

May 5, 2017

INDIANA UTILITY  
REGULATORY COMMISSIONAPPLICATION FOR A CERTIFICATE OF TERRITORIAL AUTHORITY FOR  
COMMUNICATIONS SERVICE PROVIDERSState Form 52648 (R5 / 8-11)  
INDIANA UTILITY REGULATORY COMMISSION

Applicants are required to file an original and five (5) paper copies.

Cause No. 44938 (IURC use only)

PURSUANT TO IC 8-1-32.5-4, A COMMUNICATIONS SERVICE PROVIDER ("CSP") MEANS A PERSON OR ENTITY THAT OFFERS COMMUNICATIONS SERVICE TO CUSTOMERS IN INDIANA, WITHOUT REGARD TO THE TECHNOLOGY OR MEDIUM USED BY THE PERSON OR ENTITY TO PROVIDE THE COMMUNICATIONS SERVICE. THE TERM INCLUDES A PROVIDER OF COMMERCIAL MOBILE RADIO SERVICE (AS DEFINED IN 47 U.S.C. 332).

List each type of Communications Service which applicant proposes to offer in Indiana:

☒ TELECOMMUNICATIONS SERVICE AS DEFINED IN 47 U.S.C. 153(46)

Facilities-based local exchange and interexchange services.

Broadband

Please list each type of service, such as facilities-based local exchange; bundled resale of local exchange; commercial mobile radio service; interexchange; operator services or other.

☐ INFORMATION SERVICE AS DEFINED IN 153(20), WITHOUT REGARD TO THE TECHNOLOGY OR MEDIUM USED TO PROVIDE THE COMMUNICATIONS SERVICE.

Please list each type of service, such as internet protocol enabled services; broadband service; advanced service (as defined in 47 CFR 51.5); or other.

☐ VIDEO SERVICE AS DEFINED IN IC 8-1-34-14 (Note: A Video Service Provider which does not currently have a video franchise (local or state) for the service area described above must obtain a state issued video franchise as specified in IC 8-1-34-16)

Please list any service areas in Indiana where Applicant offers service under a local franchise.

PURSUANT TO I.C. 8-1-32.5-6(e), A CSP THAT IS ONLY OFFERING A SERVICE(S) DESCRIBED IN I.C. 8-1-2.6-1.1 IS ONLY REQUIRED TO REPORT AND CERTIFY THE ACCURACY OF SOME OF THE INFORMATION REQUESTED IN THIS FORM. NOT ALL PORTIONS OF THE FORM ARE APPLICABLE TO SUCH A CSP. \*SEE PAGE 2 FOR INSTRUCTIONS.

The following services are "described in I.C. 8-1-2.6-1.1":

- (1) advanced services (as defined in 47 CFR 51.5);
- (2) broadband service, however defined or classified by the Federal Communications Commission;
- (3) information service (as defined in 47 U.S.C. 153(20));
- (4) Internet Protocol enabled retail services:
  - (A) regardless of how the service is classified by the Federal Communications Commission;
  - and
  - (B) except as expressly permitted under I.C. 8-1-2.8;
- (5) commercial mobile service (as defined in 47 U.S.C. 332); or
- (6) any service not commercially available on March 28, 2006.

In Indiana, will Applicant **ONLY** offer services described in I.C. 8-1-2.6-1.1?

Check one: ☐ YES ☒ NO

Please list the specific services, as described in I.C. 8-1-2.6-1.1, the Applicant proposes to offer:

Broadband

**PLEASE NOTE:** All CSPs *must* complete a Verified Notice of Change form if the answer to this question changes at any time subsequent to completing this application form. The Notice of Change form is currently available on the Commission's website: [www.in.gov/iurc](http://www.in.gov/iurc).

**\*INSTRUCTIONS for providers offering ONLY a service(s) described in I.C. 8-1-2.6-1.1:**

You **DO NOT** have to complete the following sections:

- Part II      •Part IV.2.a      •Part IV.2.b
- Some portions of Part VI may also not apply.

