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BEIJING BRUSSELS DUBAI FRANKFURT JOHANNESBURG
LONDON LOS ANGELES NEW YORK PALO ALTO
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October 11, 2024

VIA ECFS AND EMAIL

Marlene H. Dortch, Secretary
Federal Communications Commission
45 L Street NE
Washington, DC 20554

Re: Request for Confidential Treatment, Application of TDS Metrocom, LLC for Authority to Obtain Numbering Resources Pursuant to Section 52.15(g) of the Commission's Rules

Dear Ms. Dortch:

Pursuant to section 52.15(g) of the Commission's rules, TDS Metrocom, LLC ("TDS Metrocom") hereby submits the enclosed application for authorization to obtain numbering resources and requests confidential treatment of Exhibits A-2, A-3, and B contained therein. Consistent with sections 0.457 and 0.459 of the Commission's rules,¹ TDS Metrocom has labeled the relevant exhibits "Confidential – Not for Public Inspection."

TDS Metrocom respectfully requests confidential treatment for Exhibits A-2 and A-3, which contain evidence of TDS Metrocom's compliance with its 911 obligations under part 9 of the Commission's rules, as well as with the provisions of the Communications Assistance with Law Enforcement Act, 47 U.S.C. § 1001 *et seq* ("CALEA"). These Exhibits contain commercially sensitive agreements between TDS Metrocom and its 911 service provider, as well as technologically sensitive diagrams showing how TDS Metrocom complies with CALEA.

Additionally, TDS Metrocom respectfully requests confidential treatment for Exhibit B, which contains the interconnect agreement between TDS Metrocom and its Competitive Local Exchange Carrier ("CLEC") partner. This Exhibit contains commercially sensitive pricing information and proprietary technical information that TDS Metrocom does not make publicly available in the normal course of business.

¹ See 47 CFR §§ 0.457, 0.459.

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TDS Metrocom therefore requests that the information in Exhibits A-2, A-3, and B be withheld from public inspection pursuant to Exemption 4 of the Freedom of Information Act (“FOIA”) and section 0.457 of the Commission’s rules.²

In support of this request, TDS Metrocom provides the following information, as required by sections 0.457(d)(2) and 0.459(b) of the Commission’s rules.³

1. Identification of the specific information for which confidential treatment is sought.

TDS Metrocom requests that Exhibits A-2, A-3, and B be withheld from public disclosure under 5 U.S.C. § 552(b)(4) and 47 CFR § 0.457(d)(2). These Exhibits contain proprietary and commercially sensitive information concerning TDS Metrocom’s commercial agreement with its 911 service provider, technical diagrams showing how TDS Metrocom complies with CALEA, and the pricing and terms of the agreement between TDS Metrocom and its CLEC partner to serve as TDS Metrocom’s homing tandem and to route local and access traffic (both originating and terminating) to the public switched telephone network (“PSTN”).

2. Identification of the Commission proceeding in which the information was submitted or a description of the circumstances giving rise to the submission.

TDS Metrocom is submitting Exhibits A-2, A-3, and B with its application for numbering resources as proof that it complies with its 911 obligations under part 9 of the Commission’s rules, as well as with the provisions of CALEA, pursuant to section 52.15(g)(3)(ii)(E) of the Commission’s rules, and as proof that it is capable of providing service within sixty days of the numbering resources activation date, pursuant to section 52.15(g)(3)(ii)(H) of the Commission’s rules.

3. Explanation of the degree to which the information is commercial or financial, or contains a trade secret or is privileged

Exhibits A-2 and A-3 contain business confidential agreements between TDS Metrocom and its 911 service provider, and technical diagrams showing how TDS Metrocom transmits voice traffic to the PSTN in compliance with CALEA. Exhibit B contains the interconnect agreement between TDS Metrocom and its CLEC partner with confidential pricing and technical terms. This information is subject to exemption from public disclosure under FOIA Exemption 4.⁴ The Commission has

² See 5 U.S.C. § 552(b)(4); see also 47 CFR § 0.457(d)(2).

³ See 47 CFR §§ 0.457(d)(2), 0.459.

⁴ See 5 U.S.C. § 552(b)(4).

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long held that, for the purposes of Exemption 4, “records are ‘commercial’ as long as the submitter has a commercial interest in them.”⁵

4. Explanation of the degree to which the information concerns a service that is subject to competition

The interconnected voice over internet protocol (VoIP) market is highly competitive. The commercial information at issue concerns TDS Metrocom’s ability to comply with the 911 service and CALEA obligations applicable to all VoIP service providers, as well as TDS Metrocom’s ability to provide VoIP service by interconnecting with the PSTN. Thus, this information “concerns a service subject to competition.”⁶ As such, this information qualifies as sensitive internal business and commercial information entitled to protection under FOIA and the Commission’s rules.⁷

5. Explanation of how disclosure of the information could result in substantial competitive harm

Release of the confidential information contained in Exhibits A-2, A-3, and B likely would cause competitive harm to TDS Metrocom. As the U.S. Court of Appeals for the D.C. Circuit has stated, parties do not have to “show actual competitive harm” to justify confidential treatment; rather, “[a]ctual competition and the likelihood of substantial competitive injury’ is sufficient to bring commercial information within the realm of confidentiality.”⁸ The VoIP industry is highly competitive, and TDS Metrocom’s competitors could take advantage of the commercially sensitive agreements and technical information contained in the Exhibits.

6. Identification of any measures taken by the submitting party to prevent unauthorized disclosure

TDS Metrocom treats the agreements and diagrams contained in Exhibits A-2, A-3, and B as confidential and proprietary. It does not publicly disclose this information.

⁵ *Robert J. Butler*, 6 FCC Rcd 5414, 5415 (1991) (citing *Pub. Citizen Rsch. Grp. v. FDA*, 704 F.2d 1280, 1290 (D.C. Cir. 1983) and *Am. Airlines v. Nat'l Mediation Bd.*, 588 F.2d 863, 868 (2d Cir. 1978)).

⁶ 47 CFR § 0.459(b)(4).

⁷ See 5 U.S.C. § 552(b)(4), 47 CFR § 0.457(d)(2).

⁸ *Pub. Citizen Rsch. Grp. v. FDA*, 704 F.2d 1280, 1291 (D.C. Cir. 1983) (quoting *Gulf & W. Indus. v. United States*, 615 F.2d 527, 530 (D.C. Cir. 1979)).

