

Decision 16-06-019 June 9, 2016

BEFORE THE PUBLIC UTILITIES COMMISSION OF THE STATE OF CALIFORNIA

In the Matter of the Application of thinQ, Inc., dba thinQ Communications, Inc., for a Certificate of Public Convenience and Necessity to Provide Resold and Limited Facilities-Based Competitive Local Exchange, Switched Access, and Interexchange Telecommunications Services within California.

Application 16-02-004
(Filed February 1, 2016)

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

Summary

Pursuant to Public Utilities Code Section 1001, we grant thinQ, Inc., dba thinQ Communications, Inc. a Certificate of Public Convenience and Necessity to provide resold and limited facilities-based competitive local exchange, switched access, and interexchange telecommunications services in California subject to the terms and conditions set forth in the Ordering Paragraphs.

1. Background

On February 1, 2016, thinQ, Inc., dba thinQ Communications, Inc. (thinQ), a North Carolina corporation authorized to do business in California, filed an application for a Certificate of Public Convenience and Necessity (CPCN) to provide resold and limited facilities-based competitive local exchange throughout the service territories of Pacific Bell Telephone Company d/b/a

AT&T California (AT&T), Frontier California Inc. (Frontier California), Citizens Telecommunications Company of California, Inc. d/b/a Frontier Communications of California (Frontier Communications), and Consolidated Communications of California Company (Consolidated, formerly SureWest Telephone), switched exchange access, and interLATA and intraLATA interexchange telecommunications services within the State of California. thinQ proposes to provide services including dial tone, custom calling features, and toll services for residential and business customers. Services will be provided with a combination of TDM and VoIP technologies. thinQ intends to use its own switching facilities and to obtain transport from other providers and intends to offer switched exchange access telecommunications services to interconnecting carriers. thinQ will also coordinate with incumbent local exchange carriers to provide 911 services and directory publishing and distribution to local customers.

thinQ's principal place of business is located at:

5420 Wade Park Blvd., Suite 100
Raleigh, NC 27607

2. Jurisdiction

Public Utilities Code (Pub. Util. Code) § 216(a) defines the term "Public utility" to include a "telephone corporation," which in turn is defined in Pub. Util. Code § 234(a) as, "every corporation or person owning, controlling, operating, or managing any telephone line for compensation within this state."

thinQ proposes to provide competitive local exchange, switched exchange access, and interexchange services to business and residential customers via a combination of TDM and VoIP technologies. thinQ acknowledges by its

application it is a telephone corporation and a public utility subject to our jurisdiction.

3. California Environmental Quality Act

The California Environmental Quality Act (CEQA)¹ requires the Commission to 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 thinQ states that it does not intend to construct any facilities, other than 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, thinQ must file for additional authority, and submit to any necessary CEQA review.

We have previously determined that the public convenience and Necessity requires that competition be allowed in the provision of competitive local exchange service (LEC), Rulemaking (R.) 95-04-043/Investigation (I.) 95-04-044. Granting this application will benefit the public interest by expanding the availability of technologically advanced telecommunications services within the state.

¹ Public Resources Code § 21000 *et seq.*

4. Financial Qualifications

To be granted a CPCN, an applicant for authority to provide limited facilities-based competitive local exchange (CLEC) and interexchange services must demonstrate that it has a minimum of \$100,000 cash or cash equivalent to meet the firm's start-up expenses.² An applicant must also demonstrate that it has sufficient additional resources to cover all deposits required by CLECs and/or interexchange carriers (IECs) in order to provide the proposed service.³ In the application and supplemental response, thinQ provided documentation that \$100,000 would be available to thinQ for one year following certification and that it is anticipated deposits to underlying carriers will not be required. Since thinQ has provided documentation that it possesses a minimum of \$100,000 that is reasonably liquid and available and additional deposits are not anticipated, it has demonstrated that it has sufficient funds to meet its start-up expenses and has fulfilled this requirement.

5. 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.⁴ thinQ supplied biographical information on its management in Exhibit E to its

² The financial requirement for Competitive Local Exchange Carriers (CLEC) is contained in Decision (D.) 95-12-056, Appendix C. The financial requirement for Non-Dominant Interexchange Carriers (NDIEC) is contained in D.91-10-041.

³ The requirement for Competitive Local Carrier (CLC) applicants to demonstrate that they have additional financial resources to meet any deposits required by underlying Local Exchange Carriers (LEC) and/or IECs is set forth in D.95-12-056, Appendix C. For NDIECs, the requirement is found in D.93-05-010.

