



August 21, 2023 Via Overnight Delivery

Ms. Luly Massaro, Commission Clerk Rhode Island Public Utilities Commission 89 Jefferson Blvd. Warwick, RI 02888

RE:

**EarthGrid PBC** 

**Competitive Local Exchange Carrier Statement of Business Operations** 

Dear Ms. Massaro:

Enclosed for filing please find the original and three (3) copies of the Competitive Local Exchange Carrier Statement of Business Operations submitted on behalf of EarthGrid PBC ("Company"). A check in the amount of \$300.00 is enclosed to cover the filing fee.

The Company requests confidential treatment of the financial statements included with this Application. These financial statements are provided under seal marked "Confidential". Please handle these documents in accordance with Commission established procedures for confidential material.

Please acknowledge receipt of this filing by date-stamping the extra copy of this cover letter and returning it to me in the self-addressed, stamped envelope provided for that purpose.

Any questions you may have regarding this filing should be directed to my attention at 407-740-3005 or via email to swarren@inteserra.com. Thank you for your assistance in this matter.

Sincerely,

Sharon R. Warren Consultant

tms: RII2301

Enclosures SW/kb



# BEFORE THE STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS DIVISION OF PUBLIC UTILITIES

# COMPETITIVE LOCAL EXCHANGE CARRIER STATEMENT OF BUSINESS OPERATIONS

EarthGrid PBC ("Applicant"), hereby files the following information in support of its registration for authority to operate as a Competitive Local Exchange Carrier, providing facilities-based and resold local exchange telecommunications services and interexchange telecommunications services.

# 1. Company information

a. The company's full name and address is:

EarthGrid PBC
Principal Address:
1 West Barrett Avenue
Richmond, CA 94801

Mailing Address: 2625 Alcatraz Avenue, Suite 111 Berkeley, CA 94705

Telephone:

833-327-8441

b. The local company's full name and address is:

Same as above

c. Business locations

The Company will not have a business location in Rhode Island. All Rhode Island operations will be centrally managed at the Company's California location.

d. Agent for service

Registered Agents Inc. 47 Wood Ave, Suite 2 Barrington, Rhode Island 02806

# e. Attorney of Record

Scott Lane, Chief Operating Officer EarthGrid PBC 2625 Alcatraz Avenue, Suite 111 Berkeley, CA 94705

Telephone:

833-327-8441

Toll Free:

1-833-327-8441

Email:

scott@earthgrid.io

Contact for any questions about this Application

Sharon Warren, Consultant to EarthGrid PBC Inteserra Consulting Group 151 Southhall Lane, Suite 450 Maitland, Florida 32751

Telephone:

407-740-3005

Facsimile:

407-740-0613

E-mail:

swarren@inteserra.com

# f. The company's corporate officers and major stockholders

The Company's corporate officers and directors are listed in Attachment I.

The Company's major stockholders (10% or more) are listed in Attachment II.

# g. General Description of Operations

EarthGrid PBC seeks authority to provide non-switched point-to-point local and interexchange telecommunications services via its own lit and dark fiber facilities and/or through resale arrangements. These services will be offered to wholesale service providers, wireless service providers (WSPs), and other telecommunications carriers and communications providers, internet service providers (ISPs), municipalities, tribal communities, data centers, and commercial customers. The Company does not propose to offer local exchange access services.

# h. Description of the Company's customer service organization.

Applicant is responsible for all customer inquiries and complaints. The telephone number for customer inquiries and complaints is provided by EarthGrid PBC on the customer bill. Once it initiates operations, EarthGrid's toll free customer service number is 1-833-327-8441. The number will be directed to a recording and Customer will receive a call back within 12 hours during the business day or by 9 AM Pacific on the next business day. If customer reports an outage, the call will be returned within 12 hours. Future customer service calls will be handled by the NOC. Additionally, service requests can be sent to serviceissue@earthgrid.io or Customers may also contact the company in writing at the headquarters address at 1 West Barrett Avenue, Richmond, CA 94801.

