

BEFORE THE  
SOUTH DAKOTA PUBLIC UTILITIES COMMISSION

_____ )	
Application of )	
)	
<b>ImOn Communications, LLC</b> )	
)	Docket No. _____
for a Certificate of Authority )	
to Provide Resold and Facilities-Based )	
Local Exchange and Interexchange )	
Telecommunications Services throughout )	
the State of South Dakota )	
_____ )	

**APPLICATION OF IMON COMMUNICATIONS, LLC**

ImOn Communications, LLC (“ImOn” or “Applicant”), by its undersigned counsel and pursuant to Sections 20:10:32:03 and 20:10:24:02 of the South Dakota Administrative Rules, hereby applies for a Certificate of Authority to provide resold and facilities-based local exchange and interexchange telecommunications services throughout the State of South Dakota.

Applicant submits the following information in support of its request:

- (1) **The applicant’s name, address, telephone number, facsimile number, web page URL, and E-mail address;**

Applicant’s legal name is ImOn Communications, LLC and its address is:

101 3<sup>rd</sup> Avenue SW, Suite 400  
 Cedar Rapids, Iowa 52401  
 Tel: (319) 298-6484  
 Website: [www.imon.net](http://www.imon.net)  
 Email: [support@imon.net](mailto:support@imon.net)

- (2) **A description of the legal and organizational structure of the applicant's company;**

Applicant is a duly formed limited liability company organized under the laws of the State of Iowa. Copies of Applicant’s Articles of Organization, as amended, and organizational structure chart are provided as **Exhibit A** and **Exhibit B**, respectively.

- (3) **The name under which applicant will provide local exchange and interexchange services if different than in subdivision (1) of this section;**

Applicant will provide service in South Dakota under its legal name identified in subdivision (1) of this section, ImOn Communications, LLC, or as “ImOn.”

- (4) **The location of the applicant's principal office, if any, in this state and the name and address of its current registered agent, if applicable;**

Applicant does not maintain an office or personnel within the State of South Dakota. Responsibility for South Dakota operations will be handled by Applicant’s current management team from its Sioux City, Iowa location. Applicant’s registered agent in South Dakota is:

C T Corporation System  
319 S Coteau Street  
Pierre, SD 57501-3187

- (5) **A copy of the applicant’s certificate of authority to transact business in South Dakota from the Secretary of State;**

A copy of Applicant’s Certificate of Authority to transact business as a foreign limited liability company in South Dakota is attached as Exhibit C.

- (6) **A description of the applicant's experience providing any telecommunications services in South Dakota or in other jurisdictions, including the types of services provided, and the dates and nature of state or federal authorization to provide the services;**

Applicant does not currently provide, and has not previously provided, any telecommunications services in South Dakota. Applicant is the direct parent of FiberComm, L.C. (“FiberComm”), which is currently authorized to provide competitive local exchange services in South Dakota pursuant to a certificate granted in Docket TC98-147 on March 30, 1999.<sup>1</sup>

Applicant’s primary service offerings include voice, high-speed Internet, data transport, and interconnected Voice over Internet Protocol (VoIP) utilizing fiber-to-the-home/fiber-to-the-premise technology.<sup>2</sup> Both Applicant and FiberComm hold domestic and international Section 214

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<sup>1</sup> Notice of Applicant’s acquisition of FiberComm, L.C. was filed with the Commission on January 26, 2023.

<sup>2</sup> To the extent requested, Applicant will complete the Commission’s VoIP registration form.

authorizations from the Federal Communications Commission, and both are currently authorized to provide competitive telecommunications services in the State of Iowa. FiberComm is also authorized to provide competitive telecommunications services in the State of Nebraska, and Applicant is applying for authority to provide competitive telecommunications services in the State of Nebraska. Applicant has not had a certification or authorization denied, suspended, terminated, or revoked by any state.

**(7) Names and addresses of applicant's affiliates, subsidiaries, and parent organizations, if any;**

As noted above, Applicant is the direct parent of FiberComm. Applicant is a direct, wholly owned subsidiary of Hawkeye Intermediate, LLC, a Delaware limited liability company, which is a direct, wholly owned subsidiary of Hawkeye Topco Holdings, LLC, a Delaware limited liability company. Hawkeye Topco Holdings, LLC is ultimately owned by investment funds controlled by The Goldman Sachs Group, Inc., a Delaware corporation.