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

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

In its supplemental response, thinQ verified that no one associated with or employed by thinQ as an affiliate, officer, director, partner, or owner of more than ten percent of thinQ was previously associated with a telecommunications carrier that filed for bankruptcy, was sanctioned by the Federal Communications Commission or any state regulatory agency for failure to comply with any regulatory statute, rule, or order, 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 thinQ is in compliance with the requirements of D.95-12-056.

6. Tariffs

Commission staff reviewed thinQ'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, thinQ shall correct these deficiencies as a condition of our approval of its application.

7. Expected Customer Base

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

8. Treatment as a Non-dominant Carrier

Treatment as a non-dominant interexchange carrier includes 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 non-dominant carriers in D.85-01-008, and subsequently modified in D.85-07-081 and D.85-11-044. We grant thinQ non-dominant interexchange carrier status, provided that they follow all rules detailed in the above referenced decisions.⁵

9. Safety Considerations

With the adoption of the Safety Policy Statement of the California Public Utilities Commission (the Commission) on July 10, 2014, the Commission has, among other things, heightened its focus on the potential safety implications of every proceeding. We have considered the potential safety implications here. We feel satisfied that thinQ will meet the Commission's minimum safety goals and expectations of a limited facilities-based IEC because: (1) thinQ has taken steps to meet the financial requirements as set forth in this decision for a limited facilities-based IEC, and (2) thinQ is a public utility that is required pursuant to Pub. Util. Code § 451 to "... furnish and maintain such adequate, efficient, just and reasonable service, instrumentalities, equipment, and facilities, including telephone facilities ... as are necessary to promote the safety, health, comfort, and convenience of its patrons, employees, and the public."

⁵ While the Commission has granted exemption from §§ 816 – 830 to others, exemption from §§ 851 – 854 has not been granted previously and is not granted here.

10. Conclusion

We conclude that the application conforms to our rules for certification as an CLEC and IEC. Accordingly, we grant thinQ a CPCN to provide limited facilities-based local exchange, switched access, and interexchange telecommunications services in California subject to compliance with the terms and conditions set forth in the Ordering Paragraphs.

The CPCN granted by this decision provides benefits to thinQ and corresponding obligations. thinQ receives authority to operate in the prescribed service territory; it can request interconnection with other telecommunications carriers in accordance with Section 251 of the Federal Communications Act (47 U.S.C. 251); and it receives access to public rights-of-way in California as set forth in D.98-10-058, subject to the CEQA requirements set forth in this decision. In return, thinQ is obligated to comply with all applicable Public Utilities Codes and Commission Rules, General Orders (GO), and decisions applicable to telecommunications carriers providing approved services. The applicable Codes, Rules, etc. include, but are not limited to, consumer protection rules, tariffing, and reporting requirements. Moreover, thinQ is obligated to pay all Commission-prescribed user fees and public purpose program surcharges as set forth in the Appendix B of this decision, to comply with CEQA, and to adhere to Pub. Util. Code § 451 which states that every public utility "...shall furnish and maintain such adequate, efficient, just, and reasonable service, instrumentalities, equipment, and facilities, including telephone facilities, as defined in Section 54.1 of the Civil Code, as are necessary to promote the safety, health, comfort, and convenience of its patrons, employees, and the public."

11. Request to File Under Seal

Pursuant to Rule 11.4 of the Commission's Rules of Practice and Procedure, thinQ has filed a motion for leave to file Exhibit D to the application and additional financial statements in its supplemental filing, stating financial information, as confidential materials under seal. thinQ represents that the information is sensitive, and disclosure could place thinQ at an unfair business disadvantage. We have granted similar requests in the past and do so here.

12. Categorization and Need for Hearing

In Resolution ALJ 176-3372, dated February 11, 2016, 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.

13. Comments on Proposed Decision

This is an uncontested matter in which the decision grants the relief requested. Accordingly, pursuant to Section 311(g)(2) of the Public Utilities Code and Rule 14.6(c)(2), the otherwise applicable 30-day period for public review and comment is waived.

14. Assignment of Proceeding

Liane M. Randolph is the assigned Commissioner and Eric Wildgrube is the assigned Administrative Law Judge in this proceeding.

Findings of Fact

1. Notice of the application appeared on the Daily Calendar on February 11, 2016. No protests have been filed. A hearing is not required.