The following sections **are required**, unless otherwise noted:

- Part I.A      •Part I.D      •Part IV.1
- Part I.B      •Part I.E      •Part IV.3
- Part I.C      •Part III      •Part V
- Selected portions of Part VI

## I. APPLICANT CONTACT INFORMATION

A. Legal Name of Company: MetroNet Rural Systems, LLC

B. Name(s) under which the company will be marketing services in Indiana:

(Company names, including any "doing business as" names, must be registered with Indiana Secretary of State)

MetroNet

C. Company Address:

3701 Communications Way, Evansville, IN 47715

Main Telephone Number: 877-407-3224

FAX Number: 317-981-8051

E-mail Address: mn-Regulatory@metronetinc.com

Website Address: www.metronetinc.com

D. Name, title, and other contact information of company's contact person for ongoing communications with the commission (including regulatory affairs and/or customer service information):

Name and Title Randy Kiesel, Regulatory Analyst

Telephone Number: 812-759-7807

FAX Number: 317-981-8051

Mailing Address: 3701 Communications Way, Evansville, IN 47715

Email Address: randy.kiesel@metronetinc.com

E. Name, title, and other contact information of attorney or contact person for this application, if different from D. above:

Name and Title John Campbell, Vice President & General Counsel

Telephone Number: 812-213-1085

FAX Number: 317-981-8051

Mailing Address: 8837 Bond Street, Overland Park, KS 66214

E-mail Address: john.campbell@metronetinc.com

F. Parent Company's Legal Name, Address, and Telephone Number (if applicable):

Metronet Holdings, LLC, 3701 Communications Way, Evansville, IN 47715

(CSPs that will only offer a service(s) described in I.C. 8-1-2.6-1.1 are not required to provide their parent company information.)

## II. Service Information

(Add additional sheets if necessary.)

A. Please describe the geographic area(s) for which the applicant seeks authority.

The State of Indiana

B. Please provide a description of each service area in Indiana in which the applicant initially proposes to offer communications service (i.e., county, city, or rate center). If the applicant is proposing to offer Video Service, will the service be authorized through a State or local franchise? If the applicant is a Video Service provider authorized through a local franchise authority, please provide the issuing franchise authority and expiration date.

The Cities of Lebanon & Crawfordsville as well as certain unincorporated areas of Boone and Montgomery Counties

C. Please provide a description of each type of communications service that the provider proposes to offer in each of the service areas identified in II B. above. The services listed should be consistent with the services marked at the top of Page 1.

Provider proposes to offer facilities-based local exchange and interexchange telecommunications services and broadband service

D. For each type of service identified in C, please list whether the communications service will be offered only to residential customers, only to business customers or to both residential and business customers.

Provider will offer services to residential and business customers

E. Please provide an estimated date of deployment (year and quarter) for each service area and each service type within that area for which the applicant seeks authority. The services listed should be consistent with the services marked at the top of Page 1.

Provider estimates deployment will begin approximately 30 days after the Commission grants authority

F. Will applicant offer stand alone basic telecommunications service for a flat monthly rate pursuant to I.C. 8-1-2.6-0.1?

No

G. Does the applicant seek authorization to provide facilities-based local exchange? Yes

H. Does the applicant seek authorization to offer interexchange services only? Yes

I. Is applicant offering wholesale communications services, retail communications services, or both?

Retail

J. Will the applicant operate as a Local Cooperative Corporation pursuant to I.C. 8-1-17-3?

No

If yes, please submit three (3) original articles of incorporation as required by I.C. 8-1-17-5 et seq.<sup>1</sup>

<sup>1</sup> The Commission is required to provide notice of CTA applications of local cooperative corporations to each facilities-based local exchange carrier operating in territory contiguous to the area in which the cooperative corporation proposes to render telephone service pursuant to IC 8-1-17-5(d).

K. Please list other states in which applicant is authorized to provide communications services and the types of services offered.

