Assistant Secretary
Paul Garcia	Assistant Secretary
Mirna Villegas	Assistant Secretary
Christopher Chan	Assistant Secretary
Jessica Matushek	Director, Regulatory Filings

These Officers and Directors may be contacted through counsel, Joseph Starsick, or at 401 Merritt 7, Norwalk, Connecticut 06851.

OHIO SECRETARY OF STATE DOCUMENTATION FOR REGISTRANTS

UNITED STATES OF AMERICA
STATE OF OHIO
OFFICE OF THE SECRETARY OF STATE

I, Frank LaRose, do hereby certify that I am the duly elected, qualified and present acting Secretary of State for the State of Ohio, and as such have custody of the records of Ohio and Foreign business entities; that said records show FRONTIER NORTH INC., a Wisconsin corporation, having qualified to do business within the State of Ohio on April 19, 1995 under License No. 904964 is currently in GOOD STANDING upon the records of this office.



*Witness my hand and the seal of the
Secretary of State at Columbus, Ohio
this 24th day of February, A.D. 2020.*

A handwritten signature in blue ink, appearing to read "Frank LaRose".

Ohio Secretary of State

Validation Number: **202005505016**

UNITED STATES OF AMERICA
STATE OF OHIO
OFFICE OF THE SECRETARY OF STATE

I, Frank LaRose, do hereby certify that I am the duly elected, qualified and present acting Secretary of State for the State of Ohio, and as such have custody of the records of Ohio and Foreign business entities; that said records show FRONTIER COMMUNICATIONS OF MICHIGAN, INC., a Michigan corporation, having qualified to do business within the State of Ohio on November 23, 1983 under License No. 623809 is currently in GOOD STANDING upon the records of this office.



*Witness my hand and the seal of the
Secretary of State at Columbus, Ohio
this 25th day of February, A.D. 2020.*

A handwritten signature in blue ink, appearing to read "Frank LaRose".

Ohio Secretary of State

Validation Number: **202005600868**

UNITED STATES OF AMERICA
STATE OF OHIO
OFFICE OF THE SECRETARY OF STATE

I, Frank LaRose, do hereby certify that I am the duly elected, qualified and present acting Secretary of State for the State of Ohio, and as such have custody of the records of Ohio and Foreign business entities; that said records show FRONTIER COMMUNICATIONS ONLINE AND LONG DISTANCE INC., a Delaware corporation, having qualified to do business within the State of Ohio on September 22, 2009 under License No. 1884597 is currently in GOOD STANDING upon the records of this office.



*Witness my hand and the seal of the
Secretary of State at Columbus, Ohio
this 24th day of April, A.D. 2020.*

A handwritten signature in blue ink, appearing to read "Frank LaRose".

Ohio Secretary of State

Validation Number: **202011501782**

This foregoing document was electronically filed with the Public Utilities

Commission of Ohio Docketing Information System on

6/25/2020 12:01:46 PM

in

Case No(s). 20-1192-TP-CIO

Summary: Application to Transfer Indirect Control of Authorized Telecommunications Company electronically filed by Michele L Noble on behalf of Frontier North Inc. and Frontier Communications of Michigan, Inc and Frontier Communications Online and Long Distance Inc.