2. thinQ is a telephone corporation and a public utility as defined in Pub. Util. Code Sections 234(a) and 216(a).

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

4. thinQ does not anticipate it will be required to pay further deposits to other telecommunications carriers in order to provide the proposed service.

5. thinQ management possesses sufficient experience, knowledge, and technical expertise to provide local exchange and interexchange services to the public.

6. No one associated with or employed by thinQ as an affiliate, officer, director, partner, or owner of more than ten percent of thinQ was: previously associated with a telecommunications carrier that filed for bankruptcy; was sanctioned by the Federal Communications Commission or any state regulatory agency for failure to comply with any regulatory statute, rule, or order; or was previously associated with any telecommunication 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.

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

8. thinQ provided an estimate of its customer base for the first and fifth year of operation.

9. Pursuant to Rule 11.4, thinQ filed motions for leave to file confidential materials under seal, including Exhibit D to the application and additional financial statements in its supplemental filing.

Conclusions of Law

1. thinQ should be granted a CPCN to provide resold and limited facilities-based local exchange telecommunications service in the service territories of AT&T, Frontier California, Frontier Communications, and Consolidated and interexchange telecommunications services in California, subject to the terms and conditions set forth in the Ordering Paragraphs.
2. thinQ should be subject to the applicable Commission rules, decisions, GOs, and statutes that pertain to California public utilities, once granted a CPCN.
3. thinQ's initial tariff filing should correct the tariff deficiencies shown in Attachment A to this decision.
4. The motion to file under seal Exhibit D to the application and additional financial statements in its supplemental filing, should be granted for three years.
5. thinQ should be granted non-dominant 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.

O R D E R

IT IS ORDERED that:

1. A Certificate of Public Convenience and Necessity is granted to thinQ, Inc. to provide resold and limited facilities-based local exchange telecommunications services in the territories of Pacific Bell Telephone Company d/b/a AT&T California, Frontier California Inc., Citizens Telecommunications Company of California, Inc. d/b/a/ Frontier Communications of California, and Consolidated Communications of California Company, and interexchange

telecommunications services in California, subject to the terms and conditions set forth below.

2. The corporate identification number assigned to thinQ, Inc., U7300C, must be included in the caption of all original filings with this Commission, and in the titles of other pleadings filed in existing cases.

3. thinQ, Inc. must obtain a performance bond of at least \$25,000 in accordance with Decision 13-05-035. The performance bond must be a continuous bond (i.e., there is no termination date on the bond) issued by a corporate surety company authorized to transact surety business in California, and the Commission must be listed as the obligee on the bond. Within five days of acceptance of its Certificate of Public Convenience and Necessity authority, thinQ, Inc. must submit a Tier 1 advice letter to the Director of Communications, containing a copy of the license holder's executed bond, and submit a Tier 1 advice letter annually, but not later than March 31, with a copy of the executed bond.

4. thinQ, Inc. must not allow its performance bond to lapse during any period of its operation. Pursuant to Decision 13-05-035, the Commission may revoke a Certificate of Public Convenience and Necessity if a carrier is more than 120 days late in providing the Director of the Communications Division a copy of its executed performance bond, and the carrier has not been granted an extension of time by the Communications Division.

5. thinQ, Inc. may 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 Exhibit A.

6. In addition to all the requirements applicable to interexchange carriers included in Attachments B, C, and D to this decision, thinQ, Inc. is subject to the Consumer Protection Rules contained in General Order 168, and all applicable Commission rules, decisions, General Orders, and statutes that pertain to California public utilities.

7. thinQ, 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.

8. The certificate granted by this order will expire if not exercised within 12 months of this order.

9. thinQ, Inc. must pay the public purpose surcharges specified in Attachment B. Per the instructions in Exhibit E to Decision 00-10-028, the Combined California Public Utilities Commission Telephone Surcharge Transmittal Form must be submitted even if the amount due is \$0.

10. thinQ, Inc. must pay the user fee specified in Attachment B. thinQ, Inc. must pay a minimum user fee of \$100 or 0.23% of gross intrastate revenue, whichever is greater. Under Public Utilities 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.

11. Prior to initiating service, thinQ, 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.

12. Prior to initiating service, thinQ, Inc. must provide the Commission's Communications Division with the name and address of its designated regulatory/official contact persons(s). This information must be updated if the

name or telephone number changes, or at least annually. This information must be provided electronically, using the "Regulatory/Official Contact Information Update Request" found at: <http://www.cpuc.ca.gov/communications/>.

