

STATE OF NEW YORK  
PUBLIC SERVICE COMMISSION

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In the Matter of )  
)  
Joint Petition of Greenlight Networks, LLC, and )  
Grand Oaks GLN, LLC )  
for Expedited Approval of ) Case No. \_\_\_\_\_  
Proposed Transactions )  
Pursuant to Section 100 )  
of the Public Service Law )  
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**JOINT PETITION OF GREENLIGHT NETWORKS, LLC, AND  
GRAND OAKS GLN, LLC  
FOR EXPEDITED APPROVAL OF  
PROPOSED TRANSACTIONS  
PURSUANT TO SECTION 100  
OF THE PUBLIC SERVICE LAW**

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Dated: April 13, 2017

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PURSUANT TO SECTION 100  
OF THE PUBLIC SERVICE LAW**

Pursuant to Section 100 of the New York State Public Service Law, Greenlight Networks, LLC (“Greenlight”) and Grand Oaks GLN, LLC (“Grand Oaks”), through their undersigned attorneys, hereby respectfully petition the New York State Public Service Commission (the “Commission”) for authority to execute transactions described herein whereby Grand Oaks will acquire a controlling equity interest in Greenlight (the “Proposed Transactions”). The Proposed Transactions are in the public interest. The Proposed Transactions will have no adverse impact on customers or employees of Greenlight, or the community in which it operates, and in fact will provide distinct positive benefits for Greenlight’s constituencies. Accordingly, as will be shown in greater detail in the remainder of this Petition, the Proposed Transactions are in the public interest and should be approved at the Commission’s first opportunity.

In support of this Petition, Greenlight and Grand Oaks state the following:

## **I. DESCRIPTION OF THE ENTITIES INVOLVED IN THE PROPOSED TRANSACTIONS**

### **A. *GREENLIGHT NETWORKS, LLC***

Greenlight is a private, limited liability company duly organized and existing under the laws of the State of New York, with its principal offices located at 1255 University Avenue, Suite 204, Rochester, New York 14607. On June 21, 2012, the Commission granted a Certificate of Public Convenience and Necessity (“CPCN”) to Greenlight, to operate in New York State as a facilities-based provider and reseller of telephone service, without authority to provide local exchange service, pursuant to Matter No. 12-00983.

Greenlight owns and operates a fiber optics network which is located in Monroe County, New York and provides high-speed broadband services to residential and certain commercial customers. Greenlight is in the process of extending its fiber optics network in Monroe County and is exploring additional locations in New York for the purpose of expanding its services offering to additional customers.

Additional information regarding Greenlight and the services it provides was submitted to the Commission in connection with the grant of its CPCN and is attached thereto (together with the letter granting approval) and is further a matter of public record. Greenlight requests that such information be incorporated by reference herein.<sup>1</sup>

### **B. *GRAND OAKS GLN, LLC***

Grand Oaks is a private, New York limited liability company with its principal office at 1 Fishers Road, Pittsford, New York 14534. Grand Oaks does not provide telecommunications

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<sup>1</sup> See Petition of Greenlight Networks, LLC for an Original Certificate of Public Convenience and Necessity to resell all forms of intra-state telephone service in the State of New York; to provide facilities-based private line and switched intercity service; and to provide intra-city switched and non-switched services as a facilities-based carrier. Letter of Chad G. Hume, Director, Office of Telecommunications, Approving Request (June 21, 2012).

services in its own right. Grand Oaks is owned and controlled by B. Thomas Golisano. Mr. Golisano is an entrepreneur, philanthropist, and civic leader. He is a member of the board of directors of several private companies and institutions as well as Paychex, Inc., a publicly traded company headquartered in Rochester, New York. Paychex is a leading national provider of payroll, human resource, and benefits outsourcing solutions, which has more than 12,000 employees and 100 office locations nationwide. Mr. Golisano served as Paychex's president and chief executive officer from 1971, when he founded the company, until October 2004. Since his retirement from Paychex, Mr. Golisano has made a number of successful personal investments in development stage and private companies. In furtherance of his commitment to Western New York and the region's economic climate, in 2003 Mr. Golisano purchased the Buffalo Sabres of the National Hockey League. Mr. Golisano said that it was important to keep the team in Buffalo because it is an economic and community asset. Mr. Golisano sold the team in 2011 with the stipulation that the team remain in Western NY.