# i. For customer service, the company's contact is:

Name and address of contact person responsible for and knowledgeable about provider operations:

Scott Lane, Chief Operating Officer EarthGrid PBC 2625 Alcatraz Avenue, Suite 111 Berkeley, CA 94705

Toll Free Telephone Number: 1-833-327-8441

# j. For regulatory issues, the company's contact is:

Scott Lane, Chief Operating Officer EarthGrid PBC 2625 Alcatraz Avenue, Suite 111 Berkeley, CA 94705

Telephone:

833-327-8441

Email:

scott@earthgrid.io

# For questions regarding this application or tariff filings:

Sharon Warren, Consultant to EarthGrid PBC Inteserra Consulting Group 151 Southhall Lane, Suite 450 Maitland, Florida 32751

Telephone:

407-740-3005

Facsimile:

407-740-0613

e-mail:

swarren@inteeserra.com

# k. Company website address

www.earthgrid.io

# 2. Evidence of authorization from the Rhode Island Secretary of State.

A copy of the Company's authorization is provided as Attachment III.

### 3. Financial qualifications

EarthGrid PBC possesses the financial qualifications required for the authority requested. The consolidated financial information of EarthGrid PBC is attached as **Attachment IV** to this application. The financial documentation provided demonstrates that EarthGrid PBC has more than sufficient funds to provide its proposed services in Rhode Island.

# 4. Managerial Qualifications

As illustrated in **Attachment V** to this Petition, the members of EarthGrid PBC's senior management team have extensive experience in the telecommunications industry. These executives have both highly effective management skills and considerable telecommunications expertise. The backgrounds of these key executives constitute sufficient evidence that Earthgrid PBC possesses the managerial qualifications required to provide local service.

### 5. Technical Qualifications

EarthGrid PBC has an excellent senior management team, backed by experienced employees, who are competent in telephony engineering, operations and marketing. Attached hereto as **Attachment** V is a list of names and biographies of EarthGrid PBC's senior management team. There are not now, nor have there been, civil or criminal proceedings against the Petitioner in any jurisdiction, including settlements of any proceeding. Petitioner has never filed for bankruptcy nor has it been the subject of any state or federal investigation.

EarthGrid PBC's services will satisfy the minimum standards established by the Commission. The Petitioner will file and maintain tariffs in the manner prescribed by the Commission and will meet the minimum basic local standards, including quality of service and billing standards required of all CLECs regulated by the Commission.

As the foregoing illustrates, EarthGrid PBC possesses considerable telecommunications expertise and is well-qualified to provide facilities-based and resold local exchange and interexchange services in Rhode Island.

# 6. Existing Authority

EarthGrid PBC is certificated in the following states: Alabama, Arizona, California, Colorado, Florida, Georgia, Idaho, Illinois, Indiana, Iowa, Louisiana, Maryland, Massachusetts, Minnesota, Nebraska, Nevada, New Jersey, New Mexico, New York, North Carolina, Ohio, Oregon, Pennsylvania, South Carolina, Texas, Utah, Vermont, Virginia, Washington, Wisconsin, and Wyoming. Applications are pending in Kentucky, Maine, Michigan, Mississippi, and New Hampshire.

#### 7. Tariffs

Pursuant to Rhode Island General Laws '39-3-10 (b), the company will operate on a detariffed basis, since it will serve only business customers, and it will post a Price Guide and make it available for public inspection on the Company's website at <a href="www.earthgrid.io">www.earthgrid.io</a> upon the approval of this application.

Wherefore, EarthGrid PBC respectfully requests that the Rhode Island Public Utilities Commission grant EarthGrid PBC authority to operate as a provider of competitive facilities-based and resold local exchange and interexchange telecommunications services throughout the State of Rhode Island and grant such other relief as it deems necessary and appropriate.

Respectfully submitted,

DocuSigned by:

Troy Helming, Founder and CEO

EarthGrid PBC

2625 Alcatraz Avenue, Suite 111

Berkeley, CA 94705

Dated:

8/20/2023

-DocuSigned by:

Sharon Warren

Sharon Warren, Consultant to EarthGrid PBC

Inteserra Consulting Group 151 Southhall Lane, Suite 450

Maitland, Florida 32751 Telephone: 407-740-3

Facsimile: 407-

407-740-3005 407-740-0613

e-mail:

swarren@inteserra.com

# ATTACHMENT I CORPORATE OFFICERS AND DIRECTORS

### EARTHGRID PBC

The following individuals are officers and directors of EarthGrid PBC and may be contacted at 2625 Alcatraz Avenue, Suite 111, Berkeley, California 94705:

### Officer:

Troy Helming

Founder and Chief Executive Officer

Scott Lane

Chief Operating Officer

Shawn McLaughlin

SVP of Electrical Engineering & Telecommunications

Jeff Irvine

SVP Projects & Construction

Edward Cornejo

**VP** Engineering

Directors:

Chris Gerlach

Rachelle Chong, J.D.

