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July 27, 2023

**By Electronic Filing**

Michael Grant  
Executive Director  
Oregon Public Utility Commission  
PO Box 1088  
Salem, OR 97308-1088

*Re: Notice of the Pro Forma Intra-Corporate Reorganization of Intrado Safety Communications, Inc.*

Dear Mr. Grant:

Intrado Safety Communications, Inc. (“Intrado Safety” or “Licensee”) and its indirect parent company, Guardian US Holdco LLC (“Guardian” and, together with Intrado Safety, the “Parties”), notify the Commission of a minor, *pro forma*, internal reorganization that inserted three new holding companies into the ownership structure above Guardian. While this *pro forma* change resulted in a change to the ownership structure of the Parties, it did not in any respect change the party holding actual control of Intrado Safety and had and will have no material impact to Intrado Safety or its operations. The Parties submit this Notice for informational purposes to maintain the accuracy of the Commission’s records.

**I. DESCRIPTION OF THE PARTIES**

**A. Intrado Safety**

Intrado Safety (formerly known as West Safety Communications Inc. and before that Intrado Communications Inc.) is a wholly owned, indirect subsidiary of Guardian. Intrado Safety is a Delaware corporation, and its principal place of business is located at 1601 Dry Creek Drive, Longmont, Colorado 80503. Intrado Safety provides emergency communications services and systems to public safety organizations and service providers. Intrado Safety’s services are currently

available in 46 states<sup>1</sup> and the District of Columbia. Intrado Safety is authorized to provide local intraexchange service as a competitive provider, and interexchange service as a competitive provider in Oregon. Intrado Safety’s operating authority was initially issued to Intrado Communications Inc. in Docket No. CP 1562.<sup>2</sup> In 2016, Intrado Communications Inc. changed its name to West Safety Communications Inc. (“West Safety”).<sup>3</sup> In 2020, West Safety changed its name to Intrado Safety Communications, Inc.<sup>4</sup>

**B. Guardian**

Guardian is a Delaware limited liability company affiliated with funds managed by Stonepeak (“Stonepeak”), a leading alternative investment firm specializing in infrastructure and real assets that invests in strategically important infrastructure assets within the communications, energy, power, water, renewables, and transportation sectors. Founded in 2011 and headquartered in New York, Stonepeak has considerable experience in the digital infrastructure sector with select investments across residential broadband, data centers, enterprise fiber, towers, and small cells that give it visibility and expertise across the broader communications sector. Stonepeak is ultimately controlled by Michael Dorrell, who is a citizen of, and who resides in, the United States.<sup>5</sup> Mr. Dorrell has been involved in all phases of Stonepeak’s development since 2011 and has 20 years of experience investing in infrastructure. Exhibit A includes pre- and post-consummation corporate structure diagrams depicting Guardian’s ownership and control before and after the *pro forma* internal reorganization. Note that these diagrams highlight the ownership chain of the entities impacted by the transaction; unaffected entities have been omitted or grayed out in order to provide greater clarity of the transaction.

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<sup>1</sup> Alabama, Arizona, Arkansas, California, Colorado, Connecticut, Delaware, Florida, Georgia, Hawaii, Idaho, Illinois, Indiana, Iowa, Kansas, Kentucky, Louisiana, Maryland, Massachusetts, Michigan, Minnesota, Mississippi, Missouri, Montana, Nebraska, Nevada, New Jersey, New Mexico, New York, North Carolina, North Dakota, Ohio, Oklahoma, Oregon, Pennsylvania, Rhode Island, South Carolina, South Dakota, Tennessee, Utah, Vermont, Virginia, Washington, West Virginia, Wisconsin, and Wyoming. In addition, Intrado Safety’s affiliate Intrado Safety Communications of Texas, LLC provides similar services in Texas.

<sup>2</sup> In Order No. 14-326, the Commission also cancelled the authority previously granted to Intrado in Docket No. CP 1054 (Order No. 02-382).

<sup>3</sup> A notification of the name change to West Safety Communications Inc. was filed with the Commission on March 8, 2016 in Docket No. CP 1562.

<sup>4</sup> A notification of the name change to Intrado Safety Communications, Inc. was filed with the Commission on April 1, 2020 in Docket No. CP 1562.

<sup>5</sup> Mr. Dorrell also holds Australian citizenship.

## **II. DESCRIPTION OF THE PRO FORMA CHANGE**

A *pro forma* internal reorganization of the Parties occurred in connection with a passive, minority investment in Stonepeak funds by Blue Owl.<sup>6</sup> In order to accomplish this investment, affiliates of Guardian implemented a set of transactions which included the insertion of two new intermediate holding companies, Stonepeak GP Investors Upper Holdings LP and Stonepeak GP Investors Holdings LP, in the ownership structure above Guardian and the replacement of Stonepeak GP Investors Manager LLC with Stonepeak GP Investors Holdings Manager LLC.

The reorganization resulted in no change in the ultimate control of Licensee. The *pro forma* reorganization made no changes to Licensee or its operations, qualifications to operate, or its available financial, technical, and operational resources. Other than the changes to insert new intermediate holding companies in the chain of ownership above Guardian, the reorganization had no effect upon Licensee. Throughout this reorganization, the ultimate controlling interest in Licensee continues to rest with Michael Dorrell.