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7. Identification of whether the information is available to the public and the extent of any previous disclosure of the information to third parties

TDS Metrocom has not publicly disclosed the information for which it is seeking protection. The information in Exhibits A-2 and A-3 is provided to TDS Metrocom's commercial partners subject to confidentiality provisions in the agreements to the extent necessary for TDS Metrocom to comply with its 911 service and CALEA obligations.

8. Justification of the period during which the submitting party asserts that material should not be available for public disclosure

The confidential information contained in Exhibits A-2, A-3, and B should never be released for public inspection. The information is commercially sensitive and confidential and any release would commercially disadvantage TDS Metrocom.

For the foregoing reasons, TDS Metrocom respectfully requests that the Commission keep Exhibits A-2, A-3, and B within the enclosed supplement confidential and withhold them from public inspection.

Please direct any questions regarding this request to the undersigned.

Respectfully submitted,

/s/
Yaron Dori
John Cobb
COVINGTON & BURLING LLP
850 Tenth Street, NW
Washington, DC 20001
(202) 662-6000

Counsel for TDS Metrocom

Enclosure

**Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, D.C. 20554**

In the Matter of) WC Docket No. _____
TDS Metrocom, LLC)
For Authority to Obtain Numbering)
Resources Pursuant to Section 52.15(g) of)
The Commission's rules)

**APPLICATION OF TDS METROCOM, LLC
FOR AUTHORIZATION TO OBTAIN NUMBERING RESOURCES**

TDS Metrocom, LLC (“TDS Metrocom”), a provider of interconnected Voice over Internet Protocol (“VoIP”) service, hereby respectfully requests authorization from the Federal Communications Commission (“FCC” or “Commission”) for numbering resources pursuant to Commission Rule Section 52.15(g)(3)(ii). The Company is owned by parent TDS Telecommunications, LLC which provides 1.2 million connections to high-speed internet, phone, and TV entertainment services in rural and suburban communities across the United States.

Under the Commission’s Numbering Order, an interconnected VoIP provider may obtain numbering resources from the Numbering Administrator upon a showing that it is authorized to provide service in the area for which the numbering resources are requested. Such authorization may be obtained upon an application to the Commission containing the information detailed in Section 52.15.(g)(3)(ii)(A)-(N) of the Commission’s Rules. The number resources that are the subject of this Application will be used to provide interconnected VoIP services initially in the states of Idaho, Montana, and North Carolina, although TDS Metrocom ultimately intends to provide such service in all additional states in its footprint including New Hampshire, New Mexico, Washington, and Wisconsin.

TDS Metrocom has negotiated an Interconnect Agreement with Inteliquent, a Competitive Local Exchange Carrier and subsidiary of Sinch Networks, to serve as TDS Metrocom’s access homing tandem and to route local and access traffic (both originating and terminating) to the PSTN. TDS Metrocom will

interconnect with and broadcast Inteliquent's tandem platforms for the purposes of managing TDS Metrocom's assigned Operating Company Number (OCN).¹ To further support this application, TDS Metrocom provides the following additional information:

I. INFORMATION REQUIRED BY SECTION 52.15(g)(3)(ii)

A. § 52.15(g)(3)(ii)(A)

Name: TDS Metrocom, LLC
Address: 525 Junction Road
City: Madison
State: Wisconsin
ZIP Code: 53717
Country: U.S.A.
Telephone: 1-800-737-4172
Website: <https://www.tdsfiber.com>

Contact for regulatory requirements and compliance with Commission's rules:

Name: Jennifer Heise
Address: 525 Junction Road
City: Madison
State: Wisconsin
ZIP Code: 53717
Country: U.S.A.
Telephone: 608-664-4148
E-mail Address: jennifer.heise@tdstelecom.com

Contact for 911 and Law Enforcement:

Name: TDS Telecommunications LLC - Attn: Subpoena compliance
Address: 525 Junction Road
City: Madison
State: Wisconsin
ZIP Code: 53717
Country: U.S.A.
Telephone: 608-664-2310

¹ OCN # 520K TDS Metrocom, LLC

B. § 52.15(g)(3)(ii)(B)

TDS Metrocom hereby acknowledges that authorization to obtain numbering resources under Section 52.15(g) of the Commission's Rules is subject to compliance with applicable Commission numbering rules, to the numbering authority delegated to the states, and the state laws, regulations, and registration requirements applicable to businesses operating in each state where TDS Metrocom seeks numbering resources. The Company hereby also acknowledges that this authorization is subject to compliance with industry guidelines and practices regarding numbering, as applicable to telecommunications carriers.

C. § 52.15(g)(3)(ii)(C)

TDS Metrocom hereby certifies that it will not use the numbers obtained pursuant to an authorization under Section 52.15(g) to knowingly transmit, encourage, assist, or facilitate illegal robocalls, illegal spoofing, or fraud, in violation of robocall, spoofing, and deceptive telemarketing obligations under 47 CFR §§ 64.1200, 64.1604, and 64.6300 *et seq.*, and 16 CFR 310.3(b).

D. § 52.15(g)(3)(ii)(D)

TDS Metrocom hereby certifies that it has fully complied with all applicable STIR/SHAKEN caller ID authentication and robocall mitigation program requirements and filed a certification in the Robocall Mitigation Database as required by 47 CFR §§ 64.6301 to 64.6305.

E. § 52.15(g)(3)(ii)(E)

TDS Metrocom hereby certifies that it complies with its 911 obligations under part 9 of the Commission's rules, as well as with the provisions of the Communications Assistance with Law Enforcement Act, 47 U.S.C. § 1001 *et seq.* Evidence that TDS Metrocom has complied with these requirements is attached hereto as *Exhibit A*. The Company requests confidential treatment under the Commission's rules for parts of *Exhibit A*.

F. § 52.15(g)(3)(ii)(F)

TDS Metrocom hereby certifies that it complies with the Access Stimulation rules under 47 CFR § 51.914.

G. § 52.15(g)(3)(ii)(G)

TDS Metrocom hereby acknowledges that it must file requests for numbers with the relevant state commission(s) at least 30 days before requesting numbers from the Numbering Administrators.

H. § 52.15(g)(3)(ii)(H)

TDS Metrocom hereby sets forth its capability to provide service within 60 days of the numbering resources activation date. An interconnect agreement demonstrating the access to the platform and capability of Inteliquent's network is attached to this application as *Exhibit B*. The Company requests confidential treatment under the Commission's rules for *Exhibit B*. Also attached, as *Exhibit C*, is evidence of Inteliquent's interconnection to the PSTN through its MSA/ICA with LECs in Montana.

