

PUBLIC VERSION

**BEFORE THE STATE CORPORATION COMMISSION
OF THE STATE OF KANSAS**

In the Matter of the Transfer of Ownership of
Elkhart Telephone Company, Inc. to IdeaTek
Telcom, LLC.

Docket No. 26- ELKT - 109 -ACQ

**JOINT APPLICATION
AND REQUEST FOR PROCEDURAL WAIVERS**

COMES NOW, Elkhart Telephone Company, Inc. (“Elkhart Telephone”) and IdeaTek Telcom, LLC (“IdeaTek”) (together, “Joint Applicants” or “Parties”), by and through their undersigned attorneys, submit this Joint Application for approval of IdeaTek’s acquisition of the stock of Epic Touch Co. (“Epic Touch”) held by various trusts for the Boaldin family, which will result in the change in ownership of Elkhart Telephone to IdeaTek. In support thereof, the Parties state as follows:

I. INTRODUCTION

1. Elkhart Telephone started as a family business providing communications service to the Elkhart, Kansas, community and surrounding areas beginning in 1956. The company expanded its services to include broadband and other technology services under the Epic Touch brand name.¹ The family has decided to end its long run in the communications business, and it has reached an agreement with IdeaTek to sell the stock of Elkhart Telephone’s parent holding

¹ Elkhart Telephone’s affiliate, Epic Touch Co., had previously been authorized to provide wireless service in Meade, Morton, Seward, and Stevens counties in Kansas, and Beaver and Texas counties in Oklahoma, pursuant to a Personal Communications Service (“PCS”) license issued by the Federal Communications Commission (“FCC”). Epic Touch Co. was designated as an eligible telecommunications carrier (“ETC”) by the Kansas Corporation Commission (“Commission” or “KCC”) in 2005 to receive support from the federal universal service fund (“FUSF”) (Docket No. 05-ETCZ-378-ETC), and in 2007 to receive support from the Kansas Universal Service Fund (“KUSF”) (Docket No. 07-ETCZ-813-ETC). Epic Touch Co. discontinued providing wireless service in 2016 when it sold its mobile service business to United Wireless. To the extent necessary, Epic Touch Co. relinquishes its ETC designations granted by the KCC in the aforementioned dockets as part of this Joint Application. The ETC status of Elkhart Telephone will remain unchanged.

company, Epic Touch, held by the family trusts. The transaction will result in the change of ownership of Elkhart Telephone from the Boaldin family to IdeaTek. The transaction will be completely seamless to customers, and they will not experience any changes to the rates, terms, or quality of service after closing of the sale. After the transaction, Elkhart Telephone will become an indirect, wholly owned subsidiary of IdeaTek. IdeaTek will be able to bring its added efficiencies and economies of scale to Elkhart Telephone's operations, which will bring new service offerings and investments to the rural areas served by Elkhart Telephone and its affiliates. The transaction will not impose any new or additional burdens on ratepayers, and it will not have any adverse impact on the KUSF. Elkhart is not a current recipient of KUSF, and IdeaTek expects a material reduction to federal universal service funding needed due to synergies and cost reductions resulting from this transaction, if it is approved.

2. For federal income tax reasons, the stock of Epic Touch will be purchased by Last Dance Holdco, Inc., an indirect parent company of IdeaTek. Immediately prior to the closing, Elkhart Telephone will convert from a corporation to a limited liability company. Last Dance Holdco, Inc. will form a new, wholly-owned subsidiary, Last Dance Holdco I, Inc. Immediately after closing, Last Dance Holdco, Inc. will contribute 100% of the shares of Epic Touch to Last Dance Holdco I, Inc. and Epic Touch will convert into a limited liability company. Immediately after the LLC conversion, Last Dance Holdco I, Inc. will contribute 100% of the interests in Epic Touch down the entity chain such that it is held by IdeaTek.

3. Joint Applicants are preparing an application to the FCC for approval of the transfer of control of Elkhart Telephone to IdeaTek pursuant to Section 214 of the Communications Act, 47 U.S.C. § 214. To the extent necessary, Joint Applicants request that the KCC grant approval contingent on receipt of the approval requested from the FCC.

