## BEFORE THE PUBLIC SERVICE COMMISSION OF UTAH

In the Matter of the Request ) Docket Nos. to Amend the Certificate of ) 16-2431-01 and Public Convenience and ) 16-2452-01 Necessity of Matrix Telecom, ) Inc.; the Petition for Leave ) to Transfer Customers of ) HEARING TNCI Operating Company, LLC, to Matrix Telecom, LLC; and ) the Petition to Cancel the Certificate of Public Convenience and Necessity of TNCI Operating Company, LLC.

> April 25, 2016 2:00 p.m.

Location: Public Service Commission 160 East 300 South, 4th Floor Salt Lake City, UT 84111 (801) 530-6769 Job No: 303263

Reporter: Teri Hansen Cronenwett Certified Realtime Reporter, Registered Merit Reporter

## APPEARANCES

For the Applicants: Thomas Forte

Technologies Management, Inc. 2600 Maitland Center Parkway Maitland, Florida 32751

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(407) 740-8575 tforte@tminc.com

For the Division: Justin C. Jetter

WITNESS

Assistant Attorney General Counsel for the Division of

Public Utilities

160 E. 300 S., 5th Floor

P.O. Box 140857

Salt Lake City, UT 84114-0857

(801) 366-0335 jjetter@utah.gov

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1	March 17, 2016 2:00 p.m.
2	PROCEEDINGS
3	JUDGE JOHNSON: Mr. Forte, are you ready to
4	begin?
5	MR. FORTE: Yes.
6	JUDGE JONSSON: Okay. Very good. For the
7	record, today is Monday, April 25th, 2016. It is 2:00
8	o'clock in the afternoon. This is the date and time set
9	for the hearing in Docket Nos. 16-2431-01 and
10	16-2452-01.
11	This docket brings forward three different
12	requests. The first request is to amend the certificate
13	of public convenience and necessity of Matrix Telecom,
14	Inc. The certificate was issued to the entity as a
15	corporation, and it has restructured now and is
16	operating as a limited liability company.
17	Second, there is a petition for leave to
18	transfer the customers of TNCI Operating Company, LLC,
19	to Matrix Telecom, LLC. And finally, there's a petition
20	to cancel the certificate of public convenience and
21	necessity of TNCI Operating Company, LLC.
22	Let's go ahead and get appearances on the
23	record. For the division.
24	MR. JETTER: Thank you, your Honor. For the
25	division, I am Justin Jetter, and I represent the Utah

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  1 Division of Public Utilities. With me at counsel table
- 2 is Bill Duncan, manager of the water and
- 3 telecommunications section within the Division of Public
- 4 Utilities.
- JUDGE JONSSON: Thank you. And Mr. Forte, are
- 6 you representing both Matrix and TNCI?
- 7 MR. FORTE: Yes, I am. I'm a consultant to
- 8 both companies.
- 9 JUDGE JONSSON: A consultant to both
- 10 companies. All right.
- 11 COURT REPORTER: Sir, could you speak up a
- 12 little bit?
- MR. FORTE: Yes. Can we go off the record? I
- 14 have an air conditioning duct above my head, and it may
- 15 sound like I am not talking loud. That's why. I was
- 16 going to go on speaker, but I can't. But I will try
- 17 harder.
- JUDGE JONSSON: Okay. And I'm going to push a
- 19 microphone right sort of down onto the telephone, and
- 20 then maybe that will help as well.
- 21 All right. The division has filed a
- 22 memorandum in this docket recommending approval. So
- 23 let's go ahead and go to the division. Do you have a
- 24 witness today?
- MR. JETTER: Yes. Division would like to call

Page 5 and have sworn in Mr. William Duncan. 1 2 WILLIAM DUNCAN, 3 called as a witness at the instance of the Division. having been first duly sworn, was examined and testified 4 5 as follows: 6 DIRECT EXAMINATION BY MR. JETTER: 8 Q. Mr. Duncan, would you please state your name 9 and occupation for the record? 10 Α. Yes. My name is William Duncan. I'm manager of the telecommunications and water section at the 11 12 Division of Public Utilities. Thank you. And in the course of your 13 ο. employment with the Division of Public Utilities, have 14 15 you had the opportunity to review the application filed by the joint applicants in this docket? 16 17 Α. Yes. And are you familiar with a filing titled 18 0. memorandum filed by the Division of Public Utilities 19 20 dated April 13th, 2016? 2.1 Α. Yes. 22 Is everything that is contained in that 23 memorandum still correct today? Yes, it is. 24 Α. 25 Is there anything you would like to change or Q.

