

Southern California Joint Pole Committee

437 So. Cataract Ave. Unit 3
San Dimas, CA 91773
Phone: (909) 592-4001
Fax: (909) 592-4636

January 15, 2003

The regular monthly meeting of the **Administrative Board** took place on the above date, at 9:00 a.m., at the Committee office. Those members in attendance were:

Mr. Manuel Ponce	Cingular Wireless
Mr. Ernie Solorzano	Southern California Edison
Ms. Sherri Goetz	Southern California Edison
Ms. Kathleen Dell	AT&T Wireless
Mr. Dan Lewis	Verizon California
Ms. Velma Prouty	SBC Pacific Bell
Mr. Robert Allen	City of Los Angeles (DWP)
Mr. David Filson	City of Burbank
Mr. Cory Autrey	Sprint PCS
Mr. Malcolm Brown	Verizon Wireless
Ms. Lynn Prescott	Verizon Wireless
Ms. Jennie Corella	Committee Staff

CALL TO ORDER:

Ms. Prouty called the meeting to order at 9:10 a.m.

APPROVAL OF MINUTES:

Ms. Prouty asked the members to review the minutes of the November 20, 2002 Board meeting. After the members reviewed the minutes, Ms. Prouty inquired if there were any corrections, additions or deletions. Mr. Lewis stated that on page 5, under adjournment, the next Board meeting date should read, "January 15, 2003". Ms. Corella noted the correction. Mr. Autrey stated that under unknown items, the last sentence in the paragraph was misleading. Originally, Mr. Waywent's concern was when an existing member, acquires another entity, does the acquired entity become a member automatically? He used the scenario

that if the acquired entity is attached to other member poles under a tenant-lease agreement; does the newly acquired entity, revert from tenant to owner? The last sentence in the above mentioned paragraph, to which Mr. Autrey refers to states, "space must be purchased by the acquiring member on every joint pole that the acquired entity is attached as a tenant, via the JPA process." The members agreed that the term "must" is misleading, and should be replaced with the term, "may". The acquiring member does have two options in dealing with the acquired entity, and its agreements and liabilities. For clarification, the acquiring member acquires the tenant-lease agreement, which needs to be honored; however, they may continue with the tenant-lease agreement, or may purchase interest in the joint pole for the acquired entity, under the existing (acquiring) member name. It was agreed that the November Board minutes be revised, and distributed to the members. There being no further required revisions to the minutes, Mr. Lewis motioned to accept the minutes of the November 20, 2002 Board meeting as corrected. Mr. Autrey seconded the motion, which upon voting passed unanimously.

MANAGER'S REPORT

Ms. Corella reported that the gross expenses for December 2002 totaled \$35,908.05. The members were assessed this amount. Ms. Corella stated that December reflected an average month. She further stated that the 2002 Operating Budget arrived at 1% under budget.

COMMUNICATIONS:

Ms. Corella reported that the Committee office has received a communication from **NextG Networks** stating an interest in applying for membership in the SCJPC. The letter states that NextG is a facilities-based provider of fiber aggregation, optical-to-radio frequency conversion and micro-cellular repeater services. They have applied for a CPCN from the CPUC, and expect the certificate by January 2003. Ms. Corella distributed a copy of the correspondence to the members in attendance.

SPECIAL REPORTS:

None

SUB-COMMITTEE REPORTS:

ad hoc Committee on Authorized Cost Elements

Chairman, Mr. Solorzano reported that Authorized Costs did not meet in December, however, would possibly meet following the Administrative Board meeting.

Operating Committee

Ms. Prouty reported that the Operating Committee did not meet in December. However, they did meet in November. (Please refer to the minutes of that meeting for further details.)

ad hoc Committee on Reorganization

Ms. Prouty reported that Reorganization did not meet in December.

Routine Revision Committee

Ms. Prescott reported that Routine Revision did not meet in December.

Single Trip to Pole

Ms. Prouty reported that Single trip to Pole did not meet in December.

CONSENT CALENDAR:

There were no items on Consent.

DISCUSSION CALENDAR:

2003 Officers nominated by Committee on November 20, 2002.

The members reviewed and discussed the nominations. Mr. Allen motioned to accept the nomination of Officers for the 2003 incoming

year. Mr. Lewis seconded the motion, which upon voting passed unanimously.

The 2003 Officers and Committee assignments are as follows:

PRESIDENT

SBC Pacific Bell – Ms. Velma Prouty

VICE PRESIDENT/OPERATING COMMITTEE CHAIR

City of Los Angeles (DWP) – Mr. Robert Allen

OPERATING COMMITTEE MEMBERS

City of Los Angeles - Chair

SBC Pacific Bell
City of Pasadena
Cingular Wireless

Routine Revision Committee

Verizon Wireless - Chair

City of Los Angeles – DWP
Altrio Communications
Verizon California
So. California Edison Co.
City of Colton
SBC Pacific Bell
City of Azusa
AT&T of Calif., Inc.
Cingular Wireless
AT&T Boardband
AT&T Wireless
Sprint PCS

ad hoc Committee on Authorized Cost Elements

So. California Edison - Chair

Altrio Communications
ICG Communications
City of Los Angeles - DWP
Verizon California
SBC Pacific Bell
AT&T Communications
Southern California Water Co.
Verizon Wireless
City of Lompoc
AT&T Wireless
Sprint PCS

ad hoc Committee on Reorganization

SBC Pacific Bell - Chair

Verizon California
Altrio Communications
City of Los Angeles
So. California Edison Co.
AT&T Communications
City of Riverside
City of Pasadena
Verizon Wireless
Sprint PCS

ad hoc Committee on Single Trip to Pole

SBC Pacific Bell - Chair

City of Los Angeles – DWP
Altrio Communications
Verizon California
So. California Edison Co.
City of Colton
SBC Pacific Bell
City of Azusa
AT&T of Calif., Inc.
Cingular Wireless
AT&T Boardband
AT&T Wireless
Sprint PCS

OTHER ITEMS: Unfinished Business

Item 1235: Cost Causer – ROUTINE REVISION
Item 1259: Approved Contractor List – SINGLE TRIP TO POLE
Item 1280: Authorized Signatures – RE-ORGANIZATION
Item 1318: Membership Reinstatement – RE-ORGANIZATION
Item 1330: Revised 2002 Steel Prices- AUTHORIZED COSTS
Item 1332: DWP Multi Member Codes – OPERATING
Item 1334: Visibility Strips - ROUTINE REVISION
Item 1337: Section 10.8 Revisited - ROUTINE REVISION
Item 1338: Hyperlink Sys. Prog Contract/Specs- OPERATING

Item 1280: Authorized Signatures was discussed. The item continues to remain open due to the lack of signatures from City of Burbank and City of Los Angeles. Ms. Corella stated that the required signatures are for the first amendment to the Agreement. All required

signatures were in for the 1998 Agreement. Ms. Corella stated that she would send follow-up signature pages to the above mentioned members.

Mr. Autrey questioned **Item 1318: Membership Reinstatement**. Ms. Corella responded stating that this item deals with the possibility of a former member requesting to return to the Committee. The concerns are whether a former member should be reinstated, or should again apply for membership using the new application for membership procedures. It was agreed among the members that this item could be closed at this time. In the event that a former member displays an interest in re-joining the Committee it will be handled on an individual situation basis, and assigned an item number.

Item 1235: Cost Causer was discussed next. Ms. Dell explained that this item is for the iPole software. Those members that are unable to process a JPA electronically, and process JPAs using the current manual method would require additional work resulting in extra costs. Therefore, a cost would be levied to those members unable to participate in the iPole system. It was agreed by the members to close this item at this time. This issue will be re-opened once the system is fully functioning.

Item 1259: Approved Contractors List came up for discussion. Ms. Dell stated that the members had submitted their approved contractor list, and this item should be closed at this time. Mr. Lewis stated that although the members had submitted their lists, the lists have not been reviewed, therefore, the lists are not official. The members came to a consensus that Single Trip to Pole should remain an ad hoc committee. The nominations have been amended to include **ad hoc Committee: Single Trip to Pole** (please see above for assigned members).

It was agreed by the Chairs of the ad hoc Committee's that **Item 1330: Revised 2002 Steel Prices**, and **Item 1332: DWP Multiple Member Codes** remain open at this time.

Next, open for discussion was **Item 1334: Visibility Strips**. Mr. Solorzano stated that this issue was brought to the table by SCE. The concern is whether this item should be an Authorized Cost in the Routine, or if in fact, this cost is imbedded in material costs. Ms. Dell responded stating that it was an Authorized Cost, but the Committee decided to imbed it in the pole price. However, in her opinion, she believes that today, the cost has been taken out of the pole price. Ms. Dell stated that, in her opinion, the authorized cost for visibility strips might have been deleted when the Committee attempted to streamline

Authorized Costs. Mr. Solorzano would like further discussion on reinstating visibility strips into Authorized Costs.

Ms. Prouty reported that Routine Revision had created some verbiage for **Item 1337: Section 10.8 Revisited**. The verbiage to be added to Section 10.8, reads as follows: "Section 18.1D will not apply to utility members being rearrange/transfer, may apply to members not affected by rearrange/transfer." The new verbiage will be on the Discussion calendar of the February Administrative Board agenda. The members will receive the proposed added verbiage via e-mail prior to the meeting for their review.

Open Administrative Board Items

Item 1294– Environmental Issues

Mr. Solorzano reported that a ruling on **allowable treatments on wood poles** is expected from the CPUC. He stated that he is not aware of the impact this would have in California. He would relay any information he receives on this issue to the members via e-mail through the JPC office.

New Business

Known Items:

Mr. Allen opened the discussion in regards to **camera mounting on poles**. Mr. Solorzano stated that a surveillance company has approached SCE about mounting cameras on their poles. Mr. Solorzano further stated that the company planned on moving the cameras from one pole to another every two weeks. SCE would have extreme difficulty tracking the cameras. Therefore, SCE notified the surveillance company that they would need to find another option for camera mounting. Ms. Prouty stated that when her organization was Pac Bell, there was a verbal agreement with the government to allow attachment onto poles. However, only utilities, and the government were allowed to attach to poles. The members agreed that there are many risks, and liabilities that need consideration when any utility allows a private organization, that is not a utility, to attach to their poles.

Unknown Items:

Mr. Solorzano distributed to the attending members, a sheet reflecting a **four-year pole inspection plan for SCE**. The sheet reflects the year, number of poles, and the other member utility.

Mr. Solorzano reported that his organization would be concentrating on **foreign JPAs** submitted to SCE. These JPAs have been approved by SCE, and returned to the originating party. However, the originating party fails to finalize the JPA. Therefore, SCE plans on forwarding a Form 7 list to those members as a reminder. If there is no response, SCE will finalize the JPAs, and apply Authorized Cost Item 14-Administrative fee-\$52.00 to each individual JPA.

The next issue Mr. Solorzano shared with the members was **emergency storm damage**. He stated that in emergencies when service is cut off from the customer, service must be restored immediately. When this happens, utilities are paying double and triple time to the emergency crews who work into the night and weekends. Mr. Solorzano's concern is that these costs are not imbedded in the pole prices. Therefore, Mr. Solorzano would like further discussion on this issue in the future.

Ms. Dell questioned the members about any rule, or standard, stating that pole treatment and pole class stamps must be visible at all times. Her concern is when a micro-cell is mounted on the pole, must it be mounted so that it does not render the above mentioned stamps invisible. The members discussed this issue briefly.

Mr. Allen opened a discussion on composite **fiberglass poles**. He stated that DWP is considering placing fiberglass and steel poles, and he would like to discuss the pros and cons of these poles. Ms. Dell stated that her concern would be if the pole would accommodate her needs. Mr. Solorzano stated when SCE places this type poles, they are coming from an engineering perspective. However, they do consider the other member attachments. The members discussed this issue with Mr. Allen.

The last issue Mr. Allen raised was **tennis shoes on wires**. Although, the shoes are usually on communications wire, Mr. Allen stated that DWP must respond to customer calls. Mr. Autrey questioned Mr. Allen, if in his opinion the responsibility is that of communications. Mr. Allen stated that he would just like further discussion on this item. The members will discuss this at an ad hoc meeting.

SCHEDULE OF FUTURE MEETINGS:

Future meetings were scheduled as follows:

Administrative Board	02/19/03	9:00 a.m.	Committee Office
Operating Committee	02/19/03	Following	Admin Board
Routine Revision	02/19/03	Following	Operating Ctte
Authorized Costs	02/19/03	Following	Routine Revision

ADJOURNMENT:

Ms. Prouty adjourned the meeting at 10:30 a.m., until February 19, 2003.

Ms. Velma Prouty, Vice- President

Jennie Corella, Office Manager

Southern California Joint Pole Committee

437 So. Cataract Ave. Unit 3
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February 19, 2003

The regular monthly meeting of the **Administrative Board** took place on the above date, at 9:00 a.m., at the Committee office. Those members in attendance were:

Mr. Dan Lewis	Verizon California
Mr. Mahendra Garg	City of Anaheim
Mr. June Santiago	City of Anaheim
Mr. Randall Starkey	Adelphia Communications
Mr. Manuel Ponce	Cingular Wireless
Ms. Sherri Goetz	Southern California Edison
Mr. Gary Shookly	Southern California Edison
Ms. Kathleen Dell	AT&T Wireless
Ms. Velma Prouty	SBC Pacific Bell
Mr. Dennis Walls	City of Los Angeles (DWP)
Mr. David Filson	City of Burbank
Mr. Cory Autrey	Sprint PCS
Mr. Dave Barrett	AT&T Local Services
Ms. Monica Marks	AT&T Local Services
Mr. Malcolm Brown	Verizon Wireless
Ms. Lynn Prescott	Verizon Wireless
Ms. Jean Baccus	Committee Staff

CALL TO ORDER:

Ms. Prouty called the meeting to order at 9:05 a.m.

APPROVAL OF MINUTES:

Ms. Prouty asked the members to review the minutes of the January 15, 2003 Board meeting. After the members reviewed the minutes, Ms. Prouty inquired if there were any corrections, additions or deletions to the minutes. Ms. Dell stated that under the unknown items,

in paragraph four, the members had concurred there are **no known rules or regulations stating that pole treatment, and pole class stamps must be visible on the poles at all times**. She further stated that she wanted to ensure that the above mentioned statement is reflected in the minutes. There being no further required revisions to the minutes, Ms. Goetz motioned to accept the minutes of the January 15, 2003 Board meeting as corrected. Ms. Dell seconded the motion, which upon voting passed unanimously.

MANAGER'S REPORT

Ms. Baccus reported that the gross expenses for December 2002 totaled \$43,054.37. The members were assessed this amount.

COMMUNICATIONS:

Ms. Baccus reported that the Committee office has received a communication letter from **Level 3 Communications**, stating an interest in applying for membership in the SCJPC. Ms. Baccus further reported that the necessary response letter and documents have been sent to Level 3 in reply to their request.

SPECIAL REPORTS:

None

SUB-COMMITTEE REPORTS:

ad hoc Committee on Authorized Cost Elements

Chairperson, Ms. Goetz reported that Authorized Costs did not meet in January.

Operating Committee

Ms. Prouty reported that the Operating Committee met in January. (Please refer to the minutes of that meeting for further details.)

ad hoc Committee on Reorganization

Ms. Prouty reported that Reorganization did not meet in January.

Routine Revision Committee

Ms. Prescott reported that Routine Revision did not meet in January.

Single Trip to Pole

Ms. Prouty reported that Single trip to Pole did not meet in January.

CONSENT CALENDAR:

There were no items on Consent.

DISCUSSION CALENDAR:

Item 1340: NextG Member Application

Ms. Baccus reported that the Committee office has received the required financial information from NextG. She distributed copies to the attending members. The members agreed to invite NextG to the March Board meeting for discussion and dialogue.

Item 1337: Section 10.8 Revisited

Ms. Prouty opened the discussion by stating that the Routine Revision Committee has created additional verbiage to be added to the above-mentioned section. She then distributed a copy of the section reflecting the added verbiage. She further stated that this section had been revised in September 2002, however, after reconsideration, SBC did not agree with the September 2002 revision. The members reviewed and discussed the proposed verbiage. It was agreed to move Item 1337 back to Routine Revision for additional rework. The issue will be discussed further at the next Routine Revision meeting.

OTHER ITEMS: Unfinished Business

- Item 1259: Approved Contractor List – SINGLE TRIP TO POLE
- Item 1280: Authorized Signatures – RE-ORGANIZATION
- Item 1330: Revised 2002 Steel Prices- AUTHORIZED COSTS
- Item 1332: DWP Multi Member Codes – OPERATING
- Item 1334: Visibility Strips - ROUTINE REVISION
- Item 1337: Section 10.8 Revisited - ROUTINE REVISION
- Item 1340: NextG Member Application – OPERATING COMMITTEE
- Item 1341: Storm Costs - AUTHORIZED COSTS
- Item 1342: Tennis Shoes on Wires - ROUTINE REVISION

Item 1259: Approved Contractor List was addressed. Ms. Dell stated that this item concerns contractors that have been approved by all joint owners to operate on their jointly owned poles. Therefore, a list reflecting each member’s approved contractors must be compiled.

The remaining unfinished business items are assigned to ad hoc committees, and will be discussed among the respective committee members.

Open Administrative Board Items

Item 1339– *Environmental Issues*

This item remains open as an ongoing issue to ensure the Committee addresses any necessary environmental issues.

New Business

Known Items:

Mr. Lewis reported that Verizon California intends to centralize all JPA activity into one central office. It is highly probable that the central JPA office will be located in Camarillo.

Unknown Items:

Mr. Lewis inquired as to the activity of Mr. Atalla of Hyperlink. Ms. Dell stated that she is aware that he visited the DWP office. Ms. Prouty reported that Mr. Atalla has visited the SBC office as well.

Mr. Santiago stated that City of Anaheim has discovered many joint poles in the field, where telecommunications have not completed the work. There are poles that should be removed. Mr. Lewis responded, stating that Verizon is aware of the situation, and will correct the situation. Ms. Prouty responded, stating the SBC is also aware of the situation, and is working with the City of Anaheim. However, they will handle the situation on a priority basis.

SCHEDULE OF FUTURE MEETINGS:

Future meetings were scheduled as follows:

Administrative Board	03/19/03	9:00 a.m.	Committee Office
Operating Committee	03/19/03	Following	Admin Board
Routine Revision	03/19/03	Following	Operating Ctte
Authorized Costs	03/19/03	Following	Routine Revision
Single Trip to Pole	03/19/03	Following	Authorized Costs

ADJOURNMENT:

Ms. Prouty adjourned the meeting at 9:45 a.m., until March 19, 2003.

Ms. Velma Prouty, Vice- President

Jean Baccus, Associate

Southern California Joint Pole Committee

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Phone: (909) 592-4001
Fax: (909) 592-4636

March 19, 2003

The regular monthly meeting of the **Administrative Board** took place on the above date, at 9:00 a.m., at the Committee office. Those members in attendance were:

Mr. Dan Lewis	Verizon California
Ms. Ellen Blunt	Verizon California
Mr. Mahendra Garg	City of Anaheim
Mr. June Santiago	City of Anaheim
Mr. Randall Starkey	Adelphia Communications
Mr. Manuel Ponce	Cingular Wireless
Ms. Sherri Goetz	Southern California Edison
Mr. Ernie Solorzano	Southern California Edison
Ms. Kathleen Dell	AT&T Wireless
Ms. Velma Prouty	SBC Pacific Bell
Mr. Dennis Walls	City of Los Angeles (DWP)
Mr. Sheldon Cox	City of Pasadena
Mr. Cory Autrey	Sprint PCS
Mr. Mike Zornes	Adelphia Communications
Mr. Malcolm Brown	Verizon Wireless
Ms. Lynn Prescott	Verizon Wireless
Ms. Jennie Corella	Committee Staff

Guests Speakers:

Mr. Jim Palma	Southern California Edison
Mr. Steve Ford	Southern California Edison

Invited Guests:

Mr. Vince Aragona	NextG Network
Mr. Robert Delsman	NextG Network
Mr. Kirk Wampler	NextG Network

CALL TO ORDER:

Ms. Prouty called the meeting to order at 9:05 a.m., and allowed for introductions.

APPROVAL OF MINUTES:

Ms. Prouty asked the members to review the minutes of the February 19, 2003 Board meeting. After the members reviewed the minutes, Ms. Prouty inquired if there were any corrections, additions or deletions to the minutes. Ms. Goetz requested a correction in her name from Mr. Goetz to Ms. Goetz. There being no further required revisions to the minutes, Mr. Autrey motioned to accept the minutes of the February 19, 2003 Board meeting as corrected. Ms. Goetz seconded the motion, which upon voting passed unanimously.

MANAGER'S REPORT

Ms. Corella reported that the gross expenses for February 2003 totaled \$37,489.17. The members were assessed this amount.