## **III. PUBLIC INTEREST CONSIDERATIONS**

The *pro forma* reorganization is in the public interest. The passive, minority investment by Blue Owl in Stonepeak supports Stonepeak's strategic initiatives including its ability to support the portfolio companies owned by its investment funds. We believe this minority investment could provide Guardian, and consequently Intrado Safety, with enhanced resources. This, in turn, will support Intrado Safety's ability to maintain and improve its networks and services to better compete in the telecommunications marketplace.

## **IV. DESIGNATED CONTACTS**

All correspondence and communications with respect to this Notice should be addressed or directed to as follows:

For Intrado Safety:

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Vice President, Deputy General Counsel  
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Longmont, CO 80503  
Tel: (720) 864-5510  
Fax: (720) 494-6600  
sward@intrado.com

For Guardian:

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<sup>6</sup> Press Release, *Stonepeak Announces Minority Investment from Blue Owl's GP Strategic Capital Platform*, July 11, 2023, <https://stonepeak.com/press-releases/stonepeak-announces-minority-investment-from-blue-owls-gp-strategic-capital-platform>.

Guardian US Holdco LLC  
c/o Stonepeak Infrastructure Partners  
Attn: General Counsel  
55 Hudson Yards, 48th Floor  
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V. **CONCLUSION**

For the reasons stated above, the Transaction described above will serve the public interest.

Respectfully submitted,

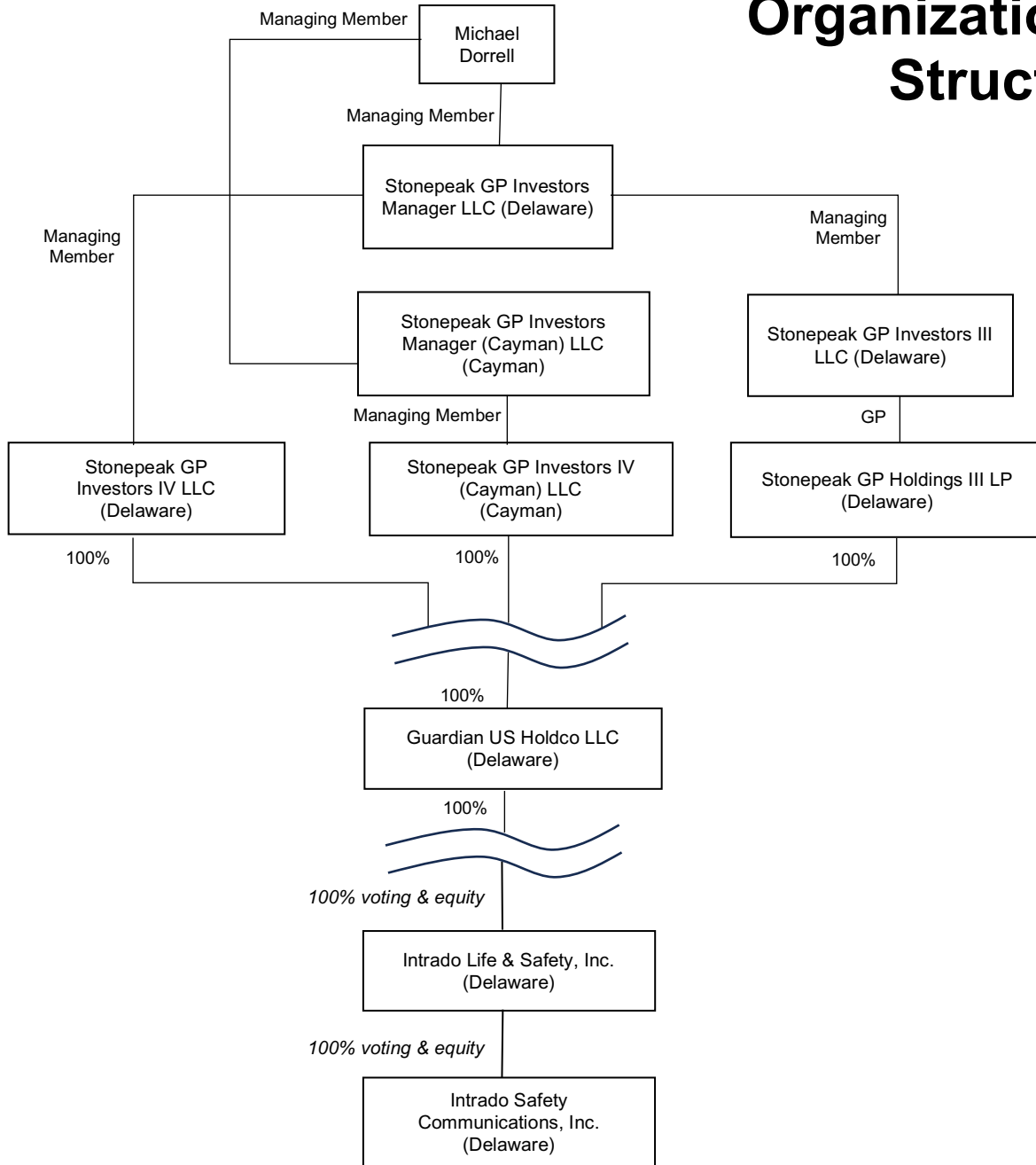
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*Counsel for Guardian US  
Holdco LLC*

July 27, 2023

**EXHIBIT A**  
**PRE- AND POST-CLOSING ORGANIZATIONAL DIAGRAMS**

# Pre-Closing Organizational Structure



# Post-Closing Organizational Structure

(New entities indicated in bold)

