

**STATE OF VERMONT
PUBLIC UTILITY COMMISSION**

Case No. _____

Petition of Schurz Broadband Group, Inc. for
Approval of a controlling interest in
Champlain Broadband, LLC pursuant to 30 V.S.A. § 515

**PREFILED TESTIMONY and DECLARATION OF AUSTIN COOK
ON BEHALF OF SCHURZ BROADBAND GROUP, INC.
*This testimony and associated exhibits have been filed ePUC***

February, 28 2025

Austin Cook, Chief Financial Officer of Schurz Communications Inc. explains the proposed transaction and why the Public Utility Commission should approve the transaction under 30 V.S.A. § 515.

Mr. Cook sponsors the following exhibits:

Petitioner-AC-1	Resume of Austin Cook
Petitioner-AC-2	Visual Depiction of Ownership Structure Before and After Proposed Transaction
Petitioner-AC-3	Affidavit of Schurz Broadband Group, Inc.

1 Q1. Please state your name, occupation, and business address.

2 A1. My name is Austin Cook. I am the Chief Financial Officer of Schurz
3 Communications, Inc. (SCI) My business address 1301 E. Douglas Road,
4 Mishawaka, IN 46545.

5

6 Q2. Please describe your educational background and work experience.

7 A2. Specific information regarding my work experience is detailed in my resume,
8 attached as Exhibit Petitioner AC-1.

9

10 Q3. What are your duties as CFO of SCI?

11 A3. My duties as CFO include oversight of the financial functions for SCI, including
12 accounting, finance, tax, capital management, and treasury. I support the guidance
13 of overall strategy of the company, including strategic planning and budgeting. For
14 purposes of this petition, I have coordinated with Schurz Broadband Group, Inc.
15 (“SBG” or “Petitioner”) and SCI on the Transaction (as defined below) in preparing
16 my testimony. The Petitioner has reviewed the materials and certifies that the
17 statements in the petition and my testimony are true and accurate to the best of its
18 knowledge. Please see Exhibit Petitioner-AC-3 for an affidavit from SBG
19 consenting to the proposed Transaction. I am authorized to state as CFO of SCI,
20 that SCI consents to the proposed Transaction.

21

22 Q4. Have you previously testified before the Public Utility Commission?

1 A4. No.

2

3 Q5. What is the purpose of your testimony?

4 A5. I describe the proposed Transaction and explain why it will not be contrary to the
5 public good. In sum, the proposed Transaction does not change the ultimate
6 ownership of Champlain Broadband, LLC (Champlain) (d/b/a Burlington Telecom)
7 because SCI—the current owner of Champlain—will continue to have ultimate
8 control over Champlain. Rather, the proposed Transaction would insert SBG—a
9 holding company—as the sole owner of the voting membership interests of
10 Champlain. SCI is and will remain the sole owner of SBG. This arrangement
11 allows SCI to formally integrate Champlain and other broadband companies owned
12 by SCI under a common corporate entity and into a common capital structure to
13 gain operating efficiencies.

14

15 My testimony below first describes the relevant portions of the Final Order in Case
16 No. 18-0491-PET dated February 19, 2019 as it relates to the current upstream
17 ownership of Champlain. I then introduce the Petitioner, explain the Transaction,
18 and describe the ownership structure after the Transaction is completed. Finally, I
19 explain that the Transaction is not contrary to the public good under Section 515.

20

21 Q6. Please summarize the approvals that the Commission issued in Case No. 18-0491-
22 PET as it pertains to the current ownership of Champlain.

1 A6. In Case No. 18-0491-PET, Champlain sought approval from the Commission to
2 acquire the Burlington Telecom assets and continue operating the system
3 providing cable television, broadband internet access, and telecommunications
4 services to residential and business customers in the greater Burlington area. The
5 Commission found that the proposed transaction would promote the public good
6 of the State of Vermont and approved it pursuant to 30 V.S.A. §§ 109 and 231.
7 The Commission issued Champlain Certificates of Public Good (CPG) under
8 Section 231, Section 504 for a term of 11 years, and designated Champlain as an
9 eligible telecommunications carrier for Lifeline Purposes under 47 U.S.C. §
10 214(e). As the Final Order explains, SCI is the sole member of Champlain.