COMMUNICATIONS:

Ms. Corella reported **AT&T Communications** and **AT&T Local Services** have requested merging of the two entities. Currently, they are assessed separately and treated as individual members. Ms. Corella stated that she is not certain as to what documentation is required by the Committee in order to merge the two entities.

Next, Ms. Corella reported that she received a phone call from the City of Banning. They would like to be re-instated as a member of the Committee. It was decided that this issue should be assigned to the Re-Organization ad hoc committee. Therefore, **Item 1344: Banning Member Re-instatement** has been assigned to Re-Organization for further discussion.

The final issue under Communications was a correspondence from the **City of Pasadena**. However, Ms. Corella stated that this was being held over for the next Board meeting, at the request of Mr. Sheldon Cox, the Committee representative for the City of Pasadena.

SPECIAL REPORTS:

Cellular Antenna Clearances – Jim Palma/Steve Ford SCE

Mr. Palma opened by stating the purpose of his presentation is to re-communicate SCE cellular antenna clearances for distribution poles. Also, to clarify any questions on antenna clearances, and SCE policy on placing meters on poles. He stressed a primary concern of SCE is the potential health effects on their employees. SCE employees are directed to keep a “minimum approach distance” from the cellular antennas. However, SCE does not mandate turn off of service for distribution pole installations. He further stated that, there are some power utilities that turn off service when their workmen are on the poles. He discussed installation infractions noted by SCE (see attachment).

His next discussion was the SCE meter policy, which currently prohibits meters placed on joint poles. He reviewed other options for placing meters (see attachment). Mr. Palma reviewed and discussed the attached diagrams, as well as answering questions for the members.

Mr. Ford than addressed the members, and stated that SCE has been fined by the CPUC for failing to remain in compliance in regards to cellular antenna clearances, and other equipment on poles. He suggested organizing an ad hoc committee to address, determine and agree on the dimensions and weight restrictions on equipment allowed to be placed on poles.

NextG Network Interview – Vince Aragona, Robert Delsman, Kirk Wampler

Mr. Wampler opened the dialogue by stating that with the expected growth in voice trafficking, NextG anticipates that the wireless sites will double or triple within the next four years. Their mission is to provide operators with a fiber network architecture that delivers sites that are difficult to procure, either due to facility challenges, or entitlement problems. He further stated that once their fiber infrastructure is in place, they would connect the fiber infrastructure to a host cell site, or carrier hotel. The carrier/operator then could install their BTS radio at the remote location, and not have to deploy a work crew to the field. An advantage of this method is the ability to upgrade remotely, and change out radios in a controlled environment. Mr. Wampler reported that the NextG service territory would be all of southern California.

Mr. Lewis posed the following question to NextG, “What can the JPC do for you?” Mr. Aragona replied that carriers must build wireless networks independently. NextG would like to aggregate wireless carriers into one network, and offer a service to manage, control, and monitor

their networks. This would mitigate costs for individual carriers, as well as the aesthetic value it would offer.

Mr. Lewis informed NextG that membership does not guarantee joint ownership to poles. Mr. Delsman stated that they are a traditional hard wire line telecommunications company. He stressed that NextG's plan is to construct, when a client places an order. They do not plan on initially building, than soliciting business.

Mr. Aragona stated that they worked with Nextel in building their net work, and other facets of the JPC process in Baldwin Hills.

Ms. Blunt questioned how does NextG plan on convincing the wireless providers to allow them to build and maintain their networks.

Mr. Delsman responded that the value NextG offers is the ability to share infrastructure and realize cost savings.

Mr. Solorzano questioned, if NextG would be an active JPC member by attending, and participating in the monthly Administrative Board meetings. Mr. Aragona responded that he would likely be the candidate for Committee representative.

Ms. Dell inquired about their 24 hour emergency maintenance program, and if they have one in place. Mr. Aragona responded that they are aware of this necessity and this would be outsourced.

Mr. Lewis questioned if NextG would have a local office. Mr. Aragona stated that his office would be the local contact, and he is located in Huntington Beach.

Mr. Solorzano inquired, initially, where and how much fiber has NextG forecasted. Mr. Aragona's response was that NextG has in the development stage, 300 to 600 miles of fiber. Ms. Prescott questioned how many miles of fiber NextG owns. Mr. Aragona responded that currently, they do not own any fiber.

Mr. Autrey inquired how soon would NextG process JPAs. Mr. Aragona's response was that NextG would start processing JPAS within the next 30 to 60 days, with the NCJPC.

Mr. Aragona stated that NextG has been in business for two years.

The Members thanked NextG for their time, and informed them that they would contact them upon the Committee's decision.

SUB-COMMITTEE REPORTS:

ad hoc Committee on Authorized Cost Elements

Chairperson, Mr. Goetz reported that Authorized Costs did not meet in February.

Operating Committee

Ms. Prouty reported that the Operating Committee met in February. (Please refer to the minutes of that meeting for further details.)

ad hoc Committee on Reorganization

Ms. Prouty reported that Reorganization did not meet in February.

Routine Revision Committee

Ms. Prescott reported that Routine Revision did meet in February. (Please refer to the minutes of that meeting for further details.)

Single Trip to Pole

Ms. Prouty reported that Single trip to Pole did not meet in February.

CONSENT CALENDAR:

There were no items on Consent.

DISCUSSION CALENDAR:

Item 1337: Section 10.8 Revisited

Ms. Prouty opened the discussion by stating that the Routine Revision Committee has created additional verbiage to be added to the above-mentioned section. She stated that the verbiage added (written or verbal) inserted after the opening word, "Upon" in this section would not guarantee a member from using Section 18.1-D (see attachment). She further stated that the entire Routine Handbook is based upon written or verbal approval, therefore, the added verbiage is implied when approving on all sections. She also stated that Section 10.8 does not prohibit members from using 18.1-D. Therefore, in reading the proposed Section 10.8, a member who has submitted a JPA, and the 45 time clock has stopped, the initiating party may use Section 18.1-D to final bill the JPA.

It was agreed that this item needed additional work and discussion. This item has been returned to Routine Revision for further discussion.

OTHER ITEMS: Unfinished Business

Item 1259: Approved Contractor List – SINGLE TRIP TO POLE

Item 1280: Authorized Signatures – RE-ORGANIZATION

Item 1330: Revised 2002 Steel Prices- AUTHORIZED COSTS

Item 1332: DWP Multi Member Codes – OPERATING

Item 1334: Visibility Strips - ROUTINE REVISION

Item 1337: Section 10.8 Revisited - ROUTINE REVISION

Item 1340: NextG Member Application – OPERATING COMMITTEE

Item 1341: Storm Costs - AUTHORIZED COSTS

Item 1342: Tennis Shoes on Wires - ROUTINE REVISION

It was agreed that **Item 1340: NextG Member Application** should be on the Consent Calendar for the April Board meeting. A new item number was created to address the issue of volume of JPAs submitted initially by new members. **Item 1345: New Member JPA Volume** has been assigned to the Routine Revision ad hoc committee.

Open Administrative Board Items

Item 1339– *Environmental Issues*

This item remains open as an ongoing issue to ensure the Committee addresses any necessary environmental issues.

New Business

Known Items:

Mr. Zornes reported on the status of **Adelphia Business Solutions**. He stated as per the decision by the CPUC dated August 27, 2001 allowing Adelphia Communications (the parent company of ABS) to acquire all assets and liabilities of Adelphia Business Solutions. He further stated that all debt owed after June 25, 2002 (bankruptcy petition date) would be paid by Adelphia Communications. All debt prior to petition date could not be paid due to the courts. He stated that the name Adelphia Business Solutions should be changed to Adelphia Communications in order for any debt to be paid post petition. The members discussed assignment of the Committee 1998 Agreement to Adelphia Communications, from Adelphia Business Communications.

Mr. Solozano inquired if Adelphia Communications intends on using the JPC forum in moving forward with their CATV network. Mr. Zornes responded that, moving forward, Adelphia Communications would conduct business through the JPC forum.

The decision was to contact the Committee legal counsel on this issue. However, Mr. Zornes was advised to continue attending the Board meetings as a guest until this issue is resolved.

Unknown Items:

Ms. Dell proposed that the Committee should entertain the idea of possibly sharing the Committee program, that is currently in development, with the NCJPC. She stated that many members of the SCJPC also participate in the NCJPC, therefore, this could prove beneficial to them. In sharing the technology with the north, the costs would also be shared, thus, decreasing the assessment costs for the south. Ms. Dell stated that she would like to open this idea for discussion, and obtain perspectives from other members. Mr. Lewis suggested assigning this issue to the Operating Committee for review and discussion. **Item 1346: iPole Sharing with NCJPC** has been assigned to the Operating Committee.

SCHEDULE OF FUTURE MEETINGS:

Future meetings were scheduled as follows:

Administrative Board	04/16/03	9:00 a.m.	Committee Office
Operating Committee	04/16/03	Following	Admin Board
Routine Revision	04/16/03	Following	Operating Ctte
Authorized Costs	04/16/03	Following	Routine Revision
Single Trip to Pole	04/16/03	Following	Authorized Costs
ReOrganization	04/16/03	Following	Single Trip to Pole

ADJOURNMENT:

Ms. Prouty adjourned the meeting at 1:45 p.m., until April 16, 2003.

Ms. Velma Prouty, Vice- President

Jennie Corella, Office Manager

(attachments following)

Cellular Antennas

- Purpose
 - Re-communicate SCE cellular antenna clearance for distribution poles
 - Clarify any questions
 - Clarify meter on poles policy
 - Provide diagrams
- SCE antenna clearance policy
 - Established summer 2001
 - Due to potential health effect of RF
 - Presented to Joint Pole Committee in 2001
 - SCE workman are trained on potential RF health effects and directed to keep a “minimum approach distance” from cellular antennas
 - SCE does no mandate “turn off” of service for distribution pole installations

Installation Infractions

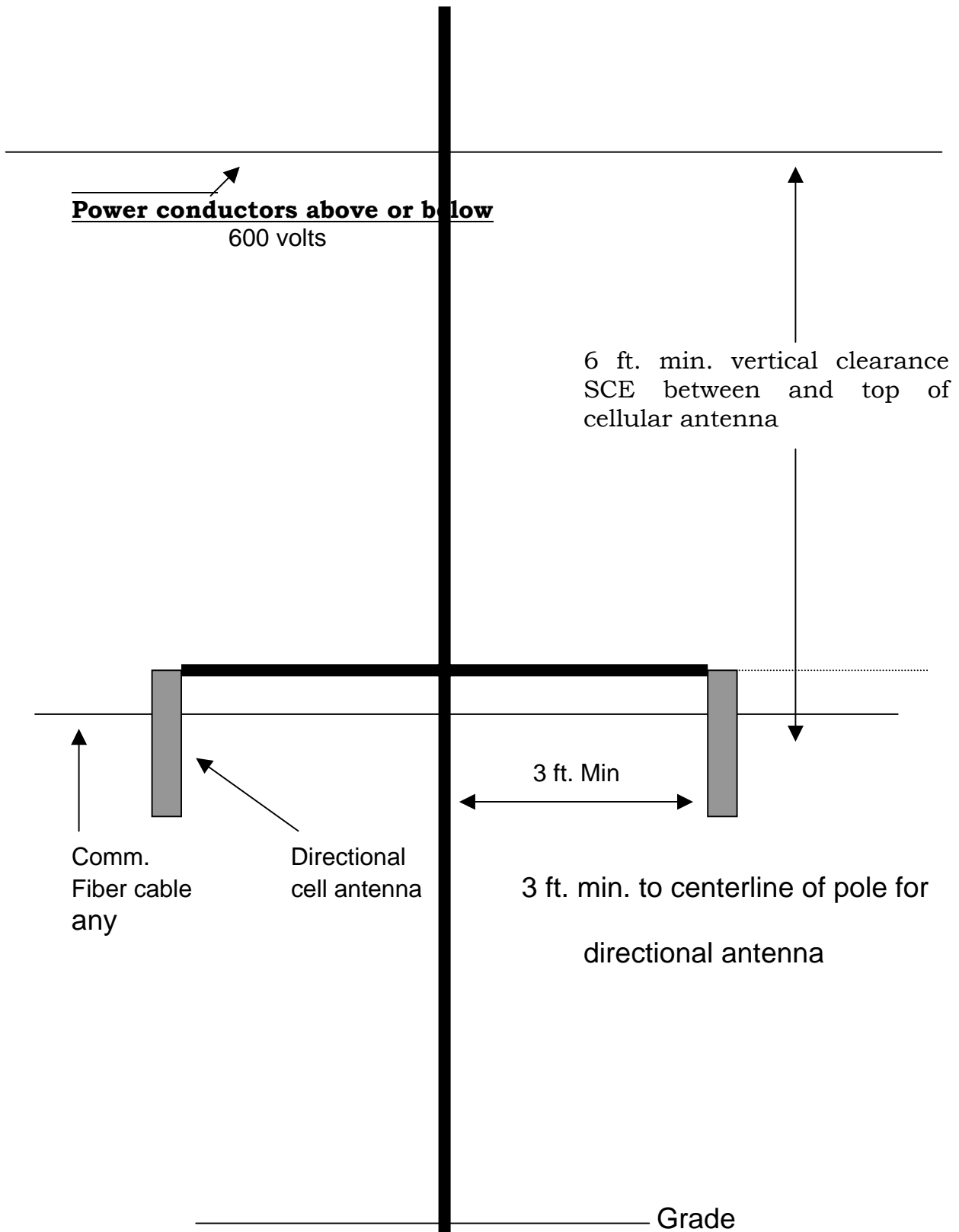
- No climbing space after cellular facilities installed (G.O. 95 infraction)
- Existing risers un-strapped and not secured
- Poles not stepped

- Cellular risers installed in quadrants reserved for future risers
- Antenna clearance does not meet SCE standards

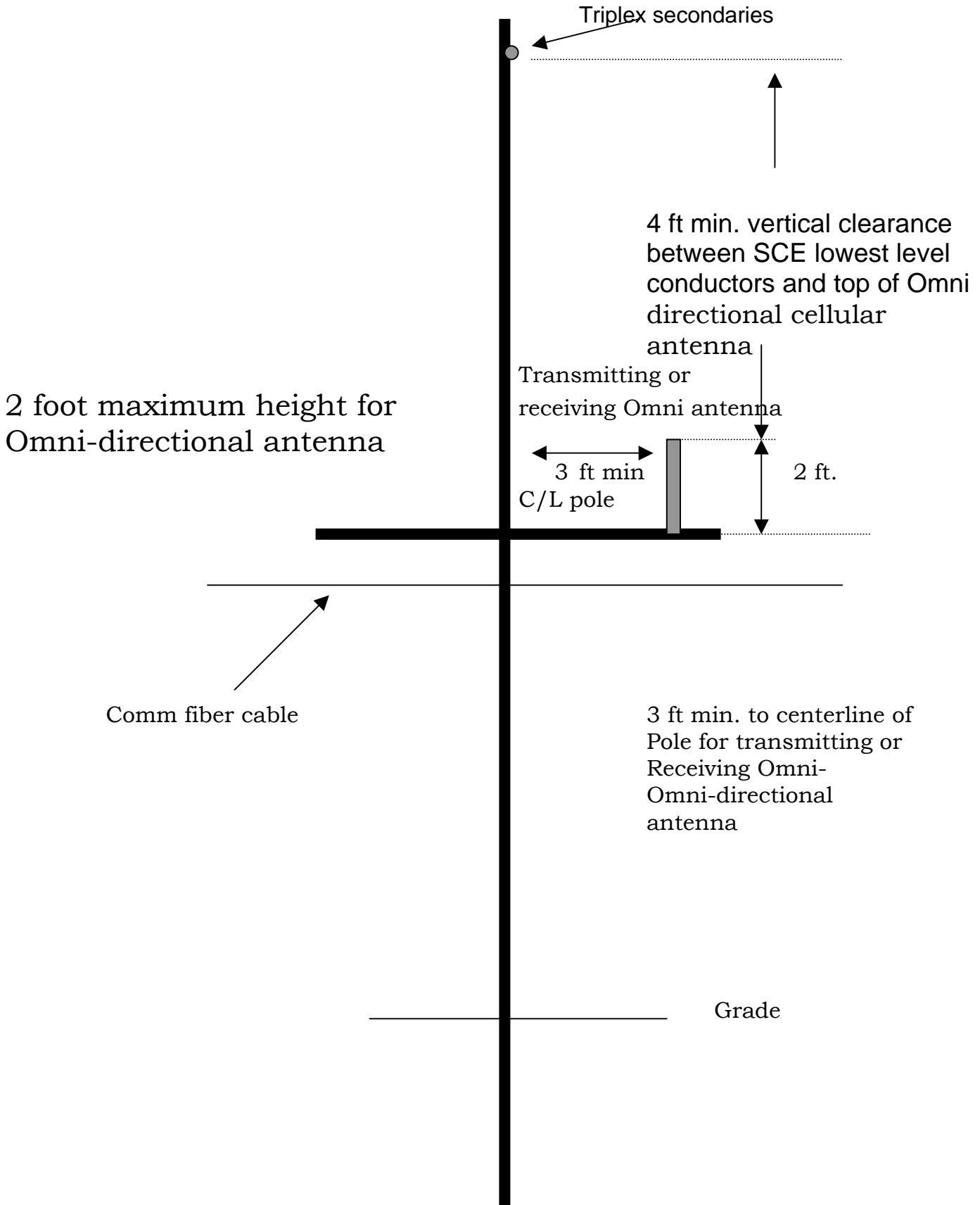
Meter Policy

- SCE current policy is to prohibit meters mounted on joint poles for cellular antenna site services
- Pedestal service would be an option
- New experimental wireless technology rate is non-metered (subject to load limitations and number of installations)
- Meters could be placed on customer owned service poles that are not joint poles

DIRECTIONAL ANTENNA CLEARANCES



OMNI-DIRECTIONAL ANTENNA CLEARANCES



Item 1337: Section 10.8 Revisited – (proposed additional verbiage).

If the change in grade requires the purchase of an additional interest under the Routine, reference shall also be made to Section 4.0.

10.7 Adding Circuits in Communication Space

Where a Member desires to add circuits in communication space and it is mutually agreed that space is available without requiring any rearrangement of authorized facilities, the joint Pole Authorizations shall specify new grades & spaces.

If the change in grade requires the purchase of an additional interest under the Routine, reference shall also be made to Section 4.0.

10.8 Transfer or Rearrangement of Facilities by One Owner

Upon written or verbal approval, a joint owner may transfer or rearrange the facilities of another owner and/or their tenants. Number of transfers will be designated by Authorized Cost per agreement. (Rev. 09/02)

Southern California Joint Pole Committee

437 So. Cataract Ave. Unit 3
San Dimas, CA 91773
Phone: (909) 592-4001
Fax: (909) 592-4636

April 23,2003

The regular monthly meeting of the **Administrative Board** took place on the above date, at 9:00 a.m., at the Committee office. Those members in attendance were:

Mr. Dan Lewis	Verizon California
Mr. Sean Matlock	Southern California Water
Mr. Ed Gala	Nextel Communications
Mr. Manuel Ponce	Cingular Wireless
Ms. Sherri Goetz	Southern California Edison
Mr. Ernie Solorzano	Southern California Edison
Ms. Kathleen Dell	AT&T Wireless
Ms. Velma Prouty	SBC Pacific Bell
Mr. Robert Allen	City of Los Angeles (DWP)
Mr. Sheldon Cox	City of Pasadena
Mr. Cory Autrey	Sprint PCS
Mr. Mike Zornes	Adelphia Communications
Mr. Malcolm Brown	Verizon Wireless
Ms. Lynn Prescott	Verizon Wireless
Ms. Jennie Corella	Committee Staff

CALL TO ORDER:

Ms. Prouty called the meeting to order at 9:05 a.m., and allowed for introductions.

APPROVAL OF MINUTES:

Ms. Prouty asked the members to review the minutes of the March 19, 2003 Board meeting. After the members reviewed the minutes, Ms. Prouty inquired if there were any corrections, additions or deletions to the minutes. Ms. Goetz requested a correction in her name from Mr. Goetz to Ms. Goetz in the Sub Committee Reports section of the minutes. There being no further required revisions to the minutes, Mr. Lewis

motioned to accept the minutes of the March 19, 2003 Board meeting as corrected. Mr. Zornes seconded the motion, which upon voting, passed. Mr. Gala abstained.

MANAGER'S REPORT

Ms. Corella reported that the gross expenses for March 2003 totaled \$36,474.69. The members were assessed this amount.

COMMUNICATIONS:

Ms. Corella reported that she received a correspondence from AT&T Broadband stating that it has changed its name to Comcast Cable Communications. The correspondence was on Comcast letterhead, and does not state what prompted the name change. The members briefly discussed this issue. The consensus is to contact Comcast/AT&T Boardband, and inquire what business transaction led to the name change (ex: takeover, buyout, merger).

