

Decision 10-02-020 February 25, 2010

BEFORE THE PUBLIC UTILITIES COMMISSION OF THE STATE OF CALIFORNIA

Application of Intelpeer, Inc. for a Certificate of Public Convenience and Necessity to Provide Limited Facilities-based and Resold Local Exchange and Interexchange Service in California.

Application 09-10-008
(Filed October 7, 2009)

DECISION GRANTING INTELEPEER, INC. A CERTIFICATE OF PUBLIC CONVENIENCE AND NECESSITY IN ORDER TO PROVIDE LIMITED FACILITIES-BASED AND RESOLD LOCAL EXCHANGE AND INTEREXCHANGE SERVICE IN CALIFORNIA

1. Summary

Intelpeer, Inc. filed an application for a certificate of public convenience and necessity for authority to provide limited facilities-based and resold local exchange and interexchange telecommunications services in the service territories of Pacific Bell Telephone Company dba AT&T California, Citizens Telecommunications Company of California, Inc./Citizens Communications Company, SureWest Telephone/SureWest Communications, and Verizon California Inc.

By this decision, we grant Intelpeer, Inc. a certificate of public convenience and necessity to provide limited facilities-based and resold local exchange and interexchange telecommunications services, on the terms and conditions set forth in the Ordering Paragraphs.

2. Background

On October 7, 2009, Intelepeer, Inc. (Intelepeer) filed an application for a certificate of public convenience and necessity (CPCN) to provide limited facilities-based and resold local exchange and interexchange telecommunications services in the service territories of Pacific Bell Telephone Company dba AT&T California (AT&T), Citizens Telecommunications Company of California, Inc./Citizens Communications Company (Citizens), SureWest Telephone/SureWest Communications (SureWest), and Verizon California Inc. (Verizon).

On November 10, 2009, the assigned Administrative Law Judge (ALJ) issued a ruling, requesting further information. On November 18, 2009, Intelepeer requested an extension to file part of its response to the ALJ ruling, which was granted on November 19, 2009. On November 30, 2009, Intelepeer filed a partial response to the ruling (Response 1). On December 15, 2009, Intelepeer filed the remainder of its response to the ruling (Response 2).

Intelepeer's principal place of business is located at 2855 Campus Drive, Suite 200, San Mateo, CA 94403.

3. Description of Proposed Service

Intelepeer proposes to offer basic local exchange services, custom calling features, and interexchange toll services, including toll free services, to business and enterprise customers. Limited facilities-based local exchange service will be provided via commercial wholesale agreement with incumbent providers and/or via Intelepeer's own facilities that are installed in existing building and structures.

Intelepeer stated that it does not seek to remove any exemption granted a small or rural carrier, pursuant to § 251(f) of the 1996 Federal

Telecommunications Act (Act), and does not propose to provide telecommunications services to customers in those territories served by small or rural carriers. But, Intelepeer goes on to state that if this existing exemption is removed, it seeks authority to operate in such service areas as well. Since the existing regulations regarding exemptions granted under the Act are still in place, the Commission will not authorize Intelepeer's possible future operation in the territory of a small or rural carrier, on the possibility of future changes to the Act. If, at some point in the future, the existing exemption is removed, Intelepeer may file an application with the Commission, requesting authority to operate in the territories of small and rural carriers in California.

4. California Environmental Quality Act (CEQA)

The CEQA requires the Commission act as the designated lead agency to assess the potential environmental impact of a project in order that adverse effects are avoided, alternatives are investigated, and environmental quality is restored or enhanced to the fullest extent possible. Since Intelepeer states that it will not be constructing any facilities for the purpose of providing local exchange or interexchange services, except for equipment to be installed in existing buildings or structures, it can be seen with certainty that there is no possibility that granting this application will have an adverse impact upon the environment. Before it can construct facilities other than equipment to be installed in existing buildings or structures, Intelepeer must file for additional authority, and submit to any necessary CEQA review.