I. § 52.15(g)(3)(ii)(I)

Proof that TDS Metrocom has filed FCC Forms 477 and 499 is attached hereto as *Exhibit D*.

J. § 52.15(g)(3)(ii)(J)

TDS Metrocom hereby certifies that it complies with its Universal Service Fund contribution obligations under 47 CFR part 54, subpart H, its Telecommunications Relay Service contribution obligations under 47 CFR § 64.604(c)(5)(iii), its North American Numbering Plan and Local Number Portability Administration contribution obligations under 47 CFR §§ 52.17 and 52.32, its obligations to pay

regulatory fees under 47 CFR § 1.1154, and its 911 obligations under 47 CFR part 9. TDS Metrocom's FRN is 0003767639 and 499 Filer ID is 817212.

K. § 52.15(g)(3)(ii)(K)

TDS Metrocom certifies that it has the financial, managerial, and technical expertise to provide reliable service. It is financially stable, led by a strong, experienced management team with substantial managerial experience in the telecommunications industry and has sufficient technical expertise and infrastructure in place to provide reliable numbering services. The Company's key management and technical personnel are identified in attached *Exhibit E*. None of the identified personnel are being or have been investigated by the Commission or any law enforcement or regulatory agency for failure to comply with any law, rule, or order, including the Commission's rules applicable to unlawful robocalls or unlawful spoofing.

L. § 52.15(g)(3)(ii)(L)

Attached hereto as *Exhibit F* is a list containing the name, address, citizenship and principal businesses of all entities that directly or indirectly owns at least ten percent of the equity of TDS Metrocom, and the percentage of equity owned by each of those entities (to the nearest one percent). Specifically, three entities hold equity in Telephone & Data Systems, Inc. (TDS), and thus indirectly hold an interest in TDS Metrocom (no persons hold a greater than ten percent equity interest in TDS Metrocom). TDS Metrocom is a wholly-owned subsidiary of TDS Long Distance Corporation, which is a wholly-owned subsidiary of TDS Telecommunications LLC (TDS Telecom), which is wholly-owned a subsidiary of TDS. TDS Metrocom does not have any interlocking directorates with any foreign carrier. TDS Metrocom hereby certifies that it is not affiliated with a foreign carrier.

M. § 52.15(g)(3)(i)(M)

TDS Metrocom hereby certifies that no party to this application is subject to a denial of Federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. § 862.

N. § 52.15(g)(3)(ii)(N)

A declaration prepared pursuant to Section 1.16 of the Commission's rules is attached hereto as *Exhibit G*.

II. ACKNOWLEDGEMENT OF CONDITIONS IN SECTION 52.15(g)(3)(x)

As required by Section 52.15(g)(3)(x), TDS Metrocom will maintain the accuracy of all contact information, certifications, and ownership or affiliation information in this application, and will notify the Commission within 30 days of any changes to the above.

III. CONCLUSION

Pursuant to Section 52.15(g)(3)(ii) of the Commission's Rules, TDS Metrocom respectfully requests the Commission grant this application for authorization to obtain numbering resources.

Respectfully submitted,

Signed by:


Jennifer R. Heise
DAB65264575D416...
Jennifer R. Heise
Manager - Regulatory Compliance
TDS Metrocom, LLC
525 Junction Road
Madison, WI 53717
(608) 664-4148
jennifer.heise@tdstelecom.com

October 11, 2024

Attachments

Exhibits

Exhibit A-1: 911 Reliability Certification for 2023

Exhibit A-2: Master Services Agreement and 911-Terms
and Conditions with 911 Service Provider
(Submitted Pursuant to Confidentiality Request)

REDACTED FOR PUBLIC INSPECTION

Exhibit A-3: Diagrams Showing CALEA Compliance
(Submitted Pursuant to Confidentiality Request)

REDACTED FOR PUBLIC INSPECTION

Exhibit B: Agreement Between TDS Metrocom, LLC and
Carrier Partner

REDACTED FOR PUBLIC INSPECTION

Exhibit C: Sinch and Qwest Communications Interconnection
Agreement - For the state of Montana

Exhibit D: Proof of Filing for FCC Forms 477 and 499

Exhibit E: Key Management Personnel

Exhibit F: Entities Holding Greater than Ten Percent Equity

Exhibit G: Officer's Declaration

Exhibit A

Exhibit A-1: 911 Reliability Certification for 2023

**Exhibit A-2: Master Services Agreement and 911-Terms
and Conditions with 911 Service Provider
(Submitted Pursuant to Confidentiality Request)**

**Exhibit A-3: Diagrams Showing CALEA Compliance
(Submitted Pursuant to Confidentiality Request)**

Exhibit A-1: 911 Reliability Certification for 2023

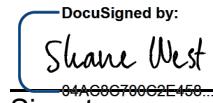
Attestation by Certifying Official

911 Reliability Certification for 2023

Pursuant to Federal Communications Commission Rule 12.4, 47 C.F.R. § 12.4, I hereby attest that I am a corporate officer with supervisory and budgetary authority over network operations of a Covered 911 Service Provider in all relevant service areas.

I further attest, under penalty and perjury, that covered 911 Service Provider TDS TELECOM:

1. Has satisfied applicable certification obligations with respect to circuit diversity, backup power and network monitoring set forth in Federal Communications Commission Rule 12.4(c), 47 C.F.R. § 12.4 (c).
2. Has adequate internal controls to bring to my attention material information regarding network architecture, operations, and maintenance that would affect the certification.
3. Has made me aware of all material information reasonably necessary to complete the certification.

DocuSigned by:

Shane West
04A90070002E460
Signature

Shane West

Print Name

Senior Vice President – Network Operations

Title

10/12/2023 | 4:31 PM CDT

Date

**Exhibit A-2: Master Services Agreement and 911-Terms
and Conditions with 911 Service Provider
(Submitted Pursuant to Confidentiality Request)**

REDACTED FOR PUBLIC INSPECTION

**Exhibit A-3: Diagrams Showing CALEA Compliance
(Submitted Pursuant to Confidentiality Request)**

REDACTED FOR PUBLIC INSPECTION

**Exhibit B: Agreement Between TDS Metrocom, LLC and
Carrier Partner**

REDACTED FOR PUBLIC INSPECTION

**Exhibit C: Sinch and Qwest Communications
Interconnection Agreement - For the state of Montana**

INTERCONNECTION AGREEMENT

**TERMS AND CONDITIONS FOR INTERCONNECTION,
UNBUNDLED NETWORK ELEMENTS, ANCILLARY SERVICES,
AND RESALE OF TELECOMMUNICATIONS SERVICES**

BETWEEN

Qwest Corporation

and

Neutral Tandem, Inc.