Next, Ms. Corella reported that she received a response from the Committee legal counsel in regards to Adelpia Communications. Ms. Corella read the correspondence to the members. The summation of the letter from legal counsel states that he believes, this situation is governed by sub-section 6-C on page nine of the 1998 Joint Pole Agreement. The relevant part in this section reads as follows: "A Member shall have the right, either in whole or in part, to assign this Agreement and to assign its rights and delegate its obligations and liabilities under this Agreement to any entity that is, or that was immediately preceding such assignment, a current or former subsidiary, business unit, division or other affiliate of the Member." Therefore, the members agreed that Adelpia Communications is entitled to Agreement assignment. The necessary changes will be made.

Ms. Corella announced that she received a correspondence referring to Ms. Pauline Martin, a retiree from the Committee. The letter was from her daughter reporting that Ms. Martin is now deceased. Ms. Martin was part of the Committee's special arrangement retirement plan. However, this does not eliminate the special arrangement, as there remains one retiree, Ms. Lorraine Abbot.

The final issue under Communications was a correspondence from the **City of Pasadena**. The letter is addressed to Southern California Edison, however, it was sent via CC to the Committee. Therefore, the

letter was shared with the members in attendance for review. The concerned issue is between SCE and the City of Pasadena. The two members will meet to resolve the problem.

SPECIAL REPORTS:

There were no special reports.

SUB-COMMITTEE REPORTS:

ad hoc Committee on Authorized Cost Elements

Chairperson, Mr. Goetz reported that Authorized Costs met on March 27, 2003. (please refer to the minutes of that meeting for further details).

Operating Committee

Ms. Prouty reported that the Operating Committee met on March 27, 2003. (Please refer to the minutes of that meeting for further details.)

ad hoc Committee on Reorganization

Ms. Prouty reported that Reorganization did not meet in March.

Routine Revision Committee

Ms. Prescott reported on Routine Revision, which met on March 27, 2003. (Please refer to the minutes of that meeting for further details.)

Single Trip to Pole

Ms. Prouty reported that Single trip to Pole did not meet in March.

CONSENT CALENDAR:

There were no items on Consent.

DISCUSSION CALENDAR:

Item 1337: Section 10.8 Revisited

Ms. Corella briefed the members on this item. There have been many proposed verbiage revisions to Section 10.8. The most recent proposed verbiage was distributed to the members via email, seven days prior to the meeting. (see attachment). SBC has a concern that members have the ability to use automatic approval with this section to transfer or rearrange facilities. SBC does not want their facilities handled without their approval. SBC would like the option to approve, or disapprove, the transfer or rearrangement of their equipment. Since SCE is one of the primary pole setters, their concern is the time involved in getting written or verbal approval to move forward with the JPA. The members discussed this issue extensively, and it was agreed to table this issue at this time, pending on a meeting between SCE and SBC. The ad hoc Routine Revision Committee will also review this issue, with the objective to arrive at a resolution agreeable, and equitable to all parties involved.

Item 1340: NextG Member Application

Mr. Solorzano opened the discussion, stating that the problem previously experienced with new members, is the JPA volume. The issue is the large volume of JPAs new members initiate upon approval. Some current member's lack the resources required to process the volume of work generated by new members. Therefore, the opinion is to convey this concern to new members. Mr. Solorzano further stated that he is not opposed to membership approval for NextG, however, the JPA volume issue will have a major impact within his organization. Mr. Lewis stated that it is incumbent on existing members to alert new members of this concern, via the Routine Handbook, or directly with incoming members. Mr. Zornes inquired if NextG had forecasted the magnitude of construction. Mr. Solorzano responded that they had mentioned about 300 to 600 miles. Mr. Prescott stated that discussed at the previous Routine Revision meeting, was to schedule a meeting between NextG, and concerned members, to discuss NextG's path forward. Item 1345: New Member JPA Volume, assigned to Routine Revision, will be addressed and discussed further within the aforementioned Committee.

Mr. Gala motioned to accept NextG's membership application. Mr. Lewis seconded the motion, which upon voting, passed unanimously.

OTHER ITEMS: Unfinished Business

Item 1259: Approved Contractor List – SINGLE TRIP TO POLE
Item 1280: Authorized Signatures – RE-ORGANIZATION
Item 1330: Revised 2002 Steel Prices- AUTHORIZED COSTS
Item 1332: DWP Multi Member Codes – OPERATING
Item 1334: Visibility Strips - ROUTINE REVISION
Item 1337: Section 10.8 Revisited - ROUTINE REVISION
Item 1340: NextG Member Application – OPERATING COMMITTEE
Item 1341: Storm Costs - AUTHORIZED COSTS
Item 1342: Tennis Shoes on Wires - ROUTINE REVISION
Item 1343: Routine Revision – ROUTINE REVISION
Item 1344: Banning Member Re-Instatement - RE-ORGANIZATION
Item 1345: New Member JPA Volume - ROUTINE REVISION
Item 1346: iPole Sharing with NCJPC - OPERATING COMMITTEE
Item 1347: New Member Application Process - RE-ORGANIZATION

Open Administrative Board Items

Item 1339– *Environmental Issues*

This item remains open as an ongoing issue to ensure the Committee addresses any necessary environmental issues.

New Business

Known Items:

Mr. Allen stated that Section 18 of the Routine Handbook is missing the illustrations of the JPA examples. Ms. Corella responded that she is aware of the missing illustrations. The Committee office does not have a scanner at this time. Ms. Prescott stated that she could scan the illustrations for the Committee.

Unknown Items:

Mr. Solorzano reported that SCE had a composite fiberglass (CF) pole fail in the Hanford area. He is not sure why the pole failed; however, in his opinion, he believes the pole was overloaded. He further stated that, SCE has many CF poles in use, and has never experienced this problem. The manufacturer of the pole is Shakespeare. SBC was on the

pole, therefore, a meeting was held with SCE, SBC and the manufacturer of the pole to determine where the problem with this pole lies. There is an ongoing investigation as to why this pole failed. SCE intends to work on specifications pertaining to CF poles. Today, the specs used on wood poles are also used for composite fiberglass.

Mr. Tony Rabe of SBC reported, via conference call, on the failed pole scenario. The members listened to, and questioned Mr. Rabe on the situation.

SCHEDULE OF FUTURE MEETINGS:

Future meetings were scheduled as follows:

Administrative Board	05/21/03	9:00 a.m.	Committee Office
ReOrganization	05/21/03	Following	Admin Board
Single Trip to Pole	05/21/03	Following	ReOrganization
Operating Committee	05/22/03	9:00 a.m.	Committee Office
Routine Revision	05/22/03	Following	Operating Committee
Authorized Costs	05/22/03	Following	Routine Revision

ADJOURNMENT:

Ms. Prouty adjourned the meeting at 11:45 a.m., until May 21, 2003.

Ms. Velma Prouty, President

Jennie Corella, Office Manager

(Attachment following)

CURRENT SECTION VERBIAGE

10.8 Transfer or Rearrangement of Facilities by One owner

Upon approval, a joint owner may transfer or rearrange the facilities of another owner and/or their tenants. Number of transfers will be designated by Authorized Cost per agreement. (09/02)

PROPOSED SECTION VERBIAGE

10.8 Transfer or Rearrangement of Facilities by One owner

Upon approval, a joint owner may transfer or rearrange the facilities of another owner and/or their tenants. Number of transfers will be designated by Authorized Cost per agreement. Section 18.1D will not apply to the members being rearranged or transferred. Other member's party to this JPA, not being rearranged or transferred, Section 18.1D will apply. (09/02)

(On April 23, 2003 Discussion Calendar)

Southern California Joint Pole Committee

437 So. Cataract Ave. Unit 3
San Dimas, CA 91773
Phone: (909) 592-4001
Fax: (909) 592-4636

May 21, 2003

The regular monthly meeting of the **Administrative Board** took place on the above date, at 9:00 a.m., at the Committee office. Those members in attendance were:

Mr. John Hoffman	Verizon California
Ms. Barbara Saito	Nextel Communications
Ms. Kathryn Crompton	Nextel Communications
Mr. Manuel Ponce	Cingular Wireless
Ms. Sherri Goetz	Southern California Edison
Mr. Tony Mai	City of Glendale
Mr. J. Craig Wayment	Altrio Communications
Mr. Jim Prickett	Altrio Communications
Ms. Kathleen Dell	AT&T Wireless
Ms. Velma Prouty	SBC Pacific Bell
Mr. June Santiago	City of Anaheim
Mr. Sheldon Cox	City of Pasadena
Mr. Cory Autrey	Sprint PCS
Mr. Mike Zornes	Adelphia Communications
Ms. Lynn Prescott	Verizon Wireless
Ms. Jennie Corella	Committee Staff

CALL TO ORDER:

Ms. Prouty called the meeting to order at 9:05 a.m., and allowed for introductions.

APPROVAL OF MINUTES:

Ms. Prouty asked the members to review the minutes of the April 23, 2003 Board meeting. After the members reviewed the minutes, Ms. Prouty inquired if there were any corrections, additions or deletions to the minutes. Ms. Dell called attention to typing errors for correction. Ms. Corella noted the errors, and will make the corrections. There being no

further required revisions to the minutes, Mr. Autrey motioned to accept the minutes of the April 23, 2003 Board meeting as corrected. Mr. Zornes seconded the motion, which upon voting, passed. Ms. Saito and Ms. Crompton both abstained.

MANAGER'S REPORT

Ms. Corella reported that the gross expenses for April 2003 totaled \$36,420.26. The members were assessed this amount.

COMMUNICATIONS:

Ms. Corella reported that the Committee office has received the membership initial payment from **NextG**. The members will receive a credit on their June assessment invoice. NextG has submitted all requested signed documents.

Ms. Corella reported that the Committee office has received correspondence from the City of Banning, stating their reasons for requesting membership reinstatement. The correspondence was read to the members. Discussed among the members, was whether reinstatement is allowable according to the 1998 Agreement. The primary issue is allowing former Committee members to be reinstated, or treat them as new applying members. It was agreed that Ms. Corella contact the Committee legal council for assistance in interpretation of the 1998 Agreement, in regards to former member re-instatement.

SPECIAL REPORTS:

There were no special reports.

SUB-COMMITTEE REPORTS:

ad hoc Committee on Authorized Cost Elements

Chairperson, Ms. Goetz reported that Authorized Costs met on May 1, 2003. (please refer to the minutes of that meeting for further details).

Operating Committee

Ms. Prouty reported that the Operating Committee met on April 23, 2003. (Please refer to the minutes of that meeting for further details.)

ad hoc Committee on Reorganization

Ms. Prouty reported that Reorganization met on April 23, 2003 (please refer to the minutes of that meeting for further details.)

Routine Revision Committee

Ms. Prescott reported on Routine Revision, which met on May 1, 2003. (Please refer to the minutes of that meeting for further details.)

Single Trip to Pole

Ms. Prouty reported that Single trip to Pole met on May 1, 2003. She stated that the consensus was that Single Trip to pole would not be applicable to all member utilities. Therefore, it was agreed that, the ad hoc committee disbands (please refer to the minutes of that meeting for further details.)

CONSENT CALENDAR:

Glossary Section G
Section 02 Revised

Ms. Saito motioned to approve all items on the Consent Calendar. Mr. Autrey seconded the motion, which upon voting, passed

DISCUSSION CALENDAR:

Interset Poles – Southern California Edison

It was agreed to move this item to Unknown Items of the agenda, and to discuss it at the next Board meeting when Mr. Solorzano is in attendance.

OTHER ITEMS: Unfinished Business

Item 1259: Approved Contractor List – SINGLE TRIP TO POLE
Item 1280: Authorized Signatures – RE-ORGANIZATION
Item 1330: Revised 2002 Steel Prices- AUTHORIZED COSTS
Item 1332: DWP Multi Member Codes – OPERATING
Item 1334: Visibility Strips - ROUTINE REVISION
Item 1337: Section 10.8 Revisited - ROUTINE REVISION
Item 1340: NextG Member Application – OPERATING COMMITTEE
Item 1341: Storm Costs - AUTHORIZED COSTS
Item 1342: Tennis Shoes on Wires - ROUTINE REVISION
Item 1343: Routine Revision – ROUTINE REVISION
Item 1344: Banning Member Re-Instatement - RE-ORGANIZATION
Item 1345: New Member JPA Volume - ROUTINE REVISION
Item 1346: iPole Sharing with NCJPC - OPERATING COMMITTEE
Item 1347: New Member Application Process - RE-ORGANIZATION

It was agreed to move **Item 1259: Approved Contractor List** from Single Trip to Pole, to Routine Revision. **Item 1340: NextG Member Application** is now closed.

Mr. Autrey stated that in his opinion **Item 1346: iPole Sharing with NCJPC** should be discussed further in Operating. He further stated that the NCJPC, and their involvement in iPole should be defined. The members assured Mr. Autrey that this issue would be discussed extensively in Operating.

Open Administrative Board Items

Item 1339– *Environmental Issues*

This item remains open as an ongoing issue to ensure the Committee addresses any necessary environmental issues.

New Business

Known Items:

There were no reported known items.

Unknown Items:

Mr. Mai, representative from the City of Glendale, reported that there is an ongoing conflict between themselves, and Altrio Communications. The issue is that City of Glendale is unable to PTD poles, therefore, they have requested Altrio Communications to do the work. Mr. Wayment, representative from Altrio Communications, responded that the issue has been resolved, and that the Board meeting is not the forum for this type of discussion. Mr. Mai stated that it is not resolved, and he is of the opinion that it should be resolved in this forum. Ms. Dell responded that the issue in question is the responsibility of the members. She further stated that all members should have the ability, within their organization, to PTD poles. It was agreed that City of Glendale, and Altrio Communications would discuss this issue, among themselves after the meeting.

SCHEDULE OF FUTURE MEETINGS:

Future meetings were scheduled as follows:

Administrative Board	06/18/03	9:00 a.m.	Committee Office
Operating Committee	06/18/03	Following	Admin Board
Routine Revision	06/18/03	Following	Operating Committee
Authorized Costs	06/18/03	Following	Routine Revision
ReOrganization	06/18/03	Following	Authorized Costs

ADJOURNMENT:

Ms. Prouty adjourned the meeting at 10:15 a.m., until June 18, 2003.

Ms. Velma Prouty, President

Jennie Corella, Office Manager

Southern California Joint Pole Committee

437 So. Cataract Ave. Unit 3
San Dimas, CA 91773
Phone: (909) 592-4001
Fax: (909) 592-4636

July 16, 2003

The regular monthly meeting of the **Administrative Board** took place on the above date, at 9:00 a.m., at the Committee office. Those members in attendance were:

Mr. Ernie Solorzano	Southern California Edison
Ms. Kathleen Dell	AT&T Wireless
Ms. Velma Prouty	SBC Pacific Bell
Mr. Stephen Sawyer	Comcast Cable
Mr. Sheldon Cox	City of Pasadena
Mr. Cory Autrey	Sprint PCS
Mr. Todd Bricknel	Adelphia Communications
Mr. Ben Bramley	Adelphia Communications
Ms. Lynn Prescott	Verizon Wireless
Ms. Lynn George	NextG Networks
Mr. Vince Aragona	NextG Networks
Ms. Jennie Corella	Committee Staff

CALL TO ORDER:

Ms. Prouty called the meeting to order at 9:10 a.m., and allowed for introductions.

APPROVAL OF MINUTES:

Ms. Prouty asked the members to review the minutes of the June 18, 2003 Board meeting. After the members reviewed the minutes, Ms. Prouty inquired if there were any corrections, additions or deletions to the minutes. There being no required revisions to the minutes, Mr. Autrey motioned to accept the minutes of the June 16, 2003 Board meeting as written. Ms. Dell seconded the motion, which upon voting, passed unanimously.

MANAGER'S REPORT

Ms. Corella reported that the gross expenses for June 2003 totaled \$42,213.68. She stated that an average month will now reflect approximately \$42,000.00, because of the Hyperlink contract payments.

COMMUNICATIONS:

Ms. Corella reported that she has received a response from Mr. Adams, Committee legal counsel, in regards to membership reinstatement (see attachment). Ms. Corella briefly reported a synopsis of the communication she received from legal counsel. In the opinion of Mr. Adams, the City of Banning should be treated as an incoming applicant. Since, Banning was a limited member, and limited members did not pay an initial membership fee, they should be treated as a new member. Furthermore, all limited members had the option of becoming regular members, and avoid paying the initial fee, by signing the 1998 Agreement. Since, Banning did not avail itself of the opportunity in 1998, they now need to pay the initial fee.

However, Mr. Rogers noted that in Section 1 of the 1998 Agreement, the Committee may grant a member a "reasonable extension of time on a case-by-case basis," to sign the Agreement. Therefore, the Committee has the option to grant Banning a five-year extension, if it is deemed reasonable.

SPECIAL REPORTS:

There were no special reports.

SUB-COMMITTEE REPORTS:

ad hoc Committee on Authorized Cost Elements

Chairman, Mr. Solorzano reported that Authorized Costs did not meet in May.

Operating Committee

Ms. Prouty reported that the Operating Committee met on May 22, 2003. (Please refer to the minutes of that meeting for further details.)

ad hoc Committee on Reorganization

Ms. Prouty reported that Reorganization met on May 21, 2003 (please refer to the minutes of that meeting for further details.)

Routine Revision Committee

Ms. Prescott reported on Routine Revision, which met on May 22, 2003. (Please refer to the minutes of that meeting for further details.) Mr. Autrey inquired about Item 1259: Approved Contractors List, which has been reassigned to Routine Revision. Ms. Corella stated that some of the members had submitted their approved contractor list.

CONSENT CALENDAR:

None

DISCUSSION CALENDAR:

None

OTHER ITEMS: Unfinished Business

Item 1259: Approved Contractor List – ROUTINE REVISION
Item 1280: Authorized Signatures – RE-ORGANIZATION
Item 1330: Revised 2002 Steel Prices- AUTHORIZED COSTS
Item 1332: DWP Multi Member Codes – OPERATING
Item 1334: Visibility Strips - ROUTINE REVISION
Item 1337: Section 10.8 Revisited - ROUTINE REVISION
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Item 1344: Banning Member Re-Instatement - RE-ORGANIZATION
Item 1345: New Member JPA Volume - ROUTINE REVISION
Item 1346: iPole Sharing with NCJPC - OPERATING COMMITTEE
Item 1347: New Member Application Process - RE-ORGANIZATION
Item 1348: Pulling Chges Rel to Sect. 7.4 - ROUTINE REVISION

Open Administrative Board Items

Item 1339– *Environmental Issues*

This item remains open as an ongoing issue to ensure the Committee addresses any necessary environmental issues.

New Business

Known Items:

Bark Beetle

Mr. Solorzano reported on the problems Edison is encountering in the Arrowhead, and Idlewild areas with the Bark Beetle. Ms. Dell shared her personal experience in dealing with the Bark Beetle on her property. Mr. Solorzano reported that Southern California Edison and Southern California Water, (Bear Valley Electric) have been given notice by the state of California that any infected trees that could possibly fall on their facilities, must be removed. He further stated that there are thousands of trees that are utilized as poles for service. If these trees must be replaced with poles, Edison would handle the transaction via a JPA. Mr. Solorzano would like to coordinate a meeting with Verizon California, Adelphia Communications, and Charter Communications to discuss the transaction method to address the Bark Beetle issue. Edison anticipates that the Bark Beetle project will take three to five years to complete. Utilities will be assisted by the Catastrophic Event Memo Act (CEMA).

Unknown Items:

Interset Poles – Southern California Edison

Mr. Solorzano reported that Edison is experiencing third parties setting interset poles that are compromising Edison poles. He stated that he would have more information in regards to interset poles by the next meeting.

Invoice Remittance

Mr. Solorzano appealed to the members to remit to Edison invoices within the terms of the invoice. Edison is aggressively mailing reminders to those utilities that are not remitting within terms. He further stated that he would appreciate any help from the members in expediting invoice payments.

Fire Damaged Poles

Ms. Dell inquired about pole replacement in fire damaged areas. She stated that she was unsure of which section number to refer to on a JPA for this situation. Mr. Solorzano responded that his organization normally refers to Section 7.11. Ms. Prouty agreed.

SCHEDULE OF FUTURE MEETINGS:

Future meetings were scheduled as follows:

Administrative Board	07/16/03	9:00 a.m.	Committee Office
Operating Committee	07/16/03	Following	Admin Board
Routine Revision	07/16/03	Following	Operating Committee
Authorized Costs	07/16/03	Following	Routine Revision
ReOrganization	07/16/03	Following	Authorized Costs

ADJOURNMENT:

Ms. Prouty adjourned the meeting at 10:00 a.m., until July 16, 2003.