11

12 Q7. Please introduce the Petitioner.

13 A7. SBG is a Delaware corporation (formerly known as IH Orbitel, Inc.) that was
14 formed on November 3, 2006 and is wholly owned by SCI. SBG is a holding
15 company that was formed so that SCI could place ownership of its six broadband
16 companies under one holding company. This structure will create operating
17 efficiencies, standardization of policies, procedures and operations, and
18 consistency and synergies among contracts and management throughout the SBG
19 broadband group.

20

21 Q8. Please describe the proposed Transaction and describe the ownership structure after
22 the Transaction is completed.

1 A8. As explained above, the Transaction would transfer all the voting membership
2 interests of Champlain from SCI to SBG. SCI would remain the sole owner of SBG
3 and thus SCI would remain the ultimate owner and manager of Champlain. The
4 current Board of Managers of Champlain would not change because of the
5 Transaction. The proposed Transaction will not have any effect on the business
6 plans, operations, or governance of Champlain. See Exhibit Petitioner-AC-2 for a
7 Visual Depiction of Ownership Structure Before and After Proposed Transaction.

8
9 Q9. Please explain why the Transaction is not contrary to the public good under Section
10 515.

11 A9. The Transaction is not contrary to the public good because it maintains the
12 continuity of the ultimate ownership of Champlain by SCI that the Commission
13 approved in Case No. 18-0491-PET, while formally integrating the other broadband
14 companies under one company—SBG. The Board of Managers, officers, and
15 operating agreement of Champlain would remain the same.

16
17 Q10. Does the proposed Transaction affect Champlain’s ability to satisfy the conditions
18 in Case No. 18-0491-PET’s final order or related CPGs?

19 A10. No.

20
21 Q11. Are other approvals needed to complete the proposed Transaction?

22 A11. No.

23

1 Q12. Will the proposed Transaction affect the competence of management?

2 A12. No. The proposed Transaction will have no effect on the business plans,
3 operations, or governance of Champlain as the strategy and operations will remain
4 under the direct responsibility of SCI.

5

6 Q13. Will the proposed Transaction affect Champlain's reputation and conduct in
7 dealing with the citizens of Vermont?

8 A13. No, as the proposed Transaction does not affect Champlain's obligations to satisfy
9 the CPG conditions set forth in Case No. 18-0491-PET.

10

11 Q14. Do SCI and SBG consent to the proposed Transaction and issuance of a Section
12 515 approval?

13 A14. Yes, SCI consents to the Transaction and supports issuance of a Section 515
14 approval to SBG. Please see Exhibit Petitioner-AC-3 for an affidavit from SBG
15 demonstrating its consent.

16

17 Q15. Are there important timelines that the Commission should have in mind?

18 A15. The Petitioner requests to have Commission approval by May 1, 2025 to facilitate
19 closing.

20

21 Q16. Does this conclude your testimony at this time?

22 A16. Yes, it does.

23

WITNESS DECLARATION

I, Austin Cook, being over 18 years of age, and competent to testify on these matters declare that on behalf of Petitioner, I prepared my prefiled testimony and exhibits in the above captioned matter and I have the necessary expertise to testify to the same information. I declare that my testimony and exhibits that I have sponsored are true and accurate to the best of my knowledge and belief and were prepared by me or under my direct supervision. I understand that if the above statement is false, I may be subject to sanctions by the Commission pursuant to 30 V.S.A. § 30.

Dated at Ann Arbor, Michigan, this 27th day of February, 2025.

 /s/ Austin Cook

Austin Cook

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