4. Certain information filed in support of this Application contains proprietary confidential and commercial information about the Parties and the transaction that are not generally available to the public. These Confidential Exhibits contain highly sensitive competitive information, and the Joint Applicant's competitors would gain significant competitive and economic information that could be used to their detriment should that information be publicly disclosed. Accordingly, pursuant to K.S.A. 66-1220a and K.A.R. 82-1-221a, Joint Applicants request that **Confidential Exhibits A, C and D**, and other information identified as confidential, be afforded confidential and trade secret protection pursuant to applicable Commission Rules.

5. In addition, Joint Applicants have agreed that only the Public Version of the Application, exhibits, testimony and discovery will be provided to Elkhart Telephone. IdeaTek will work with Elkhart separately on providing to Elkhart any confidential information necessary for purposes of presenting this Application and participating in this docket.

II. THE PARTIES

6. Elkhart Telephone is a domestic for-profit corporation that is active and in good standing in the State of Kansas. The company has always been a family business and continues to run that way today, as many of its executives are third- and fourth-generation members of the founding family. Board members and technical staff have decades of experience in the telecommunications industry. Elkhart Telephone is certified by the KCC as an ETC for the following Kansas communities: Copeland, Elkhart, Englewood, Hugoton, Johnson, Liberal, Meade, Montezuma, Moscow, Plains, Richfield, Rolla, Satanta, and Ulysses.²

7. Epic Touch Co. is the parent company of two subsidiaries: Elkhart Telephone Company, Inc., a Kansas for-profit corporation, and Epic Touch, L.L.C., a Kansas limited liability

² Docket Nos. 05-ETCZ-378-ETC and 07-ETCZ-813-ETC.

company. All three entities are active and in good standing in Kansas, and are headquartered at 610 S Cosmos, Elkhart, Kansas, 67950.

8. Elkhart Telephone is a rural incumbent local exchange carrier (“ILEC”) that provides telecommunication and broadband services in Elkhart, Kansas and surrounding communities. The KCC has granted Elkhart Telephone a Certificate of Convenience and Authority to Transact the Business of a Telephone Public Utility (Docket No. 93-ELKT-386-COC) and a Certificate of Convenience and Authority to provide intrastate interexchange telecommunications services (Docket No. 00-ELKC-719-COC).

9. All of Elkhart Telephone’s issued and outstanding stock is owned by the Bob Boaldin Revocable Trust, the Dian Boaldin Revocable Trust, the Bob Boaldin Irrevocable Epic Trust, and the Dian Boaldin Irrevocable Epic Trust (collectively the “Trusts”).

10. IdeaTek is a limited liability company active and in good standing in Kansas. Its headquarters is located at 111 Old Mill St, Buhler, Kansas, 67522. It is designated as an ETC (Docket No. 19-WLDT-102-ETC). IdeaTek started as a computer repair business in 1999, formed by five high school friends. It eventually entered the world of telecommunications in 2005 by purchasing and improving dial-up and DSL companies, before expanding to fund fiber-to-home services in 2007. IdeaTek, as it is known today, was officially formed in 2015 with the goal of providing fiber to underserved rural communities in Kansas, which remains its primary focus.

11. IdeaTek executives and employees are Kansans at heart, with decades of experience in providing telecommunications services. The original founder has been with the company since its inception, facilitating the company’s exponential growth and currently serving as Chief Innovation Officer. The current CEO has been with IdeaTek since 2012 and has overseen massive sales growth and expansion to almost 50 communities within Kansas. Under their leadership,

thousands of miles of fiber optic infrastructure have been constructed in Kansas, servicing hundreds of customers.

12. Since 2005, IdeaTek has operated a facilities-based fiber optic telecommunications network. IdeaTek has received from the KCC a Certificate of Convenience as a Competitive Local Exchange Carrier in Kansas (Docket No. 06-WLDT-1005-COC) and a Certificate to provide interexchange and operator services (Docket No. 08-WLDT-1077-COC) under its former name, Wildflower Telecommunications, LLC. The KCC has also issued to IdeaTek an Order Granting Eligible Telecommunications Carrier Status (Docket No. 19-WLDT-102-ETC) and an Order Granting High-Cost ETC Designation Expansion (Docket No. 21-WLDT-343-ETC) (all collectively the “Authorizations”).