Ms. Velma Prouty, President

Jennie Corella, Office Manager

Southern California Joint Pole Committee

437 So. Cataract Ave. Unit 3
San Dimas, CA 91773
Phone: (909) 592-4001
Fax: (909) 592-4636

July 16, 2003

****Corrected per 8/20/2003 meeting****

The regular monthly meeting of the **Administrative Board** took place on the above date, at 9:00 a.m., at the Committee office. Those members in attendance were:

Mr. Ernie Solorzano	Southern California Edison
Ms. Kathleen Dell	AT&T Wireless
Ms. Velma Prouty	SBC Pacific Bell
Mr. Stephen Sawyer	Comcast Cable
Mr. Sheldon Cox	City of Pasadena
Mr. Cory Autrey	Sprint PCS
Mr. Todd Bricknel	Adelphia Communications
Mr. Ben Bramley	Adelphia Communications
Ms. Lynn Prescott	Verizon Wireless
Ms. Lynn George	NextG Networks
Mr. Vince Aragona	NextG Networks
Ms. Jennie Corella	Committee Staff

CALL TO ORDER:

Ms. Prouty called the meeting to order at 9:10 a.m., and allowed for introductions.

APPROVAL OF MINUTES:

Ms. Prouty asked the members to review the minutes of the June 18, 2003 Board meeting. After the members reviewed the minutes, Ms. Prouty inquired if there were any corrections, additions or deletions to the minutes. There being no required revisions to the minutes, Mr. Autrey motioned to accept the minutes of the June 16, 2003 Board meeting as written. Ms. Dell seconded the motion, which upon voting, passed unanimously.

MANAGER'S REPORT

Ms. Corella reported that the gross expenses for June 2003 totaled \$42,213.68. She stated that an average month would now reflect approximately \$42,000.00, due to the Hyperlink contract payments.

COMMUNICATIONS:

Legal Counsel

Ms. Corella reported that she has received a response from Mr. Adams, Committee legal counsel, in regards to membership reinstatement (see attachment). Ms. Corella briefly reported a synopsis of the communication she received from legal counsel. In the opinion of Mr. Adams, the City of Banning should be treated as an incoming applicant. Since, Banning was a limited member, and limited members did not pay an initial membership fee, they should be treated as a new member. Furthermore, all limited members had the option of becoming regular members, and avoid paying the initial fee, by signing the 1998 Agreement. Since, Banning did not take advantage of the opportunity in 1998; they now need to pay the initial fee.

However, Mr. Adams noted that in Section 1 of the 1998 Agreement, the Committee may grant a member a "reasonable extension of time on a case-by-case basis," to sign the Agreement. Therefore, the Committee has the option to grant Banning a five-year extension, if it is deemed reasonable.

Ms. Corella reported that she has been corresponding with the City of Banning in regards to their reinstatement. She invited Banning to attend a Board meeting, and speak with the members directly. However, she has not received a response.

Dan Lewis – Verizon California

Ms. Corella read an email she received from Mr. Dan Lewis that morning. In the message, Mr. Lewis stated that he would not be attending the meeting that day, due to a temporary work assignment in New York. There is a pending strike in New York, and it is expected to last 6-9 months. Therefore, Mr. Lewis stated, there is a chance he would not be returning before his retirement date of March 1, 2004. He stressed his apology, and stated that there is a chance that the strike will end sooner, and he would return. He stated that he would notify the Committee when Verizon assigns his replacement.

SPECIAL REPORTS

There were no special reports.

SUB-COMMITTEE REPORTS:

ad hoc Committee on Authorized Cost Elements

Chairman, Mr. Solorzano reported that Authorized Costs did not meet in June.

Operating Committee

Ms. Prouty reported that the Operating Committee met on June 16, 2003. (Please refer to the minutes of that meeting for further details.)

Ms. Dell reported on **Item 1346: iPole Purchasing by NCJPA**. She stated that it was agreed that this item would be addressed after iPole is implemented within the SCJPC. At that time, the NCJPA would be contacted to determine if they have an interest in iPole. She further reported that Joe Atalla has offered eight days of three-hour training sessions for the members and/or their staff.

Ms. Dell stated that Mr. Atalla would like the Clipper database records corrected prior to migrating to SQL. This would require approximately 13,000 labor hours. Ms. Dell suggested having each member provide someone to assist the Committee staff in working on this project. This issue would be discussed at the next Operating Committee meeting.

Mr. Autrey stated that he was not aware that the iPole meeting had been rescheduled. He received an email inquiring whether it should be rescheduled, due to the lack of time; however, did not receive if the members had come to a consensus. Ms. Dell responded that it was agreed to reschedule, and that Ms. Corella had contacted the members via email. Mr. Autrey commented that Committee meetings should not be changed given one-day notice, because it is difficult for members to reschedule their calendars.

ad hoc Committee on Reorganization

Ms. Prouty reported that Reorganization did not meet in June.

Routine Revision Committee

Ms. Prescott reported Routine Revision did not meet in June.

CONSENT CALENDAR:

None

DISCUSSION CALENDAR:

None

OTHER ITEMS: Unfinished Business

- Item 1259: Approved Contractor List – ROUTINE REVISION
- Item 1280: Authorized Signatures – RE-ORGANIZATION
- Item 1330: Revised 2002 Steel Prices- AUTHORIZED COSTS
- Item 1332: DWP Multi Member Codes – OPERATING
- Item 1334: Visibility Strips - ROUTINE REVISION
- Item 1337: Section 10.8 Revisited - ROUTINE REVISION
- Item 1341: Storm Costs - AUTHORIZED COSTS
- Item 1342: Tennis Shoes on Wires - ROUTINE REVISION
- Item 1343: Routine Revision – ROUTINE REVISION
- Item 1344: Banning Member Re-Instatement - RE-ORGANIZATION
- Item 1345: New Member JPA Volume - ROUTINE REVISION
- Item 1346: iPole Sharing with NCJPC - OPERATING COMMITTEE
- Item 1347: New Member Application Process - RE-ORGANIZATION
- Item 1348: Pulling Chges Rel to Sect. 7.4 - ROUTINE REVISION
- Item 1349: Review Initial Membership Fee - OPERATING COMMITTEE

Open Administrative Board Items

Item 1339– *Environmental Issues*

This item remains open as an ongoing issue to ensure the Committee addresses any necessary environmental issues.

New Business

Known Items:

Interset Poles – Southern California Edison

This issue will remain on the agenda until next month.

Unknown Items:

None

SCHEDULE OF FUTURE MEETINGS:

Future meetings were scheduled as follows:

Administrative Board	08/20/03	9:00 a.m.	Committee Office
Operating Committee	08/20/03	Following	Admin Board
Routine Revision	08/20/03	Following	Operating Committee
Authorized Costs	08/20/03	Following	Routine Revision
ReOrganization	08/20/03	Following	Authorized Costs

ADJOURNMENT:

Ms. Prouty adjourned the meeting at 10:00 a.m., until August 20, 2003.

Ms. Velma Prouty, President

Jennie Corella, Office Manager

(attachment)

ADAMS, HAWEKOTTE & HUDSON

A PARTNERSHIP INCLUDING A PROFESSIONAL CORPORATION

ATTORNEYS AT LAW

201 SOUTH LAKE AVENUE

SUITE 606

PASADENA, CALIFORNIA 91101-8081

TELEPHONE (626) 583-8000

FACSIMILE (626) 449-1576

ROGER ADAMS *
ANGELA HAWEKOTTE †
BOYD D. HUDSON †

* A PROFESSIONAL CORPORATION;
ALSO ADMITTED IN NEW YORK
† ALSO A LICENSED C.P.A. IN CALIFORNIA

June 27, 2003

Southern California Joint Pole Committee
437 S. Cataract Ave., Unit 3
San Dimas, CA 91773

Attention: Jennie Corella
SCJPC Office Manager

Dear M. Corella:

I am writing in response to your inquiry as to whether a former member wishing to rejoin the Southern California Joint Pole Committee ("Committee") should they be required to pay all of the initial fees normally required to be paid by a new member, or should they be reinstated without paying the initial fees.

You have advised that the former member seeking to rejoin is a municipal utility which was a limited member of the Committee prior to the adoption of the new agreement dated January 1, 1998 ("1998 Agreement"). Under the prior agreement dated January 6, 1988 ("1988 Agreement"), there were two classes of member: regular, and limited. Regular members were expected to pay their share of operating expenses, and to maintain on deposit funds as a reserve to meet those expenses. In addition, new Regular members were required to pay to the Committee their pro rata share of the value of the Committee's furniture, fixtures and equipment. Limited members, on the other hand, were not required to maintain funds on deposit, and were only required to pay, pursuant to formula, a portion of the costs of operation of their poles, and a portion of the office expenses related to such costs.

The 1998 Agreement eliminated the two classes of membership, and provided only for a single membership class. Each member was required to pay for the same costs as had been paid by Regular members under the previous agreement, and to maintain funds on deposit in the operating fund. Subparagraph (F) of Section 8 of the agreement provides that new members are to pay membership fees within 60 days of the acceptance of their membership by the Committee, and that such fees "will be based on a fair share

of the Committee Office Operating Fund, Intellectual Property, Pension Plan, and Furniture, Fixtures and Equipment.” The central issue addressed by this memorandum is whether the particular utility proposing to rejoin should be treated as a new member, for purposes of the quoted formula.

The utility seeking to rejoin the Committee was a limited member under the prior agreement, and thus had never paid the initial fees required of a regular member. When the 1998 Agreement took effect, it provided by its terms in Section 1 beginning on page 1 that the old agreement was terminated. Members under the 1988 Agreement could join under the 1998 Agreement, so long as they signed such agreement by January 1, 1998. If they did so, they were not required to pay initial fees, whether their previous status had been as regular or limited members. For previous limited members, this would have been a windfall, because under Section 11 of the 1988 Agreement, a limited member wishing to change its status to that of regular member was required to pay the initial fees normally required by a new regular member. In the instant case, however, the municipal utility did not timely sign the new agreement, and thus did not avail itself of the windfall.

Having failed to comply with the transitional provisions of the 1998 agreement and thus having failed to avail itself of the initial fee windfall, I believe it should not now be allowed to rejoin without paying the initial fee normally required of all new members. It should be treated the same as a new member.

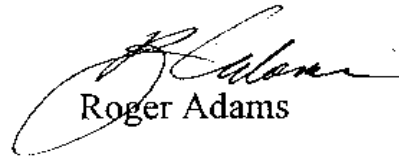
It should be noted that there is provision in Section 1 of the 1998 Agreement for the Administrative Committee to grant a “reasonable extension of time on a case-by-case basis.” Theoretically, under this provision, the Committee could allow the utility to sign the agreement without paying the initial fees, by granting an extension of time. However, I question whether or not such extension of time would be “reasonable.” You could also amend the agreement to allow any former limited member to rejoin without payment of initial fees. These would be business decisions which the Committee would have to decide. However, under the existing agreement and absent the granting of an extension of time, I believe that the utility seeking to rejoin must pay the initial fees.

I believe that the foregoing responds to your inquiry. However, should you

Southern California Joint Pole Committee
June 27, 2003
Page 3

require further clarification, please do not hesitate to give me a call.

Very truly yours,



Roger Adams

Southern California Joint Pole Committee

437 So. Cataract Ave. Unit 3
San Dimas, CA 91773
Phone (909) 592-4001
Fax (909) 592-4636

August 20, 2003

A regular meeting of the **Administrative Board** took place on the above date, at 9:00 a.m., at the Committee office. Those in attendance were:

Ms. Kathleen Dell	AT&T Wireless
Ms. Lupe Hernandez	AT&T Wireless
Mr. J. Craig Wayment	Altrio Communications
Mr. Jim Prickett	Altrio Communications
Mr. Randall Starkey	Adelphia Communications
Ms. Sherri Goetz	Southern California Edison
Mr. Dan Lewis	Verizon California
Ms. Lynn Prescott	Verizon Wireless
Mr. Sheldon Cox	City of Pasadena
Mr. Tony Mai	City of Glendale
Mr. Malcolm Brown	Verizon Wireless
Mr. Cory Autrey	Sprint PCS
Ms. Velma Prouty	SBC Pacific Bell
Mr. Robert Allen	City of Los Angeles (DWP)
Mr. Mahendra Garg	City of Anaheim
Mr. June Santiago	City of Anaheim
Ms. Jennie Corella	Committee Staff

CALL TO ORDER:

Ms. Prouty called the meeting to order at 9:05 a.m., and allowed for introductions.

APPROVAL OF MINUTES:

Ms. Prouty asked the members to review the minutes of the July 16, 2003 Board meeting. After the members reviewed the minutes, Ms. Prouty inquired if there were any corrections, additions or deletions to the minutes. Ms. Dell requested a change on page 2. Legal counsel is Mr. Adams not Mr. Rogers. Ms. Corella noted the correction. Mr. Garg noted a correction on the same page last paragraph. Mr. Autrey motioned to accept the minutes of the July 16, 2003 Board meeting as corrected. Mr. Lewis seconded the motion, which upon voting passed unanimously.

MANAGER'S REPORT

Ms. Corella reported that the gross expenses for July 2003 totaled \$47,452.13. For those members that were unaware, she stated that in the July expenses, there were two items that were equally assessed. They are the purchase of six PCs, and the cost of legal counsel on membership reinstatement. Ms. Corella explained that items that are not in the current budget, and the expense is necessary and beneficial to the entire Committee, the said expense is assessed equally among the current 28 members, rather than assessing the expense proportionately.

Ms. Corella reported that the iPole software for phase one was delivered as agreed on August 1, 2003. She further reported on the iPole training sessions held earlier in the month at the Joint Pole office. The training sessions were very successful in that the front line users familiarized themselves with the software, as well as provide input to Mr. Atalla, which would aid him in correcting any bugs in the system. Ms. Corella personally thanked those members that allowed their staff to attend the iPole sessions. They are as follows: AT&T Wireless, City of Anaheim, City of Lompoc, Verizon Wireless, Verizon California, Southern California Edison, SBC-Pac Bell, Adelphia Communications, City of Riverside, City of Glendale, City of Los Angeles (DWP), and City of Azusa. Ms. Corella reported that the Operating Committee would meet today to review enhancements, and possible future features with Mr. Atalla. The enhancements he made are minor, and would not impact the process. However, some suggestions he noted would require Committee approval before Mr. Atalla would move forward with any enhancements. Mr. Garg questioned when iPole would be implemented. Ms. Corella responded that a target date is by year-end, and that the iPole software would be loaded onto desktop PCs. She further stated that since the Committee would own iPole, they have the option to load the software on as many PCs as they desire. She further stated that the program would not be on the SCJPC web page, but any upgrades would be done via the Internet.

COMMUNICATIONS:

Ms. Corella reported that she received the documents supporting the name change of AT&T Broadband to Comcast Cable Communications (see attached). The members were given copies of the documents. Ms. Corella would e-mail the documents to those members that were unable to attend.

Ms. Corella reported that she received an e-mail message from Itron Company, a software distributor. She read the e-mail to the members. The Itron rep would like to facilitate a presentation of his pole loading calculation software to the Committee at one of their Board meetings. Ms. Corella stated, Mr. Bengston of DWP had informed her, that to allow any vendor to present to the Board, than the Committee, in all fairness, would have to allow all vendors who requested their audience. Mr. Lewis stated that Ms. Corella read the e-mail message to the Board, as requested by Itron, therefore, if any members choose, they may contact Itron. Ms. Dell stated that the Committee policy, although not in writing, has been to not

allow the Board meetings as a forum for vendors who would like to present their products to the members. Ms. Corella was instructed to contact Itron and inform them that the Committee Board meetings are not a forum for any vendor presentations. Ms. Corella added that Itron would be at the Joint Use Conference scheduled for September, and members have the option of interacting with Itron at that time.

SPECIAL REPORTS

There were no special reports.

SUB-COMMITTEE REPORTS:

ad hoc Committee on Authorized Cost Elements

Chairperson, Ms. Goetz reported that Authorized Costs did not meet in July. However, the members briefly discussed the pole price matrix, which was distributed via e-mail to the members.

Operating Committee

Chairman, Mr. Allen reported that he did not attend the July Operating meeting due to a death within his department. The Operating Committee did meet in July (please refer to the minutes for further details).

ad hoc Committee on Reorganization

Chairperson, Ms. Prouty reported that Reorganization did meet in July (please refer to the minutes for further details).

Routine Revision Committee

Chairperson, Ms. Prescott reported Routine Revision did not meet in July.

CONSENT CALENDAR:

None

DISCUSSION CALENDAR:

None

OTHER ITEMS: Unfinished Business

- Item 1259: Approved Contractor List – ROUTINE REVISION
- Item 1280: Authorized Signatures – RE-ORGANIZATION
- Item 1330: Revised 2002 Steel Prices- AUTHORIZED COSTS
- Item 1332: DWP Multi Member Codes – OPERATING
- Item 1334: Visibility Strips - ROUTINE REVISION
- Item 1337: Section 10.8 Revisited - ROUTINE REVISION
- Item 1341: Storm Costs - AUTHORIZED COSTS
- Item 1342: Tennis Shoes on Wires - ROUTINE REVISION
- Item 1343: Routine Revision – ROUTINE REVISION
- Item 1344: Banning Member Re-Instatement - RE-ORGANIZATION
- Item 1345: New Member JPA Volume - ROUTINE REVISION
- Item 1346: iPole Sharing with NCJPC - OPERATING COMMITTEE
- Item 1347: New Member Application Process - RE-ORGANIZATION
- Item 1348: Pulling Chges Rel to Sect. 7.4 - ROUTINE REVISION
- Item 1349: Review Initial Membership Fee - OPERATING COMMITTEE
- Item 1350: 2004 Pole Prices - AUTHORIZED COSTS

The members discussed **Item 1259: Approved Contractor List**. They agreed that it would be beneficial to the membership to have this list available. Ms. Corella was instructed to contact the members and request an approved contractor list from every member.

Ms. Corella called attention to **Item 1350: 2004 Pole Prices**. She stated that mid-year 2002 the Committee agreed to maintain pole prices until December 2003. She reminded the members that the year is nearing an end, and would appreciate it if they could get their respective pole costs to her by month's end.

Open Administrative Board Items

Item 1339– *Environmental Issues*

This item remains open as an ongoing issue to ensure the Committee addresses any necessary environmental issues.

New Business

Known Items:

Interset Poles – Southern California Edison

This issue will remain on the agenda until next month.

Bark Beetle – Southern California Edison

Ms. Goetz reported that for the bark beetle poles, Edison would be using the GPS reading method and/or street address to identify poles/trees and location. She further stated that this would primarily concern Verizon California, and Adelphia Communications.

Unknown Items:

None

SCHEDULE OF FUTURE MEETINGS:

Future meetings were scheduled as follows:

Routine Revision	09/16/03	9:00 a.m.	Committee Office
Administrative Board	09/17/03	9:00 a.m.	Committee Office
Operating Committee	09/17/03	Following	Admin Board
Authorized Costs	09/17/03	Following	Routine Revision
ReOrganization	09/17/03	Following	Authorized Costs

ADJOURNMENT:

Ms. Prouty adjourned the meeting at 10:00 a.m., until September 17, 2003.

Ms. Velma Prouty, President

Jennie Corella, Office Manager



Comcast Cable Communications, Inc.
550 North Continental Blvd Suite 250
El Segundo, CA 90245

July 23, 2003

Ms. Jennie Corella
Office Manager
Southern California Joint Pole Committee
437 So, Cataract Ave., Unit 3
San Dimas, CA 91773

Dear Ms. Corella:

On November 18, 2002, Comcast completed its transaction with AT&T Broadband, forming the new Comcast Corporation. The attached documents show the change in ownership as represented to the Federal Communications Commission (FCC), the State of California and all other local jurisdictions. All appropriate AT&T Broadband Phone of California (formerly MediaOne) licenses, including the Certificate of Public Convenience and Necessity (CPCN) for AT&T Broadband Phone of California, LLC, have been assumed by Comcast and its subsidiary, Comcast Phone of California, LLC. As a result, please change all future references regarding AT&T Broadband to Comcast. Thank you and please let me know if you have any questions or need additional information.

Sincerely,

Stephen D. Sawyer
Director, Government Affairs
Southern California Region

attachments

State of California

SECRETARY OF STATE

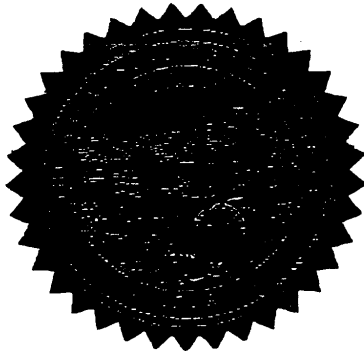
AMENDED CERTIFICATE OF REGISTRATION

I, BILL JONES, Secretary of State of the State of California, hereby certify:

That on the 13TH day of DECEMBER, 2002, there was filed in this office an Amended Application for Registration, Foreign Limited Liability Company whereby the name, under which the foreign limited liability company was registered and transacting business in California, as AT&T BROADBAND PHONE OF CALIFORNIA, LLC a limited liability company organized and existing under the laws of DELAWARE was changed to COMCAST PHONE OF CALIFORNIA, LLC.