5. Financial Qualifications

Pursuant to Rule 4.B of the Initial Rules for Local Exchange Service Competition in California adopted in Decision (D.) 95-12-056, an applicant for a CPCN for authority to provide facilities-based local exchange service must

demonstrate that it has \$100,000 cash or cash equivalent to meet the firm's start-up expenses. Applicant must also demonstrate that it has sufficient additional resources to cover all deposits required by other telecommunications carriers in order to provide service in California.

At Section 12 of and in Exhibit 5 to the application, Intelepeer provided audited financial statements, demonstrating that it has access to \$100,000 cash or cash equivalent; an amount sufficient to cover start-up expenses that is reasonably liquid and available. Intelepeer has requested confidential treatment of Exhibit 5 to the application, which it stated contains highly proprietary and competitively sensitive information discussed below.

Intelepeer proposes to interconnect with AT&T, Citizens, SureWest, and Verizon. If AT&T and Verizon require deposits, Intelepeer has established lines of credit with both carriers sufficient to cover possible deposits. Citizens does not require Intelepeer to pay a deposit, and SureWest has stated that it will likely not require Intelepeer to pay a deposit. If deposits are required in the future, Intelepeer has also demonstrated that it has sufficient funds to pay deposits, based on its audited financial statements shown in Exhibit 5 to the application.

6. Managerial and Technical Qualifications

To be granted a CPCN for authority to provide local exchange and interexchange service, an applicant must make a reasonable showing of managerial and technical expertise in telecommunications or a related business.¹ Intelepeer supplied biographical information on its management in Exhibit 4 to

¹ D.95-12-056 at Appendix C, Rule 4.A.

its application that demonstrated that it has sufficient expertise and training to operate as a telecommunications provider.

Intelepeer verified that no one associated with or employed by Intelepeer as an affiliate, officer, director, partner, or owner of more than 10% of Intelepeer was previously associated with a telecommunications carrier that filed for bankruptcy, or was sanctioned by the Federal Communications Commission or any state regulatory agency for failure to comply with any regulatory statute, rule, or order.

Intelepeer also verified that no one associated with or employed by it as an affiliate, officer, director, partner, or owner of more than 10% of Intelepeer was previously associated with any telecommunications carrier that filed for bankruptcy, or has been found either civilly or criminally liable by a court of appropriate jurisdiction for a violation of §§ 17000, et seq. of the California Business and Professions Code, or for any actions which involved misrepresentations to consumers, nor is currently under investigation for similar violations.

For the above reasons, we find that Intelepeer is in compliance with the requirements of Rule 4.A of D.95-12-056.

7. Tariffs

Commission staff reviewed Intelepeer's draft tariffs for compliance with Commission rules and regulations. The deficiencies are noted in Attachment A to this decision. In its compliance tariff filing, Intelepeer shall correct these deficiencies as a condition of our approval of its application.

Intelepeer also requests a waiver of selected tariff requirements of General Order (GO) 96-B, referencing the Commission's authorization of such deviation for similar utilities by Resolution T-10808. In particular, Intelepeer,

requests deviation from the requirements regarding tariff pagination and the setting forth of each tariff rule on a separate page.² Commission staff has reviewed this request and found it reasonable.

8. Map of Service Territory

To be granted a CPCN for authority to provide local exchange service, an applicant must provide a map of the service territories it proposes to serve.³ In its Response 2, Intelepeer provided a map of the location of its proposed service territory, in compliance with this requirement.

9. Expected Customer Base

Intelepeer provided its estimated customer base for the first and fifth years of operation in Exhibit 7 of its application. Therefore, Intelepeer has complied with this requirement.

Intelepeer has requested confidential treatment of Exhibit 7 to the application, which it stated contains highly proprietary and competitively sensitive information discussed below.

10. Request for Treatment as a Nondominant Carrier

At Section 19 of the application, Intelepeer requests treatment as a nondominant carrier, which would include exemption from the requirements of Pub. Util. Code §§ 816-830 concerning stocks and security and § 851 concerning the encumbrance and transfer of utility property. The Commission detailed its rules regarding exemption of nondominant carriers from selected requirements of these Public Utilities Code Sections in D.85-01-008, and subsequently modified

² GO 96-B, General Rules, Sections 8.4.2 and 8.5.7.