## **II. DESIGNATED CONTACTS**

The designated contacts for questions concerning this Petition are as follows:

For Greenlight:

Gordon E. Forth, Esq.  
Woods Oviatt Gilman LLP  
2 State Street, Suite 700  
Rochester, NY 14614  
(585) 987-2800

For Grand Oaks:

For Grand Oaks:

Ralph K. Merzbach, Esq.  
Merzbach and Solomon, P.C.  
73 State Street  
Rochester, New York 14614  
585.278.9350

Copies of any correspondence should also be sent to the following designated representative of Greenlight and Grand Oaks, as follows:

Greenlight Networks, LLC  
1255 University Avenue, Suite 204  
Rochester, NY 14607  
(585) 351-6601  
Attention: Mark Murphy, CEO and President

Grand Oaks GLN, LLC  
1 Fishers Road, Suite 200  
Pittsford, NY 14534  
Attention: Matthew Ray, Manager

### **III. DESCRIPTION OF THE PROPOSED TRANSACTIONS**

[REDACTED]

### **IV. PUBLIC INTEREST STATEMENT**

1. Approval of the Proposed Transaction, as requested by this Petition, will serve the public interest because such approval will provide Greenlight with significant additional capital and managerial resources to help promote further development of the competitive marketplace for high-speed broadband services thereby allowing Greenlight to continue to build and expand its fiber network and become a more effective competitor. Among other things, Greenlight's improved capital structure financial strength and flexibility going forward, and Grand Oak's significant financial and managerial resources will support strategic growth initiatives and network expansion projects, provide for ongoing working capital, strengthen Greenlight's ability to expand its services, increase employment, raise capital, increase efficiency of management and services, and bring the benefits of modern high-speed broadband services to its service area.

2. Customers of Greenlight will not experience any change or impairment of their existing services as a direct result of the Proposed Transactions. There will be no adverse effect on rates, or on the terms and conditions offered to customers of Greenlight.

3. The Commission approvals requested hereby are necessary and appropriate, are consistent with Greenlight's performance of its services to the public, will not impair Greenlight's ability to perform such services, and will promote the corporate purposes of Greenlight.

## **V. FINANCIAL INFORMATION**

Greenlight is a non-dominant carrier, operating in a highly competitive market, and does not and will not control any bottleneck facilities. The Commission has determined that the submission of detailed financial information regarding transactions involving competitive, non-dominant carriers is not required:

“The Commission has previously determined that regulations intended to apply to monopoly utilities may be relaxed when a company operates in a competitive environment. Therefore, we shall grant petitioners' request to waive Parts 37 and 39 of the Commission's Rules. The financial and other information called for in Parts 37 and 39 are of little value in the competitive sector where the financial status of the players is of little, if any, interest to the Commission in discharging its regulatory responsibilities.”<sup>2</sup>

Accordingly, this Commission is able to review this Petition without the need for review of any further financial information.

## **VI. REQUEST FOR EXPEDITED REVIEW**

Greenlight continues to be at a critical juncture in constructing its high speed broadband fiber network and facilities. The Petitioners respectfully request that the Commission make its determination in this proceeding as rapidly as possible. Greenlight's ability to ensure its short and

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<sup>2</sup> See, Case 92-C-1218, Petition of Teleport Communications Group, et al. for Authority to Issue and Acquire Shares and to Issue Evidences of Indebtedness, “Order Approving Petition” issued and effective 13 April 1993. See also Case 90-C-0166, Petition of Alltel Corporation for a Declaratory Ruling that the Commission Lacks Jurisdiction Over the Proposed Change of its State of Incorporation or, in the Alternative for Approval of the Proposed Transaction, “Declaratory Ruling” issued and effective 23 April 1990.

long term business continuity is dependent upon successful implementation of the Proposed Transactions, as proposed in the Petition. More specifically, the immediate need for working capital and the optimization of capital structure required for long-term success in the competitive telecommunications industry are matters for urgent consideration. Greenlight seeks Commission approval in order to avoid unnecessary delays in the completion of its network expansion projects and in order to secure valuable, committed, outside investors who share Greenlight's vision and believe in its ability to execute on its plan. Accordingly, Greenlight respectfully requests that this Petition be processed by the Commission, and that the Commission issue an Order approving this Petition, at its first possible opportunity, rather than allowing the Petition to become effective by operation of law.