Rachel Payne

Joan Plastiras

ATTACHMENT II
STOCKHOLDERS

# EarthGrid PBC Stockholders

List of shareholders having 10% or more interest

| Stockholders         | Percentage |  |
|----------------------|------------|--|
| Troy Helming         | 20%        |  |
| Scott Lane           | 20%        |  |
| Green Reach Inc.     | 40%        |  |
| Helming Family Trust | 13%        |  |

# ATTACHMENT III RHODE ISLAND SECRETARY OF STATE AUTHORIZATION

RI SOS Filing Number: 202339066940 Date: 7/10/2023 12:41:00 PM



# State of Rhode Island Office of the Secretary of State

Fee: \$310.00

Division Of Business Services 148 W. River Street Providence RI 02904-2615 (401) 222-3040

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Application for Certificate of Authority

(Section 7.4) 2-1405 of the General Laws of Rhode Island, 1956, as amended)

#### SECTION I

The name of the corporation is EarthGrid PBC

#### **SECTION II**

It is incorporated under the laws of  $State: \underline{DE}$  Country:  $\underline{USA}$ 

This Application for Certificate of Authority shall be effective upon filing unless a specified date is provided which shall be no later than the 90th day after the date of this filing

#### **SECTION III**

The name, if different, which it elects to use in Rhode Island:

(a) If the name of the corporation does not contain the word "corporation", "company", "incorporated", or "limited", or an abbreviation thereof, add one of these corporate endings for use in Rhode Island OR

(b) if the corporation proposes to qualify and transact business under a different name, list that name:

#### **EarthGrid Corporation**

Note: If option (b) is elected, a Fictitious Business Name Statement (FORM 624A) is required to be filed with this application

#### **SECTION IV**

The date of its incorporation is 9/23/2016

and the period of its duration is X Perpetual

**SECTION V** 

The location of its principal office is

No. and Street:

1 WEST BARRETT AVE

City or Town:

**RICHMOND** 

State: CA

Zip: 94801

Country: USA

#### SECTION VI

The address of its proposed registered office in Rhode Island is

No. and Street:

47 WOOD AVE. SUITE 2

City or Town:

**BARRINGTON** 

State: RI

Zip: 02806

and the name of its proposed registered agent in Rhode Island at that address is REGISTERED AGENTS INC.

#### **SECTION VII**

The purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are:

UNDERGROUND UTILITY INFRASTRUCTURE DEVELOPMENT

#### **SECTION VIII**

(a) The names and respective addresses of its directors (optional unless directors are required under the laws of the state or country of which it is incorporated).

| Title     | Individual Name<br>First, Middle, Last, Suffix | Address Address, City or Town, State, Zip Code, Country |  |
|-----------|--|---|--|
| PRESIDENT | TROY HELMING                                   | 2625 ALCATRAZ AVE., SUITE 111<br>BERKELEY, CA 94705 USA |  |
| PRESIDENT | TROY HELMING                                   | 2625 ALCATRAZ AVE., SUITE 111<br>BERKELEY, CA 94705 USA |  |

(b) The names and respective addresses of its principal officers (mandatory if directors are not required under the laws of the state or country of which it is incorporated).

| Title     | Individual Name<br>First, Middle, Last, Suffix | Address Address, City or Town, State, Zip Code, Country |
|-----------|--|---|
| PRESIDENT | TROY HELMING                                   | 2625 ALCATRAZ AVE., SUITE 111<br>BERKELEY, CA 94705 USA |
| PRESIDENT | TROY HELMING                                   | 2625 ALCATRAZ AVE., SUITE 111<br>BERKELEY, CA 94705 USA |

#### SECTION IX

The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

| Class of Stock | Series of<br>Stock | Par Value Per<br>Share | Total Authorized Shares  Num of Shares |               |
|----------------|--------------------|------------------------|--|---------------|
| CWP            |                    |                        | \$0.0001                               | 25,000,000.00 |
| PWP            |                    |                        | \$0.0001                               | 7,700,000.00  |

Signed this 10 Day of July, 2023 at 12:42:34 PM by the officers(s). This electronic signature of the individual or individuals signing this instrument constitutes the affirmation or acknowledgement of the signatory, under penalties of perjury, that this instrument is that individual's act and deed or the act and deed of the corporation, and that the facts stated herein are true, as of the date of the electronic filing, in compliance with R.I. Gen. Laws § 7-1.