³ D.95-12-056 at Appendix C, Rule 4.E.

in D.85-07-081 and D.85-11-044. We grant Intelepeer's request for nondominant carrier status, with the qualification that it follows all rules detailed in the above referenced decisions regarding exemption from selected Public Utilities Code requirements.

11. Conclusion

We conclude that the application conforms to our rules for certification as a competitive local exchange and interexchange carrier. Accordingly, we grant Intelepeer a CPCN to provide limited facilities-based and resold local exchange and interexchange telecommunications service in the service territories of AT&T, Citizens, SureWest, and Verizon, subject to compliance with the terms and conditions set forth in the Ordering Paragraphs.

12. Request to File Under Seal

Pursuant to Rule 11.4, Intelepeer has filed a motion for leave to file Exhibits 5 and 7 to the application under seal. Intelepeer represents that the information is proprietary and sensitive. Intelepeer states that the information, if revealed, would place it at an unfair business disadvantage. We have granted similar requests in the past and do so here regarding Exhibits 5 and 7 to the application filed October 7, 2009.

13. Categorization and Need for Hearing

In Resolution ALJ 176-3242, dated October 15, 2009 the Commission preliminarily categorized this application as ratesetting, and preliminarily determined that hearings were not necessary. No protests have been received. There is no apparent reason why the application should not be granted. Given these developments, a public hearing is not necessary, and it is not necessary to disturb the preliminary determinations.

14. Comments on Proposed Decision

No protests were filed in this proceeding. Therefore, this is an uncontested matter in which the decision grants the relief requested. Accordingly, pursuant to Pub. Util. Code § 311(g)(2), the otherwise applicable 30-day period for public review and comment is being waived.

15. Assignment of Proceeding

Timothy Alan Simon is the assigned Commissioner and Seaneen M. Wilson is the assigned ALJ in this proceeding.

Findings of Fact

1. Intelepeer seeks authorization of a limited facilities-based and resold local exchange and interexchange CPCN in the service territory of AT&T, Citizens, SureWest, and Verizon, and limited facilities-based and resold interexchange service in California.

2. Intelepeer proposes to provide basic local exchange services, custom calling features, and interexchange toll services, including toll free services, to business and enterprise customers. Limited facilities-based local exchange service will be provided via commercial wholesale agreement with incumbent providers and/or via Intelepeer's own facilities that are installed in existing building and structures.

3. Intelepeer does not seek to remove any exemption granted a small or rural carrier, pursuant to § 251(f) of the Act, but states that if this existing exemption is removed, it seeks authority to operate in such service areas as well.

4. Intelepeer has a minimum of \$100,000 of cash or cash equivalent that is reasonably liquid and readily available to meet its start-up expenses.

5. Intelepeer has sufficient additional cash or cash equivalent to cover deposits that may be required by other telecommunications carriers in order to provide the proposed service.

6. Intelepeer's management possesses sufficient experience, knowledge, and technical expertise to provide local exchange services to the public.

7. No one associated with or employed by Intelepeer as an affiliate, officer, director, partner, or owner of more than 10% of Intelepeer was previously associated with a telecommunications carrier that filed for bankruptcy, or was sanctioned by the Federal Communications Commission or any state regulatory agency for failure to comply with any regulatory statute, rule, or order.

8. No one associated with or employed by it as an affiliate, officer, director, partner, or owner of more than 10% of Intelepeer was previously associated with any telecommunications carrier that has been found either civilly or criminally liable by a court of appropriate jurisdiction for a violation of §§ 17000, et seq. of the California Business and Professions Code, or for any actions which involved misrepresentations to consumers, nor is currently under investigation for similar violations.

9. Except for the deficiencies identified in Attachment A to this decision, Intelepeer's draft tariffs comply with the Commission's requirements.

10. Intelepeer requests a waiver of selected tariff requirements of GO 96-B, including only deviation from the requirements regarding tariff pagination and the setting forth of each tariff rule on a separate page (GO 96-B, General Rules, Sections 8.4.2 and 8.5.7).