None

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### III. Additional Requirements<sup>2</sup>

Applicant further represents that it will:

- Comply with Indiana law (including but not limited to Title 8 of the Indiana Code) and IURC regulations (170 IAC 7) and applicable current and future Orders of the IURC.<sup>3</sup>
- Notify the Commission of any change in the legal name, address, control or status of the CTA, or service area (if applicable), pursuant to I.C. 8-1-32.5-12, using the CSP Notice of Change Form prescribed by the Commission. Such notification of change shall be provided to the Commission thirty (30) days prior to the occurrence of the change.
- Upon request, provide any other information the Commission is authorized to collect from a communications service provider under state or federal law pursuant to I.C. 8-1-2.6-13-9(E).
- Applicant represents that it will, at the time requested by the Commission, provide an annual report concerning communications services offered in each service area (county and ZIP code) in Indiana as required by I.C. 8-1-2.6-13(d)(9)(C) **Note:** This does not apply to CMRS providers.
- If applicable, file intrastate access tariffs, concurrences, and exceptions pursuant to the Commission's filing procedures and provide informational copies of interstate access tariffs.
- If applicable, provide the Commission with current and updated/corrected hyperlinks to the company's intrastate and interstate access tariffs, concurrences, and exceptions, consistent with the IURC's General Administrative Order (GAO) 1998-2.

### IV. Attachments

The following information must be included with this application:

1. A copy of the Applicant's Certificate of Authority from the Indiana Secretary of State, authorizing the applicant to do business within the State of Indiana. (A tax statement or other documentation from the Indiana Department of Revenue is **not acceptable**.)
  - a. Applicants that are units of a municipal government, or are owned by a municipal government entity, may submit their local authorizing ordinance in lieu of the Secretary of State Certificate of Authority.
2. Information demonstrating the financial, managerial and technical ability to provide each communication service identified in the application.
  - a. The applicant's most recent financial statement or balance sheet or that of the parent company if separate Indiana operations have not yet been established. Applicants that are municipalities may submit their local budget.
  - b. Biographies of the applicant's corporate officers responsible for Indiana indicating managerial and technical qualifications.  
(Attachment 2a and 2b are not required for CSPs that will "only offer a service(s) described in IC 8-1-2.6-1.1.")
3. A statement signed under penalty of perjury by an officer or another person authorized to bind the applicant (see attached affidavit).

Although an evidentiary hearing before the Commission is not required, the Commission shall hold an evidentiary hearing, if one is requested pursuant to IC 8-1-32.5-9(a). Any hearing shall follow the statutory provisions of IC 8-1-32.5-9(b).<sup>4</sup>

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<sup>2</sup> Part III applies to all communications service providers, unless explicitly exempted pursuant to Indiana law and as otherwise noted herein.

<sup>3</sup> Telecommunications Service Providers and Video Service Providers are subject to enforcement remedies for prohibited actions pursuant to IC 8-1-29.5.

<sup>4</sup> The FCC determines market entry of CMRS providers pursuant to 47 CFR Chapter 1 Part 13.

**V. Application Verification**

I affirm under the penalties of perjury that the above representations made in this application are true.  
(*Must be signed by an officer of the company.*)

                    John Campbell                    05/04/2017                      
Signature and Date (*month, day, year*)

                    John Campbell, Vice President & General Counsel                      
Name and Title (*printed or typed*)

# AFFIDAVIT<sup>5</sup>

I, John Campbell (*print name*), as an authorized corporate officer or person authorized to bind MetroNet Rural Systems, LLC (*company name*), affirm under penalty of perjury that:

a) the applicant has filed or will timely file with the Federal Communications Commission ("FCC") all forms required by the FCC;

b) the applicant agrees to comply with customer notification requirements of the Commission pursuant to I.C. 8-1-32.5-6(b)(3)(B) and 8-1-32.5-11(b) (not applicable to CMRS providers per I.C. 8-1-32.5-11(b));

c) the applicant (including CMRS providers<sup>6</sup>) agrees to update the information provided in the application on a regular basis pursuant to I.C. 8-1-32.5-12;

d) the applicant agrees to notify the Commission when the applicant commences offering communications service in each service area identified in the application (Pursuant to I.C. 8-1-32.5-6(e), this requirement is not applicable to CSPs that only offer a service(s) described in I.C. 8-1-2.6-1.1.);

e) the applicant agrees to pay any lawful rate or charge for switched and special access services, as required under any:

- applicable interconnection agreement; or
- lawful tariff or order approved or issued by a regulatory body having jurisdiction.

f) the applicant agrees to report, at the time requested by the Commission, information required under I.C. 8-1-2.6-13(d)(9) *et seq.* (This requirement is not applicable to CMRS providers, per I.C. 8-1-2.6-13(d)(9).); and

g) applicant further represents that it will provide an annual report concerning communications services offered in each service area (county, ZIP code and census tract) in Indiana as required by I.C. 8-1-2.6-13(d)(9)(C). (Not applicable to CMRS providers, per I.C. 8-1-2.6-13(d)(9).)

