

February 9, 2021

**VIA ELECTRONIC FILING AND
HAND-DELIVERY**

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

Re: Hughes Network Systems, LLC

Dear Ms. Massaro:

On behalf of Hughes Network Systems, LLC, enclosed please find for filing with the Commission the following in connection with the above-referenced matter:

1. Original and nine (9) copies of a Petition by Hughes Network Systems, LLC for Eligible Telecommunications Carrier Designation;
2. Original and three (3) copies of Hughes Network Systems, LLC's Application for Authority / Statement of Business Operations; and
3. Filing fee in the amount of \$300 payable to *The State of Rhode Island*.

Please do not hesitate to contact me should you have any questions or concerns regarding this filing.

Respectfully Submitted,

Hughes Network Systems, LLC

By its Attorneys:

/s/ Alan M. Shoer
Alan M. Shoer, Esq.

Enclosures

cc: Jennifer A. Manner (w/encls.)

RHODE ISLAND PUBLIC UTILITIES COMMISSION

_____)
)
In the Matter of)
)
Hughes Network Systems, LLC) Docket No. _____
)
)
Application for Authority as a Class VI)
Telecommunications Service)
Provider in the State of Rhode Island)
_____)

STATEMENT OF BUSINESS OPERATIONS

Hughes Network Systems, LLC (“Hughes” or “Applicant”), by its undersigned counsel and pursuant to the Rhode Island Public Utilities Commission (“Commission”) order in Docket No. 2129, hereby files this Statement of Business Operations (“SBO”) to authorize it to provide Class VI competitive telecommunications services throughout the State of Rhode Island.¹

In support of this application, Applicant hereby provides the following information:

a. Corporate name, complete address, telephone/fax numbers, e-mail address

Hughes Network Systems, LLC
11717 Exploration Lane
Germantown, MD 20876 USA
P: 301-428-5500
F: 301-428-1868
www.hughes.com

Email: regulatory@hughes.com

Applicant is a limited liability company organized under the laws of Delaware. Attached as **Exhibit A** is a copy of Applicant’s Authority to do business in Rhode Island, issued on February 28, 2005. **Exhibit B** is a copy of the Applicant’s Rhode Island Certificate of Good

¹ Hughes submits this Application to also support its pending Petition for Designation in Rhode Island as an Eligible Telecommunications Carrier (“ETC”). Hughes is seeking ETC eligibility as a high cost ETC pursuant the FCC’s recently concluded Rural Digital Opportunity Fund (“RDOF”) Phase 1 Auction (“Auction 904”). See FCC Public Notice dated December 7, 2020, 35 FCC Rcd 13888, available at <https://www.fcc.gov/document/auction-904-winning-bidders>

Standing, issued by the Rhode Island Secretary of State on January 15, 2021. As referenced in the Certificate of Good Standing, the Applicant qualified to do business in Rhode Island on February 28, 2005.

b. Local Company name, complete address, telephone/fax numbers, e-mail address:

Hughes Network Systems, LLC
11717 Exploration Lane
Germantown, MD 20876 USA
P: 301-428-5500
F: 301-428-1868
www.hughes.com
Email: regulatory@hughes.com

c. Business locations

Applicant does not have a business office in the State of Rhode Island. Applicant will manage its Rhode Island operations from its corporate headquarters in Germantown, Maryland. Applicant will notify the Commission if it opens a business office in the State of Rhode Island in the future.

d. Service agent, complete address, telephone/fax numbers, e-mail address

Corporation Service Company, 222 Jefferson Blvd, Suite 200, Warwick, Rhode Island
02888

e. Attorney of record

Alan M. Shoer, Esquire
Adler Pollock & Sheehan P.C.
One Citizens Plaza, 8th Floor
Providence, RI 02902-1345
Telephone: 401-274-7200
Fax: 401-751-0604/ 351-4607
Email: AShoer@apslaw.com

f. Company Officers and Managers of Limited Liability Company

The Corporate officers of Applicant that may be reached at Applicant's principal place of business are:

Officers:

Pradman P. Kaul	President
Grant A. Barber	Executive Vice President, Chief Financial Officer and Treasurer
T. Paul Gaske	Executive Vice President, North American Division
Adrian Morris	Executive Vice President, Engineering
Dean A. Manson	Executive Vice President, General Counsel and Secretary

Board of Managers:

Pradman P. Kaul	Sole Manager
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g. General description of operations.

Hughes Network Systems, LLC (HUGHES), www.hughes.com, an innovator in satellite and multi-transport technologies and networks for 50 years, provides broadband equipment and services; managed services featuring smart, software-defined networking; and end-to-end network operation for millions of consumers, businesses, governments and communities worldwide. The Hughes flagship Internet service, HughesNet[®], connects more than 1.5 million subscribers across the Americas, and the Hughes JUPITER[™] System powers Internet access for tens of millions more worldwide.