11. Intelepeer provided a map of the location of its proposed service territory.

12. Intelepeer provided an estimate of its customer base for the first and fifth year of operation.

13. Intelepeer requested treatment as a nondominant carrier, which would include exemption from the requirements of Pub. Util. Code §§ 816-830 concerning stocks and security and § 851 concerning the encumbrance and transfer of utility property.

14. Pursuant to Rule 11.4, Intelepeer filed a motion for leave to file confidential materials under seal, including Exhibits 5 and 7 to the application. Intelepeer represents that the information is sensitive and significant.

15. Under Pub. Util. Code § 405, carriers that are in default of reporting and submitting user fees for a period of 30 days or more will be subject to penalties including suspension or revocation of their authority to operate in California. Therefore, carriers must report user fees even if the amount due is zero.

Conclusions of Law

1. Intelepeer should be granted a CPCN to provide limited facilities-based and resold local exchange telecommunications service in the service territories of AT&T, Citizens, SureWest, and Verizon, as well as limited facilities-based and resold interexchange telecommunications service in California, subject to the terms and conditions set forth in the Ordering Paragraphs.

2. Intelepeer, once granted a CPCN, should be subject to the applicable Commission rules, decisions, General Orders, and statutes that pertain to California public utilities.

3. Intelepeer should not be authorized at this time to operate in the territory of a small or rural carrier at some future date, on the possibility of future changes to the Act.

4. Intelepeer's initial tariff filing should correct the tariff deficiencies shown in Attachment A to this decision.

5. Intelepeer should be authorized a waiver of selected tariff requirements of GO 96-B, including only deviation from the requirements regarding tariff pagination and the setting forth of each tariff rule on a separate page (GO 96-B, General Rules, Sections 8.4.2 and 8.5.7).

6. Intelepeer should be granted nondominant carrier status, subject to Commission rules and regulations as detailed in D.85-01-008 and modified in D.85-07-081 and D.85-11-044.

7. Intelepeer's motion to file under seal its Exhibits 5 and 7 to application should be granted for two years.

O R D E R

IT IS ORDERED that:

1. A certificate of public convenience and necessity is granted to Intelepeer, Inc., as a nondominant carrier, to provide limited facilities-based and resold local exchange telecommunications service in the service territories of Pacific Bell Telephone Company d/b/a AT&T California, Citizens Telecommunications Company of California, Inc./Citizens Communications Company, SureWest Telephone/SureWest Communications, and Verizon California Inc., and limited facilities-based and resold interexchange service in California, subject to the terms and conditions set forth below.

2. Intelepeer, Inc. must not offer competitive local exchange services until tariffs are filed with and authorized by this Commission, in accordance with General Order 96-B and as corrected for deficiencies set forth in Attachment A, except as noted in Ordering Paragraph 3.

3. Intelepeer, Inc. is authorized a waiver of General Rules, Sections 8.4.2 and 8.5.7 of General Order 96-B, including only deviation from the requirements

regarding tariff pagination and the setting forth of each tariff rule on a separate page.

4. The corporate identification number assigned to Intelepeer, Inc., U7175C, must be included in the caption of all original filings with this Commission, and in the titles of other pleadings filed in existing cases.

5. Intelepeer, Inc. must file, in this docket, a written acceptance of the certificate granted in this proceeding within 30 days of the effective date of this order.

6. Intelepeer, Inc. must annually pay the user fees and public purpose surcharges specified in Attachment B. Per the instructions in Appendix E to Decision 00-10-028, the Combined California PUC Telephone Surcharge Transmittal Form must be submitted even if the amount due is \$0.

7. Prior to initiating service, Intelepeer, Inc. must provide the Commission's Consumer Affairs Branch with the name and address of its designated contact person(s) for purposes of resolving consumer complaints. This information must be updated if the name or telephone number changes, or at least annually.

8. Intelepeer, Inc. must notify the Director of the Communications Division in writing of the date that local exchange service is first rendered to the public, no later than five days after service first begins.

9. Intelepeer, Inc. must file an affiliate transaction report with the Director of the Communications Division, in compliance with Decision 93-02-019, on a calendar year basis using the form contained in Attachment D.

10. Intelepeer, Inc. must file an annual report with the Director of the Communications Division, in compliance with General Order 104-A, on a calendar-year basis with the information contained in Attachment C to this decision.