This limited liability company complied with the requirements of California law in effect on that date for the purpose of registering to transact intrastate business in the State of California and as of the said date has been and is qualified and authorized to transact intrastate business in the State of California. Subject, however to any licensing requirements otherwise imposed by the laws of this State.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this 19TH day of DECEMBER, 2002.



Bill Jones
BILL JONES
Secretary of State

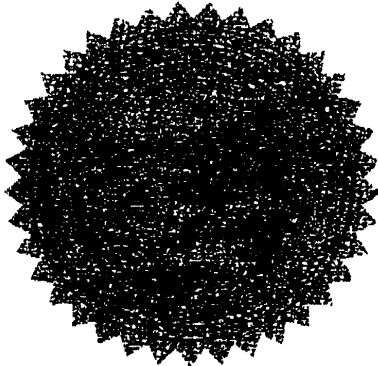
State of California



SECRETARY OF STATE

I, *BILL JONES*, Secretary of State of the State of California, hereby certify:

That the attached transcript of 1 page(s) has been compared with the record on file in this office, of which it purports to be a copy, and that it is full, true and correct.



IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of

DEC 19 2002

Secretary of State



State of California
 Bill Jones
 Secretary of State

ENDORSED - FILED
 in the office of the Secretary of State
 of the State of California

DEC 13 2002

BILL JONES, Secretary of State

LIMITED LIABILITY COMPANY
 APPLICATION FOR REGISTRATION
 CERTIFICATE OF AMENDMENT

A \$30.00 filing fee must accompany this form
 IMPORTANT - Read instructions before completing this form.

This Space For Filing Use Only

1. Secretary of State File Number 200107810084

2. Name under which this foreign limited liability company is conducting business in California:
 AT&T Broadband Phone of California, LLC

3. COMPLETE ONLY THE SECTIONS WHERE INFORMATION IS BEING CHANGED. ADDITIONAL PAGES MAY BE ATTACHED, IF NECESSARY. CONSULT THE INSTRUCTIONS BEFORE COMPLETING THIS FORM.

- A. The name under which this foreign limited liability company conducts business in California. (End the name with the words "Limited Liability Company," or "Ltd. Liability Co.," or the abbreviations "LLC" or "L.L.C.")
 Comcast Phone of California, LLC
- B. The name of the foreign limited liability company has been changed as follows and has been recorded in the home state or country:
 Comcast Phone of California, LLC
- C. State or country of formation of the foreign limited liability company, if false or erroneous at time of registration.
- D. Date on which the foreign limited liability company was formed, if false or erroneous at time of registration.
- E. Address of the principal executive office: City State Zip Code
- F. Address of the principal office in California: City State CA Zip Code

4. Future effective date, if any: Month Day Year

5. Number of pages attached, if any: 0

6. Declaration: It is hereby declared that I am the person who executed this instrument, which execution is my act and deed.
William E. Dordelman
 Signature of Authorized Person William E. Dordelman, Vice President of
 AT&T Broadband NOC, LLC
 Type or Print Name and Title of Authorized Person
 November 4, 2002
 Date

RETURN TO:
 NAME
 FIRM
 ADDRESS
 CITY/STATE
 ZIP CODE



SEC/STATE (REV. 5/98)

FORM LLC-5 - FILING FEE: \$30.00
 Approved by Secretary of State

Southern California Joint Pole Committee

437 So. Cataract Ave. Unit 3
San Dimas, CA 91773
Phone (909) 592-4001
Fax (909) 592-4636

August 28, 2003

A conference call meeting of the **Administrative Board** took place on the above date, at 10:00 a.m. Those members on line were:

Ms. Lupe Hernandez	AT&T Wireless
Ms. Sherri Goetz	Southern California Edison
Mr. Dan Lewis	Verizon California
Ms. Lynn Prescott	Verizon Wireless
Mr. Sheldon Cox	City of Pasadena
Mr. Lee Pemberton	MCI WorldCom
Mr. Cory Autrey	Sprint PCS
Ms. Velma Prouty	SBC Pacific Bell
Mr. Robert Allen	City of Los Angeles (DWP)
Mr. Mahendra Garg	City of Anaheim
Ms. Marsha Zegars	Adelphia Communicatons
Ms. Jennie Corella	Committee Staff

Guest: Joe Atalla - Hyperlink

PURPOSE:

The primary purpose for the Administrative Board conference call is to approve the expense to clean/clear the records in the current (Clipper) database. As Committee system/software consultant, Mr. Atalla highly recommends cleaning the current pole records prior to converting the information to the iPole database. Mr. Atalla has submitted his proposal/quote to clean the database. He has quoted \$75,000.00, and has given a timeline of two and one half months to complete the project.

ROLL CALL :

Upon connecting to the call, the members identified themselves. Ms. Prouty commenced the meeting at 10:15 am. Ms. Corella read the roll call to confirm that all members on line were accounted for.

DISCUSSION:

Mr. Lewis opened the discussion by briefing the members on the current status of iPole, and the Clipper database. He reported that the Operating Committee has always been aware that many records in the current Clipper

database contain incorrect information in some fields. In the iPole phase one contract with Mr. Atalla, it states that the Clipper database must be converted. When Mr. Atalla converted the database of 1.2 million records, the result was 1 million fields rejected due to the inconsistency of the data. Therefore, the Operating Committee has agreed that the database requires cleaning of the records. When the task is completed, then Mr. Atalla would, once again, convert the cleaned-up Clipper database. Mr. Pemberton inquired if the database is corrupt, or is there merely a lack of consistency in the records. Mr. Lewis responded that the database is not corrupt, rather inconsistency in the record fields. He further stated that Mr. Atalla would physically review all pole records for inconsistencies, and correct the errors.

Ms. Corella reviewed the proposed contract for the clean up to the members (see attached). Included in the contract are the Form 2 Specifications, Form 7 Specifications, Form 2 entry and display specifications, and the Clipper database conversion. Mr. Pemberton questioned what percentage of the quoted \$75,000 would be attributed to the database clean up. Ms. Corella responded that Mr. Atalla did not break out the distribution, but she is certain that the greatest percentage is for the database clean up. The members agreed that a clause stating that the contract would not exceed \$75,000.00 should be inserted. Noted in the contract under Estimated Cost, is that one half, or \$37,500.00 shall be paid one month after implementation begins. The remainder shall be paid on February 1, 2004.

Ms. Prouty requested clarification on the clause stating, "Estimate does not include any hardware, third party software, cabling or lodging and travel cost." Mr. Atalla was in the office; therefore he was invited to join the conference, in order to clarify any ambiguity. In regards to the hardware and third party software, Mr. Atalla stated that the verbiage is standard on all contracts. He further stated that he does not foresee the necessity to purchase any hard or software for this project. Mr. Pemberton inquired ownership in regards to licensing of iPole. Mr. Atalla responded that the Committee would be the owners of the iPole program, however, he could create similar software if requested to do so by another client. Mr. Lewis informed Mr. Pemberton that the NCJPA has shown interest in purchasing iPole.

The members discussed the payment method, and the payment schedule for the February 2004 payment. It appears that the members would like the 2004 payment broken down in increments, possibly three payments. Mr. Autrey stated that there is still the need of approving the final contract agreement. Mr. Lewis stated that the Board could approve the \$75,000.00 based on the final approval of the contract. Mr. Pemberton motioned to conceptually approve the \$75,000.00 expenditure based upon review and approval of the Contract by the Operating Committee, which will meet on September 3, 2003. Mr. Lewis seconded the motion. Ms. Corella individually questioned the members on their vote. The motion passed unanimously.

Ms. Prouty adjourned the conference call at 10:45 am.

Ms. Velma Prouty, President

Jennie Corella, Office Manager

(attachment)

**iPole Software Development
& Support
Proposal/Agreement**

Presented to:

Southern California Joint Pole Committee
437 S. Cataract Unit #3, San Dimas, 92878

Hyperlink Technology & Multi-Media

110 E. Wilshire Ave. G6 Fullerton, CA 92832 (714) 578-0193

GENERAL

This Software Proposal & Agreement ("Agreement") is executed as of the _____, by and between Hyperlink Technology & Multimedia ("Contractor") with its principal place of business in Corona, California and Southern California Joint Pole Committee ("Customer") with its principal place of business in San Dimas California.

This agreement pursuant to which the Contractor shall modify, clean and convert the Clipper database as specified in this document. Both the Contractor and the Customer shall agree upon any changes made to the specifications in writing. Changes to the specifications shall change the terms of this agreement.

The specifications supersede any related specifications prior to August 21, 2003.

1. FORM 2 (JPA) SPECIFICATIONS

See Attached Chart.

DRAFT STATUS

- Once a Form 2 is created it is in **DRAFT** status.
- When in **DRAFT** status a Form 2 can only be modified by the initiating utility
- A Form 2 can be cancelled while in **DRAFT** status
- A Form 2 can be submitted only by the initiating utility
- A Form 2 in **DRAFT** status can not be approved, denied or changed
- Form 2 numbers are unique and can not be duplicated

SUBMITTED, CANCELLED STATUS

- Once a Form 2 is submitted it is in **SUBMITTED** status, all approvals and denials are cleared, a notification is sent and submitted date is set
- A notification is generated to let all utility on JPA that a Form 2 is submitted
- A Form 2 can only be submitted once, unless a utility has denied it
- When in **SUBMITTED** status a Form 2 can be Denied, Approved, changed and cancelled
- A Form 2 can only be Denied, Approved or changed by one of the utilities that are listed on the Form 2

- Only the initiating utility can cancel a Form 2
- When a Form 2 is cancelled it will assume a **CANCELLED** status and a notification is sent
- When a Form 2 is changed it will assume a **CHANGED** status, changes are highlighted, all approvals and denials are cleared and a notification is sent
- If Form 2 is denied by a utility none can approve it or change it until it is submitted again by the initiating utility
- When a member approve a Form 2 a notification is sent, if no response within the 45 days limit an automatic approval (18.1D) is generated

APPROVED STATUS

- Initiator can approve Form 2 only after all other utilities have approved it. When initiator approves Form 2 the Form 2 assumes **APPROVED** status, All marked changes are cleared, a notification is sent
- Form 2 can not be modified in **APPROVED** status, FORM 7 is required to modify or cancel a Form 2
- Work completed can only be selected when a Form 2 is **APPROVED**
- Initiator can then select Total work completed or Partial work completed, a notification is sent and a 45 days counter starts, if no response a Work Completed 18.1D is automatically generated

READYFORBILL STATUS

- When all members selected Total Work Completed, the system will check to see if a Form 7 is open for the selected Form 2, if no form 7 is open Form 2 will assume a **READYFORBILL** status and a notification is sent. If a form 7 exists for that JPA the status of the Form 2 will still be **APPROVED** until form 7 is finalized and billed
- When Form 2 has a **READYFORBILL** status the SCJPC staff can then and only then bill the Form 2
- When Form 2 is **READYFORBILL** Form 7 can not be created
- Once billed the Form 2 will assume a **BILLED** status
- SCJPC can only post Form 2s that are **BILLED**
- Once a Form 2 is posted it will assume a **POSTED** status and on record database is updated

2. FORM 7 SPECIFICATIONS

See Attached Chart.

DRAFT STATUS

- Once a Form 7 is created it is in **DRAFT** status
- Form 7 is created on when there is no open form 7 for that particular JPA
- When in **DRAFT** status a JPA can only be modified by the initiating utility
- A Form 7 can be cancelled while in **DRAFT** status
- A Form 7 can be submitted only by the initiating utility
- A Form 7 in DRAFT status can not be approved, denied or changed
- Form 2 numbers follow the applicable Form 7 number and are unique and can not be duplicated

SUBMITTED, CANCELLED STATUS

- Once a Form 7 is submitted it is in **SUBMITTED** status, all approvals and denials are cleared, a notification is sent and submitted date is set
- A notification is generated to let all utility on Form 7 that a Form 7 is submitted
- A Form 7 can only be submitted once, unless a utility has denied it
- When in **SUBMITTED** status a Form 7 can be Denied, Approved, changed and cancelled
- A Form 7 can only be Denied, Approved or changed by one of the utilities that are listed on the JPA
- Only the initiating utility can cancel a Form 7.
- When a Form 7 is cancelled it will assume a **CANCELLED** status and a notification is sent
- When a Form 7 is changed it will assume a **CHANGED** status, changes are highlighted, all approvals and denials are cleared and a notification is sent
- If Form 7 is denied by a utility none can approve it or change it until it is submitted again by the initiating utility
- When a member approve a Form 7 a notification is sent, if no response within the 15 days limit an automatic approval (18.1D) is generated

APPROVED STATUS

- Initiator can approve Form 7 only after all other utilities have approved it. When initiator approves Form 7 the Form 7 assumes **APPROVED** status, All marked changes are cleared, a notification is sent
- Form 7 can not be modified in **APPROVED** status, FORM 7 is required to modify or cancel a JPA
- Work completed can only be selected when a JPA is **APPROVED**
- Initiator can then select Total work completed or Partial work completed, a notification is sent and a 15 days counter starts, if no response a Work Completed 18.1D is automatically generated

READYTOPOST STATUS

- When all members selected Total Work Completed, the Form 7 will assume a **READYTOPOST** status and a notification is sent.
- Once a Form 7 is posted it will assume a **POSTED** status and the associated Form 2 will be updated

3. FORM 2 ENTRY and DISPLAY Specifications

Create a method to show all open JPA transactions on a pole that is used on multiple JPA. This will allow the user to view all open transactions that are affecting the currently selected pole, so the user can make a better determination as to the proposed side of the JPA.

4. CONVERT CLIPPER DATABASE

Clean clipper database and modifying existing conversion application to cleanly transfer the Pole data from the clipper database to the iPole database. Hyperlink shall clean and transfer the clipper database to iPole database with an accuracy rate of no less than 99%.

WARRANTY

Hyperlink Technology & Multimedia makes no warranty of any kind with regards to its services and products express or implied, including, without limitation, warranties of merchantability and/or fitness for any particular purpose. Hyperlink Technology & Multimedia will not be liable for any damages, whether direct, indirect, special, or consequential, other than damages caused by the gross negligence or willful misconduct of Hyperlink Technology & Multimedia.

As with any software or hardware package or custom hardware or software Hyperlink Technology & Multimedia or any of its affiliates, representative and employees are not directly or indirectly responsible for any damages caused by the ability or inability to use any of iPole system including but not limited to software application and web sites.

ESTIMATED COST AND

IMPLEMENTATION Item 1 to 4:	\$75,000.00
Estimated Time to deliver:	2.5 Months
From the time this agreement is signed.	

One half of the amount or \$37,500.00 shall be paid one month after the implementation begins. The remaining amount is due February

01, 2004. Estimate does not include any hardware, third party software, cabling or lodging and travel cost.

By signing this agreement Southern California Joint Pole Committee and Hyperlink Technology & Multimedia agree to terms and conditions of this agreement.

Southern California Joint Pole Committee

Name

Signature Date

Hyperlink Technology & Multimedia

Name

Signature Date

Southern California Joint Pole Committee

437 So. Cataract Ave. Unit 3
San Dimas, CA 91773
Phone (909) 592-4001
Fax (909) 592-4636

September 17, 2003

A regular meeting of the **Administrative Board** took place on the above date, at 9:00 a.m., at the Committee office. Those in attendance were:

Ms. Kathleen Dell	AT&T Wireless
Mr. Randall Starkey	Adelphia Communications
Mr. Ernie Solorzano	Southern California Edison
Ms. Sherri Goetz	Southern California Edison
Mr. Dan Lewis	Verizon California
Ms. Lynn Prescott	Verizon Wireless
Mr. Doug Schmaderer	City of Pasadena
Mr. Malcolm Brown	Verizon Wireless
Mr. Cory Autrey	Sprint PCS
Ms. Velma Prouty	SBC Pacific Bell
Mr. Robert Allen	City of Los Angeles (DWP)
Mr. Mahendra Garg	City of Anaheim
Ms. Lynn George	NextG Networks
Ms. Jennie Corella	Committee Staff

CALL TO ORDER:

Ms. Prouty called the meeting to order at 9:10 a.m.

APPROVAL OF MINUTES:

Ms. Prouty asked the members to review the minutes of the August 20, 2003 Board meeting. After the members reviewed the minutes, Ms. Prouty inquired if there were any corrections, additions or deletions to the minutes. There being no corrections, additions, or deletions, Ms. Dell motioned to accept the minutes as written. Mr. Lewis seconded the motion, which upon voting, was approved unanimously.

MANAGER'S REPORT

Ms. Corella reported that the gross operating expenses for August 2003 totaled \$42, 894.41. She stated that August reflects an average month, and that members were assessed as such.

COMMUNICATIONS:

Ms. Corella reported that Sean Matlock of **Southern California Water** is no longer with the organization. Ms. Corella read the e-mail Mr. Matlock addressed to the Committee. Mr. Matlock has relocated to Honolulu, Hawaii. In the interim, members may contact Ms. Denise Schwiebinz until Mr. Matlock's position is filled.

Ms. Corella further reported on communication received from Mr. Kevin Cooper of **Navigant**, a consulting firm. In the communication, Mr. Cooper states that his organization may have some products that could be of value to the members. One product mentioned is a review of the member's current agreements with tenants, discussions of plans for new technologies, and suggest new products that owners of poles could utilize to generate additional revenue.

Ms. Corella stated that she informed Mr. Cooper that the Administrative Board meeting is not the forum for vendor presentations. However, Ms. Corella stated if any member has an interest in the products Navigant Consulting has to offer, she would refer Mr. Cooper to them.

Next, Ms. Corella reported that she has received an email correspondence from **Sprint LD** stating their interest in membership with the SCJPC. She stated that she would respond with the initial step in SCJPC membership application. She further reported that initially, Sprint LD was under the opinion that they had membership benefits, under the Sprint PCS membership agreement. However, she and Mr. Autrey have conveyed to Sprint LD that they and Sprint PCS are two separate entities, requiring individual membership. She reiterated that she wanted to ensure that the members are aware that Sprint LD is showing interest in membership.

Ms. Corella then reported on the current **iPole status**. She stated that the Administrative Board had met on August 28, 2003 via a conference call. The Board discussed, and approved the \$75,000.00 expenditure to clean/correct the Clipper database by Hyperlink Technologies. This is contingent on the Operating Committee approving and signing the contract. The first proposal/contract submitted by Hyperlink was discussed and reviewed by the Board. It was suggested that the contract include the verbiage, "not to exceed \$75,000.00". Mr. Atalla would make the change on the second draft. Included in the contract are the flow charts/specifications for Form's 2 and 7. On September 3, 2003, the Operating Committee met with Mr. Atalla to review and discuss the flow charts for the above mentioned forms. After reviewing the charts there were some additions, and deletions to the charts. Ms. Corella stated that the Operating Committee would meet again for a final approval of the charts.

Lastly, Ms. Corella reported that she has mailed the reinstatement letter to former SCJPC members. Therefore, **Item 1344: Banning Membership Reinstatement** could be closed.

SPECIAL REPORTS

Mr. Solorzano reported on his attendance at the 2003 Western Energy Joint Use Conference held in New Mexico. He reported that Edison has been asked to Chair the 2004 Joint Use Conference, which is scheduled to meet in September of that year in Newport Beach, California. Mr. Solorzano shared information he acquired in speaking with Mr. John Sullivan of Portland General Electric. Mr. Sullivan has grouped with other utilities, and they have formed a system they call Utility Asset Management. He stated that there are many utilities that do not handle their joint poles and transactions with the sophistication of the SCJPC. In speaking with Mr. Sullivan, Mr. Solorzano stated that he was reminded of the Routine Handbook, and iPole, and the value of the two products to other utilities. He stated that some utilities at the conference displayed an interest in how the SCJPC manages their joint use transactions. He stated that perhaps the Committee should put some thought into packaging the Routine Handbook, and iPole and perhaps marketing it to other utilities. This would be a great benefit to other utilities, in that they would not need to create the system themselves, but purchase and use the package. However, Mr. Solorzano stated that he was not sure of the impact on the Committee's non-profit status. Ms. Corella stated that according to the Agreement, the sale of any intellectual property would be credited to the members as an offset of operating expenses. It was agreed to change the description on **Item 1346: iPole Purchasing by NCJPA** to iPole Purchasing by NCJPA and Marketing to Utilities. The members foresee a need to create a cost for iPole in the event that the NCJPA requests to purchase the software.

Mr. Solorzano mentioned that he is considering a presentation by the Committee demonstrating how the SCJPC operates at the next Joint Use Conference. This could lead to an interest by other utilities to purchasing the Routine Handbook, and iPole.

