

# Morgan Lewis

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June 17, 2021

**VIA ECFS**

Marlene H. Dortch, Secretary  
Federal Communications Commission  
45 L Street NE  
Washington, DC 20554

**REQUEST FOR  
CONFIDENTIAL TREATMENT**

Re: *U.S. TelePacific Corp. d/b/a TPx Communications, Application for Authorization to Obtain Numbering Resources & Request for Confidential Treatment, WC Docket No. 21-\_\_\_\_\_*

Dear Ms. Dortch:

U.S. TelePacific Corp. d/b/a TPx Communications ("TPx") encloses for filing its Application to Obtain Numbering Resources ("Application") and corresponding Confidential Exhibit A, an agreement between TPx and its carrier partner (Confidential Exhibit A or "Carrier Agreement"). The Application and Carrier Agreement are sent to you for filing pursuant to Section 52.15(g)(3)(i) of the Commission's Rules.

TPx respectfully requests that, pursuant to Sections 0.457 and 0.459 of the Commission's rules, 47 C.F.R. §§ 0.457 and 0.459, the Commission withhold from public inspection and accord confidential treatment to the Carrier Agreement. The document contains trade secrets and commercial, technical and financial information that falls within Exemption 4 of the Freedom of Information Act ("FOIA").<sup>1</sup>

Exemption 4 of FOIA provides that the public disclosure requirement of the statute "does not apply to matters that are . . . (4) trade secrets and commercial or financial information obtained from a person and privileged or confidential."<sup>2</sup> TPx is voluntarily providing this trade secret and commercial and financial information "of a kind that would not customarily be released to the public"; therefore, this information is "confidential" under Exemption 4 of FOIA.<sup>3</sup> Moreover, TPx would suffer substantial competitive harm if the Carrier Agreement was disclosed and if the identity of its carrier partner was disclosed.<sup>4</sup>

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<sup>1</sup> 5 U.S.C. § 552(b)(4).

<sup>2</sup> *Id.*

<sup>3</sup> *See Critical Mass Energy Project v. NRC*, 975 F.2d 871, 879 (D.C. Cir. 1992).

<sup>4</sup> *See National Parks and Conservation Ass'n v. Morton*, 498 F.2d 765 (D.C. Cir. 1974).

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In support of this request and pursuant to Section 0.459(b) of the Commission's rules,<sup>5</sup> TPx hereby states as follows:

**1. IDENTIFICATION OF THE SPECIFIC INFORMATION FOR WHICH CONFIDENTIAL TREATMENT IS SOUGHT<sup>6</sup>**

TPx seeks confidential treatment of the Carrier Agreement, submitted with the Application as Confidential Exhibit A.

**2. DESCRIPTION OF CIRCUMSTANCES GIVING RISE TO THE SUBMISSION<sup>7</sup>**

The Carrier Agreement is being submitted to the Commission as proof of facilities readiness, as required by Section 52.15(g)(3)(i)(D) of the Commission's rules.

**3. EXPLANATION OF THE DEGREE TO WHICH THE INFORMATION IS COMMERCIAL OR FINANCIAL, OR CONTAINS A TRADE SECRET OR IS PRIVILEGED<sup>8</sup>**

The information for which TPx seeks confidential treatment contains sensitive commercial, financial, and technical information as described in Section 0.457(d) of the Commission's rules.<sup>9</sup> The Carrier Agreement contains trade secrets and proprietary commercial and technical information relating to the manner in which TPx and its carrier partner conduct network operations.

**4. EXPLANATION OF THE DEGREE TO WHICH THE INFORMATION CONCERNS A SERVICE THAT IS SUBJECT TO COMPETITION<sup>10</sup>**

The Carrier Agreement provides detailed information relating to commercial and operational matters that could be used by competitors to the disadvantage of TPx. Disclosure of TPx's confidential information would cause substantial competitive harm.

**5. EXPLANATION OF HOW DISCLOSURE OF THE INFORMATION COULD RESULT IN SUBSTANTIAL COMPETITIVE HARM<sup>11</sup>**

Competitors could use the information in the Carrier Agreement to TPx's detriment as they would gain access to sensitive and proprietary information about how TPx provides services as well as about TPx's commercial agreements with others that are not ordinarily disclosed to the public.