For the State of Montana

April 12, 2010

**Agreement Number
CDS-100319-0003**

Section 1.0 - GENERAL TERMS

1.1 This Agreement for Interconnection, Unbundled Network Elements, ancillary services, and resale of Telecommunications Services is between Neutral Tandem, Inc. (CLEC), a Delaware corporation with offices at 1 South Wacker Drive, Suite 200, Chicago, Illinois 60606 and Qwest Corporation (Qwest), a Colorado corporation with offices at 1801 California Street, Denver, Colorado 80202, pursuant to Section 252(f) of the Telecommunications Act of 1996, for purposes of fulfilling Qwest's obligations under Sections 222, 251(a), (b), and (c), 252, and other relevant provisions of the Act and the rules and regulations promulgated there under.

1.2 Intentionally Left Blank.

1.3 This Agreement sets forth the terms, conditions and pricing under which Qwest will provide to CLEC network Interconnection, access to Unbundled Network Elements, ancillary services, and Telecommunications Services available for resale within the geographical areas in which Qwest is providing local Exchange Service at that time, and for which Qwest is the incumbent Local Exchange Carrier within the state of Montana, for purposes of providing local Telecommunications Services.

1.4 Intentionally Left Blank.

1.5 Intentionally Left Blank.

1.6 Intentionally Left Blank.

1.7 Intentionally Left Blank

1.8 With respect to the terms and provisions of this Agreement, Qwest has negotiated the Agreement in its entirety, and the inclusion of any particular provision, or rate, term and condition, is not evidence of the reasonableness thereof when considered apart from all other provisions of the Agreement.

Section 5
Terms and Conditions

5.1.3.4 It is the responsibility of either Party to inform its End User Customers of service impacting impairment that may result in discontinuance of service as soon as the Party receives notice of same.

5.1.4 Each Party is solely responsible for the services it provides to its End User Customers and to other Telecommunications Carriers. This provision is not intended to limit the liability of either Party for its failure to perform under this Agreement.

5.1.5 The Parties shall work cooperatively to minimize fraud associated with third-number billed calls, calling card calls, and any other services related to this Agreement.

5.1.6 Nothing in this Agreement shall prevent either Party from seeking to recover the costs and expenses, if any, it may incur in (a) complying with and implementing its obligations under this Agreement, the Act, and the rules, regulations and orders of the FCC and the Commission, and (b) the development, modification, technical installation and maintenance of any systems or other infrastructure which it requires to comply with and to continue complying with its responsibilities and obligations under this Agreement. Notwithstanding the foregoing, Qwest shall not assess any charges against CLEC for services, facilities, Unbundled Network Elements, ancillary services and other related work or services covered by this Agreement, unless the charges are expressly provided for in this Agreement. All services and capabilities currently provided hereunder (including resold Telecommunications Services, Unbundled Network Elements, UNE Combinations and ancillary services) and all new and additional services or Unbundled Network Elements to be provided hereunder, shall be priced in accordance with all applicable provisions of the Act and the rules and orders of the Federal Communications Commission and orders of the Commission.

5.2 Term of Agreement

5.2.1 This Agreement shall become effective on the date of Commission Approval. This Agreement shall be binding upon the Parties for a term of three (3) years and shall expire on June 19, 2013.

5.2.2 Upon expiration of the term of this Agreement, this Agreement shall continue in full force and effect until superseded by a successor agreement in accordance with this Section 5.2.2. Any Party may request negotiation of a successor agreement by written notice to the other Party no earlier than one hundred sixty (160) Days prior to the expiration of the term, or the Agreement shall renew on a month to month basis. The date of this notice will be the starting point for the negotiation window under Section 252 of the Act. This Agreement will terminate on the date a successor agreement is approved by the Commission. However, nothing relieves CLEC from fulfilling the obligations incurred under the prior Agreement.

5.3 Proof of Authorization

5.3.1 Where so indicated in specific sections of this Agreement, each Party shall be responsible for obtaining and having in its possession Proof of Authorization (POA). POA shall consist of documentation of the End User Customer's selection of its local service provider. Consistent with Montana law, such selection may be obtained in the following ways:

5.3.1.1 The End User Customer's electronic or written Letter of Authorization.

5.3.1.2 The End User Customer's electronic authorization by use of an 8XX

Section 22.0 - SIGNATURE PAGE

By signing below, and in consideration of the mutual promises set forth herein, and other good and valuable consideration, the Parties agree to abide by the terms and conditions set forth in this Interconnection Agreement.

Neutral Tandem, Inc.

David Tatak

Signature

David Tatak

Name Printed/Typed

VP – Billing & Revenue Service

Title

4/13/10

Date

Qwest Corporation

L.T. Christensen

Signature

L.T. Christensen

Name Printed/Typed

Director – Wholesale Contracts

Title

4/23/10

Date

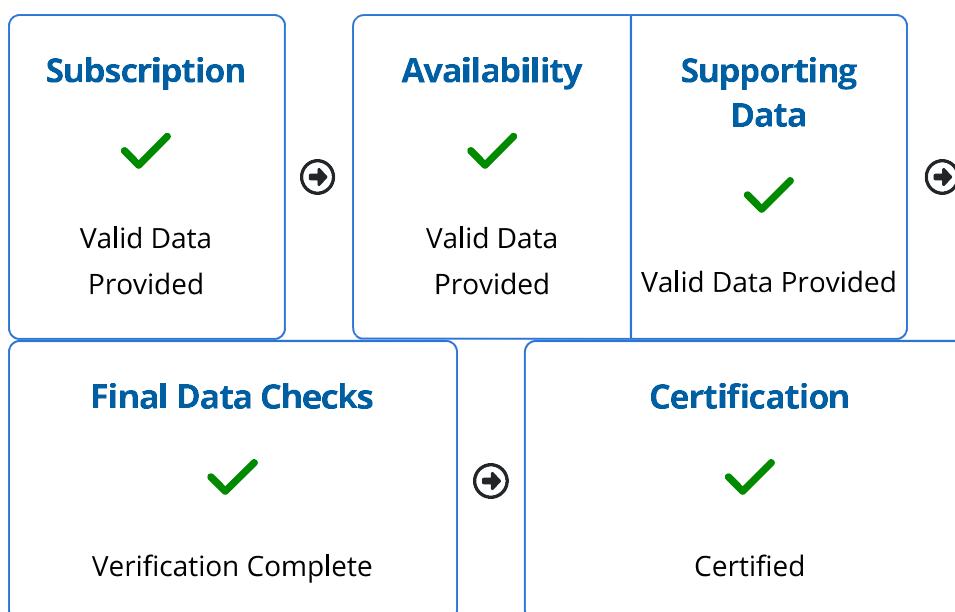
Exhibit D: Proof of Filing for FCC Forms 477 and 499