John Campbell  
Signature  
Vice President

Title

05/04/2017

Date (month, day, year)

Subscribed and Sworn to before me, a Notary Public, this 4<sup>th</sup> day of May, A.D. 2017



Tamela Bruns  
Signature

Tamela Bruns  
Printed Name

My Commission Expires:

July 8, 2020

My County of Residence:

Johnson

<sup>5</sup>See IC 8-1-32.5-6(b)(3).

<sup>6</sup>There is an exception in IC 8-1-32.5-12-6 to the information that CMRS providers must provide. This exception does not apply to the other subsections in IC 8-1-32.5-12.

**State of Indiana**  
**Office of the Secretary of State**

CERTIFICATE OF EXISTENCE

To Whom These Presents Come, Greeting:

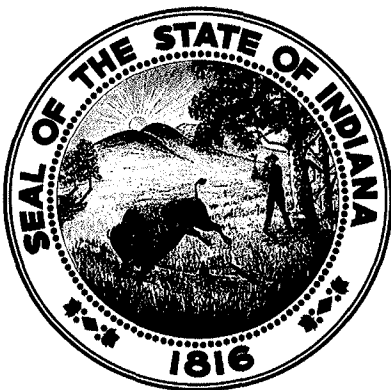
I, CONNIE LAWSON, Secretary of State of Indiana, do hereby certify that I am, by virtue of the laws of the State of Indiana, the custodian of the corporate records and the proper official to execute this certificate.

I further certify that records of this office disclose that

**METRONET RURAL SYSTEMS LLC**

duly filed the requisite documents to commence business activities under the laws of the State of Indiana on March 02, 2017, and was in existence or authorized to transact business in the State of Indiana on March 28, 2017.

I further certify this Foreign Limited Liability Company has filed its most recent report required by Indiana law with the Secretary of State, or is not yet required to file such report, and that no notice of withdrawal, dissolution, or expiration has been filed or taken place.



In Witness Whereof, I have caused to be affixed my signature and the seal of the State of Indiana, at the City of Indianapolis, March 28, 2017

*Connie Lawson*

CONNIE LAWSON  
SECRETARY OF STATE

201703021183683 / 2017264378

Verify this certificate: <https://bsd.sos.in.gov/ValidateCertificate>

**State of Indiana  
Office of the Secretary of State**

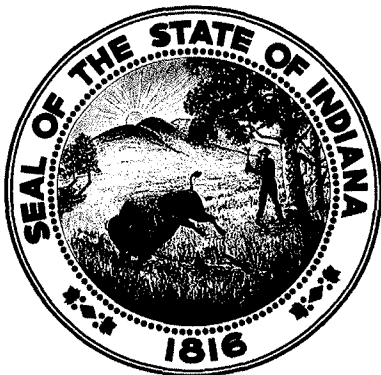
**Certificate of Assumed Business Name  
of  
METRONET RURAL SYSTEMS LLC**

I, CONNIE LAWSON, Secretary of State, hereby certify that a Certificate of Assumed Business Name of the above Foreign Limited Liability Company has been presented to me at my office, accompanied by the fees prescribed by law and that the documentation presented conforms to law as prescribed by the provisions of the Indiana Business Flexibility Act.

Following said transaction, the above named entity will transact business under the assumed business name(s) of:

**METRONET**

NOW, THEREFORE, with this document I certify that said transaction will become effective **Thursday, May 04, 2017.**



In Witness Whereof, I have caused to be affixed my signature and the seal of the State of Indiana, at the City of Indianapolis, **May 04, 2017.**

*Connie Lawson*

CONNIE LAWSON  
SECRETARY OF STATE

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To ensure the certificate's validity, go to <https://bsd.sos.in.gov/PublicBusinessSearch>

