

BEFORE THE PUBLIC SERVICE COMMISSION OF UTAH

In the Matter of: The Joint) Docket No. 11-2305-01
Application of UPH Holdings,)
Inc., UPH Acquisition Sub)
Inc., Pac-West Acquisition)
Company, LLC, and Pac-West)
Telecomm, Inc. for Consent)
to Transfer Control of)
Pac-West Telecomm, Inc.)

TRANSCRIPT OF HEARING PROCEEDINGS

TAKEN AT: Public Service Commission
160 East 300 South
Salt Lake City, Utah

DATE: January 4, 2012

TIME: 10:01 a.m.

REPORTED BY: Kelly L. Wilburn, CSR, RPR

APPEARANCES

Presiding:

MELANIE A. REIF, Administrative Law Judge

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For UPH Holdings (by telephone):

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1 January 4, 2012 10:01 A.M.

2 P R O C E E D I N G S

3 THE COURT: Good morning everyone. My name
4 is Melanie Reif, I'm the Administrative Law Judge for
5 the Public Service Commission. And this is the time
6 and place for the hearing scheduled for the UPH
7 acquisition of Pac-West.

8 And appearing on the telephone is Darah
9 Franklin. Ms. Franklin, could you go ahead and
10 identify yourself with the spelling of your name,
11 please?

12 MS. FRANKLIN: Sure. Darah is spelled D, as
13 in "David," a-r-a-h. Franklin, F-r-a-n-k-l-i-n.
14 Again, I'm counsel for UPH Holdings, Inc. I'm with
15 the law firm of Wiltshire & Grannis, LLP.

16 THE COURT: Thank you Ms. Franklin.

17 Ms. Burton-Lee?

18 MS. BURTON-LEE: And Dahnelle Burton-Lee,
19 Assistant Attorney General, on behalf of the Division
20 of Public Utilities. And with me is Ron Slusher, the
21 technical consultant with the Division who provided
22 comments in this matter.

23 THE COURT: Okay. Very good, thank you. For
24 the convenience of all involved, the Commission takes
25 administrative notice of the application filed -- the

1 joint application filed on November 9, 2011, along
2 with the Division's response filed December 7, 2011.

3 Ms. Franklin, do you wish to make a statement
4 on behalf of your application?

5 MS. FRANKLIN: Yes. I just wanted to first
6 update the application and to let the Commission know
7 that -- we indicated that we had applied to the
8 Federal Communications Commission, on page 2 of the
9 application, and that application has been approved.

10 And I also, again, just want to emphasize
11 that the transaction will not adversely affect the
12 public interest. There will be no changes in rates,
13 terms, or conditions of the services that Pac-West
14 provides.

15 And it will continue to be managed by
16 personnel with significant experience in the telecom
17 industry. And in addition, the transaction may result
18 in additional capital to support expansion of
19 Pac-West.

20 So overall we believe that it would certainly
21 be beneficial to Pac-West and customers in Utah, and
22 respectfully seek approval of the transaction.

23 THE COURT: Thank you.

24 Ms. Burton-Lee, do you have anything that you
25 would like to add?

1 MS. BURTON-LEE: With the Commission taking
2 judicial notice of the recommendations from the
3 Division, and the Division outlined the bases for its
4 recommendation, the Division would just submit that it
5 did make a finding it is in the public interest based
6 upon the reasoning set out in its memorandum.

7 THE COURT: Thank you.

8 Is there anyone here to speak any further
9 about the application, and would there be any
10 opposition, specifically opposition to the
11 application?

12 Hearing none, this matter will be pending
13 approval. I do wish to note, however, that under the
14 rule the rule provides that if no objection to the
15 proposed transaction is submitted in any filed
16 comments or reply comments the Commission will presume
17 that approval of the transaction is in the public
18 interest, and use the information contained in the
19 application and accompanying documents as evidence to
20 support a Commission order.

21 So Ms. Franklin, when the Commission receives
22 the information from the court reporter we will
23 prepare an order and issue it shortly after that.

24 MS. FRANKLIN: Great, thank you.

25 THE COURT: Are there any questions? Are

1 there any questions?

2 MS. BURTON-LEE: No, your Honor. Not from
3 the Division.

4 MS. FRANKLIN: No, your Honor.

5 THE COURT: Okay. Thank you everyone.

6 MS. BURTON-LEE: Thank you, your Honor.

7 THE COURT: Hearing is adjourned.

8 (The hearing was adjourned at 10:06 a.m.)

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C E R T I F I C A T E

STATE OF UTAH)
) ss.
COUNTY OF SALT LAKE)

This is to certify that the foregoing proceedings were taken before me, KELLY L. WILBURN, a Certified Shorthand Reporter and Registered Professional Reporter in and for the State of Utah.

That the proceedings were reported by me in stenotype and thereafter caused by me to be transcribed into typewriting. And that a full, true, and correct transcription of said proceedings so taken and transcribed is set forth in the foregoing pages, numbered 1 through 6, inclusive.

I further certify that I am not of kin or otherwise associated with any of the parties to said cause of action, and that I am not interested in the event thereof.

SIGNED ON THIS 5th DAY OF January, 2012.

Kelly L. Wilburn, CSR, RPR
Utah CSR No. 109582-7801

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