13. Since its certification as a CLEC in 2007, IdeaTek has been providing voice, data transport, and broadband services to customers across Kansas, including residences, businesses, schools, local governments, and Fortune 100 companies.

14. IdeaTek is a wholly-owned subsidiary of IdeaTek Holdings, LLC, which is a wholly-owned subsidiary of Last Dance Intermediate III, LLC (“LDI”), a Delaware limited liability company. LDI is indirectly and wholly owned by Last Dance Holdings, L.P. (“LDH”), a Delaware limited partnership. LDH, in turn, is primarily owned and controlled by Oak Hill Capital Management, LLC and Pamlico Capital Management, LP. To IdeaTek’s best knowledge and belief, no entity owned or controlled by IdeaTek has been subject to any quality of service investigation by a regulatory authority within the past three years.

15. Direct Testimony in support of this Joint Application is being filed on behalf of IdeaTek by Mr. Daniel Friesen and by Mr. Harvey Taylor on behalf of Elkhart Telephone/Epic Touch.

16. The designated contacts for this Application are as follows:

For Elkhart Telephone:

Harvey Taylor
Interim Chief Operations Officer
Epic Touch Co.
P.O. Box 1260
Elkhart, KS 67950

With a copy to:

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For IdeaTek:

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With a copy to:

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III. DESCRIPTION OF THE TRANSACTION

17. The Boaldin family has voluntarily opted to end their involvement in the telecommunications industry. As such, the Parties entered into a stock purchase agreement dated September 15, 2025 (the “Purchase Agreement”), attached as **Confidential Exhibit A**, whereby the Boaldin family has agreed to sell 100% of its outstanding voting and equity stock to IdeaTek. As a result, IdeaTek will acquire all the outstanding voting and equity interests in Epic Touch and thus become the owner of Elkhart Telephone.

18. After the closing of the transaction, IdeaTek will hold 100% of the voting and equity interests in Epic Touch. IdeaTek will remain a wholly-owned subsidiary of IdeaTek Holdings. Elkhart Telephone will remain a wholly-owned subsidiary of Epic Touch. Aside from certain executive-level personnel changes no substantive changes will be made to Elkhart Telephone as a result of this transaction.

19. After the transaction, Elkhart Telephone will remain the ILEC in its service area. The transaction will not result in any changes to the rates, terms, or conditions of service for Kansas customers, nor will it cause any service disruption. It is the intent of IdeaTek to continue to provide service under the Elkhart Telephone name for a period of time after the transaction closes.

20. The transaction will not result in any changes to the day-to-day operations of Elkhart Telephone. Elkhart Telephone anticipates it will continue to provide high quality communications service, with enhancements from IdeaTek’s additional resources. IdeaTek commits that it will adequately capitalize Elkhart Telephone and ensure that the company has the capital necessary to carry out its obligations.

21. Concurrent with this filing, Joint Applicants are also submitting an application with the FCC for approval of the transfer of control pursuant to 47 U.S.C. § 214.

IV. DESCRIPTION OF THE FINANCING

22. The transaction will be financed entirely by cash (through both cash on hand and by drawing on existing debt financing) as detailed in the Stock Purchase Agreement

23. Joint Applicants provide, in **Confidential Exhibits C and D**, certain financial and commercial records of each company in support of this Joint Application.

V. TECHNICAL, MANAGERIAL, AND FINANCIAL QUALIFICATIONS

24. Ideatek and its employees who will be involved in the operation of the certificated telecommunications company possess the necessary technical, managerial, and financial qualifications necessary to warrant Commission approval of the transaction.

25. IdeaTek's management team has extensive expertise in running a successful telecommunications company. A detailed description of IdeaTek's management team's experience is attached as **Exhibit B**.

26. While Ideatek's customers range from small residences to Fortune 100 companies, its focus has always been on serving rural Kansas communities. IdeaTek's continued expansion across Kansas and Missouri, as well as its ability to successfully service its diverse array of customers, demonstrates that it has the financial and structural means to provide the necessary services once this transaction is completed. IdeaTek's financial solvency is further elaborated on in its financial statements, attached as **Confidential Exhibit C**.