# **METRONET RURAL SYSTEMS, LLC**

## **APPLICATION FOR A CERTIFICATE OF TERRITORIAL AUTHORITY FOR COMMUNICATIONS SERVICE PROVIDERS**

### **Management Team Biographies**

#### **Albert E. Cinelli, Chairman**

For over a half a century Mr. Cinelli has provided a high level of leadership and vision to a variety of successful enterprises. Currently, Mr. Cinelli serves as Chairman of MetroNet Holdings, LLC and all of its affiliates including MetroNet. Over his career Mr. Cinelli has successfully incubated multiple communications companies from their inception including nGenX Corporation, MetroNet, Norlight, Inc. and Kentucky Data Link, Inc., which was sold to Windstream as part of a merger valued at \$825 Million. Before he became an entrepreneur in the communications industry, Mr. Cinelli served as Vice President and General Counsel of Marion Labs in Kansas City where as part of the senior management team he helped grow that company from \$80 Million in revenue to over \$1 Billion. Prior to Marion Labs, Mr. Cinelli served as the International General Counsel for American Home Products in New York City. Mr. Cinelli holds a Bachelor of Arts in Political Science and Economics from Lafayette College and his Juris Doctorate from Columbia University Law School.

#### **John P. Cinelli, President**

Mr. Cinelli has 25 years of experience successfully managing telecommunications companies. Currently he is President of MetroNet and MetroNet Holdings, LLC. Prior to that, Mr. Cinelli served as President of Q-Comm Corporation, a holding company for multiple telecommunications entities including Kentucky Data Link, Inc. He also served as President of Norlight, Inc., a facilities based CLEC that offered telecommunications services to residential and business customers throughout the Midwest. Norlight and Q-Comm were acquired in 2010 by Windstream Communications as part of an \$825 million merger. Mr. Cinelli has a Bachelor of Arts from Tufts University.

#### **Lohn H. Weber, Executive Vice President and Chief Financial Officer**

Mr. Weber has overseen and managed the financial operations of multiple telecommunications companies over a span of 15 years. Through the course of his career he has raised over \$500 million in debt financing for various companies. Mr. Weber previously served as the CFO of Kentucky Data Link, Inc., a wholesale communications transport provider that grew from no revenues to revenues of \$200 million a year under his tenure. He also served as CFO of Q-Comm and its affiliates including Norlight, Norlight Telecommunications, Inc. and Kentucky Data Link, Inc. In addition to his role at MetroNet, Mr. Weber currently serves as CFO of MetroNet Holdings, LLC. He is a graduate of the University of Missouri and is a Certified Public Accountant.

# **METRONET RURAL SYSTEMS, LLC**

## **APPLICATION FOR A CERTIFICATE OF TERRITORIAL AUTHORITY FOR COMMUNICATIONS SERVICE PROVIDERS**

### **Kevin Stelmach, Executive Vice President and General Manager**

Mr. Stelmach has a 12-year track record of successfully managing high tech companies. He currently oversees the day to day operations of MetroNet. Under his leadership, MetroNet has successfully deployed FTTP networks in 25 communities, acquired nearly 50,000 customers, and increased revenues every quarter of his tenure. Prior to joining MetroNet, Mr. Stelmach served as Vice President of Marketing and Sales for nGenX Corporation, a cloud computing company. nGenX was acquired by Q-Comm in 2004. Mr. Stelmach is a graduate of Mid America College.

### **John Greenbank, Executive Vice President Construction**

Mr. Greenbank is responsible for overseeing all aspects of MetroNet's construction efforts. He has extensive experience in all aspects of building, operating and maintaining fiber networks. Prior to serving with MetroNet, Mr. Greenbank served as President of Kentucky Data Link, Inc., a wholesale fiber transport provider. During his tenure he grew that company from an entity with no fiber assets in 1998 to one with 27,000 fiber route miles by 2012. Before working at Kentucky Data Link, Mr. Greenbank used his vast amount of telecommunications experience while running other small telecom companies since 1980.

### **John Iber, Vice President of Network Engineering and Operations**

Mr. Iber has more than 20 years of technology and operations management experience in the telecommunications and technology sectors. During his career he's overseen the successful deployment of numerous large software and hardware installations. Currently Mr. Iber serves as Vice President of Network Engineering and Operations for MetroNet. Prior to that, he served as Chief Operating Officer of nGenX, a cloud hosting company. Mr. Iber has also served as Vice President of Operations for Kentucky Data Link, Inc., and as a Managing Director for Williams International. He holds a Bachelor of Science in Electrical Engineering from Texas A&M University.

