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February 5, 2021

Via E-Mail
michael.morris@cpuc.ca.gov

Mr. Michael Morris
Video Franchising and Broadband
Deployment Group
Communications Division
California Public Utilities Commission
505 Van Ness Avenue, 3rd Floor
San Francisco, CA 94102

Re: **Frontier California, Inc. -- Notice of Change in Ownership / Corporate Reorganization Pursuant to General Order 169(VII)(F)(1)**

Dear Mr. Morris:

Frontier California, Inc. ("Frontier"), the holder of Franchise No. 01 pursuant to the Digital Infrastructure and Video Competition Act ("DIVCA"), hereby complies with the notice requirements in Commission General Order ("G.O.") 169, Section VII(F)(1), with respect to the corporate reorganization that will occur upon Frontier's emergence from Chapter 11 bankruptcy, which is expected to occur no later than March 30, 2021. *See* G.O. 169 § VI(F)(1) (requiring notice to the Commission and "affected Local Entities" within 14 business days of a "change in the ownership" or "corporate organization" of a state video franchise holder); *see also* Pub. Util. Code § 5840(m)(1). This notice is being provided to you, and to each of the local communities in which Frontier provides state-franchised video service, in advance of the anticipated corporate restructuring that will be consummated following the receipt of all necessary regulatory approvals.

On May 14, 2020, Frontier filed for Chapter 11 protection with the Bankruptcy Court for the Southern District of New York ("Bankruptcy Court").¹ After reviewing Frontier's Plan of Reorganization, the Bankruptcy Court issued an order approving the plan on August 27, 2020. Along with its Chapter 11 filing, Frontier sought approval for the corporate restructuring and/or the transfer of control reflected in the Plan of Reorganization (or determinations that no approval is required) in 18 states and from the Federal Communications Commission ("FCC"). The FCC approved the restructuring on January 15, and state commission approvals have been received in

¹ *In re Frontier Communications Corporation, et al.*, Case No. 20-22476 (RDD) (S.D.N.Y.).

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all states except for California, where the review proceeding remains pending. The California transfer of control proceeding is docketed as A.20-05-010, and Frontier is a party to several comprehensive settlements that are currently under review. Frontier expects that approval will be received in all states in time to meet the emergence deadline of March 30, 2021.

The restructuring will relieve Frontier and its corporate affiliates of more than \$10 billion in outstanding debt, which will stabilize Frontier's operations in California and throughout the country. According to the terms of the Plan of Reorganization, Frontier will have a new set of ultimate, parent company owners comprised of the Senior noteholders on the debt for Frontier and its affiliates. This change in ownership will have no effect on Frontier's video customers and no impact on Frontier's ongoing compliance with the requirements of DIVCA or its state video franchise obligations. Both before and after the restructuring is consummated, Frontier will be the holder of the franchise; only its ultimate ownership will change.²

Please let us know if you have any questions about this notice, which we understand satisfies the notice requirements in connection with transfers of control and corporate reorganization events like this one. I can be reached at 415-765-0369 or at prosvall@cwclaw.com.

Truly yours,



Patrick M. Rosvall

cc: Michael Pierce
Kim Lippi

² Frontier understands that this process has been followed previously in connection with similar events where a reorganization occurs or ultimate ownership changes, but the franchise holder remains the same. See August 6, 2015 Letter from Tim McCallion to Michael Morris (addressing notice requirements in connection with Frontier acquisition of Verizon California, Inc.).