**6. IDENTIFICATION OF ANY MEASURES TAKEN BY THE SUBMITTING PARTY TO PREVENT UNAUTHORIZED DISCLOSURE<sup>12</sup>**

TPx has made the substance of the Carrier Agreement and the identity of its carrier partner known only to those employees who have a need to know the subject matter and those employees are aware of the confidential and sensitive nature of the information. The Carrier Agreement has not

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<sup>5</sup> 47 C.F.R. § 0.459(b).

<sup>6</sup> 47 C.F.R. § 0.459(b)(1).

<sup>7</sup> 47 C.F.R. § 0.459(b)(2).

<sup>8</sup> 47 C.F.R. § 0.459(b)(3).

<sup>9</sup> 47 C.F.R. § 0.457(d).

<sup>10</sup> 47 C.F.R. § 0.459(b)(4).

<sup>11</sup> 47 C.F.R. § 0.459(b)(5).

<sup>12</sup> 47 C.F.R. § 0.459(b)(6).

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been disclosed by TPx to any non-signatories outside TPx except pursuant to appropriate confidentiality agreements.

**7. IDENTIFICATION OF WHETHER THE INFORMATION IS AVAILABLE TO THE PUBLIC AND THE EXTENT OF ANY PREVIOUS DISCLOSURE OF THE INFORMATION TO THIRD PARTIES<sup>13</sup>**

TPx has not previously disclosed the Carrier Agreement.

**8. JUSTIFICATION OF THE PERIOD DURING WHICH THE SUBMITTING PARTY ASSERTS THAT MATERIAL SHOULD NOT BE AVAILABLE FOR PUBLIC DISCLOSURE<sup>14</sup>**

TPx requests that the Carrier Agreement be treated as confidential for a period of ten years. This period is necessary due to the sensitive nature of the information in the Carrier Agreement.

**9. OTHER INFORMATION THAT TPx BELIEVES MAY BE USEFUL IN ASSESSING WHETHER ITS REQUEST FOR CONFIDENTIALITY SHOULD BE GRANTED<sup>15</sup>**

Under applicable Commission and federal court precedent, the information provided by TPx on a confidential basis should be shielded from public disclosure. Exemption 4 of FOIA shields information that is: (1) commercial or financial in nature; (2) obtained from a person outside government; and (3) privileged or confidential. The commercial and financial information in question clearly satisfies this test.

Respectfully submitted,

/s/ Tamar E. Finn

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<sup>13</sup> 47 C.F.R. § 0.459(b)(7).

<sup>14</sup> 47 C.F.R. § 0.459(b)(8).

<sup>15</sup> 47 C.F.R. § 0.459(b)(9).

Before the  
FEDERAL COMMUNICATIONS COMMISSION  
Washington, D.C. 20554

*In the Matter of* )  
 )  
U.S. TelePacific Corp. d/b/a TPx Communications, ) WC Docket No. 21-\_\_\_\_\_  
Applicant )  
 )  
For Authorization to Obtain Numbering Resources )  
Pursuant to Section 52.15(g) of the Commission's )  
Rules )

**APPLICATION OF U.S. TELEPACIFIC CORP. D/B/A TPx COMMUNICATIONS  
FOR AUTHORIZATION TO OBTAIN NUMBERING RESOURCES**

U.S. TelePacific Corp. d/b/a TPx Communications (“TPx”) files this application with the Federal Communications Commission (the “Commission”) for authorization to acquire telephone numbers nationwide directly from the North American Numbering Plan Administrator and the Pooling Administrator (the “Numbering Administrators”) pursuant to Commission rule Section 52.15(g)(3).<sup>1</sup>

As set forth in the Commission’s Numbering Order,<sup>2</sup> an interconnected VoIP provider<sup>3</sup> may obtain numbering resources from the Numbering Administrators upon showing that it is authorized to provide service in the area for which the numbering resources are requested. Such authorization may be obtained upon an application to the Commission containing the information in Sections

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<sup>1</sup> 47 C.F.R. § 52.15(g)(3).

<sup>2</sup> *Numbering Policies for Modern Communications*, 30 FCC Rcd. 6839 (2015).

<sup>3</sup> TPx is currently preparing to offer interconnected VoIP service to end user customers and will be capable of providing service within sixty (60) days of the numbering resources activation date as required by 47 C.F.R. § 52.15(g)(2).

52.15(g)(3)(i)(A)-(G) of the Commission's Rules. TPx requests the Commission grant it the authorization.