Submissions Dashboard / Submission Overview

Submission Overview

SUBMISSION CERTIFIEDFRN: 0003767639 | Service Provider | TDS
METROCOM, LLCData as of June 30,
2024

Submission Steps

[Decertify Submission](#)

Fixed Submission Data

	Subscription Data Files Currently Processing (0)	Availability Data Files Currently Processing (0)	
Service	Subscribers	Locations	Supporting Data
Fixed Broadband	112,284	341,587	✓ 1 of 1
Fiber to the Premises	112,284	341,587	✓ 1 of 1
Fixed Voice	70,258		
Non-ILEC	70,258		

FCC Form 499-Q Telecommunications Reporting Worksheet

Quarterly Filing for Universal Service Contributors

> Please read instructions before completing <

Approval by OMB
3060-0855

Block 1: Contributor Identification Information		101	Filer 499 ID	817212
102 Legal name of reporting entity		TDS Metrocom, Inc.		
103 Filer's IRS employer identification number		39-1879010		
104 Name telecommunications provider is doing business as		TDS Metrocom		
105 Affiliated Filers Name/Holding Company Name <small>[All affiliated companies should show same name here. In most cases, the Affiliated Filers Name will be the holding company name.]</small>		Check if filer has no affiliates: <input type="checkbox"/> TDS Telecommunications Corporation		
105.1 Affiliated Filers Name/Holding Company Name IRS employer identification number		39-1651844		
106 Filer's FCC Registration Number (FRN)		0003-7676-39		
107 Complete mailing address of reporting entity's corporate headquarters		525 Junction Rd , US		

Block 2: Contact Information

108 Person who completed this worksheet	First Melanie	MI	Last Arp
109 Telephone number of this person	(865) - 218-9367 ext		
110 Fax number of this person	(865) - 218-9367		
111 Email of this person	melanie.arp@tdstelecom.com		
112 Billing address and billing contact person: <small>[Bills for Universal Service contributions will be sent to this address.]</small>	Sharon 525 Junction Rd Madison	Tisdale WI 53717 0000 United States sharon.tisdale@tdsinc.com 802 485-9741 0 608 830-5580	

Block 3: Contributor Historical and Projected Revenue Information

113 Indicate which quarterly filing this represents	Filing due	Historical revenues (lines 115-118) for	Projected revenues (lines 119-120) for
	<input type="checkbox"/> November 1, 2023	July 1 - September 30, 2023	January 1 - March 31, 2024
	<input type="checkbox"/> February 1, 2024	October 1 - December 31, 2023	April 1 - June 30, 2024
	<input type="checkbox"/> May 1, 2024	January 1 - March 31, 2024	July 1 - September 30, 2024
	<input checked="" type="checkbox"/> August 1, 2024	April 1 - June 30, 2024	October 1 - December 31, 2024

114 Check if using safe harbor to allocate interstate/intrastate revenues for each of the following (as applicable):

Cellular & broadband PCS: Paging: Analog SMR: Interconnected VoIP:

	Historical billed revenues with no allowance or deductions for uncollectibles. See Instructions.	Total Revenues	Interstate Revenues	International Revenues
		(a)	(b)	(c)
115	Telecommunications provided to other universal service contributors for resale as telecommunications or as interconnected VoIP	\$986,107.00	\$884,192.00	\$0.00
116	End-user telecommunications revenues including any pass-through charges for universal service contributions, but excluding international-to-international revenues	\$6,088,606.00	\$1,021,071.00	\$2,047.00
117	All other goods and services	\$30,606,480.00	Column (b) and (c) not requested	
118	Gross-billed revenues from all sources [sum of above]	\$37,681,193.00	for Lines 117 and 118	
119	Projected gross-billed end-user interstate and international telecommunications revenues including any pass-through charges for universal service contributions, but excluding international-to-international revenues		\$1,021,100.00	\$2,000.00
120	Projected collected end-user interstate and international telecommunications revenues including any pass-through charges for universal service contributions, but excluding international-to-international revenues		\$1,010,900.00	\$2,000.00

Block 4: CERTIFICATION: to be signed by an officer of the reporting entity

121 I certify that the revenue data contained herein are privileged and confidential and that public disclosure of such information would likely cause substantial harm to the competitive position of the company. I request nondisclosure of the revenue information contained herein pursuant to sections 0.459, 52.17, 54.711 and 64.604 of the Commission's Rules.	<input checked="" type="checkbox"/>
---	-------------------------------------

I certify that I am an officer of the above-named reporting entity, that I have examined the foregoing report and to the best of my knowledge, information and belief, all statements of fact contained in this Worksheet are true, that said Worksheet is an accurate statement of the affairs of the above-named company for the quarter and that the projections of gross-billed and collected revenues represent a good-faith estimate based on company procedures and policies.

122 Signature	
123 Printed name of officer	First Sharon MI Last Tisdale
124 Position with reporting entity	Assistant Treasurer
125 Email of officer (Required if available)	sharon.tisdale@tdsinc.com
126 Date	7/31/2024
127 This filing is:	<input checked="" type="checkbox"/> Original filing <input type="checkbox"/> Revised filing [revisions due within 45 days of original filing deadline]

Do not mail checks with this form. File this form online <https://forms.universalservice.org/portal/login> For additional information regarding this worksheet contact: Telecommunications Reporting Worksheet Info: (888)641-8722 or via email: Form499@usac.org

PERSONS WILLFULLY MAKING FALSE STATEMENTS IN THE WORKSHEET CAN BE PUNISHED BY FINE OR IMPRISONMENT UNDER TITLE 18 OF THE UNITED STATES CODE, 18 U.S.C. §1011

Exhibit E: Key Management Personnel

Executive Biographies

[Executive Biographies | TDS \(tdstelecom.com\)](http://Executive Biographies | TDS (tdstelecom.com))

Jim Butman - President and Chief Executive Officer

Jim joined TDS Telecom in 1985 and was appointed President and CEO in 2018.

As president and CEO, Jim places great emphasis on ensuring the company delivers high quality products and services to customers throughout the country. In addition, he takes pride in creating a [transparent, diverse, and rewarding work environment](#) for all employees while delivering shareholders a strong return on their investment.