11. Intelepeer, Inc. must file a tariff within 12 months of the effective date of this order, or its certificate of public convenience and necessity will be cancelled.

12. Intelepeer, Inc. must comply with the Consumer Protection Rules contained in General Order 168.

13. In addition to all the requirements applicable to competitive local exchange carriers and interexchange carriers included in Attachments B, C, and D to this decision, Intelepeer, Inc. is subject to all applicable Commission rules, decisions, General Orders, and statutes that pertain to California public utilities. The Commission may terminate this license if Intelepeer fails to comply with any of these requirements.

14. Intelepeer, Inc.'s motion to file Exhibits 5 and 7 to its application under seal is granted. The information must be filed under seal and must remain under seal for a period of two years after the date of this order. During this two-year period, this information must not be viewed by any person other than the assigned Commissioner, the assigned Administrative Law Judge, the Assistant Chief Administrative Law Judge, or the Chief Administrative Law Judge, except as agreed to in writing by Intelepeer, Inc. or as ordered by a court of competent jurisdiction. If Intelepeer, Inc. believes that it is necessary for this information to remain under seal for longer than two years, Intelepeer, Inc. must file a new motion at least 30 days before the expiration of this limited protective order.

15. Application 09-10-008 is closed.

This order is effective today.

Dated February 25, 2010, at San Francisco, California.

MICHAEL R. PEEVEY

President

DIAN M. GRUENEICH

JOHN A. BOHN

TIMOTHY ALAN SIMON

NANCY E. RYAN

Commissioners

Attachment A
Page 1

List of deficiencies in draft tariff submitted by Intelepeer, Inc., in A.09-10-008 to be corrected in its initial tariff compliance filing.

1. Tariff Sheet Format: CPUC assigned utility ID number (U7175C) should be included on each sheet in the upper left header along with Company name and address. (General Order 96 B, Section 8.4.1.)
2. Sheet 9T - Fees and Surcharges: Tariff must concur with the tariff provision for fees and surcharges in AT&T California tariffs pursuant to Resolution T-16901.
3. Limits of Liability - Utility must adopt either AT&T California's or Verizon California's limits of liability (D.95-12-057).
4. Demarcation Points - Provide a demarcation tariff.
5. Prorating of Bills - Add a procedure for proration of bills to tariffs (D.95-07-054, Appendix B, Rule 7).
6. Change of Service Provider - Add rules in Decision 95-07-054, Appendix B, Rule 11 to tariffs.
7. Include information on legal requirements for refusal of service in tariffs (D.91188, January 8, 1980).

(END OF ATTACHMENT A)

ATTACHMENT B

REQUIREMENTS APPLICABLE TO COMPETITIVE LOCAL EXCHANGE CARRIERS AND INTEREXCHANGE CARRIERS

1. Applicant shall file, in this docket, a written acceptance of the certificate granted in this proceeding within 30 days of the effective date of this order.
2. Applicant is subject to the following fees and surcharges that must be regularly remitted. Per the instructions in Appendix E to Decision (D.) 00-10-028, the Combined California PUC Telephone Surcharge Transmittal Form must be submitted even if the amount due is \$0.
 - a. The current 1.15% surcharge applicable to all intrastate services except for those excluded by D.94-09-065, as modified by D.95-02-050, to fund the Universal Lifeline Telephone Service Trust Administrative Committee Fund (Pub. Util. Code § 879; Resolution T-17071, dated March 1, 2007, effective April 1, 2007);
 - b. The current 0.20% surcharge applicable to all intrastate services except for those excluded by D.94-09-065, as modified by D.95-02-050, to fund the California Relay Service and Communications Devices Fund (Pub. Util. Code § 2881; D.98-12-073 and Resolution T-17127, dated December 20, 2007, effective January 1, 2008);
 - c. The user fee provided in Pub. Util. Code §§ 431-435, which is 0.18% of gross intrastate revenue (Resolution M-4819), dated June 7, 2007, effective July 1, 2007;
 - d. The current 0.13% surcharge applicable to all intrastate services except for those excluded by D.94-09-065, as modified by D.95-02-050, to fund the California High Cost Fund-A (Pub. Util. Code § 739.3; D.96-10-066, pp. 3-4, App. B, Rule 1.C; Resolution T-17128, dated December 20, 2007, effective January 1, 2008);
 - e. The current 0.45% surcharge applicable to all intrastate services except for those excluded by D.94-09-065, as

modified by D.95-02-050, to fund the California High Cost Fund-B (D.96-10-066, p. 191, App. B, Rule 6.F; D.07-12-054); Resolution T-17215, dated October 15, 2009, effective December 1, 2009;