TPx provides the following information in support of its application:

**I. INFORMATION REQUIRED BY SECTION 52.15(g)(3)(i)**

**A. § 52.15(g)(3)(i)(A)**

Name:	U.S. TelePacific Corp. d/b/a TPx Communications
Address:	303 Colorado St. Suite 2075 Austin, TX 78701-0023
Telephone:	512-640-4431
Qualified Personnel:	Aditi Dravid, General Counsel, Senior Vice President & Secretary
Email:	aditi.dravid@tpx.com

**B. § 52.15(g)(3)(i)(B)**

TPx acknowledges that authorization to obtain numbering resources under Section 52.15(g) of the Commission's Rules is subject to compliance with applicable Commission numbering rules, numbering authority delegated to the states, and industry guidelines and practices regarding numbering as applicable to telecommunications carriers.

**C. § 52.15(g)(3)(i)(C)**

TPx acknowledges that it must file requests for numbers with the relevant state commissions at least 30 days before requesting numbers from the Numbering Administrators. **Appendix A** to this application lists states where TPx initially intends to request numbering resources.

**D. § 52.15(g)(3)(i)(D)**

TPx is capable of providing service within 60 days of the numbering activation date because it owns and operates facilities for the provision of iVoIP services, has provided iVoIP services for several years and continues to provide those services at the present time. TPx's

iVoIP portfolio includes UCx and Hosted PBX. TPx owns and operates network facilities by which service is provided to customers of TPx's business iVoIP offerings. TPx obtained a separate operating company number ("OCN") for its iVoIP services and will use this OCN to acquire numbers for its iVoIP services directly from the Numbering Administrators following grant of this application. Once this application is approved, TPx intends to transfer its existing numbers used for iVoIP services to IPES numbers. TPx has an agreement in place with its carrier partner who in turn has interconnection agreements in effect with the relevant local exchange carriers, as well as staff necessary for number porting. As further proof of its facilities readiness, TPx has attached to this application an agreement between TPx and its carrier partner as **Confidential Exhibit A** submitted pursuant to TPx's concurrently filed request for confidential treatment. TPx's carrier partner has interconnection agreements with the incumbent local exchange carriers in the rate centers where TPx intends to request (or port) numbering resources.

**E. § 52.15(g)(3)(i)(E)**

TPx certifies that it complies with its Universal Service Fund contribution obligations under 47 CFR part 54, subpart H; its Telecommunications Relay Service contribution obligations under 47 CFR § 64.604(c)(5)(iii); its North American Numbering Plan and Local Number Portability Administration contribution obligations under 47 CFR §§ 52.17 and 52.32; its obligations to pay regulatory fees under 47 CFR § 1.1154; and its 911 obligations under 47 CFR part 9.

**F. § 52.15(g)(3)(i)(F)**

TPx certifies that it possesses the financial, managerial, and technical expertise to provide reliable service. It is financially stable, led by a strong, experienced management team with substantial managerial experience in the telecommunications industry, and has sufficient

technical expertise and infrastructure in place to provide reliable numbering services. TPx's key management are:

Chief Executive Officer:	Don Joos
Chief Financial Officer:	Brent Novak
General Counsel and Secretary:	Aditi Dravid
Chief Human Resources Officer:	Francoise Caraguel
Chief Revenue Officer:	Patti Key

TPx's key technical personnel include:

Chief Product Officer:	Ashley Arbuckle
Chief Marketing Officer:	Mark Roberts
Chief Operations Officer:	Russ Shipley

TPx states that none of the identified personnel is being or has been investigated by the Commission or any law enforcement or regulatory agency for failure to comply with any law, rule or order.

**Appendix B** to this application provides summary bios of key staff.

**G. § 52.15(g)(3)(i)(G)**

TPx certifies that no party to this application is subject to a denial of Federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. § 862.

**II. ACKNOWLEDGEMENT OF CONDITIONS IN SECTION 52.15(g)(3)(iv)**

As required by Section 52.15(g)(3)(iv), TPx will maintain the accuracy of all contact information and certifications in the application and will file a correction with the Commission and each applicable state within 30 days of any changes. TPx also will furnish accurate regulatory and numbering contact information to each state commission when requesting numbers in that state.

### III. CONCLUSION

Pursuant to Section 52.15(g)(3)(i) of the Commissions' Rules, TPx respectfully requests the Commission grant this application for authorization to obtain numbering resources.