### **John M. Campbell, Vice President and General Counsel**

Mr. Campbell oversees the business development activities and legal and regulatory affairs of MetroNet and MetroNet Holdings. He has 14 years of legal and regulatory experience working for telecommunications companies. Previously, Mr. Campbell served as the senior legal officer of a \$60 million national wireless broadband provider. He also gained extensive legal, real estate and regulatory experience serving in various capacities with Sprint Communications Company and its affiliates. He is a graduate of Chicago-Kent College of Law.

# **METRONET RURAL SYSTEMS, LLC**

## **APPLICATION FOR A CERTIFICATE OF TERRITORIAL AUTHORITY FOR COMMUNICATIONS SERVICE PROVIDERS**

### **Keith R. Leonhardt, Vice President Marketing**

Mr. Leonhardt has 25 years of experience in marketing, advertising and communications. He currently serves as the Vice President of Marketing for MetroNet where he oversees the development and monitoring of all marketing and advertising activities. Previously, Mr. Leonhardt operated a consulting and advertising firm serving a diverse national client base. Prior to that, he served as the Senior Bank Marketing Officer for a super-regional bank holding company. Mr. Leonhardt holds a Bachelor of Science in Communications from the University of Evansville, where he has served as an adjunct professor.

**STATE OF INDIANA**

**INDIANA UTILITY REGULATORY COMMISSION**

**APPLICATION OF METRONET RURAL SYSTEMS, )**  
**LLC FOR A CERTIFICATE OF TERRITORIAL ) CAUSE NO. \_\_\_\_\_**  
**AUTHORITY TO PROVIDE COMMUNICATIONS )**  
**SERVICE )**

**MOTION FOR CONFIDENTIAL TREATMENT**  
**OF FINANCIAL INFORMATION**

MetroNet Rural Systems, LLC (“MNRS”), by counsel, hereby respectfully requests that the Indiana Utility Regulatory Commission (“Commission”) grant confidential and proprietary treatment of the financial information to be filed by MNRS in this proceeding. In support, MNRS states:

1. On or about May 5, 2017, MNRS filed its Application for a Certificate of Territorial Authority as a Communications Service Provider in this proceeding. MNRS is required to submit financial information in support of its Application.
2. MNRS’s financial information consists of the confidential and proprietary financial statements of MNRS (the “Confidential Information”).
3. The Confidential Information is such that it: (i) may derive actual or potential independent economic value from being neither generally known to, nor readily ascertainable by proper means by, other persons who could obtain economic value from its disclosure or use; and (ii) is the subject of efforts that are reasonable under the circumstances to maintain its secrecy.
4. As explained in the Affidavit of John Campbell attached hereto as Exhibit A, the Confidential Information is the subject of significant company efforts to maintain its secrecy. MNRS goes to great lengths to prevent the disclosure of the Confidential Information to the public, including segregating it from other information internally. MNRS also limits the dissemination of the Confidential Information internally to senior management, counsel,

accountants, and employees on a need to know basis. MNRS does not release the Confidential Information externally without appropriate confidentiality protections. MNRS employs various system safeguards so that access to the Confidential Information is provided to a very small number of MNRS employees.

5. Public disclosure of the Confidential Information would place MNRS at a competitive and economic disadvantage. The Confidential Information would reveal to competitors the financial condition of MNRS, along with its performance relative to self-imposed operational and other performance standards. This information has never been revealed to competitors or other third parties (except pursuant to binding Nondisclosure Agreements in cases of absolute business necessity).

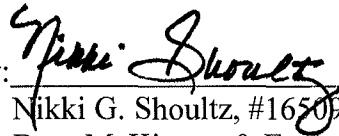
6. Public disclosure of the Confidential Information would be economically valuable to competitors because it would provide significant insight into the business operations and market penetration of MNRS. Analysis of the Confidential Information by competitors could provide insight into the overall financial viability of MNRS and its affiliates. Competitors could use the Confidential Information to adjust and target business strategies to the detriment of MNRS.

7. The Confidential Information is not publicly available from any other source. MNRS takes reasonable precautions to maintain and protect the confidentiality of such information. MNRS does not publicly provide, file, or disclose the Confidential Information and competitors do not otherwise have unrestricted access to the Confidential Information.

