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**FILED**

10/03/25

**BEFORE THE PUBLIC UTILITIES COMMISSION OF THE STATE OF CALIFORNIA**

11:35 AM

A2505007

In the Matter of the Application of  
Crown Castle Fiber LLC (U6190C) and  
Fiber AssetCo-CA LLC for Approval  
of a Pro Forma Transfer of Certain  
Assets from Crown Castle Fiber LLC  
to Fiber AssetCo-CA LLC.

Application 25-05-007

And Related Matters.

Application 25-05-014

### **ASSIGNED COMMISSIONER'S SCOPING MEMO AND RULING**

This Scoping Memo and Ruling (Scoping Memo) sets forth the issues, need for hearing, schedule, category, and other matters necessary to scope this proceeding pursuant to Public Utilities Code (Pub. Util. Code) Section 1701.1 and Article 7 of the California Public Utilities Commission's (Commission) Rules of Practice and Procedure (Rules).

#### **1. Procedural Background**

On May 15, 2025, Crown Castle Fiber LLC (CCF) and Fiber AssetCo-Ca LLC (Fiber) filed Application (A.) 25-05-007, where CCF seeks approval for an intracompany *pro forma* transfer of certain assets and customers to Fiber.

On May 15, 2025, Fiber filed A.25-05-014 to obtain a Certificate of Public Convenience and Necessity (CPCN) to provide full facilities-based and resold competitive local exchange service in the service territories of all the uniform

regulatory framework incumbent local exchange carriers and full facilities-based and resold interexchange service throughout California.<sup>1</sup>

On May 15, 2025, CCF together with Crown Castle Operating Company (CCOC) and Small Cells Holding Company (Small Cells HoldCO) filed Advice Letter (AL) 33, which seeks authority for the indirect transfer of control of CCF to Small Cells HoldCO.

On May 15, 2025, Zayo Group, LLC (Zayo Group) filed on behalf of its parent company Front Range Intermediate Inc. (Zayo Parent) AL 34, which seeks authority for the indirect transfer of control of Fiber from its parent company CCOC.

On June 30, 2025, the assigned Administrative Law Judge (ALJ) issued a Ruling Requesting Additional Information regarding A.25-05-014 and on July 3, 2025, the assigned ALJ issued a Ruling Requesting Additional Information regarding A.25-05-007. CCF and Fiber filed a joint response to Ruling Requesting Additional Information regarding A.25-05-007 on July 10, 2025. Fiber filed a response to Ruling Requesting Additional Information regarding A.25-05-014 on July 10, 2025.

A joint prehearing conference (PHC) was held on September 4, 2025, to address the issues of law and fact, determine the need for hearing, set the schedule for resolving the matter, and address other matters as necessary.

On September 9, 2025, the assigned ALJ issued a ruling consolidating A.25-05-007 and A.25-05-014.

Following the PHC, I have determined the issues and initial schedule of the proceeding to be set forth in this scoping memo. I have also determined that

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<sup>1</sup> Application at 4, Response to Administrative Law Judge Inquiry regarding A.25-05-014 at 2-3.

no environmental and social justice (ESJ) issues have been raised at this time.

## **2. Issues**

As explained in the A.25-05-007 et al.<sup>2</sup>, responses for Ruling Requesting Additional Information,<sup>3</sup> and further elaborated in the PHC<sup>4</sup>, the authorities sought in A.25-05-007 et al. and ALs 33 and 34 are part of an overall transaction involving the following steps:

- a. the acquisition of a CPCN for Fiber to operate in California;<sup>5</sup>
- b. separation of CCF's fiber network business from its small cells business through an internal restructuring involving the transfer of the fiber assets and customers from CCF to Fiber, with CCF maintaining the small cells business;<sup>6</sup>
- c. the sale of the fiber network business through the indirect sale of Fiber to Fiber FinCo, LLC, an indirect subsidiary of Zayo Parent, an indirect intermediate parent of Zayo Group;<sup>7</sup>; and
- d. the sale of CCF's small cell business to Small Cells HoldCo, Inc., a subsidiary of EQT Active Core Infrastructure Fund through a transfer of control of CCF.<sup>8</sup>

CCF and Fiber describe the *pro forma* transfer of assets and subsequent transfers of control occurring simultaneously at the same closing, with the *pro forma* transfer being the initial step in the process.<sup>9</sup>

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<sup>2</sup> A.25-05-007 et al. at 2.

<sup>3</sup> Response to Ruling Requesting Additional Information regarding A.25-05-007 at 3

<sup>4</sup> PHC Transcript at 11-12.

<sup>5</sup> A.25-05-007 et al.

<sup>6</sup> A.25-05-007 et al.

<sup>7</sup> AL 33.

<sup>8</sup> AL 34.

<sup>9</sup> Response to Ruling Requesting Additional Information regarding A.25-05-007 at 3.

The issues to be determined or otherwise considered are:

1. Does Fiber meet all of the Commission requirements, including but not limited to financial, technical, and California Environmental Quality Act (CEQA) requirements for a CPCN?
2. Should Fiber be authorized to use the Commission Energy Division's 21-day expedited environmental review process for its full facilities-based construction activities under statutory or categorical exemptions to the CEQA?
3. Should the Commission, under Pub. Util. Code Section 851, approve the proposed *pro forma* transfer of assets and customers from CCF to Fiber per the terms of the stock agreement?
4. Is the *pro forma* transfer of assets and customers from CCF to Fiber per the terms of the stock agreement in the public interest?
  - a. Should the Commission consider the viability of the small cells business, the impact on customers and the market in general when assessing the merits of the *pro forma* transfer?
  - b. Should the Commission consider the viability of the fiber business, the impact on customers and the market in general when assessing the merits of the *pro forma* transfer?