SUB-COMMITTEE REPORTS:

ad hoc Committee on Authorized Cost Elements

Chairperson, Ms. Goetz reported that Authorized Costs did not meet in August.

Operating Committee

Chairman, Mr. Allen reported that the Operating Committee met in August (please refer to the minutes for details).

ad hoc Committee on Reorganization

Chairperson, Ms. Prouty reported that Reorganization did meet in August (please refer to the minutes for further details).

Routine Revision Committee

Chairman, Mr. Brown reported that Routine Revision did not meet in August. However, had met the prior day. Mr. Brown reported on the issues of the September 16, 2003 meeting (please refer to the minutes of that day for details).

CONSENT CALENDAR:

None

DISCUSSION CALENDAR:

OTHER ITEMS: Unfinished Business

Item 1259: Approved Contractor List – ROUTINE REVISION
Item 1280: Authorized Signatures – RE-ORGANIZATION
Item 1330: Revised 2002 Steel Prices- AUTHORIZED COSTS
Item 1332: DWP Multi Member Codes – OPERATING
Item 1334: Visibility Strips - ROUTINE REVISION
Item 1337: Section 10.8 Revisited - ROUTINE REVISION
Item 1341: Storm Costs - AUTHORIZED COSTS
Item 1342: Tennis Shoes on Wires - ROUTINE REVISION
Item 1343: Routine Revision – ROUTINE REVISION
Item 1344: Banning Member Re-Instatement - RE-ORGANIZATION
Item 1345: New Member JPA Volume - ROUTINE REVISION
Item 1346: iPole Sharing with NCJPC - OPERATING COMMITTEE
Item 1347: New Member Application Process - RE-ORGANIZATION
Item 1348: Pulling Chges Rel to Sect. 7.4 - ROUTINE REVISION
Item 1349: Review Initial Membership Fee - OPERATING COMMITTEE
Item 1350: 2004 Pole Prices - AUTHORIZED COSTS

Mr. Solorzano stated in regards to **Item 1344: Banning Membership Reinstatement** that while attending the Joint Use Conference he spoke with a representative of PG&E. He further stated that he has a scheduled meeting with PG&E, and would attempt to persuade them to return to the SCJPC.

Open Administrative Board Items

Item 1339– *Environmental Issues*

This item remains open as an ongoing issue to ensure the Committee addresses any necessary environmental issues.

New Business

Known Items:

Interset Poles – Southern California Edison

Mr. Solorzano reported that the concern within his organization is that third parties are setting interset poles without notification to Edison. Edison has randomly spotted interset poles that are in Edison primary space without regard for safety, or facilities. Edison is requesting to be notified prior to setting the poles in order to prevent problems such as outages.

Unknown Items:

Mr. Garg reported that June Santiago is no longer with the City of Anaheim. He accepted an employment position with Southern California Edison. The alternate representative for the City of Anaheim will be Noel Guran.

Ms. Goetz requested that when numbering JPAs, that the members use their member code as the alpha, which precede the numeric. Ms. Dell responded that there is nothing in the Routine stating this rule. It was agreed to assign an item number to this issue for further discussion. The new number is Item 1353: JPA Numbering, which is assigned to Routine Revision.

Mr. Schmaderer reported that the City of Pasadena is experiencing problems with identifying fiber on their poles, because they are not marked. In his opinion, the fiber may belong to member tenants.

SCHEDULE OF FUTURE MEETINGS:

Future meetings were scheduled as follows:

Administrative Board	10/15/03	9:00 a.m.	Committee Office
Operating Committee	10/15/03	Following	Admin Board
Authorized Costs	10/15/03	Following	Operating Committee
ReOrganization	10/15/03	Following	Authorized Costs
Routine Revision	10/16/03	9:00 a.m.	Committee Office

ADJOURNMENT:

Ms. Prouty adjourned the meeting at 10:15 a.m., until October 15, 2003.

Ms. Velma Prouty, President

Jennie Corella, Office Manager

Southern California Joint Pole Committee

437 So. Cataract Ave. Unit 3
San Dimas, CA 91773
Phone (909) 592-4001
Fax (909) 592-4636

October 15, 2003

****revised****

A regular meeting of the **Administrative Board** took place on the above date, at 9:00 a.m., at the Committee office. Those in attendance were:

Ms. Lupe Hernandez	AT&T Wireless
Mr. Randall Starkey	Adelphia Communications
Ms. Sherri Goetz	Southern California Edison
Mr. Dan Lewis	Verizon California
Ms. Lynn Prescott	Verizon Wireless
Mr. Cory Autrey	Sprint PCS
Ms. Velma Prouty	SBC Pacific Bell
Mr. Charlie Vranek	Cingular Wireless
Ms. Jennie Corella	Committee Staff

CALL TO ORDER:

Ms. Prouty called the meeting to order at 9:10 a.m.

APPROVAL OF MINUTES:

Ms. Prouty asked the members to review the minutes of the September 17, 2003 Board meeting. After the members reviewed the minutes, Ms. Prouty inquired if there were any corrections, additions or deletions to the minutes. There being no corrections, additions, or deletions, Mr. Autrey motioned to accept the minutes as written. Ms. Goetz seconded the motion, which upon voting, was approved unanimously.

MANAGER'S REPORT

Ms. Corella reported that the gross operating expenses for September 2003 totaled \$42, 936.88. She stated that September reflects an average month, and that members were assessed as such.

COMMUNICATIONS:

Ms. Corella reported that she received a correspondence from the senior paralegal for **AT&T Communications** (see attachment). The letter states that TCG

and AT&T merged July 23, 1998. Ms. Corella stated that she is uncertain if the letter suffices to allow merging the two members. Currently, AT&T Communications, and AT&T Local Services (TCG) are treated as two separate members, and receive two monthly assessment invoices. Ms. Corella stated that they pay the 1-% unit of benefit twice, when it should be assessed to them once. If the two were merged the total number of membership would decrease from 28 to 27 members. Ms. Prescott stated that she would contact Mr. Jeff Powers of AT&T Communications to request additional documentation to support the merger.

Ms. Corella further reported on written communication she received from **Sprint Long Distance** (see attachment) in which they state their interest in Committee membership. She also received written communication from **MetroFi, Inc.** (see attachment). She stated that she would be responding to both entities by following the new member application process.

Ms. Corella then reported on the current **iPole status**. She stated that the Committee office has received the revised copy of the contract to clean the Clipper database, and program Forms 7 and 2. She stated that in the revision, Mr. Atalla has included the programming for Form 48. There is no additional cost for the additional specifications required for Form 48. She further stated that Mr. Atalla had commented that the programming for Form 48 was much more intense than he had anticipated. However, he is aware that without the Form 48, the JPA preliminary process cannot move forward. The members will review and discuss the revised contract at the next Operating Committee.

The last item that Ms. Corella reported was the **retirement luncheon** for Dan Lewis. She stated that she has not received all the responses she anticipated. She therefore, asked the members to respond with the number of people that will be attending from their organization, and their choice of meal.

SPECIAL REPORTS

There were no special reports.

SUB-COMMITTEE REPORTS:

ad hoc Committee on Authorized Cost Elements

Chairperson, Ms. Goetz reported that Authorized Costs did not meet in September.

Operating Committee

President, Ms. Prouty reported that the Operating Committee met in September (please refer to the minutes for details).

ad hoc Committee on Reorganization

Chairperson, Ms. Prouty reported that Reorganization met in September (please refer to the minutes for further details).

Routine Revision Committee

Chairperson, Ms. Prescott reported that Routine Revision met on September 16, 2003. (please refer to the minutes of that day for details).

CONSENT CALENDAR:

There were no items on Consent.

DISCUSSION CALENDAR:

There were no items on Discussion.

OTHER ITEMS: Unfinished Business

- Item 1259: Approved Contractor List – ROUTINE REVISION
- Item 1280: Authorized Signatures – RE-ORGANIZATION
- Item 1330: Revised 2002 Steel Prices- AUTHORIZED COSTS
- Item 1332: DWP Multi Member Codes – OPERATING
- Item 1334: Visibility Strips - ROUTINE REVISION
- Item 1337: Section 10.8 Revisited - ROUTINE REVISION
- Item 1341: Storm Costs - AUTHORIZED COSTS
- Item 1342: Tennis Shoes on Wires - ROUTINE REVISION
- Item 1343: Routine Revision – ROUTINE REVISION
- Item 1345: New Member JPA Volume - ROUTINE REVISION
- Item 1346: iPole Sharing with NCJPC - OPERATING COMMITTEE
- Item 1347: New Member Application Process - RE-ORGANIZATION
- Item 1349: Review Initial Membership Fee - OPERATING COMMITTEE
- Item 1350: 2004 Pole Prices - AUTHORIZED COSTS
- Item 1351: 2004 Authorized Costs - AUTHORIZED COSTS
- Item 1353: JPA Numbering - ROUTINE REVISION
- Item 1354: 2004 Operating Budget - OPERATING COMMITTEE
- Item 1355: JPC Property Rights Protection - OPERATING COMMITTEE

Open Administrative Board Items

Item 1339– *Environmental Issues*

This item remains open as an ongoing issue to ensure the Committee addresses any necessary environmental issues.

New Business

Known Items:

There were no known items.

Unknown Items:

Ms. Hernandez had a concern. Her concern is when there is an existing pole in the field, and it must be replaced due to overloading, should the cost be shared equally rather than the incoming member incurring all costs. She also questioned, if the pole is being replaced due to it is overloaded, do other joint owners have the right to request the wind-loading/structural analysis. The consensus among the attending members was that other joint members can request, and should receive the analysis. Ms. Prescott suggested a field meet between the parties involved. Mr. Lewis remarked that it is difficult to track which member overloaded the pole. Mr. Autrey remarked that this issue has come up in the past. There is nothing in the Routine that addresses this issue. In his opinion, Mr. Autrey stated that this situation should be handled with Section 1.2, special agreement. Then there is the issue of proving that the pole is in fact, overloaded. Ms. Hernandez inquired if a pole is being replaced, and the replacement is upgraded, is it necessary to list the pole class on the JPA? Ms. Prouty stated that in the past the pole class was listed, and is should continue to reflect on the JPA. Mr. Autrey agreed with Ms. Prouty, that the pole class should be listed on JPAs. Mr. Autrey stated iPole is programmed to reflect the pole class.

Ms. Prouty inquired to the members if they were experiencing collection problems from ICG. Ms. Corella responded that ICG had filed bankruptcy Chapter 11 about two or three years earlier. Ms. Prouty stated that ICG would not pay any invoices prior to the pre-petition date. She further stated that she has contacted SBC legal. However, she is curious if any other members are experiencing a similar situation with ICG.

Ms. Prouty reported that she is receiving numerous Form 7's from Altrio Communications to cancel JPAs. This situation has created additional labor for SBC. SBC is considering imposing a fee for labor hours required to field check the cancelled JPAs. The members agreed that this situation could be considered a cost causer fee.

SCHEDULE OF FUTURE MEETINGS:

Future meetings were scheduled as follows:

Administrative Board	11/19/03	9:00 a.m.	Committee Office
Operating Committee	11/19/03	Following	Admin Board
Authorized Costs	11/19/03	Following	Operating Committee
ReOrganization	11/19/03	Following	Authorized Costs
Routine Revision	11/19/03	Following	Committee Office

ADJOURNMENT:

Ms. Prouty adjourned the meeting at 10:15 a.m., until October 15, 2003.

Ms. Velma Prouty, President

Jennie Corella, Office Manager



June 11, 2003

431 Ridge Road
Dayton, NJ 08810

Ms. Jennie Corella
Southern California Joint Pole Committee
437 South Cataract Avenue, Unit 3
San Dimas, CA 91773

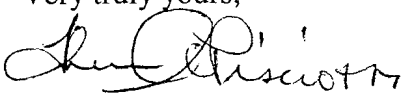
Re: Merger between Teleport Communications Group Inc. and AT&T Corp.

Dear Ms. Corella:

This letter will address the legal status and corporate structure of Teleport Communications Group Inc. ("TCG"). TCG is a valid and existing Delaware Corporation.

As a result of the Merger Agreement signed July 23, 1998 between TCG and AT&T Corp., TCG and all of its subsidiaries including TCG Los Angeles are wholly owned subsidiaries of AT&T Corp. TCG Los Angeles is an affiliate of AT&T Communications of California, L.P.

Should you have any questions, please contact me at 732-392-2845.

Very truly yours,

Theresa A. Pisciotto
Senior Paralegal

cc: J. Powers – AT&T



6100 Sprint Parkway
Overland Park, KS 66251

September 24, 2003

Ms. Jennie Corella
Southern California Joint Pole Committee
437 South Cataract Ave.
Unit 3
San Dimas, CA 91773

Dear Ms.Corella,

Sprint Communications Company L.P. ("Sprint") is licensed by the California Public Utilities Commission to provide long distance and CLEC services in California. Sprint Communications L.P. is requesting membership in the Southern California Joint Pole Committee to continue to provide excellent telecommunications services to our customers.

Please forward all applications and other information required to my attention at the address in my signature block, including my mailstop.

I have assigned Mr. Robert "RJ" Rodgers, Field Contractor, to act in behalf of Sprint as a local point of contact to work with the SCJPC pursuing this membership and for our Los Angeles project.

Sprint will provide a permanent point of contact at a later date. I will be the person assigned to this membership for purposes of agreements or any financial commitments required by Sprint. Mr. Rodgers is not authorized to sign any agreements or to financially commit Sprint.

Mr. Rodgers' contact information is as follows:



6100 Sprint Parkway
Overland Park, KS 66251

RJ Rodgers
ROW/Permits/Real Estate
1350 W. Lambert Road, Suite A
Brea, CA 92821
602-315-7656
rj.rodgers@sunstateland.com

If you have any questions, please do not hesitate to contact me.

Sincerely,

A handwritten signature in black ink that reads "Michael J. Rutledge". The signature is fluid and cursive, with a long horizontal stroke at the end.

Michael J. Rutledge
Real Estate Negotiator
Network Real Estate - Carrier Contract Services
Mailstop: KSOPHK0210-2A600
6100 Sprint Parkway
Overland Park, KS 66251
(913) 315-4863
913) 486-8250
(913) 315-3928 Fax
michael.j.rutledge@mail.sprint.com

MetroFi, Inc.
205 S. Mathilda Ave, Suite 102
Sunnyvale, CA 94086

August 28, 2003

Southern California Joint Pole Committee
437 S. Cataract Ave.
San Dimas, CA 91773

Attention: Jenny Corrella

Dear Ms. Corrella,

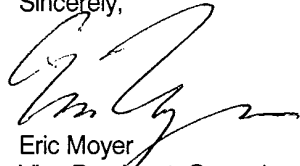
Please send me information on becoming a member of the Southern California Joint Pole Committee.

MetroFi, Inc. is interested in obtaining access to utility poles for the purpose of attaching and operating small radio repeaters. These radio repeaters will be used as part of MetroFi, Inc's infrastructure of providing broadband telecommunication services between consumers and Internet Service Providers (ISPs).

Founded in 2002, MetroFi, Inc. is a facilities-based service provider of broadband Internet and network access services. MetroFi's services will provide consumers and other customers with broadband access at speeds of up to 1Mbps. MetroFi, Inc. is a Telecommunications Carrier as defined in Title 47 U.S.C., 153.

I look forward to receiving your membership information.

Sincerely,



Eric Moyer
Vice President, Operations
MetroFi, Inc.

Southern California Joint Pole Committee

437 So. Cataract Ave. Unit 3
San Dimas, CA 91773
Phone (909) 592-4001
Fax (909) 592-4636

November 19, 2003

A regular meeting of the **Administrative Board** took place on the above date, at 9:00 a.m., at the Committee office. Those in attendance were:

Ms. Kathleen Dell	AT&T Wireless
Mr. Randall Starkey	Adelphia Communications
Ms. Sherri Goetz	Southern California Edison
Mr. Dan Lewis	Verizon California
Ms. Lynn Prescott	Verizon Wireless
Mr. Bill Jennings	Southern California Water
Ms. Denise Schweibinz	Southern California Water
Mr. Cory Autrey	Sprint PCS
Ms. Velma Prouty	SBC Pacific Bell
Mr. Robert Allen	City of Los Angeles (DWP)
Ms. Paula Haney	Verizon California
Ms. Lupe Hernandez	AT&T Wireless
Ms. Jennie Corella	Committee Staff

CALL TO ORDER:

Ms. Prouty called the meeting to order at 9:10 a.m. She allowed for introductions.

APPROVAL OF MINUTES:

Ms. Prouty asked the members to review the minutes of the October 15, 2003 Board meeting. After the members reviewed the minutes, Ms. Prouty inquired if there were any corrections, additions or deletions to the minutes. Ms. Hernandez stated that in the unknown items she raised the issue of wind loading and in her opinion some language has been omitted. She would like the language in the unknown items section of the minutes edited (please see the revised copy of the October minutes). The October 15, 2003 minutes were not approved. However, will be on the agenda of the November Board meeting with the requested revisions for Board approval.

MANAGER'S REPORT

Ms. Corella reported that the gross operating expenses for October 2003 totaled \$56,407.30. She stated that October reflects an above average month due an additional payroll. The members were assessed the above referenced amount.

COMMUNICATIONS:

Ms. Corella then reported on the current **iPole status**. She stated that Ms. Prouty, Committee President, and Mr. Atalla signed the contract for Phase II of iPole on November 10, 2003. Mr. Atalla has begun working on the correcting of pole records on the Clipper database. Inclusive in the Phase II contract is the programming of Forms 2 and 7.

Next, Ms. Corella reported that the retirement luncheon for Dan Lewis, and Ellen Blunt at the Pomona Valley Mining Company was a success, and a good time was had by all.

A charitable contribution was presented to Ms. Jean Baccus due to a sudden death in her family. Ms. Baccus sent a thank you note to be shared with the Committee members.

Lastly, Ms. Corella reported on the new membership applications. She stated that she has been receiving phone calls from Sprint LD personnel with questions and concerns in regards to Committee membership. Ms. Corella stated that in her opinion, Sprint LD is a serious applicant reflected by the communication between herself and Sprint personnel. She reported that she has not had a response from MetroFi, the other entity that has shown an interest in Committee membership.

SPECIAL REPORTS

There were no special reports.

SUB-COMMITTEE REPORTS:

ad hoc Committee on Authorized Cost Elements

Chairperson, Ms. Goetz reported that Authorized Costs met on October 15, 2003 (please refer to the minutes for further details).

Operating Committee

Chairman, Mr. Allen reported that the Operating Committee met on October 15, 2003 (please refer to the minutes for details). Ms. Dell inquired when the next

iPole demonstration would be. In her opinion, a periodic visual of the software could prevent possible future problems. Ms. Corella will contact Mr. Atalla to arrange a demo of iPole.

ad hoc Committee on Reorganization

Chairperson, Ms. Prouty reported that Reorganization met on October 15, 2003 (please refer to the minutes for further details).

Routine Revision Committee

Chairperson, Ms. Prescott reported that Routine Revision met in October (please refer to the minutes for further details).

CONSENT CALENDAR:

Item 1354: 2004 Operating Budget – Operating Committee

Ms. Dell motioned to accept Item 1354: 2004 Operating Budget as written. Mr. Allen seconded the motion, which upon voting, passed unanimously.

DISCUSSION CALENDAR:

Item 1330: Revised Steel Prices – Authorized Costs

Ms. Corella briefed the members on the primary concern with this item. The issue is the use and cost of a crane when setting a steel pole. The question raised by the Committee earlier was when setting a steel pole is a crane always required. Ms. Corella stated that at an earlier Authorized Costs meeting, Mr. Solorzano reported that steel poles are manufactured in two pieces. The crane is required to set the second piece of pole on the first piece. Ms. Hernandez stated that when she was the representative for SBC, she did not feel that the crane cost should be embedded in the total cost of the steel pole. However, now that SCE has explained that all steel poles are in two pieces, she understands the necessity of the crane in any situation when setting a steel pole. Mr. Lewis questioned the increase between the FOB costs of a 55-foot pole and a 60-foot pole (which is approximately \$450.00), and at what length does a steel pole increase from two to three parts. Ms. Prescott stated that the FOB costs from a 45-foot pole, and a 50-foot pole increase dramatically. Mr. Solorzano was not present therefore; it was agreed that this issue remains open for further discussion.

Item 1341: Storm Costs – Authorized Costs

Ms. Corella briefed the members on this item. This item was brought to the table by SCE. Their primary concern is the additional labor costs incurred by SCE when poles are down and service must be restored to customers immediately. SCE

is the first utility called in emergency storm situations. Mr. Solorzano would like to stress that this item refers to storm costs (or other natural disaster) situations only. SCE crews work overtime, and must be paid double and triple time rates. Mr. Solorzano is of the opinion that the other joint pole members should share in the premium labor costs that SCE compensates their labor. Ms. Dell stated that she would like to inquire if the government in these situations subsidizes SCE. She would require an answer before she would agree to any Authorized Costs for this situation. This item will remain open for further discussion.