- f. The current 0.00% surcharge applicable to all intrastate services except for those excluded by D.94-09-065, as modified by D.95-02-050, to fund the California Advances Services Fund (D.07-12-054); and
- g. The current 0.079% surcharge applicable to all intrastate services except for those excluded by D.94-09-065, as modified by D.95-02-050, to fund the California Teleconnect Fund (D.96-10-066, p. 88, App. B, Rule 8.G; Resolution T-17142, dated April 24, 2008, effective June 1, 2008).

Note: These fees change periodically. In compliance with Resolution T-16901, December 2, 2004, Applicant should check the joint tariff for surcharges and fees filed by Pacific Bell Telephone Company (dba AT&T California) and apply the current surcharge and fee amounts in that joint tariff on end-user charges until further revised.

3. Applicant is a competitive local exchange carrier (CLEC). The effectiveness of its future tariffs is subject to the requirements of General Order (GO) 96-B and the Telecommunications Industry Rules (D.07-09-019).

4. Applicant is a nondominant interexchange carrier (NDIEC). The effectiveness of its future NDIEC tariffs is subject to the requirements of GO 96-B and the Telecommunications Industry Rules (D.07-09-019).

5. Tariff filings shall reflect all fees and surcharges to which Applicant is subject, as reflected in 2 above.

6. Applicant shall file a service area map as part of its initial tariff.

7. Prior to initiating service, Applicant shall provide the Commission's Consumer Affairs Branch with the name and address of its designated contact

person(s) for purposes of resolving consumer complaints. This information shall be updated if the name or telephone number changes, or at least annually.

8. Applicant shall notify the Director of the Communications Division in writing of the date that local exchange service is first rendered to the public, no later than five days after service first begins.

9. Applicant shall notify the Director of the Communications Division in writing of the date interLATA service is first rendered to the public within five days after service begins, and again within five days after intraLATA service begins.¹

10. Applicant shall keep its books and records in accordance with the Generally Accepted Accounting Principles.

11. In the event Applicant's books and records are required for inspection by the Commission or its staff, it shall either produce such records at the Commission's offices or reimburse the Commission for the reasonable costs incurred in having Commission staff travel to its office.

12. Applicant shall file an annual report with the Director of the Communications Division, in compliance with GO 104-A, on a calendar-year basis with the information contained in Attachment C to this decision.

13. Applicant shall file an affiliate transaction report with the Director of the Communications Division, in compliance with D.93-02-019, on a calendar-year basis using the form contained in Attachment D.

¹ California is divided into ten Local Access and Transport Areas (LATAs), each containing numerous local telephone exchanges. InterLATA describes services, revenues and functions relating to telecommunications originating within one LATA and terminating in another LATA. IntraLATA describes services, revenues and functions relating to telecommunications originating within a single LATA.

14. Applicant shall ensure that its employees comply with the provisions of Pub. Util. Code § 2889.5 regarding solicitation of customers.

15. Within 60 days of the effective date of this order, Applicant shall comply with Pub. Util. Code § 708, Employee Identification Cards, and notify the Director of the Communications Division in writing of its compliance.

16. If Applicant is 90 days or more late in filing an annual report, or in remitting the surcharges and fee listed in 2 above, the Communications Division shall prepare for Commission consideration a resolution that revokes Applicant's CPCN unless it has received written permission from the Communications Division to file or remit late.

17. Applicant is exempt from Rule 3.1(b) of the Commission Rules of Practice and Procedure.

18. Applicant is exempt from Pub. Util. Code §§ 816-830.

19. Applicant is exempt from the requirements of Pub. Util. Code § 851 for the transfer or encumbrance of property whenever such transfer or encumbrance serves to secure debt.