Respectfully submitted,

/s/  
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/s/ *Tamar E. Finn*  
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*Counsel for U.S. TelePacific Corp. d/b/a TPx  
Communications*

Dated: June 17, 2021



## Appendix A

The list of states where TPx intends to request numbering resources:

- Alabama (AL)
- Arkansas (AR)
- California (CA)
- Florida (FL)
- Georgia (GA)
- Indiana (IN)
- Kansas (KS)
- Kentucky (KY)
- Louisiana (LA)
- Mississippi (MS)
- Nevada (NV)
- North Carolina (NC)
- Ohio (OH)
- Oklahoma (OK)
- South Carolina (SC)
- Tennessee (TN)
- Texas (TX)
- Wisconsin (WI)

## Appendix B

TPx's key management and technical personnel are:

### **Don Joos, Chief Executive Officer**

Don Joos joined TPx as CEO in 2020 following the company's acquisition by Siris Capital LLC. In this role, he leads the company's continued strategic evolution, capitalizing on its successful transformation into the premier managed services provider. Mr. Joos brings more than 20 years of experience in the technology industry with a strong track record of transforming high-tech companies in the software as a service (SaaS) and unified communications as a service (UCaaS) space. Most recently, Mr. Joos was the CEO of PGI, a cloud-based communications and collaboration provider and Siris Capital portfolio company. Previously, he served as President and CEO of ShoreTel from 2013 until its sale in 2017. In that capacity, he drove the strategic transformation of the business to a subscription-based SaaS model. While at ShoreTel, he also served as Senior Vice President of Business Operations and Vice President of Global Services. Prior to that, Mr. Joos held executive roles at Avaya, including Vice President of Global Services, Vice President of Global Implementations and Vice President of Global Customer Care. Earlier in his career, he was Vice President of Services and Strategic Customers at SiteStuff.

Mr. Joos earned a Bachelor of Science degree from Springfield College in Massachusetts.

### **Brent Novak, Chief Financial Officer**

Brent Novak currently serves as Chief Financial Officer and brings to TPx Communications more than 25 years of financial leadership experience with public and private companies, and currently leads the company's finance, accounting and tax functions, as well as human resources and business systems. Mr. Novak has an extensive background in corporate finance, accounting, treasury, financial planning and analysis, mergers and acquisitions, tax and strategic planning; and has partnered with CEOs and other senior executives on key strategic, operational and growth initiatives. Prior to TPx, Mr. Novak spent nearly 2 years as the Chief Financial Officer of JAKKS Pacific, a publicly traded consumer products company, and spent 13 years at Ixia, a publicly traded technology company prior to its acquisition by Keysight Technologies in April 2017. Mr. Novak most recently served as Ixia's Chief Financial Officer and later as Keysight's Chief Financial Officer of the Ixia Business Group after the acquisition and through March 2018. Mr. Novak began his career at PricewaterhouseCoopers LLP, where he left as a Manager in the Emerging Technology Group, and served private and publicly held clients before joining Idealab, a creator and operator of technology businesses, where he most recently served as its Director of Finance and Corporate Development.

Mr. Novak is a Certified Public Accountant and received his bachelor's degree in Business Economics summa cum laude from the University of California, Santa Barbara.

**Francoise Caraguel, Chief Human Resources Officer**

Francoise Caraguel serves as TPx's Chief Human Resources Officer where she is responsible for championing the growth and development of the company's global workforce. Leading the creation and implementation of the TPx global human resources strategy across the business, Francoise builds talent and organizational capability through TPx's established human capital platforms while preparing its workforce for the future. A proven global expert in developing and implementing innovative human capital solutions, Francoise most recently was the Global Chief Talent Officer and Vice President of Human Resources at CSM Bakery Solutions, an international leader in the baking industry, where she led the global human resource function. Additionally, she has held positions with International Flavors & Fragrances Inc. (IFF), New York Stock Exchange Euronext, Pfizer France and Johnson & Johnson. While with these companies, she was responsible for the global human resource function, as well as global learning and talent management

Francoise received her Master's in Business Administration from INSEAD business school.

**Aditi Dravid, Senior Vice President, General Counsel and Secretary**

Ms. Dravid has more than 20 years of experience as a senior advisor and business partner with a broad-based legal background to public and private companies in the energy, technology, and real estate industries. Ms. Dravid joined TPx in January 2021 as General Counsel where she oversees the company's legal and compliance activities. Prior to joining TPx, Ms. Dravid served as Associate General Counsel and Chief Compliance Officer at Itron, Inc., a publicly traded smart meter technology company. Ms. Dravid previously served as General Counsel at USPM, Inc., a private real estate investment company, and also held varying positions at MRC Global, a Fortune 500 company that provides products and services to oil and gas companies, and ConocoPhillips, a major oil company. Ms. Dravid began her career in private law practice at an international AmLaw firm and practiced commercial litigation, arbitration, and appellate law.