During his tenure with TDS Telecom, Jim has held numerous leadership positions including Chief Operating Officer and Group President of Marketing, Sales & Customer Operations. He also served as president of TDS Metrocom, which became a \$250 million business under Jim's leadership.

Jim currently serves on the [TDS Inc. Board of Directors](#), the [UScellular Board of Directors](#), the [Greater Madison Chamber of Commerce Board of Directors](#), [NCTC Board of Directors](#), and the [Safe Harbor Child Advocacy Center Board of Directors](#). He also served on the [INCOMPAS](#) Board of Directors for many years. In his free time, Jim enjoys relaxing at his cabin in northern Wisconsin, skiing, fishing, biking, golfing, and boating.

Jim earned a Master of Business Administration in Finance from the University of Wisconsin–Madison and a Bachelor of Business Administration in Finance from the University of Wisconsin–Eau Claire.

Jim has been featured in numerous articles, including [ISE Magazine](#) and [InBusiness magazine](#). Jim was also recently named to the 100 Power Players list by [Cablefax—The Magazine](#).

Shane West - Chief Operating Officer

Shane was named Chief Operating Officer in January 2024. In this role, Shane is responsible for TDS Telecom's day-to-day operations—field services, network assurance, facilities, call center operations, consumer and commercial sales, product development, and marketing.

Most recently, Shane was Senior Vice President of Network Operations, where he oversaw the field services and repair teams responsible for all service installations, resolutions, preventative maintenance, and outage restoration efforts for the company's telecom and cable operations. Prior to that role, he served as Senior Vice President of Marketing, Sales, and Customer Operations for four years.

Shane has worked in the TDS organization for more than 27 years, having first joined parent company Telephone and Data Systems, Inc. in 1996. In 2001, he came to TDS Telecom from sister company, [UScellular](#). While at

UScellular, Shane played a critical role in helping the wireless company launch its first-ever family and unlimited roaming plans.

Shane holds a Bachelor of Business Administration in Finance from the University of Wisconsin–Eau Claire and a Master of Business Administration in Marketing from the University of Wisconsin–La Crosse. In his free time, he enjoys boating and musky fishing in Wisconsin and Canada.

Michelle Brukwicki - Senior Vice President–Finance & Chief Financial Officer

Michelle was named Senior Vice President of Finance and Chief Financial Officer in February 2022. In this role, Michelle leads strategic and long-range planning, financial analysis, accounting, internal controls, billing, revenue assurance, and supply chain services.

Since joining TDS Telecom's parent company, Telephone and Data Systems, in 2007, Michelle has held multiple leadership positions with growing responsibility. Most recently, Michelle served as Vice President of Financial Analysis and Strategic Planning at TDS. In this role, she led enterprise-wide strategic planning, budgeting, and forecasting processes for TDS and its business units.

In her free time, Michelle enjoys spending time with her family, traveling, biking, reading, and making maple syrup.

Michelle earned a Bachelor of Business Administration in Accounting and Finance and a Master of Business Administration from the University of Wisconsin – Madison. She is also a Certified Public Accountant (CPA).

AnnMarie Kreitzer - Senior Vice President of Human Resources & Chief Human Resources Officer

AnnMarie was appointed Senior Vice President of Human Resources and Chief Human Resources Officer in July 2023. In this senior leadership role, she oversees employee relations, safety, compensation, benefits, rewards and recognition, talent acquisition and development, and Diversity, Equity, Inclusion, & Belonging (DEI&B) efforts.

Prior to joining TDS Telecom in 2023, AnnMarie accumulated more than 20 years of experience in human resources management, strong business acumen, and consistently delivered positive business results at several major corporations throughout the U.S., Europe, and Latin America.

AnnMarie earned a Bachelor of Arts in Psychology and Women's and Gender Studies from Ripon College (Wis.), where she also played Division III basketball. She also maintains a Master of Science in Industrial Organizational Psychology from the University of Wisconsin-Oshkosh.

In her free time, AnnMarie enjoys spending time with her husband and three daughters—coaching basketball and soccer, visiting the family cabin in northern Wisconsin, and traveling to various national parks. A Parent Teacher Organization (PTO) volunteer, she is also active in her daughters' school community.

Ken Paker - Senior Vice President of Information and Network Technologies and Chief Technology Officer

Ken was named CTO in 2014 and appointed SVP of Information and Network Technologies in 2018. He has been with the company since 1996.

Ken holds responsibility for the technical direction of the company's network and IT evolution. He oversees the delivery of software and infrastructure projects across diverse, state-of-the-art network technologies, as well as the company's mission-critical IT applications and services. He also directs the planning, engineering, and building of TDS' networks to ensure customers have access to the most reliable internet, phone, and TV services.

Outside of work, Ken enjoys running and traveling. In fact, he's been to all 50 states with his wife and daughters. He is a self-described lifelong learner and recently completed a Master of Science in Data Science at the University of Wisconsin-Oshkosh. In addition, Ken holds a Bachelor of Science in Computer Science and Biology from Purdue University, a Master of Science in Computer Science from the University of Southern California, and a Master of Business Administration from the University of Wisconsin-Madison.

Ken has been featured in numerous articles, including [Enterprise Networking](#) and [JSE magazine](#).

Andrew (Drew) Petersen - Senior Vice President of Corporate Affairs

Drew joined TDS Telecom in 1997 and was appointed SVP of Corporate Affairs in 2018. In his current role, Drew leads the company's out-of-territory community expansion efforts. He oversees the company's regulatory, legislative, and judicial efforts at the local, state, and national levels. He also works to advance TDS' public policy positions through partnerships with industry-affiliated trade organizations and federal and state policymakers. In addition, Drew supervises the business development, compliance, and legal affairs groups. He manages internal and external communications at TDS, serves as the company's chief corporate spokesperson, and oversees Zolo Media, a TDS Broadcasting company that operates KOHD-TV (ABC Affiliate), KBNZ (CBS Affiliate), COTV11, and CO4 Visitors Network, which offer a wide range of viewing options in Central Oregon.

In addition to his professional responsibilities, Drew currently serves as an executive committee member on the board of directors for [America's Communications Association](#) and is a director for Madison-based [Park Bank](#). He is past president of the [University of Wisconsin System Board of Regents](#), a seat he earned through gubernatorial appointment and senate confirmation in 2015. Drew is also the past president of the Wisconsin Technical College System Board, Madison Club, and Wisconsin State Telecommunications Association.