OTHER ITEMS: Unfinished Business

- Item 1259: Approved Contractor List – ROUTINE REVISION
- Item 1280: Authorized Signatures – RE-ORGANIZATION
- Item 1330: Revised 2002 Steel Prices- AUTHORIZED COSTS
- Item 1332: DWP Multi Member Codes – OPERATING
- Item 1334: Visibility Strips - ROUTINE REVISION
- Item 1337: Section 10.8 Revisited - ROUTINE REVISION
- Item 1341: Storm Costs - AUTHORIZED COSTS
- Item 1342: Tennis Shoes on Wires - ROUTINE REVISION
- Item 1343: Routine Revision – ROUTINE REVISION
- Item 1345: New Member JPA Volume - ROUTINE REVISION
- Item 1346: iPole Sharing with NCJPC - OPERATING COMMITTEE
- Item 1347: New Member Application Process - RE-ORGANIZATION
- Item 1348: Pulling Chges Rel to Sect. 7.4 - ROUTINE REVISION
- Item 1349: Review Initial Membership Fee - OPERATING COMMITTEE
- Item 1350: 2004 Pole Prices - AUTHORIZED COSTS
- Item 1351: 2004 Authorized Costs - AUTHORIZED COSTS
- Item 1353: JPA Numbering - ROUTINE REVISION
- Item 1354: 2004 Operating Budget - OPERATING COMMITTEE
- Item 1355: JPC Property Rights Protection - OPERATING COMMITTEE
- Item 1356: Review of By-Laws - RE-ORGANIZATION

Open Administrative Board Items

Item 1339– *Environmental Issues*

This item remains open as an ongoing issue to ensure the Committee addresses any necessary environmental issues.

New Business

Known Items:

Ms. Hernandez reported that it has come to her attention that contractors are contacting the JPC office with training questions and issues. She would like to stress that it is not the responsibility of the JPC office staff to train contractors on

JPA training issues, but the responsibility of the member utility. Ms. Corella stated that her office has helped contractors with preliminary JPA issues in the past. It was agreed that it is not the responsibility of the JPC staff to train contractors. If the contracting organization is unable to complete a preliminary JPA than they should contact the member utility.

Unknown Items:

Mr. Allen reported DWP is receiving many calls for pole information from member utilities. DWP does not have the resources to respond to the calls. He further stated that members are welcome to visit the DWP office and utilize their database for a nominal fee. Mr. Allen stated that a request for a single pole is no problem, however, many requests are for several poles. Ms. Prouty inquired what the allowed limit would be for pole requests. Mr. Allen responded that he was not sure at this time, but would contact her as soon as possible. Ms. Prouty further inquired what a member should do if they are unable to locate a pole, because the field location does not match the pole information. Mr. Allen stated that the spotters define locations, and should supply a map. Ms. Prouty responded that has not always been the case in the past.

Mr. Allen then raised the issue of pole inspections. He reported that according to GO 165 a pole must be inspected every 15 years. With this in mind, any JPA with a pole that has been inspected a second time within the designated time and DWP is party to, DWP will not share the cost of a second inspection. His office has received some JPA's with the above-mentioned situation. He would like to notify the members, and have on record, that DWP will not approve or share in the cost of the second inspection.

The members agreed to meet in December due to Item 1350: 2004 Pole Prices, which have not been approved, as well as an updated demonstration on the iPole software.

SCHEDULE OF FUTURE MEETINGS:

Future meetings were scheduled as follows:

Administrative Board	12/17/03	9:00 a.m.	Committee Office
Operating Committee	12/17/03	Following	Admin Board
Authorized Costs	12/17/03	Following	Operating Committee
ReOrganization	12/17/03	Following	Authorized Costs
Routine Revision	12/17/03	Following	ReOrganization

ADJOURNMENT:

Ms. Prouty adjourned the meeting at 10:25 a.m., until December 17, 2003.

Ms. Velma Prouty, President

Jennie Corella, Office Manager

Southern California Joint Pole Committee

437 So. Cataract Ave. Unit 3
San Dimas, CA 91773
Phone (909) 592-4001
Fax (909) 592-4636

December 17, 2003

A regular meeting of the **Administrative Board** took place on the above date, at 9:00 a.m., at the Committee office. Those in attendance were:

Mr. Randall Starkey	Adelphia Communications
Mr. Ernie Solorzano	Southern California Edison
Ms. Sherri Goetz	Southern California Edison
Mr. Sheldon Cox	City of Pasadena
Mr. Doug Schmaderer	City of Pasadena
Mr. Malcolm Brown	Verizon Wireless
Ms. Lynn Prescott	Verizon Wireless
Mr. Cory Autrey	Sprint PCS
Ms. Velma Prouty	SBC Pacific Bell
Mr. Robert Allen	City of Los Angeles (DWP)
Ms. Paula Haney	Verizon California
Ms. Lupe Hernandez	AT&T Wireless
Ms. Jennie Corella	Committee Staff

Guests:	Mr. Tony Rabe	SBC Pacific Bell
	Mr. Robert Wolfe	SBC Pacific Bell
	Mr. Joe Atalla	Hyperlink tech

CALL TO ORDER:

Ms. Prouty called the meeting to order at 9:05 a.m. She allowed for introductions.

APPROVAL OF MINUTES:

Ms. Prouty asked the members to review the minutes of the November 19, 2003 Board meeting, and the revised minutes from the October 15, 2003 Board meeting. After the members reviewed the minutes, Ms. Prouty inquired if there were any corrections, additions or deletions to the minutes. There being no additions, corrections, or deletions, Ms. Prouty asked for a motion of approval. Ms. Hernandez motioned to approve the November 19, 2003 minutes as written, and the October 19, 2003 minutes as revised. Mr. Allen seconded the motion, which upon voting, was approved unanimously.

MANAGER'S REPORT

Ms. Corella reported that the gross operating expenses for November 2003 totaled \$43,567.44. She stated that November reflects an average month. The members were assessed the above referenced amount.

COMMUNICATIONS:

Ms. Corella then reported on the current **iPole status**. She stated that Mr. Atalla is currently working on the database pole record clean up, as well as Forms 2, 7, and 48. She also reported that afternoon; Mr. Atalla would be doing a presentation on the status of iPole to date.

Next, Ms. Corella reported that the Committee office has received a correspondence from PG&E expressing their interest in membership reinstatement (see attachment). They are requesting a 90-day extension on the December 31, 2003 deadline. Mr. Solorzano stated that their membership would prove beneficial to Edison, as well as any members currently attempting to transact joint pole agreements with PG&E. He stated, speaking for Edison, attempts at third party agreements with PG&E have proven unsuccessful. He reported that a meeting between Edison and PG&E has prompted this communication. He suggested to PG&E that they request an extension on the reinstatement invitation. Currently, they are reviewing the benefits of membership versus third party lease agreements for joint pole transactions. Ms. Corella stated that the extension to PG&E would require Board approval. Therefore, it was suggested to move this issue to the Discussion Calendar of the current meeting for further discussion, and possibly approval.

Next, Ms. Corella reported that the Committee office has received the requested documents from Sprint in regards to their membership (see attached). The documents are copies of their 1) CPCN, 2) financial statements, and 3) proof of liability insurance. She further stated that she has been receiving calls from Sprint representatives inquiring about the status of their application. The members agreed to invite Sprint LD to the next Board meeting that will meet on January 21, 2004.

Lastly, Ms. Corella reported on an email she received from Mr. Craig Wayment, formerly of Altrio Communications. The email states that Mr. Craig is no longer employed by Altrio and that Altrio failed in getting its equity funding to continue in the communication business. Mr. Wayment offered his services as a consultant to any members needing help in locating Altrio's facilities. Mr. Rabe stated that he has heard that Altrio Communications is for sale, and that there is a possibility that they may be liquidating. Mr. Cox stated that they have fiber functioning in many cities, and providing service to customers. Mr. Wolfe stated that they would loose customers. Mr. Solorzano suggested inviting Mr. Wayment to the table as a consultant. He stated the possibility of contacting Mr. Wayment on behalf of SCE. The members agreed that a certified letter should be sent to Altrio on behalf of the SCJPC, inquiring who would replace Mr. Wayment as representative to

the Committee. The members discussed their concerns, should it become necessary to remove Altrio facilities from joint poles. Their concerns are the costs and accountability of removal. Mr. Rabe stated that if Altrio files for bankruptcy, to make certain that the SCJPC file with the courts, and is shown as a creditor. It was agreed that a correspondence be sent to the CEO of Altrio, inquiring who would be replacing Mr. Wayment. The letter would be sent via registered mail, allowing a 30-day turnaround response.

SPECIAL REPORTS

Tony Rabe – SBC
2004 Pole Price Presentation

Mr. Rabe reported that he is aware that there have been problems in arriving at pole prices that prove equitable to all joint members. He would like to help create a system that could be used annually, and avoid lengthy debates on deciding on pole costs. He stated that SBC, collectively with the South and North, have a large pole base. SBC is attempting to define all elements involved in pole prices/pole setting, such as labor, equipment, and indirect labor. He would like to eliminate any adversarial methods of agreeing on poles prices between power and communications. Mr. Solorzano agreed with Mr. Rabe. Mr. Rabe further stated that he would like to ensure that all variables are included in the pole costs. He also reported that there is a problem with miscommunication. SBC continues to be billed for work that is not completed, thus incurring additional costs for SBC in that a crew must be dispatched for a field check. Currently, SBC does not have the extra resources required to cover the additional costs. Mr. Rabe stated that the north would continue to aggressively capture the true pole costs equitably moving forward for the 2005 pole costs.

Joe Atalla – Hyperlink iPole Presentation

Mr. Atalla presented a demonstration of iPole on a projection screen. He reported that his group is more than half-done with the database clean up, and stated that it was more difficult than he had anticipated. He displayed the screen with the Form 48. The members are satisfied with the iPole progress.

SUB-COMMITTEE REPORTS:

ad hoc Committee on Authorized Cost Elements

Chairman, Mr. Solorzano reported that Authorized Costs met on November 19, 2003 (please refer to the minutes for further details). He stated that he has asked the members to review the Authorized Costs (AC) for any costs that appear out of line with how business is transacted today. He further stated that no one has responded at this time. Ms. Hernandez stated that she has not responded, but, being new to the wireless side of communications, she has noticed that some AC are

being used on JPAs that are not specific to the transaction. However, she further stated that they fit somewhat, therefore the AC items are used. She is of the opinion that the wireless members need to review the AC items in regards to arms and other items specific to the wireless business.

Operating Committee

Ms. Prouty reported that Mr. Allen was not present to report on Operating. However, the Operating Committee met on November 19, 2003, and she directed the members to refer to the minutes for details.

ad hoc Committee on Reorganization

Chairperson, Ms. Prouty reported that Reorganization met on November 19, 2003 (please refer to the minutes for further details).

Routine Revision Committee

Chairperson, Ms. Prescott reported that Routine Revision met in November (please refer to the minutes for further details).

CONSENT CALENDAR:

2004 Committee Officers – Nominating Committee

President – Ms. Kathleen Dell/AT&T Wireless

Vice President – Mr. Malcolm Brown/Verizon Wireless

Ms. Prouty requested a motion to approve the Consent Calendar. Mr. Autrey motioned to approve the slate of officers. Mr. Solorzano seconded the motion, which upon voting passed unanimously.

DISCUSSION CALENDAR:

Item 1350: 2004 Pole Prices – Authorized Costs

Ms. Corella stated that this item is on Discussion for the members to discuss and possibly move to Consent for Board approval. The proposed pole cost spreadsheet is now inclusive of Edison costs. The one question the members have with the spreadsheet is the hours for digging and erecting submitted by the City of Los Angeles. Ms. Corella reported that Mr. Allen had contacted her, and stated that the quoted hours are correct. She further stated the majority of his pole sets are hand digs in rear properties. The question the members have is whether DWP is including the costs for hand dig. This should not be included in pole costs, because there is an AC item to cover this issue. The members agreed to wait until Mr. Allen

returns before moving forward with this item. Mr. Rabe stated that his proposal on arriving at pole costs is not intended for the 2004 prices, but on a moving forward basis. Ms. Hernandez stated that in the past when she was a Pac Bell representative, and Mr. Bengtson represented DWP, the members reviewed the pole price matrix extensively to ensure that the elements were reflected correctly. It was agreed that the pole costs submitted by the members would not reflect a hard set only, but a blend of pole setting situations, an average if you like. However, she further stated that Mr. Allen reported at the prior meeting that his costs were reflective of primarily hard pole sets only. Mr. Schmaderer stated that in the past some pole costs submitted by members were extremely low, while others were extremely high. He questioned as to how the situation was handled in regards to the above mentioned costs. Ms. Corella responded that the high and low costs were removed from the mix. It was agreed that Mr. Allen review his costs to ensure that they reflect a blend of pole setting situations, and to re-evaluate the digging and erecting hours.

Item 1357: Sprint Communications, L.P. Membership Application

After reviewing the documents submitted by Sprint L.P., it was agreed to invite them to the next Board meeting which will meet on January 21, 2004.

PG&E Membership Reinstatement (moved from Communications)

This discussion revolved around the letter received from PG&E requiring a 90-day extension to the reinstatement membership letter. The members agreed to the extension, and to respond by calculating what the total membership assessment would have been for the last five years and use the amount as a possible quote for membership reinstatement. Mr. Solorzano motioned to respond to PG&E as referenced above, and Ms. Haney seconded the motion, which upon voting passed unanimously.

OTHER ITEMS: Unfinished Business

- Item 1259: Approved Contractor List – ROUTINE REVISION
- Item 1280: Authorized Signatures – RE-ORGANIZATION
- Item 1330: Revised 2002 Steel Prices- AUTHORIZED COSTS
- Item 1332: DWP Multi Member Codes – OPERATING
- Item 1334: Visibility Strips - ROUTINE REVISION
- Item 1341: Storm Costs - AUTHORIZED COSTS
- Item 1342: Tennis Shoes on Wires - ROUTINE REVISION
- Item 1343: Routine Revision – ROUTINE REVISION
- Item 1345: New Member JPA Volume - RE-ORGANIZATION
- Item 1346: iPole Sharing with NCJPC - OPERATING COMMITTEE
- Item 1347: New Member Application Process - RE-ORGANIZATION
- Item 1349: Review Initial Membership Fee - OPERATING COMMITTEE
- Item 1350: 2004 Pole Prices - AUTHORIZED COSTS
- Item 1351: 2004 Authorized Costs - AUTHORIZED COSTS
- Item 1355: JPC Property Rights Protection - OPERATING COMMITTEE
- Item 1356: Review of By-Laws - RE-ORGANIZATION
- Item 1357: Sprint LD Membership Application - OPERATING COMMITTEE

The members discussed **Item 1345: New Member JPA Volume**, and it was decided that this issue would be disclosed to applying members during the interview process, and in the acceptance letter. The members also agreed that members would discuss how to handle this problem among themselves via a Form 7. This item is now closed.

Open Administrative Board Items

Item 1339– *Environmental Issues*

This item remains open as an ongoing issue to ensure the Committee addresses any necessary environmental issues.

New Business

Known Items:

There were no known items to report.

Unknown Items:

Ms. Prouty proposed that as a good gesture, and a sign of appreciation to the SCJPC staff, the Committee award them with a holiday with pay on Friday, December 26th. She further stated that this would not be an ongoing procedure, but just this one year. The members all agreed to reward the SCJPC staff with a holiday this year.

SCHEDULE OF FUTURE MEETINGS:

Future meetings were scheduled as follows:

Authorized Costs	01/07/04	9:00 a.m.	Committee Office
Routine Revision	01/07/04	Following	Authorized Costs
Administrative Board	01/21/04	9:00 a.m.	Committee Office
Operating Committee	01/21/04	Following	Administrative Board
ReOrganization	01/21/04	Following	Operating Committee
IPole Demonstration	01/28/04	9:00 a.m.	Committee Office

ADJOURNMENT:

Ms. Prouty adjourned the meeting at 2:10 p.m., until January 21, 2004.

Ms. Velma Prouty, President

Jennie Corella, Office Manager

PACIFIC GAS & ELECTRIC COMPANY

February 13, 2007

Southern California Joint Pole Committee
737 South Cataract Avenue, Unit 3
San Dimas, CA 91773

Dear Jennie Corella:

Thank you the letter offering PG&E an opportunity of reestablishing our membership in the Southern California Joint Pole Committee.

We are seriously considering the offer. However due to the recent bankruptcy, I would like to ask if we might be granted a 90 day extension to your offer.

Would you be able to also provide me with the total cost associated with PG&E reestablishing our membership and an estimate what our monthly dues might be, complied from years past.

Sincerely,

Brian K. Morrow~

Brian K. Morrow
Pole Asset Management
Pacific Gas & Electric Company

Phone: 661-321-4513 • Fax: 661-321-4545

1918 "H" STREET • BAKERSFIELD/CALIFORNIA • 93301

Decision 86 06 028 JUN 4 - 1986

BEFORE THE PUBLIC UTILITIES COMMISSION OF THE STATE OF CALIFORNIA

In the Matter of Transfer of)
Certificates of GTE Sprint)
Communications Corporation)
(CIS Number U-5009-C), US)
Telecom-Communications Services)
Company (CIS Number U-5018-C),)
and US Telecom-Corporate Network)
Services Company (CIS Number)
U-5073-C) to US Sprint)
Communications Company.)

Application 86-02-045
(Filed February 28, 1986;
amended April 28, 1986)

O P I N I O N

US Sprint Communications Company (US Sprint), a general partnership consisting of GTE Communications Services, Incorporated and US Telecom, Inc., seeks authorization to continue to provide the telecommunications services that are currently offered separately by GTE Sprint Communications Corporation (GTE Sprint), US Telecom-Communications Services Company (US Tel), and US Telecom-Corporate Network Services Company (US Tel-Corp).

GTE Sprint, a Delaware corporation, is a wholly owned subsidiary of GTE Communications Services, Incorporated, a Delaware corporation, which in turn is a wholly owned subsidiary of GTE Corporation (GTE), a New York holding company. It provides communications services pursuant to Federal Communications Commission (FCC) authorization throughout the United States, the U.S. Virgin Islands, Guam, and Puerto Rico, and to many international points, including Canada, Australia, and the United Kingdom. Decision (D.) 84-01-037 dated January 5, 1984 in Order Instituting Investigation

03/31/2000 FRI 11:47 [TX/RX NO 5860] 031

(011) D.83-06-01, an investigation to determine whether competition should be allowed in the provision of telecommunications transmission services within the State, and other matters, authorized GTE Sprint to provide intrastate telecommunications in California.

U.S. Tel, a Kansas corporation, is a wholly owned subsidiary of US Telecom, Inc., a Kansas corporation, which in turn is a wholly owned subsidiary of United Telecommunications, Inc. (United), a Kansas holding company. It provides long distance telephone services to all 50 states, the U.S. Virgin Islands, and Puerto Rico. Like G.E. Sprint, it was authorized to offer intrastate toll service by D.84-01-037.

By virtue of a recent FCC authorization, US Telecom, Inc. is constructing a nationwide, all-digital telecommunications network using fiber optics technology. US Sprint's customers will have access to this network when it is completed.

US Tel-Corp (formerly known as Isacomm), a Delaware corporation, is a wholly owned subsidiary of United. It offers video conferencing and specialized data communications services primarily to large corporate customers, government agencies, and bulk transmission users. D.85-02-048 dated February 21, 1985 on Isacomm's Application 84-12-007 for a certificate of public convenience and necessity for intrastate operation of a satellite telecommunications system, authorized US Tel-Corp to provide video teleconferencing service on an interLATA basis subject to the condition that it refrain from holding out to the public the provision of intraLATA service and to state that

IntralATA communications should be placed over the facilities of the local exchange company.

The partners of US Sprint, GTE Communications Services, Incorporated, and US Telecom, Inc. are wholly owned subsidiaries of GTE and United, respectively, and each holds a 50% interest in US Sprint. All of the assets, licenses, permits, and other authorizations of GTE Sprint, US Tel, US Tel-Corp, GTE Telenet, US Telecom Data (formerly known as Uninet), and US Telecom, Inc. will be contributed to the partnership following the receipt of the necessary government approvals. Subscribers of the above carriers will be notified promptly of the certificate transfer.

US Sprint will have its own personnel, management, plant, capitalization, and books of account. It will consist of seven regional divisions; namely Northeast Division (New York City), Atlantic Division (Washington, D.C.), Southern Division (Atlanta), Midwest Division (Chicago), Southwest Division (Dallas), West Division (Denver), and Pacific Division (San Francisco). The State of California is in the Pacific Division.