13. thinQ, 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.

14. thinQ, 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.

15. thinQ, Inc.'s motion to file under seal its Exhibit D to the application and additional financial statements in its supplemental filing is granted for a period of three years after the date of this order. During this three-year period, this information shall not be publicly disclosed except on further Commission order or Administrative Law Judge ruling. If thinQ, Inc. believes that it is necessary for this information to remain under seal for longer than three years, thinQ, Inc. may file a new motion showing good cause for extending this order by no later than 30 days before the expiration of this order.

16. Application 16-02-004 is closed.

This order is effective today.

Dated June 9, 2016, at San Francisco, California.

MICHAEL PICKER

President

MICHEL PETER FLORIO

CATHERINE J.K. SANDOVAL

CARLA J. PETERMAN

LIANE M. RANDOLPH

Commissioners

ATTACHMENT A

List of deficiencies in tariff filed by thinQ, Inc dba thinQ Communications, Inc. (U-7300-C) in A.16-02-004 to be corrected in its tariff compliance filing.

1. General Order 96-B, Section 8.4.1 requires that CPUC assigned utility ID (U7300C) should be included on each sheet in the upper left header under the Company name and address.
2. General Order. 96-B Sections 8.1 and 8.3 require that all tariffs must be available for inspection at an office in California or posted on the Carrier's website. Revise the language to say that the tariff will be available for inspection at the Carrier's office in California and/or on the Carrier's website.
3. General Order 96-B, Section 8.5.3 requires that the Preliminary Statement and Explanation of Symbols include the following: (P) To Signify material subject to change under a pending application or advice letter. Revise the Preliminary Statement and Explanation of Symbols to also include item (P).
4. General Order 96-B, Section 8.5.6 requires that the tariff list contracts and other deviations. Revise the tariff to include this. If there are no contracts and/or other deviations, indicate so.
5. General Order 96-B Section 8.5.7 requires that the tariff rules include procedures for credit establishment and re-establishment. Update tariff to include these procedures.
6. General Order 96-B Section 8.5.7 requires that the tariff rules include information on services and promotional offerings. Update tariff to include language regarding how to get information on services and promotional offerings.
7. General Order 96-B Section 8.5.8 requires that the tariff rules include sample forms. Please update the tariff to also include a sample bill.
8. D.95-07-054 Appendix B Rule 1 requires that the CLC provide each applicant for service certain information including the CLC's Utility Number, the CPUC's contact information, consumer protection

regulations, billing department contact information, a list of all fictitious names, names of all billing agents, and rate information. Update tariff to include all items listed in D.95-07-054 Appendix B Rule 1.

9. D.95-07-054 Appendix B Rule 2 requires that the tariff rules include information regarding service initiation. Update tariff to include the following language: ""The CLC may refuse service if credit is not established satisfactory to the CLC and may deny or disconnect service if a deposit is not paid as required.""
10. D.95-07-054 Appendix B Rule 7 requires that the tariff rules contain provisions regarding pro rating of bills. Update tariff to include language regarding pro rating bills.
11. D.95-07-054 Appendix B Rule 13 requires that the tariff rules contain information regarding the CLC's liability. Update tariff to include language regarding the liability of the CLC consistent with the language in D.95-07-054 Appendix B Rule 13.
12. G.O. 153 Section 3.3, D.95-07-054 Appendix A Section E.7, and PU Code Sect 876 require that the tariff rules contain information regarding Lifeline Services. Update tariff to comply with the requirements in G.O. 153 Section 3.3, D.95-07-054 Appendix A Section E.7, and PU Code Sect 876.
13. Resolution T-16901 requires that the tariff rules contain language regarding surcharges and user fees. Update tariff language to list all surcharges and user fees.

In its application, thinQ Inc. states that it will offer to interconnecting carriers. However, this service offering was not included in the tariff. Update tariff to include this service offering and comply with Decisions (D.) 07-12-020 and D.12-06-024.

ATTACHMENT B

REQUIREMENTS APPLICABLE TO COMPETITIVE LOCAL EXCHANGE CARRIERS AND INTEREXCHANGE CARRIERS

1. Applicant must file, in this docket with reference to this decision number,¹ a written acceptance of the certificate granted in this proceeding within 30 days of the effective date of this order.

2. The certificate granted and the authority to render service under the rates, charges and rules authorized will expire if not exercised within 12 months of the date of this order.

