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California Public Utilities Commission

RE: Formal Appeal of Supplier Clearinghouse WBE Certification Denial – Winchester Civil

Dear Commissioners:

I am submitting this formal appeal on behalf of Winchester Civil regarding the Supplier Clearinghouse's decision to uphold the denial of our Women Business Enterprise (WBE) certification. The final determination was based specifically on the ownership percentages reflected in our original stock certificates and corporate organizational records.

I respectfully request that the California Public Utilities Commission reconsider this determination in light of newly obtained evidence confirming that the original corporate documents contained an administrative error made by the third-party organization responsible for their preparation.

When Winchester Civil was established, I expressly instructed the organization preparing our corporate documents that ownership was to be allocated 51% to me and 49% to my husband. Unfortunately, the organization incorrectly prepared the stock certificates reflecting 501 shares issued to me and 499 shares issued to my husband, rather than the intended 510 shares and 490 shares. This same error was carried into the original organizational meeting minutes.

Upon discovering this discrepancy during the certification process, I contacted the organization responsible for preparing the documents. The organization acknowledged its error, corrected the stock certificates and organizational meeting minutes, and provided an updated corporate binder.

Most importantly, the organization has provided a written acknowledgment confirming that the originally intended ownership structure was 51% to me and 49% to my husband.

This acknowledgment is significant because it comes directly from the independent third party responsible for preparing the original documents. It establishes that the discrepancy was not the result of an ownership arrangement I intentionally established, but rather an error in the documentation prepared on my behalf.

Additionally, Winchester Civil's Schedule K-1 reflected my ownership as 51%, consistent with my original instructions and the corrected corporate records.

The corrected documents do not represent a newly negotiated ownership arrangement or an attempt to restructure Winchester Civil following the denial. They were prepared to correct an error and accurately reflect the ownership structure I intended when establishing the corporation.

I understand that WBE certification requires a qualifying ownership interest and that the Commission must evaluate the legal ownership of the applicant business. However, I respectfully submit that the original stock certificates should not be considered in isolation when the organization responsible for their preparation has acknowledged the error in writing and provided corrected documentation.

The Supplier Clearinghouse's final determination focused specifically on the ownership percentage reflected in the original corporate records. I respectfully request that the Commission evaluate the newly submitted evidence addressing that precise issue.

From the beginning, Winchester Civil was my vision and initiative. I took the steps necessary to establish the company, coordinate its formation, pursue the required licensing and registrations, and develop the business. My intention was always to establish a corporation in which I held 51% ownership.

I respectfully request that the CPUC reverse the Supplier Clearinghouse's denial and approve Winchester Civil's WBE certification, in light of the newly obtained evidence confirming the original intended ownership structure.

Thank you for your time and consideration. I appreciate the opportunity to clarify this discrepancy and provide documentation supporting my appeal.

Sincerely,

Nicole Ryan
CEO
Winchester Civil

Supporting Exhibits

- **Exhibit A:** Signed letter from the corporate document preparer acknowledging the error and confirming the originally intended 51%/49% ownership structure.
- **Exhibit B:** Supplier Clearinghouse's original denial and final appeal determination.