# By TROY HELMING

Signature of Authorized Officer of the Corporation

Form No. 150 Revised 09/07

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I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF

DELAWARE, DO HEREBY CERTIFY "EARTHGRID PBC" IS DULY INCORPORATED

UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND

HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS

OFFICE SHOW, AS OF THE SIXTEENTH DAY OF JUNE, A.D. 2023.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "EARTHGRID PBC"
WAS INCORPORATED ON THE TWENTY-THIRD DAY OF SEPTEMBER, A.D. 2016.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

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SR# 20232778929

You may verify this certificate online at corp.delaware.gov/authver.shtml

Jeffrey W. Burlock, Secretary of Stele

Authentication: 203564829

Date: 06-16-23

RI SOS Filing Number: 202339066940 Date: 7/10/2023 12:41:00 PM

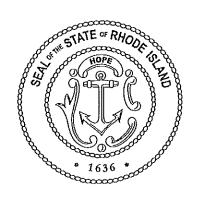


I, GREGG M. AMORE, Secretary of State of the State of Rhode Island, hereby certify that this document, duly executed in accordance with the provisions of Title 7 of the General Laws of Rhode Island, as amended, has been filed in this office on this day:

July 10, 2023 12:41 PM

Gregg M. Amore Secretary of State

Trags M anor



# ATTACHMENT IV FINANCIAL STATEMENTS

Financials are being filed under separate seal as Confidential.

# ATTACHMENT V MANAGEMENT PROFILES

#### Troy Anthony Helming - CEO and Founder

Troy Helming has over 40 years of experience in solar energy, and 30 years of experience in the telecommunications and renewable energy space. This experience includes not just delivering utilities to Americans but also a significant amount of work in developing and building the infrastructure needed to distribute the utilities. He has founded two successful renewable energy companies in the U.S., TradeWind Energy, the largest wind developer in the country in 2017, and Pristine Sun, a developer of community utility-scale solar farms in California, Wisconsin, Vermont, Minnesota and North Carolina. He is the author of "The Clean Power Revolution" published in 2004, and creator of The Freedom Plan, a blueprint to convert North America to 100% clean renewable energy. He is an American Ninja Warrior and competed in Season 10 placing 8th in the world in the Over 40 category at the Ultimate Ninja Athletic Association World Championships.

Since January 1997 to present, Mr. Helming is a clean energy consultant, advisor and outsourced executive of Green Reach, Inc., serving clients over the decades that included McKinsey, Goldman Sachs, Citigroup, Hartford, Bank of America, Merrill Lynch, Bain, and Oak Tree.

In September 2017 to present, he was the founder and managing member to SolarRenewal LLC, serving on a part time basis of an operating portfolio of 15+ utility scale community solar power plants (aka solar farms) that he originated, developed, and financed in California starting in 2009 (while running Pristine Sun). He sold most of the ownership to a new investor in 2017, but he remains a designated portfolio manager.

From January 2018 to April 2020, he served as co-founder and Chief Development Officer to Arcbyt, Inc., a technology company working on a technology for which he invented and submitted a patent application.

From August 2017 to August 2019, he served as Principal of the Clean Energy Fund. He assisted with solar and clean energy project development and solar project ownership funds, assisting in project development and capital placement into the Fund.

From January 2008 until August 2018, he founded and was the CEO of Pristine Sun, a small utility scale and community solar power plant developer. In 2017, the company assets were sold to two buyers.

In March 2006 to September 2008, he was President and Founder of KC Biofuels LLC, which designed, built, and operated a biodiesel refinery with 10 million gallons a year capacity. Feedstocks used were used cooking oil, inedible chicken fat, beef tallow and brown grease.

In December 2002 to December 2007, he served as CEO and Founder of Krystal Energy Corporation, which engaged in renewable energy product sales and distribution, solar systems, wind energy systems, energy saving/energy efficiency products for small businesses and homeowners.

In January 1996 to December 2004, Mr. Helming founded Kansas Wind Power, a sole proprietorship, which was then formed into a company in 2001 (later renamed TradeWind Energy (TWE) in 2005 when the successors formed a strategic partnership with Italian energy company, Enel.) Mr. Helming led a team that acquired hundreds of site leases across the Midwest, obtained Letters of Intent with utility customers who wanted to buy low-cost wind power, negotiated key strategic alliances and laid the foundation for early-stage development of the key sites that were built into utility scale wind farms. Examples include the 250 MW Smoky Hills Wind Farm and the 200 MW Caney River Wind Farm. The company was sold in 2004. From May 1991 to December 1998, Mr. Helming served as President and Founder of TeleTeam Consulting Inc., which was a telecommunications distributor of fiber optics bandwidth and related services for major telecom operators such as Qwest Communications, a hardware and cellular service distributor for Nextel Wireless, Lucent Technologies/AT&T/Avaya system distributor of PBX, key systems, automated attendant solutions, and related hardware and software.