In his free time, Drew enjoys traveling, and golfing, and is learning pickleball. Drew maintains a Bachelor of Arts in History and Leadership Studies from Ripon College (Wis.) and a Master of Business Administration from the University of Wisconsin–Madison. Drew has been quoted in numerous periodicals such as the Washington Post, Chicago Tribune, Minneapolis Star-Tribune, and Milwaukee Journal Sentinel. Drew was also recently named to the [2023 100 Power Players](#) list by *Cablefax—The Magazine*.

Anthony Carlson - Vice President of Organizational Transformation

Anthony joined TDS Telecom in September 2024 as the Vice President of Organizational Transformation. He is responsible for assisting senior leadership in the design and implementation of a comprehensive roadmap for TDS Telecom's future.

In 2020, Anthony joined TDS Telecom's sister company, UScellular where he served in analytical, sales, and marketing roles, most recently as Senior Director of Growth Marketing Strategy and Execution. Prior to joining UScellular, Anthony worked at McKinsey & Company and Samsung Electronics.

Anthony holds a bachelor's degree from Harvard College and earned his Master of Business Administration with distinction from Harvard Business School. In his free time, he enjoys running, hiking, travelling, cooking, and listening to classical music.

Karl Betz - Vice President of Information Technologies

Karl joined TDS Telecom's parent company, Telephone and Data Systems, Inc., in 1997 where he worked in the Internal Audit organization. In 2012, he was named Director of IT Infrastructure, Risk Management, and Security, where he served as the head of IT security, overseeing the company's IT infrastructure and leading various application development teams. He was named Chief Information Security Officer (CISO) in 2018. In 2019, he moved into his current role with TDS Telecom.

Karl earned a Bachelor of Business Administration in Accounting from the University of Wisconsin-Eau Claire and his MBA from the University of Wisconsin-Whitewater. He is a CPA, Certified Information Systems Security Professional, and Certified Internal Auditor. Karl has been featured in *Telecom Tech Outlook*.

In his free time, you might find him at his cabin in northern Wisconsin with his wife and two kids snowmobiling, riding all-terrain vehicles, exploring the woods and shores of Lake Superior, or doing any other outdoor activity.

Kristina (Kris) Bothfeld - Vice President of Financial Analysis & Strategic Planning

Kris was named Vice President of Financial Analysis and Strategic Planning in July 2023. In this role, she provides strategic support for executive management, including helping define and develop goals and objectives, setting priorities and communicating the strategic plan throughout the organization, and tracking and analyzing changing environments and competitive pressures. She also leads TDS Telecom's financial planning and analysis functions, including long-range strategic planning, enterprise risk management, forecasting, budgeting, business case analysis, capital allocation, and reporting processes.

Kris joined TDS Telecom's parent company, Telephone and Data Systems, as a financial analyst in 2009. From there, she transferred to TDS Telecom's sister company, UScellar, where she maintained various financial analysis and strategy positions. In 2019, Kris joined TDS Telecom as the Director of Strategic Planning and Financial Analysis, leading the company's long-range strategic planning.

Kris holds a bachelor's degree in Finance from the University of Wisconsin-Madison and earned her Master of Business Administration from Northwestern University. In her free time, she enjoys running and participating in various races, traveling the world, and spending time with her three young boys.

Andrew Buchert - Vice President of Field Services

Andrew was named VP of Field Services in February 2017. In this role, Andrew has responsibility for the entire Field Services team—the largest employee group at TDS Telecom. Under his guidance, this team provides timely service installations for consumer and commercial customers across the company's entire footprint. They also perform routine preventative maintenance, including testing the integrity of the inside and outside plant networks to ensure ongoing availability of internet, video, and voice services. In addition, this team is responsible for repairing any service-related outages.

Since joining TDS Telecom in 1989, Andrew has taken on numerous leadership roles with additional levels of responsibility. During his three decades, Andrew spent time leading teams in Product Management, IT Project Management, and Operations.

Andrew holds a Bachelor of Science in Technical Communications from the University of Wisconsin-Platteville and a Master of Business Administration from Edgewood College. Outside of work, Andrew enjoys spending time with family and a variety of outdoor activities such as golfing, boating, skiing, and off-road riding.

Andrew was named an ICT Visionary in 2018 and has been featured in numerous [ISE magazine](#) articles.

Benjamin (Ben) Goth - Vice President of Network Services

Ben was named VP of Network Services in January 2019. In this role, Ben oversees the planning, engineering, and implementation for TDS' network build projects. This includes leading the teams responsible for executing in and

out-of-territory fiber overbuilds and managing TDS' [A-CAM project build-outs](#), and all network expansions nationwide.

Ben joined TDS Telecom in 1999 as a staff accountant. During his two decades with the company, Ben has taken on numerous advanced levels of management and responsibility across the marketing and networking operations.

From 1991-1999, Ben served in the United States Marine Corps Reserve, serving as a Platoon Sergeant of a Weapons Platoon during the final years of his commitment. He holds a Master in Business Administration from Edgewood College, a Bachelor of Science in Accounting from Upper Iowa University (Madison, Wis.), and an Associate degree in Applied Science in Business Middle Management from Madison Area Technical College (Wis.).

In addition to his professional responsibilities, Ben has been a youth volunteer coach for more than a decade. He enjoys spending time outdoors hunting, fishing, boating, running, and camping. Ben is a 2022 Tech Talk presenter, and has been featured in several [ISE magazine](#) articles throughout the year.

Jeff Mand - Vice President of Construction and Service Enablement

Jeff was appointed Vice President of Construction and Service Enablement in December 2023. In this role, he leads TDS' internal construction teams and is responsible for centralized customer enablement functions.

Since joining TDS Telecom as a network engineer in 1999, Jeff has gained a wealth of knowledge in network engineering, capacity planning, centralized network operations, field operations, and field services. Jeff has displayed strong leadership abilities across the planning and operations teams, most recently serving as the director of new market implementation. In that position, Jeff was responsible for the strategic vision and execution of the implementation, support, and ongoing maintenance functions for all expansion market network operations.

Jeff earned an MBA from the University of Wisconsin-Madison and a Bachelor of Science in telecommunications from the University of Wisconsin-Stout. Jeff is a distinguished United States Army veteran. During his remarkable 11-year career with the Wisconsin Army National Guard, he was a Ranger qualified infantry officer who received the Bronze Star, Combat Infantryman Badge, and Army Commendation Medal.

Outside of work, Jeff enjoys staying active, whether he is training for triathlons or enjoying evening walks with his wife.