US Sprint will be managed on a day-to-day basis by the partnership's Office of the President. A partnership committee consisting of an equal number of persons selected by each partner will establish corporate policies and oversee the activities of the Office of the President.

According to the application, the parties technical and managerial qualifications are evidenced by the long-standing, successful operation of the carriers' current services, and operations will allegedly remain unchanged and, for the most part, will be managed by the same personnel before and after the transaction is consummated.

A financial statement attached to the application shows that as of June 30, 1986, US Sprint's assets will be \$2,289,000,000, its liabilities \$423,000,000, and its partner's capital \$1,866,000,000.

Initially it was believed that modification of the software required to integrate the currently separate GTE Sprint, US Tel, and US Tel-Corp billing systems would take months to accomplish. Consequently US Sprint requested that it be permitted to continue service at the currently effective intrastate rates of the above three entities. However, the parties have recently determined that US Sprint will be able to provide service under a unified tariff. As a result, US Sprint amended its application and submitted new tariffs providing a unified rate structure for US Sprint's intrastate service. These tariffs have been reviewed and found reasonable and will be adopted.

According to the application, the parties hope to close the proposed transaction on or before June 30, 1986. An early closing allegedly is required to minimize confusion and uncertainty among consumers regarding the future availability of service; is necessary to maintain employee morale and minimize the loss of key personnel;

and is necessary to protect the applicant's competitive positions in the marketplace. It is further stated that each partner will contribute key ingredients to the venture. GTE has a nationwide residential customer base and is well-established in international markets. US Tel has experience in serving the needs of large corporate users. It has under construction and is in the process of building a more extensive fiber optics digital network than GTE Sprint. Under these circumstances it is felt that US Sprint will be more efficient and competitive than GTE Sprint, US Tel, or US Tel-Corp could be alone.

Findings of Fact

1. GTE Sprint and US Tel were authorized to provide intrastate communications service in California by D.84-01-037 dated January 5, 1984.

2. US Tel-Corp (formerly known as Isacom) was authorized to provide teleconferencing service in California on an interLATA basis by D.85-02-048 dated February 21, 1985.

3. Pursuant to a letter of intent executed on January 16, 1986 and a partnership agreement dated January 31, 1986, GTE and United caused their appropriate subsidiaries to form a general partnership, US Sprint.

4. Each of the general partners of US Sprint, GTE Communications Services, Incorporated, and US Telecom, Inc. own 50% of the partnership.

5. All of the assets, licenses, permits, and other authorizations of GTE Sprint, US Tel, US Tel-Corp, GTE Telenet, US Telecom Data, and US Telecom, Inc. will be contributed to the partnership following the receipt of necessary government approvals.

6. US Sprint will be a separate entity having its own personnel, management, plant, capitalization, and books of account.

7. US Sprint has the ability, experience, equipment, and financial resources to perform the proposed service.

8. It can be seen with certainty that there is no possibility that granting the requested authorization may have a significant effect on the environment.

9. Granting the requested authorization will not be adverse to public interest.

10. US Sprint proposes to continue to provide intrastate communications service at the rates set forth in the proposed tariffs included in the amendment to the application.

11. The subscribers of GTE Sprint, US Tel, and US Tel-Corp will be notified promptly of the certificate transfer when such transfer is effected.

12. A public hearing is not necessary.

Conclusion of Law

1. The requested authority should be granted as provided in the following order.

2. The rates included with the amendment to the application dated April 28, 1986 are reasonable.

O R D E R

IT IS ORDERED that:

1. GTE Sprint Communications Corporation (GTE Sprint), US Telecom-Communications Services Company (US Tel), and US Telecom-Corporate Network Services Company (US Tel-Corp) are authorized to transfer their assets, licenses, permits, and other authorizations to US Sprint Communications Company (US Sprint) in accordance with the terms and provisions of the letter of intent executed January 16, 1986 and the partnership agreement between GTE Communications Services, Inc. and US Telecom, Inc. dated January 31, 1986.
2. US Sprint is authorized to file tariff schedules for intrastate telecommunications service as set forth in the amendment to the application dated April 28, 1986.
3. Within 10 days of the actual transfer US Sprint shall notify the Commission in writing of the date on which transfer was consummated. A true copy of the instrument of transfer shall be attached to the written notification.
4. US Sprint shall provide the customers of GTE Sprint, US Tel, and US Tel-Corp with a one-time notice of the above transfer by an explanatory notation on each bill or by bill insert.
5. The corporate identification number assigned to US Sprint is U-5112-C, which should be included in the caption of all original filings with this Commission, and in the titles of other pleadings filed in existing cases.

6. The application is granted as set forth above.

This order is effective today.

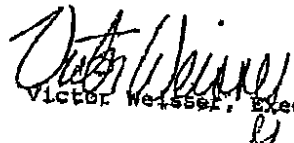
Dated June 4, 1986, at San Francisco, California.

I abstain.

/s/ PRISCILLA C. GREW
Commissioner

DONALD VIAL
President
VICTOR CALVO
FREDERICK R. DUDA
STANLEY W. HULETT
Commissioners

I CERTIFY THAT THIS DECISION
WAS APPROVED BY THE ABOVE
COMMISSIONERS TODAY.


Victor Weissel, Executive Director

Segment financial information was as follows:

	Global Markets Division ⁽¹⁾	Local Division	Other	PCS Group ⁽¹⁾	Corporate and Eliminations ⁽²⁾	Consolidated
	(millions)					
2002						
Net operating revenues	\$ 8,943	\$6,212	\$ 863	\$12,074	\$(1,458)	\$26,634
Affiliated revenues	660	285	559	(46)	(1,458)	—
Depreciation and amortization	1,479	1,157	24	2,267	(15)	4,912
Restructuring and asset impairments ⁽³⁾	194	56	1	138	—	389
Operating expenses	9,143	4,382	886	11,599	(1,476)	24,534
Operating income (loss)	(200)	1,830	(23)	475	18	2,100
Operating margin	NM	29.5%	NM	3.9%	NM	7.9%
Capital expenditures	733	1,286	8	2,668	154	4,849
Total assets	10,830	8,507	733	23,022	2,201	45,293
2001						
Net operating revenues	\$ 9,916	\$6,247	\$1,206	\$ 9,725	\$(1,579)	\$25,515
Affiliated revenues	581	283	695	20	(1,579)	—
Depreciation and amortization	1,318	1,120	12	2,150	(9)	4,591
Restructuring and asset impairments ⁽³⁾	1,688	109	6	10	—	1,813
Operating expenses	11,965	4,464	1,172	10,372	(1,557)	26,416
Operating income (loss)	(2,049)	1,783	34	(647)	(22)	(901)
Operating margin	NM	28.5%	2.8%	NM	NM	NM
Capital expenditures	3,580	1,337	111	3,751	267	9,046
Total assets	12,265	9,343	719	22,190	1,276	45,793
2000						
Net operating revenues	\$10,528	\$6,155	\$1,468	\$ 6,341	\$(1,347)	\$23,145
Affiliated revenues	424	190	694	39	(1,347)	—
Depreciation and amortization	1,121	1,139	7	1,877	(9)	4,135
Merger related costs ⁽⁴⁾	—	—	—	24	163	187
Asset impairment ⁽³⁾	238	—	—	—	—	238
Operating expenses	9,943	4,392	1,393	8,269	(1,148)	22,849
Operating income (loss)	585	1,763	75	(1,928)	(199)	296
Operating margin	5.6%	28.6%	5.1%	NM	NM	1.3%
Capital expenditures	2,294	1,421	8	3,047	382	7,152
Total assets	12,114	9,219	845	19,763	1,127	43,068

NM = Not meaningful

⁽¹⁾ Affiliate revenues in 2002 are net of the adjustment for wireless access revenue previously recorded between the global markets division and the PCS Group.

⁽²⁾ Revenues eliminated in consolidation consist primarily of local access charged to the global markets division by the local division, equipment purchases from the product distribution business, interexchange services provided to the local division, long distance services provided to the PCS Group for resale to PCS customers and for internal business use, caller ID services provided by the local division to the PCS Group, handset purchases from the PCS Group and access to the PCS network. Corporate capital expenditures were incurred mainly for Sprint's World Headquarters Campus.

⁽³⁾ See Note 3 of Notes to Consolidated Financial Statements for additional information.

⁽⁴⁾ In the 2000 second quarter, Sprint recognized a pre-tax charge associated with the terminated WorldCom merger.

In 2002 and 2001, more than 94% of Sprint's revenues were from equipment and services provided within the United States. In 2000, equipment and services provided within the United States generated more than 95% of Sprint's revenues.

More than 98% of Sprint's property, plant, and equipment is in the United States.

Equipment sales to one retail chain and the subsequent service revenues generated by sales to its customers represent approximately 22% of the PCS Group's net operating revenues in 2002 and 24% in 2001 and 2000.

Net operating revenues by product and services were as follows:

	Global Markets Division ⁽¹⁾	Local Division	Other	PCS Group	Eliminations ⁽²⁾	Consolidated
	(millions)					
2002						
Voice	\$ 5,768	\$ —	\$ —	\$ —	\$ (660)	\$ 5,108
Data	1,847	—	—	—	—	1,847
Internet	1,009	—	—	—	—	1,009
Local service	—	3,054	—	—	(3)	3,051
Network access	—	2,025	—	—	(213)	1,812
Long distance	—	628	—	—	—	628
Product distribution	—	—	863	—	(559)	304
Wireless services	—	—	—	12,074	46	12,120
Other	319	505	—	—	(69)	755
Total net operating revenues	\$ 8,943	\$ 6,212	\$ 863	\$ 12,074	\$(1,458)	\$ 26,634
2001						
Voice	\$ 6,610	\$ —	\$ —	\$ —	\$ (581)	\$ 6,029
Data	1,857	—	—	—	—	1,857
Internet	964	—	—	—	—	964
Local service	—	2,939	—	—	(4)	2,935
Network access	—	2,032	—	—	(220)	1,812
Long distance	—	731	—	—	—	731
Product distribution	—	—	1,206	—	(695)	511
Wireless services	—	—	—	9,725	(20)	9,705
Other	485	545	—	—	(59)	971
Total net operating revenues	\$ 9,916	\$ 6,247	\$ 1,206	\$ 9,725	\$(1,579)	\$ 25,515
2000						
Voice	\$ 7,068	\$ —	\$ —	\$ —	\$ (424)	\$ 6,644
Data	1,742	—	—	—	—	1,742
Internet	809	—	—	—	—	809
Local service	—	2,846	—	—	(2)	2,844
Network access	—	1,987	—	—	(138)	1,849
Long distance	—	717	—	—	—	717
Product distribution	—	—	1,468	—	(694)	774
Wireless services	—	—	—	6,341	(39)	6,302
Other	909	605	—	—	(50)	1,464
Total net operating revenues	\$ 10,528	\$ 6,155	\$ 1,468	\$ 6,341	\$(1,347)	\$ 23,145

⁽¹⁾ Beginning in 2002, equipment revenue for all periods presented is reported as part of Other revenues. This reclassification had no impact on total net operating revenues.

⁽²⁾ Revenues eliminated in consolidation consist primarily of local access charged to the global markets division by the local division, equipment purchases from the product distribution business, interexchange services provided to the local division, long distance services provided to the PCS Group for resale to PCS customers and for internal business use, caller ID services provided by the local division to the PCS Group, handset purchases from the PCS Group and access to the PCS network.

Supplemental Cash Flows Information

Sprint's cash paid (received) for interest and income taxes was as follows:

	2002	2001	2000
	<i>(millions)</i>		
Interest (net of capitalized interest)	\$1,298	\$1,112	\$1,006
Income taxes	\$ (446)	\$ 12	\$ (386)

Sprint's noncash activities included the following:

	2002	2001	2000
	<i>(millions)</i>		
Common stock issued under Sprint's employee benefit stock plans	\$169	\$189	\$255
Fair value of purchase contract adjustment payment liability	\$—	\$ 53	\$—
Contribution to equity investment	\$ 33	\$ 43	\$—
Tax benefit from stock options exercised	\$ 1	\$ 17	\$424
Stock received for stock options exercised	\$—	\$ 4	\$ 69
Extinguishment of debt	\$ 3	\$—	\$275

19. Recently Issued Accounting Pronouncements

In June 2001, the FASB issued SFAS No. 143, "Accounting for Asset Retirement Obligations". This standard provides accounting guidance for legal obligations associated with the retirement of long-lived assets that result from the acquisition, construction or development and (or) normal operation of that asset. According to the standard, the fair value of an asset retirement obligation (ARO liability) should be recognized in the period in which (1) a legal obligation to retire a long-lived asset exists and (2) the fair value of the obligation based on retirement cost and settlement date is reasonably estimable. Upon initial recognition of the ARO liability, the related asset retirement cost should be capitalized by increasing the carrying amount of the related long-lived asset. SFAS No. 143 is effective for fiscal years beginning after June 15, 2002. Sprint will adopt this standard effective January 1, 2003.

Sprint's network is primarily located on leased property. In the FON Group, a majority of the leased property has no requirement for remediation at retirement. The remainder of the FON Group's leased property and predominately all of the PCS Group's leased property does have remediation requirements. These leases do not have termination date certainty, and are a necessary component of infrastructure required to maintain FCC licensing. For that reason, Sprint's obligations do not meet the ARO liability recognition criteria established in the standard at this time. Accordingly, Sprint will not record an ARO liability for either FON Group or PCS Group upon adoption of this standard.

In the FON Group, the local division historically accrued costs of removal in its depreciation reserves consistent with regulatory requirements and industry practice. These costs of removal do not meet the SFAS No. 143 definition of an ARO liability. Upon adoption of SFAS No. 143, the FON Group expects to record a reduction in its historical depreciation reserves of approximately \$420 million to remove the accumulated excess cost of removal, resulting in a cumulative effect of change in accounting principle credit in the Consolidated Statements of Operations of \$270 million, net of tax. The ongoing impact of this accounting change, based on recent retirement experience, is expected to increase FON Group's net income through reduced depreciation expense by less than \$15 million annually. The PCS Group will have no effect for adoption of this standard.

In April 2002, the FASB issued SFAS No. 145, "Rescission of FASB Statements No. 4, 44, and 64, Amendment to FASB Statement No. 13, and Technical Corrections." The provisions related to SFAS No. 4 are effective for fiscal years beginning after May 15, 2002. The provisions related to SFAS No. 13 are effective for transactions occurring after May 15, 2002. All other provisions of this statement are effective for financial statements issued on or after May 15, 2002. The rescission of SFAS No. 4, "Reporting Gains and Losses from Extinguishment of Debt," and SFAS No. 64, "Extinguishment of Debt to Satisfy Sinking-Fund Requirements," requires that gains and losses from the extinguishment of debt be reported in other income or expense. The gains and losses would be reported as extraordinary items only if they are unusual in nature and occur infrequently. The amendment to


ACORD™ CERTIFICATE OF LIABILITY INSURANCE		04/01/2005	DATE (MM/DD/YY) 11/18/2003
PRODUCER Lockton Companies 444 W. 47th Street, Suite 900 Kansas City Mo 64112-1906 (816) 960-9000		THIS CERTIFICATE IS ISSUED AS A MATTER OF INFORMATION ONLY AND CONFERS NO RIGHTS UPON THE CERTIFICATE HOLDER. THIS CERTIFICATE DOES NOT AMEND, EXTEND OR ALTER THE COVERAGE AFFORDED BY THE POLICIES BELOW.	
INSURED 7759 SPRINT COMMUNICATIONS CO., LP P.O. BOX 11315 KANSAS CITY, MO 64112		INSURERS AFFORDING COVERAGE INSURER A: CONTINENTAL CASUALTY CO. (A XV) INSURER B: AMERICAN CASUALTY CO. of Reading, PA INSURER C: TRANSPORTATION INSURANCE CO. (A XV) INSURER D: INSURER E:	

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THE POLICIES OF INSURANCE LISTED BELOW HAVE BEEN ISSUED TO THE INSURED NAMED ABOVE FOR THE POLICY PERIOD INDICATED. NOTWITHSTANDING ANY REQUIREMENT, TERM OR CONDITION OF ANY CONTRACT OR OTHER DOCUMENT WITH RESPECT TO WHICH THIS CERTIFICATE MAY BE ISSUED OR MAY PERTAIN, THE INSURANCE AFFORDED BY THE POLICIES DESCRIBED HEREIN IS SUBJECT TO ALL THE TERMS, EXCLUSIONS AND CONDITIONS OF SUCH POLICIES. AGGREGATE LIMITS SHOWN MAY HAVE BEEN REDUCED BY PAID CLAIMS.

INSR LTR	TYPE OF INSURANCE	POLICY NUMBER	POLICY EFFECTIVE DATE (MM/DD/YY)	POLICY EXPIRATION DATE (MM/DD/YY)	LIMITS
A	GENERAL LIABILITY <input checked="" type="checkbox"/> COMMERCIAL GENERAL LIABILITY <input type="checkbox"/> CLAIMS MADE <input checked="" type="checkbox"/> OCCUR <input checked="" type="checkbox"/> CONTRACTUAL GEN'L AGGREGATE LIMIT APPLIES PER: <input checked="" type="checkbox"/> POLICY <input type="checkbox"/> PRO-JECT <input type="checkbox"/> LOC	GL 251929176	04/01/2002	04/01/2005	EACH OCCURRENCE \$ 2,000,000 FIRE DAMAGE (Any one fire) \$ 250,000 MED EXP (Any one person) \$ XXXXXXXX PERSONAL & ADV INJURY \$ 2,000,000 GENERAL AGGREGATE \$ 5,000,000 PRODUCTS - COMP/OP AGG \$ 3,000,000
A	AUTOMOBILE LIABILITY <input checked="" type="checkbox"/> ANY AUTO <input type="checkbox"/> ALL OWNED AUTOS <input type="checkbox"/> SCHEDULED AUTOS <input type="checkbox"/> HIRED AUTOS <input type="checkbox"/> NON-OWNED AUTOS	BUA 251929193	04/01/2002	04/01/2005	COMBINED SINGLE LIMIT (Ea accident) \$ 2,000,000 BODILY INJURY (Per person) \$ XXXXXXXX BODILY INJURY (Per accident) \$ XXXXXXXX PROPERTY DAMAGE (Per accident) \$ XXXXXXXX
	GARAGE LIABILITY <input type="checkbox"/> ANY AUTO	NOT APPLICABLE			AUTO ONLY - EA ACCIDENT \$ XXXXXXXX OTHER THAN AUTO ONLY: EA ACC \$ XXXXXXXX AGG \$ XXXXXXXX
	EXCESS LIABILITY <input type="checkbox"/> OCCUR <input type="checkbox"/> CLAIMS MADE <input type="checkbox"/> DEDUCTIBLE <input type="checkbox"/> UMBRELLA FORM RETENTION \$	NOT APPLICABLE			EACH OCCURRENCE \$ XXXXXXXX AGGREGATE \$ XXXXXXXX \$ XXXXXXXX \$ XXXXXXXX \$ XXXXXXXX
B	WORKERS COMPENSATION AND EMPLOYERS' LIABILITY	WC 251929159 (AOS)	04/01/2002	04/01/2005	<input checked="" type="checkbox"/> WC STATUTORY LIMITS <input type="checkbox"/> OTHER
C		WC 251929162 (AZ,OR,WI)	04/01/2002	04/01/2005	E.L. EACH ACCIDENT \$ 1,000,000
B		WC 251907792 (CA)	04/01/2003	04/01/2005	E.L. DISEASE - EA EMPLOYEE \$ 1,000,000
B		N/A IN MONOPOLISTIC STATES			E.L. DISEASE - POLICY LIMIT \$ 1,000,000
	OTHER				

DESCRIPTION OF OPERATIONS/LOCATIONS/VEHICLES/EXCLUSIONS ADDED BY ENDORSEMENT/SPECIAL PROVISIONS
 RE: INSTALLATION, OPERATION & MAINTENANCE OF TELECOMMUNICATIONS EQUIPMENT.

CERTIFICATE HOLDER 1914121 SOUTHERN CALIFORNIA JOINT POLE COMMITTEE ATTN: JENNIE CORELLA 437 SO CATARACT AVENUE UNIT 3 SAN DIMAS CA 91773	ADDITIONAL INSURED; INSURER LETTER:	CANCELLATION SHOULD ANY OF THE ABOVE DESCRIBED POLICIES BE CANCELLED BEFORE THE EXPIRATION DATE THEREOF, THE ISSUING INSURER WILL ENDEAVOR TO MAIL 30 DAYS WRITTEN NOTICE TO THE CERTIFICATE HOLDER NAMED TO THE LEFT, BUT FAILURE TO DO SO SHALL IMPOSE NO OBLIGATION OR LIABILITY OF ANY KIND UPON THE INSURER, ITS AGENTS OR REPRESENTATIVES. AUTHORIZED REPRESENTATIVE 
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