Ms. Dravid received her J.D. from the Oklahoma College of Law and has a degree in Finance from Washington University in St. Louis.

**Patti Key, Chief Revenue Officer**

Patti Key serves as Chief Revenue Officer (CRO) at TPx where she is responsible for developing and refining TPx's go-to-market strategies and processes to maximize revenue potential. At TPx, she's focused on collaborating across the company to create scale, drive strategy and help build and maintain excellent relationships with customers and partners. She is a proven leader with more than 20 years of experience in sales and telecommunications with a history delivering sound, data-driven sales strategy and results. Prior to TPx, Patti held a variety of engineering, technical leadership and sales leadership roles in telecommunications and networking at Bell-

South, Hewlett Packard, Agilent Technologies, Ixia and Keysight. Early in her career, she became a licensed Professional Engineer and was awarded two U.S. patents.

Patti holds a bachelor's degree in Electrical Engineering from North Carolina State University. She is currently attending the Cameron School of Business at UNC Wilmington with the expected graduation date of Aug '21 with an MBA in Finance.

### **Russ Shipley, Chief Operations Officer**

Russ Shipley serves as TPx's Chief Operating Officer responsible for leading TPx's Switching, Engineering, Network and Security Operation Centers, IT, Technical Support, Customer Care and Service Delivery teams. Prior to joining TPx, Russ served as President of Wholesale, Chief Network Services and New Technology Officer at MPower. A seasoned leader in the industry with 35+ years of experience, Russ has held several leadership positions with Global Crossing, Frontier Corporation and Rochester Telephone Corporation dedicating focus in service, operations, engineering, technology, construction, sales and business development groups.

Russ holds a Bachelor of Science in Chemical Engineering and a MBA with a concentration in Operations Management from the University of Rochester.

### **Ashley Arbuckle, Chief Product Officer**

Ashley Arbuckle serves as Chief Product Officer (CPO) at TPx where he is responsible for all product strategy, roadmap, implementation, and overall success of TPx products in the market. At TPx, he's focused on building a product strategy to differentiate the customer experience to anticipate and meet near- and long-term opportunities for the business. Ashley joined TPx with more than two decades of global technology experience with a proven track record of scaling business. He's worked with industry pioneers Cisco, PepsiCo and PwC, and has been recognized for leading strategy to execution, driving transformative change and leveraging disruptive technology to ensure customer success. Before joining TPx, Arbuckle spent seven years at Cisco, where he built and led the customer experience function and drove transformation in support of Cisco's fastest-growing SaaS business.

Ashley holds a Bachelor of Business Administration in Management Information Systems and Accounting from Texas Tech University.

### **Mark Roberts, Chief Marketing Officer**

Mark Roberts serves as TPx's CMO responsible for all marketing operations worldwide, driving growth opportunities and building brand recognition for the company within the communications market. A proven marketing leader, Mark has over 25 years of experience in the technology industry building brands, driving demand and transforming high-tech companies. Most recently, Mark served as CMO of ShoreTel, transforming the marketing function from a focus on products to becoming one of the leading companies in the UCaaS space. He has also held other senior

marketing leadership positions with world-class, multinational, private and public companies, including Mitel, NexTraq, Polycom, 3Com and Intel.

Mark earned his Master of Business Administration in Marketing from the University of Leicester.

# **CONFIDENTIAL EXHIBIT A**

**Redacted in its entirety**

**VERIFICATION**

I, Aditi Dravid, state that I am General Counsel and Secretary of U.S. TelePacific Corp. d/b/a TPx Communications, (the "Company"); that I am authorized to make this Verification on behalf of the Company; that the foregoing filing was prepared under my direction and supervision; and that the contents thereof and the certifications contained therein regarding the Company are true and correct to the best of my knowledge, information, and belief.

I declare under penalty of perjury that the foregoing is true and correct.

Executed: June 16, 2021

A handwritten signature in black ink, appearing to read 'Aditi Dravid', is written over a horizontal line.

Name: Aditi Dravid

Title: General Counsel and Secretary

U.S. TelePacific Corp. d/b/a TPx Communications