## **VII. CONCLUSION**

Grand Oaks and Greenlight submit that the public interest, convenience, and necessity would be furthered by the Commission's issuance of an Order approving the Proposed Transactions described in this Petition, and for such other relief as may be necessary to carry out the transactions described herein.

Respectfully submitted,

*Woods Oviatt Gilman*

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Rochester, NY 14614  
(585) 987-2800  
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73 State Street  
Rochester, New York 14614  
(585) 278-9350  
*Attorneys for Grand Oaks GLN, LLC*

Dated: April 13, 2018



VERIFICATION

STATE OF NEW YORK            )  
  )  
COUNTY OF MONROE         )        ss:

Mark R. Murphy, being duly sworn, states that:

1. I am the President and Chief Executive Officer of Greenlight Networks, LLC.
2. I am familiar with the joint petition of Greenlight Networks, LLC and Grand Oaks GLN, LLC for expedited approval of proposed transactions, which will be filed with the New York State Public Service Commission on or about April 13, 2018.
3. The statements of fact contained in the petition are true and correct to the best of my knowledge, information and belief.

  
\_\_\_\_\_  
Mark R. Murphy

Sworn to before me this  
13<sup>th</sup> day of April, 2018.

  
\_\_\_\_\_  
Notary Public

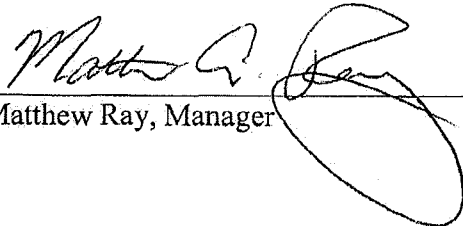
PATRICIA A. MANCUSO  
Notary Public - State of New York  
No. 01MA6048405  
Qualified in Monroe County  
My Comm. Expires Sep. 25, 2018 *pa*

VERIFICATION

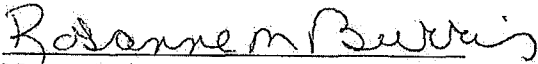
STATE OF NEW YORK            )  
  )  
COUNTY OF MONROE         )        ss:

Matthew Ray, being duly sworn, states that:

1. I am the Manager of Grand Oaks GLN, LLC.
2. I am familiar with the joint petition of Greenlight Networks, LLC and Grand Oaks GLN, LLC for expedited approval of proposed transactions, which will be filed with the New York State Public Service Commission on or about April 13, 2018.
3. The statements of fact contained in the petition are true and correct to the best of my knowledge, information and belief.

  
\_\_\_\_\_  
Matthew Ray, Manager

Sworn to before me this  
13<sup>th</sup> day of April, 2018.

  
\_\_\_\_\_  
Notary Public

**ROSANNE M. BURRIS**  
Notary Public, State of New York  
Qualified in Monroe County  
My Commission Expires 8-30 2021

NEW YORK STATE DEPARTMENT OF PUBLIC SERVICE

METHOD OF SERVICE FORM

This form should be filed with all new petitions and applications that require action by the Commission. It will allow us to serve you with the Commission decision using the method you select.

Name:	Steven A. Suozzi
Your Company/Organization:	Woods Oviatt Gilman LLP
Mailing Address:	<u>2 State Street, Suite 700</u> Rochester, NY 14614
Company/Organization you represent, if different from above:	Greenlight Networks, LLC
E-Mail Address:	<a href="mailto:ssuozzi@woodsoviatt.com">ssuozzi@woodsoviatt.com</a>
Case/Matter # (if known)	

If you consent to receive Commission-issued orders electronically, you will receive all Commission-issued documents electronically. If you do not consent to receive Commission-issued orders electronically, you will receive all Commission-issued documents by mail.

Check the box(es) in A or B, below:

A.

I am authorized by the party I represent to grant consent to receive electronic-only service of Commission-issued orders, AND

I, on behalf of myself or the party I represent, knowingly waive the right specified in Public Service Law §23(1) to be served personally or by mail with orders that affect me or the party I represent and consent to receive service of Commission-issued orders by electronic means only. This consent remains in effect until revoked.

B

I do not consent to receive electronic service and instead request that the DPS mail Commission-issued document(s) to me.

Signature: /s/ Steven A. Suozzi	Date: 04/13/2018
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Please note that this form applies to this filing only.

To the extent possible, please file this form in .pdf format.