27. Present employees of Elkhart Telephone will continue in their roles of providing service to customers. Financial information regarding Elkhart Telephone's operations is attached as **Confidential Exhibit D** to this Application.

VI. GRANT OF THE APPLICATION IS IN THE PUBLIC INTEREST

28. The proposed transaction is in the public interest because it meets the Commission's standards for mergers and acquisitions of Kansas public utilities. Those standards are set out and addressed in detail in the Direct Testimony of Mr. Friesen, filed concurrently with this Application.

VII. REQUEST FOR PROCEDURAL WAIVERS

29. Approval of the proposed transaction will not prejudice or adversely affect the Parties or their Kansas customers. Accordingly, Joint Applicants respectfully request expeditious approval of this Application, and waiver of any notice, publication, or hearing requirements.

VIII. CONCLUSION

WHEREFORE, for the foregoing reasons, Joint Applicants request expedited Commission consideration of the Application and supporting information herein, waiver of certain procedural steps as set forth above, a determination by the Commission that the transaction is in the public interest, and an Order approving the transaction and expressly reaffirming that Elkhart Telephone remains the incumbent local exchange carrier, Eligible Telecommunications Carrier, and carrier of last resort in and for the exchanges currently served by Elkhart Telephone.

Respectfully submitted,

/s/ James G. Flaherty

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VERIFICATION

The undersigned James G. Flaherty and Glenda Cafer hereby certify under penalty of perjury pursuant to K.S.A. 53-601 that they are, respectively, attorney for Elkhart Telephone Company, Inc., and attorney for IdeaTek Telcom, LLC, and that the foregoing is true and correct to the best of their knowledge, information, and belief.

EXECUTED ON: October 1, 2025.

/s/ James G. Flaherty

James G. Flaherty
Counsel for Elkhart Telephone Company

/s/ Glenda Cafer

Glenda Cafer
Counsel for IdeaTek Telcom, LLC

EXHIBIT A

Stock Purchase Agreement

****CONFIDENTIAL****

EXHIBIT B

IdeaTek Telcom, LLC Managerial and Technical Qualifications of Key Personnel

Jerrod Reimer, President and CEO

Jerrod Reimer is the President and Chief Executive Officer of IdeaTek, where he has been instrumental in transforming the company into a leading telecommunications provider focused on expanding fiber access in rural Kansas. Since becoming CEO in 2015, he has overseen a 400 percent growth in the customer base and expanded the company's reach to 120 Kansas communities. Notably, Jerrod successfully secured significant grants, including \$6 million from the FCC in 2018 and \$16.3 million in CARES funding in 2020, to deploy broadband across underserved regions. He initially joined IdeaTek as CFO in 2012, where he developed new financial systems and policies, and later added the COO role, scaling the company from \$2 million to \$52 million in just three years.

Prior to IdeaTek, he spent 12 years at Mega Manufacturing, rising to Director of Accounting and Management Information Systems. Jerrod holds a Bachelor's in Management Information Systems from Wichita State University and a Bachelor's in Accounting from Kansas State University. His mission is to bring high-speed internet to underserved areas while building a reputable company based on strong principles and values. IdeaTek has been recognized eight times on the Inc. 5000 list under his leadership.

Daniel Friesen, Co-Founder and CIO

Daniel Friesen is the Founder and Chief Innovation Officer of IdeaTek, driven by a mission to provide high-speed fiber-optic internet to every Kansan. He co-founded IdeaTek in 1999 and served as CEO until 2015, during which time he led the company's expansion into telecommunications, including the construction of a 2,000-mile fiber-optic network for Verizon. As CIO, Daniel has been instrumental in securing significant grants, totaling over \$30 million, to deploy fiber to underserved communities across Kansas. He is passionate about bridging the digital divide and continues to innovate in telecommunications law and business strategy.

Daniel is also active on various local, state, and national boards, including serving in local government as a county commissioner in Reno County, Kansas, and was previously a three-term mayor of Buhler, Kansas, first elected at the age of 27. He holds a Bachelor's of Business Administration from Wichita State University, and IdeaTek has been recognized on the Inc. 5000 list 10 times under his leadership.