8. Pursuant to 170 IAC 1-1.1-4, attached hereto as "Exhibit A" is the Affidavit of John Campbell in Support of this Motion for Confidential Treatment.

WHEREFORE, MNRS respectfully requests that the above-described confidential and proprietary financial information be exempt from public disclosure pursuant to I.C. 5-14-3 et. seq.

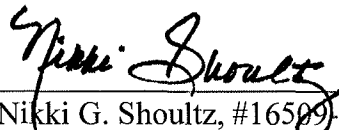
Respectfully submitted,

By:   
Nikki G. Shoultz, #16509-41  
Bose McKinney & Evans LLP  
111 Monument Circle, Suite 2700  
Indianapolis, Indiana 46204  
(317) 684-5000

**CERTIFICATE OF SERVICE**

The undersigned certifies that a copy of the foregoing has been served upon the following counsel of record electronically this 5th day of May, 2017:

Indiana Office of Utility Consumer Counselor  
PNC Center, Suite 1500 South  
115 West Washington Street  
Indianapolis, IN 46204  
[infomgt@oucc.in.gov](mailto:infomgt@oucc.in.gov)

  
Nikki G. Shoultz, #16509-41

## **EXHIBIT A**

### **AFFIDAVIT OF JOHN CAMPBELL**

John Campbell, upon his oath, deposes and states:

1. I am Vice President and General Counsel for MetroNet Holdings, LLC, the parent company of MetroNet Systems, LLC. ("MNRS"). In that capacity as Vice President and General Counsel, I support the submission of testimony and exhibits to support regulatory applications.

2. I have personal knowledge of the confidential, proprietary, competitively sensitive, and trade secret nature of the Confidential Information addressed herein and in the accompanying Motion through direct contact with this information and through my investigation with other MNRS employees who work directly with the Confidential Information. I have personal knowledge of efforts taken by MNRS to maintain the secrecy of the Confidential Information through direct contact with these efforts and through my investigation of these efforts with other employees who work directly with these procedures.

3. MNRS requests that its confidential financial information to be provided as part of MNRS's Application for a Communications Service Provider Certificate of Territorial Authority in this proceeding be exempted from public disclosure as confidential, proprietary, competitively sensitive, and trade secret information (the "Confidential Information").

4. The Confidential Information includes the confidential and proprietary financial information for MNRS and contribution of its privately-held parent company and affiliates. The Confidential Information is not readily available in the public domain. MNRS takes steps to protect this information from public disclosure. Such information is competitively sensitive and

a trade secret because competitors may use the financial information to gain a competitive advantage over MNRS. The Confidential Information includes the balance sheet for MNRS. This information is not revealed to competitors or other third parties without a binding Nondisclosure Agreement and only in the case of absolute business necessity.

5. The Confidential Information is competitively sensitive and a trade secret. Public disclosure of the Confidential Information would be economically valuable to competitors because it would provide significant insight into the business operations and market penetration of MNRS. Analysis of the Confidential Information by competitors could provide insight into the overall financial viability of MNRS or its affiliates. Competitors could use the Confidential Information to adjust and target business strategies to the detriment of MNRS.

6. The Confidential Information is not available or ascertainable by other parties through normal or proper means. No reasonable amount of independent research could yield this information to other parties.

7. The Confidential Information has been the subject of efforts that are reasonable under the circumstances to maintain its secrecy. MNRS restricts the access of information to only those employees, officers, and representatives who have a need to know about such information due to their job and management responsibilities. The company's files containing the Confidential Information are maintained separately from the company's general records and access to those files is restricted. Access to the Confidential Information has been and will continue to be disclosed only to those employees, officers, and representatives of MNRS who have a need to know about such information due to their job and management responsibilities. Outside MNRS, this information is only provided to certain persons who have a legitimate need to review the information.

Dated: 05/05/17

State of ~~Indiana~~ Kansas )  
County of ~~Vanderburgh~~ Johnson ) SS:

WITNESS my hand and Notarial Seal this 5<sup>th</sup> day of May, 2017.

Rachel C Paul: 110  
(Printed Signature)

My Commission Expires:  
10/22/17

My County of Residence: Platte Co