Steve Mathesius - Vice President of Data Management and Chief Information Security Officer

Steve was appointed Vice President of Data Management and Chief Information Security Officer (CISO) in December 2023. Steve has served as CISO since April 2022. In this role, he leads cybersecurity and risk

management functions at TDS Telecom and its parent company, Telephone and Data Systems, Inc. As the Vice President of Data Management, Steve oversees TDS Telecom's data management teams, helping drive positive customer experiences.

Since joining TDS Telecom in 2000, Steve has led teams and initiatives in Network Services, Product Development, and Information Technology. His leadership experience includes several director-level roles. Most recently, Steve served as director of the Security and Technology Center of Excellence.

Steve earned an MBA from the University of Wisconsin-Madison and a Bachelor of Arts in Computer Information Systems from Wartburg College (Iowa).

Originally from Mendota, Illinois, Steve and his family have lived happily in Milton, Wisconsin for over 20 years. When he's not working, Steve enjoys spending time with his family and bicycling. Steve is an ardent supporter of [Rock University High School](#), where he serves on the governing board.

Joe Read - Vice President of Supply Chain Services

Joe was named VP of Supply Chain Services at TDS Telecom in 2018.

In this role, Joe is accountable for building a centralized procurement and supply chain team across the TDS family of companies, including TDS Telecom, OneNeck IT Solutions, and Telephone and Data Systems, Inc. Under his leadership, this team is responsible for developing standardized strategies centered on strategic sourcing and procurement, contract negotiations, supply chain operational support services, fleet management, inventory management, and logistics.

Joe first joined TDS Telecom parent company, Telephone and Data Systems, Inc., in 1997 as a member of the internal audit team. He quickly advanced and was named interim director before being promoted Program Director of the Sarbanes-Oxley Compliance group. In 2012, Joe joined TDS Telecom as director of Strategy and Financial Analysis. During his tenure with the organization, Joe successfully transformed billing, revenue assurance, financial analysis, and strategic planning disciplines.

In addition to his professional responsibilities, Joe serves as a Board of Director member for a local advertising and marketing company. Previously, he volunteered with the Institute of Internal Auditors as a chapter officer and Board Member.

Joe holds a Bachelor of Business Administration degree in Accounting from the University of Wisconsin—Eau Claire and is working toward earning his MBA from Edgewood College in Madison, Wisconsin. He is also a Certified Public Accountant and Certified Internal Auditor.

Scott J. Schultz - Vice President of Marketing and Product Development

Scott was named VP of Marketing and Product Development in December 2021. In this role, he leads all aspects of TDS' product and marketing strategies for cable, wireline, and out-of-territory operations for the consumer and commercial segments. Scott's responsibilities include developing and implementing the strategic plan, marketing tactics, pricing and promotions, as well as identifying market trends, forecasting, and budgeting.

Since Scott joined TDS Telecom in 2006, he has gained extensive experience in every aspect of TDS' business portfolio, holding director-level roles in Product Management & Development and Direct Sales & Repair Contact Center. He was instrumental in helping the company deliver results as the leader of a large direct sales team in the company's new fiber markets.

Scott is a proud advocate of Diversity, Equity, and Inclusion (DE&I) through his work as a mentor to associates and committee members on TDS' DE&I Community STEM Fund. The fund provides support for innovative projects that bolster education and advance technology in the markets TDS serves. In his free time, Scott enjoys golfing, traveling, rooting for Wisconsin sports, and spending time with family and friends.

Scott earned his bachelor's degree in Finance from Arizona State University and his MBA from the University of Wisconsin-Madison.

Michele Slattery - Vice President of Sales

Michele was named Vice President of Sales at TDS Telecom in November 2021. In this role, she leads a dynamic sales force in the company's wireline, cable, and fiber expansion sectors. Michele is responsible for driving revenues and customer growth, creating competitive differentiation in diverse industries and markets, and providing strategic direction for the company's commercial and multi-dwelling business units.

Since Michele joined the company in 1997, she has held numerous positions in marketing, sales operations effectiveness, and sales leadership. Michele's experience spans across TDS' business portfolio from commercial sales, direct and indirect sales, to cable company acquisition. Her many accomplishments include successfully developing new sales channels for fiber expansion markets and multi-dwelling units.

Michele is passionate about diversity, equity, and inclusion (DE&I) and developing future leaders at TDS. She is the executive sponsor of the Women in Technology Associate Resource Group (WIT ARG), a member of the DE&I Council, and the TDS University Board. In her free time, Michele enjoys boating, hiking, traveling, and spending time with family and friends.

In addition to her professional responsibilities, Michele is a member of the UW E-Business Consortium at the University of Wisconsin-Madison and the Cable and Telecommunications Association for Marketing. Michele earned her bachelor's degree from Edgewood College and her MBA from the University of Wisconsin-Madison.

Exhibit F: Entities Holding Greater than Ten Percent Equity

Name	Address	Citizenship	Principal Business	Percentage of Equity Owned ¹
BlackRock, Inc.	55 East 52 nd Street New York, NY 10022	DE	Financial Services	15.7%
TDS Voting Trust	c/o LeRoy T. Carlson, Jr. Telephone and Data Systems, Inc. 30 N. LaSalle St. Suite 4000 Chicago, IL 60602	DE	n/a	12%
The Vanguard Group	100 Vanguard Blvd. Malvern, PA 19355	PA	Financial Services	10.8%

¹ Ownership data drawn from the TDS Notice of the 2024 Annual Meeting of Shareholders and Proxy Statement filed with the U.S. Securities and Exchange Commission. See Telephone and Data Systems, Inc., 2024 Annual Meeting of Shareholders and Proxy Statement, April 19, 2024, pp. 70-71, available at <https://www.tdsinc.com/investor-relations/financials/sec-filings/default.aspx>.

Exhibit G: Officer's Declaration

DECLARATION OF ANDREW S. PETERSEN

I, Andrew S. Petersen, do hereby declare under the penalty of perjury, pursuant to 47 C.F.R. § 1.16, that the following is true and correct:

1. I am the Vice President for TDS Metrocom, LLC (“TDS Metrocom”). I have served in this role since January 1, 2018.
2. I have reviewed the foregoing Application of TDS Metrocom for Authorization to Obtain Numbering Resources, and the exhibits thereto, and I am familiar with their contents.
3. To the best of my knowledge, information, and belief, the information set forth in the foregoing Supplement is true and accurate.

DocuSigned by:


Andrew Petersen

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Executed on October 11, 2024

Madison, WI 53717