**(8) A list and specific description of the types of services the applicant seeks to offer and how the services will be provided including:**

**(a) Information indicating the classes of customers the applicant intends to serve;**

Applicant intends to provide retail service to end-user customers and wholesale service to enterprise customers and other communications providers.

**(b) Information indicating the extent to and time-frame by which applicant will provide service through the use of its own facilities, the purchase of unbundled network elements, or resale;**

Applicant intends to provide telecommunications services primarily using its own fiber-based facilities, along with facilities owned by its subsidiary FiberComm. Applicant may also lease facilities from other providers, and therefore requests authority to provide both facilities-based and

resale services. Applicant plans to begin providing telecommunications services in South Dakota after it has obtained the requisite Certificate of Authority.

- (c) **A description of all facilities that the applicant will utilize to furnish the proposed local exchange and interexchange services, including any facilities of underlying carriers; and**

Please see Response to (b) above. Applicant intends to provide its services using fiber optic cable along with other equipment and facilities to originate, terminate, and amplify signals.

- (d) **Information identifying the types of services it seeks authority to provide by reference to the general nature of the service;**

Applicant seeks authority to provide facilities-based and resold local exchange and interexchange telecommunications services to and from all points in the State of South Dakota that are currently or become open to competition. Applicant seeks authority to provide exchange access services in South Dakota, although it has no plans to charge fees for such service. Applicant will primarily provide competitive local exchange and interexchange telecommunications services, high-speed Internet, and interconnected VoIP services.

- (9) **A service area map or narrative description indicating with particularity the geographic area proposed to be served by the applicant;**

Applicant seeks authority to provide its services throughout the State of South Dakota.

Accordingly, a map of Applicant's proposed service area is not attached.

- (10) **Information regarding the technical competence of the applicant to provide its proposed local exchange and interexchange services including:**

- (a) **A description of the education and experience of the applicant's management personnel who will oversee the proposed local exchange and interexchange services; and**

Applicant has the managerial and technical qualifications necessary to provide the proposed services in South Dakota. Applicant is managed by a highly skilled team with substantial expertise and experience. Biographies of key management personnel of Applicant, who are responsible for the Applicant's operations, are attached as **Exhibit D**. These biographies reflect

management's substantial communications industry experience and expertise and demonstrate that the Applicant possesses significant managerial and technical expertise operating a variety of communications services across multiple jurisdictions. Thus, Applicant possesses the managerial and technical qualifications necessary to operate as a competitive local exchange and interexchange telecommunications company in the State of South Dakota, consistent with the Commission's requirements.

Applicant's key corporate officers include:

Patrice M. Carroll, *Co-Founder, President, and Chief Executive Officer*  
Jake Ryan, *Chief Financial Officer*

- (b) Information regarding policies, personnel, or arrangements made by the applicant which demonstrates the applicant's ability to respond to customer complaints and inquiries promptly and to perform facility and equipment maintenance necessary to ensure compliance with any commission quality of service requirements;**

Customer complaints and inquiries can be submitted via email to [support@imon.net](mailto:support@imon.net) or via phone at 712-224-6000 or 1-800-836-2472. Customers may also live chat with an ImOn customer care agent at [www.myimon.com](http://www.myimon.com) or via text at (319) 243-1919. Applicant will provide customers with high quality telecommunications services and maintain dedicated staff focused on customer support.

Applicant will perform network and equipment maintenance necessary to ensure compliance with any quality-of-service requirements. Applicant will comply with all applicable Commission rules, regulations and standards, and will provide safe, reliable and high-quality telecommunications services in South Dakota.

- (11) Information explaining how the applicant will provide customers with access to emergency services such as 911 or enhanced 911, operator services, interexchange services, directory assistance, and telecommunications relay services;**

Applicant will rely upon other carriers for the provision of emergency services (911 or E911), operator services, directory assistance, and telecommunications relay services. Applicant

will comply with all applicable Commission rules, regulations and standards to provide customers with access to these services. Applicant has extensive experience providing telecommunications services in other jurisdictions and complies with all applicable rules, regulations, and standards regarding the provision of services such as 911.