Daniel Solomon, CFO

Mr. Solomon serves as the Chief Financial Officer, where he leads financial and strategic initiatives to drive the company's expansion across Kansas and forecast future growth. Since 2019, he has also been a founding partner at Elevar Partners LLC, providing advisory services and capital solutions for companies in agriculture, industrial, and energy markets. Previously,

Mr. Solomon spent 15 years at Koch Industries, holding senior finance roles such as Chief Financial Officer of Koch Engineered Solutions and Chief Risk Officer.

Leah Chambers, Vice President of Sales & Marketing

Leah Chambers is a results-driven leader with extensive experience in sales, marketing, and branding, known for increasing revenue, growth, and brand visibility. As the Vice President of Sales and Marketing at IdeaTek, she has implemented innovative strategies to expand internet freedom to over 50,000 customers. Prior to this, she founded Chambers and Co. Marketing, a boutique agency specializing in marketing and sales solutions for small to mid-sized businesses. Leah also served as a Global Brand & Talent Marketing/Communications Leader at Koch Capabilities, where she built a team focused on global branding deployment and enhanced recruitment efforts across 60 countries. She holds a Bachelor's in Integrated Marketing and Communications from Wichita State University.

Clayton Delaney, Vice President of Engineering

Clayton Delaney is the Vice President of Engineering at IdeaTek, where he leads cross-functional teams in Systems Development, IT, Engineering, Construction, and Service Delivery. He previously served as Engineering Manager at IdeaTek, overseeing fiber, network, and wireless engineering. Prior to IdeaTek, Clayton spent a decade at NMGI as a Senior Systems Engineer/Technology Consultant, providing technology consultation and designing IT infrastructures for firms across the United States. He is passionate about technology and delivering stable, high-performance products, and holds a degree in Information Technology for Business from Brown Mackie College - Salina.

Megan Shearer, Vice President of Talent & Culture

Megan Shearer is the Vice President of Talent and Culture at IdeaTek, where she has been instrumental in shaping the company's talent strategies since joining in 2020. She focuses on attracting, developing, and retaining talent, and is a Gallup Certified Strengths Coach, integrating this platform into hiring and retention. Before her role at IdeaTek, Megan spent 14 years at Koch Industries in various human resources roles, including Senior Human Resources Business Partner. She holds a Bachelor's of Business Administration from Wayland Baptist University and has been recognized by the Wichita Business Journal's Women Who Lead in HR in 2022. Megan is also active in community and industry initiatives, serving on the Fiber Broadband Association's Women in Fiber Committee.

Ryan McAninch, Vice President of Operations

Ryan McAninch is the Vice President of Operations at IdeaTek, where he oversees the teams responsible for the splicing, installation, procurement, and maintenance of the company's OSP networks. He previously served as Director of Operations and Operations Coordinator at IdeaTek, leading outside plant construction, new premise installations, and estimating new projects. Before joining IdeaTek, Ryan was an Operations Group Lead at Siemens, where he managed the assembly of core components for wind turbine nacelles. He is passionate about

bringing Internet Freedom to underserved communities and ensuring an excellent customer installation experience. Ryan holds a Bachelor's in Business Administration from Wichita State University and an Associate of Science from Butler Community College.

Thomas Garrett, Vice President of Business Development

Thomas Garrett is the Vice President of Business Development at IdeaTek, where he is responsible for the strategic expansion of wireless and fiber markets, having led the company's growth into over 120 communities in Kansas. He is passionate about fiber deployments and fostering relationships to promote Internet Freedom. Prior to his current role, Thomas served as a Construction Project Manager at IdeaTek, where he successfully completed numerous fiber deployment projects, including a notable 17-mile fiber connection for Derby School District. He also has seven years of experience in the industrial supply chain industry, having overseen significant growth at Lampton Welding Supply's Hutchinson branch. Thomas holds a Bachelor's in Business Administration and Management from Leeds Metropolitan University in the United Kingdom.

EXHIBIT C

IdeaTek Telcom
Financial Statements

****CONFIDENTIAL****

EXHIBIT D

Elkhart Telephone
Financial Statements

****CONFIDENTIAL****