Page 6 1 amend? 2 Α. No. And would you adopt that as your testimony 3 0. 4 today? 5 Α. Yes. And finally, just to make the record clear, is 6 0. it accurate that the division recommends acknowledgement 8 of the name change of Matrix Telecom, LLC? 9 Α. Yes. 10 Q. Allow the transfer of control? 11 Yes. Α. 12 And approval of the cancellation of the CPCN Q. for TNCI Operating Company? 13 14 Α. Yes. 15 And finally, are you aware of any opposition 0. 16 to this transaction or approval of any of the three 17 requested items? Α. 18 No. 19 0. Do you believe that approval would be just, 20 reasonable and in the public interest? 21 Α. Yes. 2.2 MR. JETTER: I have no further questions for 23 Mr. Duncan? 24 JUDGE JONSSON: Mr. Forte, do you have any 25 questions for the division?

Page 7 1 MR. FORTE: No, I do not. 2 JUDGE JONSSON: And Mr. Forte, will you be 3 testifying today, or do you have a witness that you are going to call? 4 5 MR. FORTE: I will be testifying on behalf of 6 the company. JUDGE JONSSON: And do you swear to tell the 8 truth? 9 MR. FORTE: Yes, I do. 10 THOMAS FORTE, called as a witness at the instance of the Matrix and 11 12 TNCI, having been first duly sworn, was examined and testified as follows: 13 14 JUDGE JONSSON: All right. Go ahead and put 15 on the record whatever it is you would like the commission to consider. 16 17 MR. FORTE: Yes. Matrix Telecom has made a nationwide conversion from an incorporated company to an 18 LLC. As part of that conversion and subsequent to that 19 20 conversion, they are also transferring the customers of assisted company, TNCI Operating Company, LLC, into 21 22 Matrix Telecom, LLC, and then canceling all the 23 certificates of TNCI Operating Company across the company. This is just one in the step of all the states 24 25 that we are filing for.

Page 8 JUDGE JONSSON: Mr. Jetter, do you have any 1 2 questions for Mr. Forte? 3 MR. JETTER: I have no questions, your Honor. 4 Thank you. 5 JUDGE JONSSON: I just wanted to verify a couple of things, Mr. Forte. Sometimes when we see 6 these transfers, we also have documents showing that 8 there's been a filing with the FCC. Is this transfer 9 not one that requires FCC approval or notice? 10 MR. FORTE: It does not require approval. It 11 was -- there was a notice provided to the FCC. 12 JUDGE JONSSON: Okay. 13 MR. FORTE: This was a pro forma, internal 14 transfer. 15 JUDGE JONSSON: Okay. Okay. Thank you. And then I just also wanted to verify on the record that 16 17 TNCI will no longer be engaging in any public telecommunications operations. Is that correct? 18 MR. FORTE: That is correct. 19 20 JUDGE JONSSON: Okay. Then I think I have what I need. If there's nothing else from either party, 21 22 I think we can close this hearing. From the division, 23 are you good? 24 MR. JETTER: Nothing else. 25 JUDGE JONSSON: Mr. Forte, anything else from

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     you?
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               MR. FORTE: No, no, thank you.
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               JUDGE JONSSON: All right. I do have an order
     predrafted, and so it should issue pretty promptly. And
     with that, I thank you all, and we'll close the hearing.
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               MR. JETTER: Thank you.
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               (The hearing concluded at 2:06 p.m.)
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1	Page 10 CERTIFICATE
2	STATE OF UTAH )
3	COUNTY OF SALT LAKE )
4	THIS IS TO CERTIFY that the foregoing proceedings
5	were taken before me, Teri Hansen Cronenwett, Certified
6	Realtime Reporter, Registered Merit Reporter and Notary
7	Public in and for the State of Utah.
8	That the proceedings were reported by me in
9	Stenotype, and thereafter transcribed by computer under
10	my supervision, and that a full, true, and correct
11	transcription is set forth in the foregoing pages,
12	numbered 3 through 9 inclusive.
13	I further certify that I am not of kin or otherwise
14	associated with any of the parties to said cause of
15	action, and that I am not interested in the event
16	thereof.
17	WITNESS MY HAND and official seal at Salt Lake
18	City, Utah, this 3rd day of May, 2016.
19	Ti · II Non H
20	Teri Hansen Cronenwett, CRR, RMR
21	License No. 91-109812-7801
22	My commission expires: January 19, 2019
23	
24	
25	

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