- (12) For the most recent 12-month period, financial statements of the applicant consisting of balance sheets, income statements, and cash flow statements. The applicant shall provide audited financial statements, if available;**

Applicant possesses the requisite financial resources to provide telecommunications services in South Dakota. To demonstrate Applicant's financial qualification to operate in South Dakota, Applicant attaches as **CONFIDENTIAL Exhibit E** its balance sheets, income statements, and cash flow statements for the year ending December 31, 2023. As shown in these documents, Applicant has sufficient capital resources and is financially qualified to operate within the State of South Dakota. Applicant is submitting **CONFIDENTIAL Exhibit E**, along with its request for confidential treatment in accordance with South Dakota Administrative Rules § 20:10:01:41, to the Commission under separate cover.

- (13) Information detailing the following matters associated with interconnection to provide proposed local exchange services:**

- (a) The identity of all local exchange carriers with which the applicant plans to interconnect;**

Applicant intends to interconnect with incumbent local exchange carriers in their respective South Dakota service areas, specifically CenturyLink/Lumen and Long Lines – Jefferson.

- (b) The likely timing of initiation of interconnection service and a statement as to when negotiations for interconnection started or when negotiations are likely to start; and**

At this time, Applicant has not begun the process of negotiating interconnection with other carriers. As Applicant intends to begin providing service in South Dakota shortly after it has obtained the requisite Certificate of Authority, Applicant intends to negotiate interconnection

concurrent with this timeline. As Applicant enters into interconnection agreements with other carriers, it will file the same with the Commission pursuant to all applicable requirements.

- (c) **A copy of any request for interconnection made by the applicant to any local exchange carrier;**

Not applicable. See Response to Question 13(b) above.

- (14) **A description of how the applicant intends to market its local exchange and interexchange services, its target market, whether the applicant engages in multilevel marketing, and copies of any company brochures that will be used to assist in sale of the services;**

As previously noted, Applicant intends to provide retail service to end-user customers and wholesale service to enterprise customers and other communications providers. Applicant's marketing plan includes a combination of direct mail, grassroots marketing at community events, newspapers, radio, billboards, and digital marketing. Customers may purchase Applicant's services via its website at [www.imon.net](http://www.imon.net), by calling Applicant directly, at community events where Applicant has a presence, or through direct sales. All sales will be made directly through Applicant. Applicant will not engage in multilevel marketing.

- (15) **If the applicant is seeking authority to provide local exchange service in the service area of a rural telephone company, the date by which the applicant expects to meet the service obligations imposed pursuant to § 20:10:32:15 and applicant's plans for meeting the service obligations;**

As the date on which Applicant intends to begin service depends on when it obtains the requisite Certificate of Authority, Applicant has not yet determined the precise date on which it intends to meet the service obligations imposed by South Dakota Administrative Rules § 20:10:32:15. Applicant acknowledges its obligations to satisfy the service requirements imposed on eligible telecommunications carriers pursuant to 47 U.S.C. § 214(e)(1) and applicable federal regulations within 24 months after the later of (1) the date of the Commission's order granting Applicant a certificate of authority to provide local exchange services or (2) the date of the

Commission order approving any agreements for resale, interconnection, or network elements that are necessary for Applicant to provide its local exchange services.

- (16) **A list of the states in which the applicant is registered or certified to provide telecommunications services, whether the applicant has ever been denied registration or certification in any state and the reasons for any such denial, a statement as to whether or not the applicant is in good standing with the appropriate regulatory agency in the states where it is registered or certified, and a detailed explanation of why the applicant is not in good standing in a given state, if applicable;**

Applicant is currently authorized to provide telecommunications services in the State of Iowa and is applying to provide telecommunications services in the State of Nebraska. As explained above, Applicant's subsidiary FiberComm is authorized to provide telecommunications services in Iowa, Nebraska, and South Dakota. Applicant has not had a certification or authorization denied, suspended, terminated, or revoked by any state. Applicant is currently in good standing with the respective regulatory agencies in the states in which it is authorized to provide service.

