

Decision No. C25-0281

BEFORE THE PUBLIC UTILITIES COMMISSION OF THE STATE OF COLORADO

PROCEEDING NO. 25A-0095T

IN THE MATTER OF THE JOINT APPLICATION OF ZAYO GROUP, LLC DOING BUSINESS AS ZAYO GROUP, AND ZAYO NORTHEAST, LLC DOING BUSINESS AS ZAYO NE, FOR APPROVAL OF A PRO FORMA ASSIGNMENT OF CERTAIN ASSETS.

**COMMISSION DECISION
GRANTING JOINT TRANSFER APPLICATION**

Issued Date: April 14, 2025

Adopted Date: April 9, 2025

I. BY THE COMMISSION

A. Statement

1. This matter comes before the Commission for consideration of a Joint Transfer Application filed on March 5, 2025, by Zayo Group, LLC (“Zayo Group”) and Zayo Northeast, LLC (“Zayo NE”) for a *pro forma* assignment of certain assets of Zayo Group to Zayo NE.

2. The Applicants request Commission authorization to execute a *pro forma* transfer, implementing an internal restructure that will organize certain portions of its networks and high-capacity enterprise operations being assigned to Zayo NE.

3. We will construe this filing as an application for approval of the *pro forma* asset transfer between Zayo Group and Zayo NE pursuant to 4 *Code of Colorado Regulations* (“CCR”) 723-2-2110 of the Commission’s Rules Regulating Telecommunications Services and Providers of Telecommunications Services.

4. Zayo Group is a Delaware limited liability company that was granted a Certificate of Public Convenience and Necessity (“CPCN”) by Decision No. C10-1185 on October 6, 2010. Zayo Group is a direct, wholly owned subsidiary of Zayo Group Holdings, Inc.

5. Zayo NE is a Delaware limited liability company currently seeking Commission authorization to provide Part IV Services through an application submitted on March 5, 2025, Proceeding No. 25A-0096T.

6. Applicants, therefore, request Commission authorization to complete the *pro forma* asset transfer between Zayo Group and Zayo NE. The Transaction will not result in any change in ownership or control of either Zayo Group or Zayo NE. The *pro forma* asset transfer is part of Zayo’s internal restructuring that will organize its network and operations assignments. Zayo Group will transfer Colorado assets including communications optical fiber, certain customer contracts, rights in third party fibers, and associated telecommunications equipment to provide service to enterprise and carrier customers that receive primarily high-capacity bandwidth services such as private line, Ethernet, wavelength services, and non-telecommunications services including but not limited to, managed services and broadband internet access services to Zayo NE. Zayo Group may continue to provide telecommunications services to some existing and new customers and will therefore retain its CPCN and LOR.

7. On March 6, 2025, a notice of the Joint Application was provided to all persons, firms, or corporations interested in or affected by the grant or denial of the requested relief. Interventions were due on or before April 7, 2025. No interventions were filed.

B. Discussion

8. The Commission has jurisdiction over this Joint Application pursuant to §§ 40-5-105, 40-15-204 and 40-15-303, C.R.S.

9. The Application contains all of the information required by the applicable Commission Rules and is therefore deemed complete.

10. The Application is unopposed and therefore may be considered without a formal hearing, pursuant to § 40-6-109(5), C.R.S.

11. Applicants request Commission approval to complete the *pro forma* asset transfer between Zayo Group, LLC, and Zayo Northeast, LLC.

12. The Application represents that the Transaction will ensure seamless and uninterrupted service, as all of the customers assigned to Zayo Northeast, LLC will continue to receive service from Zayo Northeast, LLC under the same rates, terms, and conditions of service as with Zayo Group, LLC.

13. Zayo Group, LLC, and Zayo Northeast, LLC, are competitive providers with Commission-issued authorities.  Except for limited circumstances such as for providers that are recipients of state high-cost support and for the provision of basic emergency services, certifications to provide basic local exchange services are no longer regulated by the Commission. See § 40-15-401(1)(b), C.R.S. Similarly, the provision of any other emerging competitive services such as advanced features, premium services, intraLATA toll, non-optional operator services, and private line services, except switched access services and basic emergency services, are no longer regulated by the Commission. See §§ 40-15-401(1)(e), (k), (n), (o), (s), (t), C.R.S. Consequently, the Commission does not have the authority to approve the transfers of the CPCNs or those parts of the LORs addressing advanced features, premium services, intraLATA toll, non-optional operator services, and private line services.

14. Switched access services and the provision of basic emergency services have not been deregulated. As a result, we have the authority to review and approve/deny the transfers and encumbrances of the part of authorities held by providers that address those services.

15. We remind applicants that public utilities remain subject to Commission oversight that includes, but is not limited to, reporting and payment obligations to the Colorado High-Cost Support Mechanism and the Telecommunications Relay Services Program.

16. We find that the proposed *pro forma* asset transfer between Zayo Group, LLC, and Zayo Northeast, LLC is not contrary to the public interest and therefore grant the Joint Application for transfer to that extent. Entities that hold Commission-issued authorities remain obligated to comply with any applicable requirements or regulations as stated in Article 15 of Title 40.

II. ORDER

A. The Commission Orders That:

1. The Joint Application to Transfer filed by Zayo Group, LLC and Zayo Northeast, LLC is deemed complete within the meaning of § 40-6-109.5, C.R.S., and is granted.

2. Zayo Group, LLC, and Zayo Northeast, LLC, or their authorized representatives, shall jointly notify the Commission if the transfer has been terminated or is not completed within 60 days of the proposed effective date stated in the Application or if the proposed transfer terms are changed prior to the consummation date. The notice shall include the Proceeding and Decision numbers which granted the authority to execute the transfer.

3. The 20-day period provided for in § 40-6-114, C.R.S., within which to file an Application for Rehearing, Reargument, or Reconsideration begins on the first day following the effective date of this Decision.

4. This Decision is effective upon its Issued Date.

**B. ADOPTED IN COMMISSIONERS' WEEKLY MEETING
April 9, 2025.**

(S E A L)



ATTEST: A TRUE COPY

Rebecca E. White,
Director

THE PUBLIC UTILITIES COMMISSION
OF THE STATE OF COLORADO

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Commissioners