From May 1990 to August 1992, he served as an AT&T Sales Manager and Account Manager in the Missouri Kansas region.

Mr. Helming holds a Bachelor of Science in Business Administration and Management, with a Minor in International Business and Spanish, 1990.

### G. Scott Lane - Chief Operating Officer

Scott Lane is currently the Director of Implementation for Centauri Energy, in the San Francisco Bay Area where he has been for over five years. He performs Operations, Program and Project Management duties.

From 2008 to 2015, he served as SCADA and Communications Manager for Implementation for seven years at EDF Renewable Energy in San Diego. He developed the overall SCADA program for enXco for the Implementations group. They developed long term strategic alliances and operational plans that met interconnection requirements from the off takers as well as managing relationships and meeting system design criteria for ISO and RTOs.

At the same company, he also served as Project Development Manager for enXco (now EDF-RE), in the San Francisco Bay Area, where he worked as an Associate Project Manager on the Shiloh 2 Wind Project. He managed microwave/telemetry resources, SCADA, permitting and meteorological data acquisition for enXco. He also managed CAISO relationships and establishing the PIRP Certification criteria for the project. He also worked with PG&E and managed aspects involving the "temp tap" and the 230 KV transmission line.

From 2006 to 2008, Mr. Lane worked as Program and Regional Manager for Parsons Engineering in various cities. He was the Regional Manager Telecoms projects for Louisiana, Arkansas, East Texas and Mississippi regions.

From 2005 to 2006, he was Senior Project Manager for Alcoa Wireless Svc, in San Francisco Bay Area, where he managed projects, met deadlines, met construction schedules, negotiated jurisdictional requirements and permitting, and assisting with site acquisition and zoning processes. Mr. Lane holds degrees from Louisiana College (1985) and Northwestern State University (1994).

# Shawn McLaughlin - Senior VP of Electrical Engineering and Telecommunications

As Senior Vice President of Electrical Engineering and Telecommunications at Earthgrid, Shawn McLaughlin is responsible for managing Earthgrid's Electrical Engineering and Telecommunications efforts with the company.

Prior to Earthgrid he held positions at McLaughlin Consulting and Engineering LLC, where he specialized in renewable energy, energy storage, telecom, utility and mission critical power industry project consulting.

Shawn has over 25 years of experience in Telecommunications and Renewable Energy industries. Shawn gained key telecom experience through network engineering positions at Verizon Wireless and at Southwestern Bell Telephone (AT&T).

Shawn earned a Bachelor of Science degree in Electrical Engineering from the University of Texas at Arlington and a Masters of Business Administration at Texas Tech University's Rawls School of Business.

#### Jeff Irvine - Senior VP Projects

Jeff Irvine has more than 25 years of experience working in project management and daily operations for the renewable energy, utility and telecommunications industries.

He has worked extensively in the United States and internationally, overseeing the engineering and construction of utility companies, substations, solar farms, wind farms, transmission lines and telecommunication sites. His years of international work include successful large-scale projects in Bogota, Colombia, and Indonesia, which earned him a reputation for effective project management in scenarios that ranged from straightforward to extreme and hazardous. He specializes in keeping projects on time and on budget, and in turning around under-performing projects.

As project manager and operations manager, he has successfully overseen large-scale projects totaling in excess of \$450 million. These include projects for EDF Renewable Energy (formerly enXco), JES Engineering, Alcoa, Koll Telecommunications, Bechtel, AT&T, Motorola, Sprint, Verizon and the United States Coast Guard. Additionally, Jeff has strong experience in business startups, new market development, new project deployment, operations organization, property acquisition, land use approvals and construction management.

#### Edward Cornejo - Vice President, Engineering

Mr. Cornejo will serve as Vice President Engineering for EarthGrid. In the past, Mr. Cornejo served as Senior Director of Data Center Solutions for MACOM in Newport Beach for nearly five years, and before that as Senior Director of OSA Business Operations for the same company for almost five years. There he was responsible for execution of optical sub-assembly business for 100G+ hyperscale data center applications. He worked cross functionally with lasers, detectors, PICs and optical packaging teams. Prior to this, Mr. Cornejo served as Technical Program Manager with Google Fiber in Mountain View, CA for nearly a year. There he was a cross functional manager for customer premises equipment (CPE) products such as remote control and optical modem.