- (17) **The names, addresses, telephone numbers, E-mail addresses, and facsimile numbers of the applicant's representatives to whom all inquiries must be made regarding customer complaints and other regulatory matters;**

Correspondence concerning this Application should be directed to Applicant's counsel:

Catherine Wang  
Danielle Burt  
MORGAN, LEWIS & BOCKIUS LLP  
1111 Pennsylvania Ave., N.W.  
Washington, DC 20004  
Tel: 202-739-3000  
Fax: 202-739-3001  
[catherine.wang@morganlewis.com](mailto:catherine.wang@morganlewis.com)  
[danielle.burt@morganlewis.com](mailto:danielle.burt@morganlewis.com)



Following grant of this Application, the Commission should direct all correspondence regarding customer complaints and other regulatory matters to:

Patrice M. Carroll  
ImOn Communications, LLC  
101 3<sup>rd</sup> Avenue SW, Suite 400  
Cedar Rapids, Iowa 52404  
Tel: 319-261-4601  
[patrice.carroll@imon.net](mailto:patrice.carroll@imon.net)

**(18) Information concerning how the applicant plans to bill and collect charges from customers who subscribe to its proposed local exchange and interexchange services;**

Applicant will bill its customers directly for the proposed telecommunications services, typically on a monthly basis. Applicant's name shall appear on customer's monthly bills and invoices. Bills will be presented in paper or electronic format, and will identify individual state and federal taxes, surcharges, and fees, as appropriate. All applicable taxes and surcharges will be collected and remitted to the proper authorities.

**(19) Information concerning the applicant's policies relating to solicitation of new customers and a description of the efforts the applicant shall use to prevent the unauthorized switching of local service customers by the applicant, its employees, or agents;**

As stated in response to Item 14 above, Applicant's marketing plan includes a combination of direct mail, grassroots marketing at community events, newspapers, radio, billboards, and digital marketing. Customers may purchase Applicant's services via its website at [www.imon.net](http://www.imon.net), by calling Applicant directly, at community events where Applicant has a presence, or through direct sales. Applicant will comply with all applicable federal and state anti-slamming laws and regulations to prevent the unauthorized switching of local service customers by Applicant, its employees, or agents.

- (20) The number and nature of complaints filed against the applicant with any state or federal regulatory commission regarding the unauthorized switching of a customer's telecommunications provider and the act of charging customers for services that have not been ordered;**

Applicant has not been the subject of complaints for the unauthorized switching of a customer's telecommunications provider nor for charging customers for services that were not ordered.

- (21) Information concerning how the applicant will make available to any person information concerning the applicant's current rates, terms, and conditions for all of its telecommunications services;**

Applicant will offer its service on a non-discriminatory basis at competitive rates and will provide information regarding the general rates, terms and conditions of its services on its website at [www.imon.net](http://www.imon.net).

- (22) Information concerning how the applicant will notify a customer of any materially adverse change to any rate, term, or condition of any telecommunications service being provided to the customer. The notification must be made at least thirty days in advance of the change;**

Applicant will provide notice to its affected customers of any materially adverse change to any rate, term or condition of any telecommunications service consistent with the terms of their contracts with Applicant and applicable law, at least thirty (30) days prior to the effective date of the change.

- (23) A written request for waiver of those rules believed to be inapplicable;**

Not applicable. At this time, Applicant does not request a waiver of any of the Commission's rules.

- (24) Federal tax identification number and South Dakota sales tax number; and**

Applicant's Federal Taxpayer Identification Number is 20-5426062 and Applicant's South Dakota sales tax number 1041-6788-ST.

- (25) **Other information requested by the commission needed to demonstrate that the applicant has sufficient technical, financial, and managerial capabilities to provide the local exchange services it intends to offer consistent with the requirements of this chapter and other applicable rules and laws.**

Granting this Application will promote the public interest by increasing competition in the provision of telecommunications services in South Dakota. Applicant's operations will be overseen by a well-qualified management team with substantial telecommunications experience and technical expertise. These benefits work to maximize the public interest by providing continuing incentives for carriers to reduce costs while simultaneously promoting the availability of potentially desirable services.

For the reasons stated above, Applicant respectfully submits that the public interest, convenience, and necessity would be furthered by a grant of this Application for a Certificate of Authority to provide facilities-based and resold local exchange and interexchange telecommunications services throughout the State of South Dakota. Accordingly, Applicant requests that the Commission expeditiously grant this Application.

Respectfully submitted,

By: /s/Danielle Burt  
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Danielle Burt  
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1111 Pennsylvania Ave., N.W.  
Washington, DC 20004  
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*Counsel for ImOn Communications, LLC*

Dated: October 4, 2024