20. If Applicant decides to discontinue service or file for bankruptcy, it shall immediately notify the Communications Division's Bankruptcy Coordinator.

21. Applicant shall send a copy of this decision to concerned local permitting agencies not later than 30 days from the date of this order.

(END OF ATTACHMENT B)

**ATTACHMENT C
ANNUAL REPORT**

An original and a machine readable, copy using Microsoft Word or compatible format shall be filed with the California Public Utilities Commission, State Office Building, 505 Van Ness Avenue, Room 3107, San Francisco, CA 94102-3298, no later than March 31st of the year following the calendar year for which the annual report is submitted.

Failure to file this information on time may result in a penalty as provided for in §§ 2107 and 2108 of the Public Utilities Code.

Required information:

1. Exact legal name and U # of the reporting utility.
2. Address.
3. Name, title, address, and telephone number of the person to be contacted concerning the reported information.
4. Name and title of the officer having custody of the general books of account and the address of the office where such books are kept.
5. Type of organization (*e.g.*, corporation, partnership, sole proprietorship, etc.).
If incorporated, specify:
 - a. Date of filing articles of incorporation with the Secretary of State.
 - b. State in which incorporated.
6. Number and date of the Commission decision granting the Certificate of Public Convenience and Necessity.
7. Date operations were begun.
8. Description of other business activities in which the utility is engaged.
9. List of all affiliated companies and their relationship to the utility. State if affiliate is a:
 - a. Regulated public utility.
 - b. Publicly held corporation.
10. Balance sheet as of December 31st of the year for which information is submitted.
11. Income statement for California operations for the calendar year for which information is submitted.
12. Cash Flow Statement as of December 31st of the Calendar Year for which information is submitted, for California operations only.

For answers to any questions concerning this report, call (415) 703-2883.

(END OF ATTACHMENT C)

**ATTACHMENT D
CALENDAR YEAR AFFILIATE TRANSACTION REPORT**

1. Each utility shall list and provide the following information for each affiliated entity and regulated subsidiary that the utility had during the period covered by the annual Affiliate Transaction Report.

- Form of organization (*e.g.*, corporation, partnership, joint venture, strategic alliance, etc.);
- Brief description of business activities engaged in;
- Relationship to the utility (*e.g.*, controlling corporation, subsidiary, regulated subsidiary, affiliate);
- Ownership of the utility (including type and percent ownership);
- Voting rights held by the utility and percent; and
- Corporate officers.

2. The utility shall prepare and submit a corporate organization chart showing any and all corporate relationships between the utility and its affiliated entities and regulated subsidiaries in #1 above. The chart should have the controlling corporation (if any) at the top of the chart, the utility and any subsidiaries and/or affiliates of the controlling corporation in the middle levels of the chart, and all secondary subsidiaries and affiliates (*e.g.*, a subsidiary that in turn is owned by another subsidiary and/or affiliate) in the lower levels. Any regulated subsidiary should be clearly noted.

3. For a utility that has individuals who are classified as “controlling corporations” of the competitive utility, the utility must only report under the requirements of #1 and #2 above any affiliated entity that either (a) is a public utility or (b) transacts any business with the utility filing the annual report excluding the provision of tariff services.

4. Each annual report must be signed by a corporate officer of the utility stating under penalty of perjury under the laws of the State of California (CCP 2015.5) that the annual report is complete and accurate with no material omissions.

5. Any required material that a utility is unable to provide must be reasonably described and the reasons the data cannot be obtained, as well as the efforts expended to obtain the information, must be set forth in the utility's annual Affiliate Transaction Report and verified in accordance with Section I-F of Decision 93-02-019.

6. Utilities that do not have affiliated entities must file, in lieu of the annual transaction report, an annual statement to the Commission stating that the utility had no affiliated entities during the report period. This statement must be signed by a corporate officer of the utility, stating under penalty of perjury under the laws of the State of California (CCP 2015.5) that the annual report is complete and accurate with no material omissions.

(END OF ATTACHMENT D)