### **3. Need for Evidentiary Hearing**

There are no issues of material disputed fact. Accordingly, no evidentiary hearing is needed.

### **4. Schedule**

This matter will be submitted upon review of responses to rulings requesting additional information and a determination that no further information or evidence is needed to evaluate the issues in this proceeding.

The proposed decision is expected to be filed no later than 90 days from the date the proceeding is submitted, for public review and comment pursuant to Pub. Util. Code Section 311(d) except that, if it grants the uncontested requested relief, public review and comment shall be waived pursuant to Rule 14.6(c)(2).

**5. Category of Proceeding and  
*Ex Parte* Restrictions**

This ruling confirms the Commission's preliminary determination<sup>10</sup> that this is a ratesetting proceeding. Accordingly, *ex parte* communications are restricted and must be reported pursuant to Article 8 of the Rules.

**6. Public Outreach**

Pursuant to Public Utilities Code Section 1711(a), where feasible and appropriate, before determining the scope of the proceeding, the Commission sought the participation of those likely to be affected, including those likely to derive benefit from, and those potentially subject to, a decision in this proceeding. This matter was noticed on the Commission's daily calendar. Where feasible and appropriate, this matter was incorporated into engagements conducted by the Commission's External Affairs Division with local governments and other interested parties.

**7. Response to Public Comments**

Parties may, but are not required to, respond to written comments received from the public. Parties may do so by posting such response using the "Add Public Comment" button on the "Public Comment" tab of the online docket card for the proceeding.

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<sup>10</sup> Resolution ALJ-3564 at <https://docs.cpuc.ca.gov/SearchRes.aspx?DocFormat=ALL&DocID=569149795>.

## **8. Public Advisor**

Any person interested in participating in this proceeding who is unfamiliar with the Commission's procedures or has questions about the electronic filing procedures is encouraged to obtain more information at <https://www.cpuc.ca.gov/about-cpuc/divisions/news-and-public-information-office/public-advisors-office> or contact the Commission's Public Advisor at 1-866-849-8390 or 1-866-836-7825 (TTY), or send an e-mail to [public.advisor@cpuc.ca.gov](mailto:public.advisor@cpuc.ca.gov).

## **9. Filing, Service, and Service List**

The official service list has been created and is on the Commission's website. Parties should confirm that their information on the service list is correct and serve notice of any errors on the Commission's Process Office, the service list, and the ALJ. Persons may become a party pursuant to Rule 1.4.<sup>11</sup>

When serving any document, each party must ensure that it is using the current official service list on the Commission's website.

This proceeding will follow the electronic service protocol set forth in Rule 1.10. All parties to this proceeding shall serve documents and pleadings using electronic mail, whenever possible, transmitted no later than 5:00 p.m., on the date scheduled for service to occur. Rule 1.10 requires service on the ALJ of both an electronic and a paper copy of filed or served documents. However, the parties to this proceeding are excused from this requirement to serve paper copies to the ALJ, unless otherwise instructed to do so by the ALJ.

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<sup>11</sup> The form to request additions and changes to the Service list may be found at <https://www.cpuc.ca.gov/-/media/cpuc-website/divisions/administrative-law-judge-division/documents/additiontoservicelisttranscriptordercompliant.pdf>

When serving documents on Commissioners or their personal advisors, whether or not they are on the official service list, parties must only provide electronic service. Parties must not send hard copies of documents to Commissioners or their personal advisors unless specifically instructed to do so.

Persons who are not parties but wish to receive electronic service of documents filed in the proceeding may contact the Process Office at [process\\_office@cpuc.ca.gov](mailto:process_office@cpuc.ca.gov) to request addition to the “Information Only” category of the official service list pursuant to Rule 1.9(f). The Commission encourages those who seek information-only status on the service list to consider the Commission’s subscription service as an alternative. The subscription service sends individual notifications to each subscriber of formal e-filings tendered and accepted by the Commission. Notices sent through subscription service are less likely to be flagged by spam or other filters. Notifications can be for a specific proceeding, a range of documents and daily or weekly digests.

#### **10. Receiving Electronic Service from the Commission**

Parties and other persons on the service list are advised that it is the responsibility of each person or entity on the service list for Commission proceedings to ensure their ability to receive e-mails from the Commission. Please add “@cpuc.ca.gov” to your e-mail safe sender list and update your e-mail screening practices, settings, and filters to ensure receipt of e-mails from the Commission.

#### **11. Assignment of the Proceeding**

Matthew Baker is the assigned Commissioner and Paula Gruendling is the assigned Administrative Law Judge for the proceeding.

**IT IS RULED** that:

1. The scope of this proceeding is described above and is adopted.
2. The schedule of this proceeding is set forth above and is adopted.
3. Evidentiary hearing is not needed.
4. The category of the proceeding is ratesetting.
5. This order is effective today.

Dated October 3, 2025, at San Francisco, California.

/s/ MATTHEW BAKER

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Matthew Baker  
Assigned Commissioner