Before that, he was employed as a Principal Consultant for Photonics Design LLC, working in carrier grade subsystem and ASIC start-up for two years and a half. Prior to that he worked as VP of Operations and Quality for Opnext in San Jose for over a year, where he supervised 34 employees in manufacturing, NPI supply chain management, quality and reliability. At the same company, he was VP of Subsystems R&D and Module/ASIC PM for over two years.

Prior to that, he served as Senior Product Manager for five years for Lucent/Microelectronics in Breinigsville, PA, where he was responsible for P&L of new 10 Gigabit Ethernet product line. Prior to that, he was a Development Engineer III, Advanced Research, for AMP/Lytel for 10 years in Branchburg, NJ.

Mr. Cornejo holds a masters degree in Industrial Management for the New Jersey Institute of Technology.

#### Rachelle Chong - Attorney FCC / PUC / Regulatory Compliance

Rachelle Chong is a nationally recognized California regulatory lawyer, strategist and registered lobbyist who assists innovative clients before the California Public Utilities Commission and the Federal Communications Commission. Rachelle is proud to be the first Asian American Commissioner of both the FCC and the CPUC, appointed by President Clinton and Governor Schwarzenegger, respectively. In addition to her eight years of federal and state public service, she has served as a law partner at two international law firms (Graham & James and Coudert Brothers), General Counsel for two start-ups (Broadband Office and Sidecar - a Uber/Lyft competitor), Vice President of Government Affairs for Comcast California, and senior policy counsel for the California Technology Agency (the California State CIO's office). She founded her solo law and lobbying practice in 2013 in San Francisco and represents a broad variety of clients in telecom, energy, and transportation. She is also a member of R36 Solutions, a six-person national consultancy focused on federal grant opportunities and strategic business strategies in communications, energy and transportation sectors.

Rachelle is a deep regulatory expert on telecommunications, broadband, spectrum, cable, broadcast, transportation network companies, electric vehicles, smart grid, microgrid, vessel common carriage, and autonomous vehicle regulation. She regularly speaks at national conferences to inspire companies and communities to bridge the Digital Divide, to adopt advanced technologies for grid modernization and

disaster recovery, and to explain the intersection of communications and energy transformation during an era of climate change escalation.

Rachelle is a seasoned corporate board and advisory board member. She recently concluded a two year stint as Chairwoman of the SHLB Coalition (a Washington, D.C. policy non-profit organization representing schools, libraries and rural health care). She currently is an Advisory Council member of Anterix (ATEX) and the Electric Power Research Institute (EPRI), and completed a stint for Prologis. Past corporate boards on which she has served include Anterix (ATEX), Corsair, Lightbridge (LTBR) and Authorize.net (ANET and now CYBS). In addition, she has served on a number of nonprofit boards including the California Foundation for the Environment and the Economy (CFEE), the California Asian Chamber of Commerce, Big Brothers Big Sisters of the Bay Area, the California Emerging Technology Fund, and the California Telehealth Network. In her corporate board work, she has served on Governance, Compensation and Audit Committees.

Rachelle holds a law degree (J.D. 1984) from UC College of the Law, San Francisco, and dual B.S. degrees 1981 from UC Berkeley (Political Science/Journalism). Born and raised in the Central Valley of California, she resides in San Francisco and Healdsburg, California.

#### Chris Gerlach - CFO

Mr. Gerlach has 20+ years of global finance experience including CFO/Executive Adviser role at EAD and senior positions at ContourGlobal, SolarReserve and HSBC. Most recently Chris has been securing financings for large domestic and international infrastructure projects.

Mr. Gerlach has experience in a variety of industry sectors, including renewable energy, oil & gas, conventional power, transportation infrastructure, and telecommunications. In addition, he has international business expertise spanning more than 20 countries on all inhabited continents. Mr. Gerlach speaks English, German, Portuguese, and Spanish.

Chris is a relationship builder with a strong track record of initiating, nurturing and negotiating profitable new ventures, with governments, lenders, corporate clients and investors. A leader and/or core team member in multiple landmark transactions with an aggregate value in excess of \$10 billion and with six transactions receiving Project Finance Magazine and/or Project Finance International Deal of the Year Awards.

Mr. Gerlach holds a MSc from the Bayes Business School in London and earned a BSc undergraduate degree from University of London.