3. Applicant is subject to the following fees and surcharges that must be regularly remitted. Per the instructions in Exhibit 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 Universal Lifeline Telephone Service Trust Administrative Committee Fund (Pub. Util. Code § 879);
- b. The California Relay Service and Communications Devices Fund (Pub. Util. Code § 2881; D.98-12-073);
- c. The California High Cost Fund-A (Pub. Util. Code § 739.3; D.96-10-066, at 3-4, App. B, Rule 1.C);
- d. The California High Cost Fund-B (D.96-10-066, at 191, App. B, Rule 6.F.; D.07-12-054);
- e. The California Advanced Services Fund (D.07-12-054);
- f. The California Teleconnect Fund (D.96-10-066, at 88, App. B, Rule 8.G).

¹ Written acceptance filed in this docket does not reopen the proceeding.

- g. The User Fee provided in Pub. Util. Code §§ 431-435. The minimum annual User Fee is \$100, as set forth in D.13-05-035.

Note: These fees change periodically. In compliance with Resolution T-16901, December 2, 2004, Applicant must 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 bills until further revised. Current and historical surcharge rates can be found at <http://www.cpuc.ca.gov/General.aspx?id=1124>.

- Carriers must report and remit CPUC telephone program surcharges online using the CPUC Telecommunications and User Fees Filing System (TUFFS). Information and instructions for online reporting and payment of surcharges are available at <http://www.cpuc.ca.gov/General.aspx?id=1010>. To request a user ID and password for TUFFS online filing and for questions, please e-mail Telco_surcharges@cpuc.ca.gov.
- Carriers must file and pay the PUC User Fee (see above item 2g) upon receiving the User Fee statement sent by the Commission. Instructions for reporting filing are available at <http://www.cpuc.ca.gov/General.aspx?id=1009>. Please call (415) 703-2470 for questions regarding User Fee reporting and payment.

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

5. Applicant is a non-dominant interexchange carrier (NDIEC). The effectiveness of its future NDIEC tariffs is subject to the requirement of General Order 96-B and the Telecommunications Industry Rules (D.07-09-019).

6. Tariff filings must reflect all fees and surcharges to which Applicant is subject, as reflected in #3 above.

7. Applicant must file a service area map as part of its initial tariff.

8. Applicant must obtain a performance bond of at least \$25,000 in accordance with Decision 13-05-035. The performance bond must be a continuous bond (i.e., there is no termination date on the bond) issued by a corporate surety company authorized to transact surety business in California, and the Commission must be listed as the obligee on the bond. Within five days of acceptance of its certificate of public convenience and necessity authority, Applicant must submit a Tier-1 advice letter to the Director of Communications, containing a copy of the license holder's executed bond, and submit a Tier-1 advice letter annually, but not later than March 31, with a copy of the executed bond.

9. Applicant must not allow its performance bond to lapse during any period of its operation. Pursuant to Decision 13-05-035, the Commission may revoke a certificate of public convenience and necessity if a carrier is more than 120 days late in providing the Director of the Communications Division a copy of its executed performance bond and the carrier has not been granted an extension of time by the Communications Division.

10. Prior to initiating service, Applicant 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. In addition, Applicant must provide the Commission's Communications Division with the name and address of its designated regulatory/official contact persons(s). This information must be provided electronically, using the "Regulatory/Official Contact Information Update Request" found at

<http://www.cpuc.ca.gov/communications/>. This information must be updated if the name or telephone number changes, or at least annually.

11. Applicant 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.

12. Applicant must keep its books and records in accordance with the Generally Accepted Accounting Principles.

13. In the event Applicant's books and records are required for inspection by the Commission or its staff, it must 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.

14. Applicant must 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.

15. Applicant must 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.

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

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

18. If Applicant is 90 days or more late in filing an annual report, or in remitting the surcharges and fee listed in #3 above, and has not received written permission from the Communications Division to file or remit late, the

Communications Division must prepare for Commission consideration a resolution that revokes Applicant's CPCN.

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

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

21. 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.

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

23. Applicant must send a copy of this decision to concerned local permitting agencies no 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 must 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 Pub. Util. Code §§ 2107 and 2108.

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

An original and a machine readable, copy using Microsoft Word and Excel, or compatible format must 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 May 1st of the year following the calendar year for which the annual report is submitted.

1. Each Utility must 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); and
- Voting rights held by the Utility and percent; and
- Corporate officers.

2. The Utility must 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 must 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 must 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)