Hughes supplies more than half the global satellite terminal market to leading satellite operators, in-flight service providers, mobile network operators and military customers. A managed network services provider. Headquartered in Germantown, Maryland, USA, Hughes is owned by EchoStar. The Applicant is well positioned financially to support its network and service to customers in Rhode Island. In support of its financial qualifications, Applicant refers

the Commission to the selected pages from its most recent 10K filed with the U.S. Securities and Exchange Commission, attached as **Exhibit C** and fully available at

<https://www.sec.gov/ix?doc=/Archives/edgar/data/1415404/000141540420000005/sats12311910kdocument1.htm>

h. Description, in detail, of the customer service organization to be employed in serving customers.

Applicant possesses the managerial qualifications to provide its proposed telecommunications services in Rhode Island. Applicant has also included biographies of its senior management customer service team as **Exhibit D**. As you can see, just these individuals have many years of collective service in the telecommunications industry. Together, the senior management of Applicant and its highly-qualified technical staff will ensure that Applicant's operations will meet high standards for service quality and reliability.

i. Customer service contact, complete address, telephone/fax numbers, e-mail address.

Customers with billing or service inquiries may reach the Applicant at the following web page: https://my.hughesnet.com/support?_mpsource=Header or at the following consumer services toll-free number, (866) 347-3292. Customers also have the ability to submit an inquiry or issue a trouble ticket through the Applicant's electronic trouble reporting system. Hughes offers customer support by email, live-chat and telephone and also provides resources to help customers make the most of their HughesNet service. Customer support links and resources can be found at this link: https://my.hughesnet.com/support?_mpsource=Header. The Applicant's customer service office is managed and operated by the Applicant's experienced managers and employees.

j. Regulatory complete address, telephone/fax numbers, e-mail address.

The Commission should contact the following person for questions regarding Applicant's ongoing operations, including but not limited to general regulatory questions, as well as Applicant's annual and other periodic reports and regulatory fees:

Jennifer A. Manner | Senior Vice President, Regulatory Affairs
ECHOSTAR/Hughes | 11717 Exploration Lane, Germantown, MD
jennifer.manner@echostar.com | Office: +1.301.428.5893 |

k. Company website

The Applicant's website is located at: www.hughes.com

l. Public Interest Considerations

Granting this application will promote the public interest by increasing competition in the provision of telecommunications services in Rhode Island. As demonstrated in this application, Applicant is financially, technically, and managerially qualified to provide telecommunications services in Rhode Island. Grant of Applicant's application is in the public interest as its entry into the Rhode Island market for telecommunications services will strengthen competition and broaden the availability of high-quality, low-cost services as well as contributing to the further development of the state's telecommunications infrastructure.

In particular, grant of this application will assist Hughes with support to its pending high cost ETC Petition with the Commission. As the Commission will see in that Petition, Hughes is seeking to assist in the goal to eliminate the digital divide that currently limits the ability of customers to enjoy the same broadband Internet access and communications services that are available to other customers in the state. Hughes's participation will promote the rapid deployment of advanced services to unserved areas because satellite broadband providers can in

many instances provide service to rural, remote or underserved areas more quickly than terrestrial providers. Grant of this petition also will aid the Commission's objective of ensuring that all Rhode Islanders enjoy the greatest degree of available access to broadband and high quality voice services.

WHEREFORE, Hughes Network Systems, LLC respectfully requests that the Commission grant it authority to provide Class VI telecommunications services throughout the State of Rhode Island.

Respectfully submitted,

By: /s/ Alan M. Shoer

Alan M. Shoer, Esquire (#3248)
Adler Pollock & Sheehan P.C.
One Citizens Plaza, 8th Floor
Providence, Rhode Island 02903
Tel: (401) 274-7200
Email: ashoer@apslaw.com

HUGHES NETWORK SYSTEMS, LLC
(the “Applicant”)

Statement of Business Operations

Exhibit Index

Applicant’s Authority to Transact Business from RI Secretary of State A

Applicant’s Certificate of Good Standing B

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Exhibit A

Applicant's Authority to Transact Business from
RI Secretary of State



Rhode Island Department of State
Nellie M. Gorbea
 Secretary of State

HOME BUSINESS SERVICES ELECTIONS CIVICS AND EDUCATION

Entity Summary

ID Number: 000146006

[Request certificate](#)

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Summary for: HUGHES NETWORK SYSTEMS, LLC

The exact name of the Foreign Limited Liability Company: HUGHES NETWORK SYSTEMS, LLC		
The name used to transact business in Rhode Island: Hughes Network Systems, LLC of Delaware		
Entity type: Foreign Limited Liability Company		
Identification Number: 000146006		
Date of Registration in Rhode Island: 02-28-2005		Effective Date: 02-28-2005
Organized under the laws of: State: DE Country: USA		
The location of the Principal Office:		
Address: 11717 EXPLORATION LANE		
City or Town, State, Zip, Country: GERMANTOWN, MD 20876 USA		
The mailing address or specified office:		
Address: 11717 EXPLORATION LANE		
City or Town, State, Zip, Country: GERMANTOWN, MD 20876 USA		
Agent Resigned: N		Address Maintained: Y
The name and address of the Resident Agent:		
Name: CORPORATION SERVICE COMPANY		
Address: 222 JEFFERSON BOULEVARD, SUITE 200		
City or Town, State, Zip, Country: WARWICK, RI 02888 USA		
The limited liability company is to be managed by its Members		
The name and business address of each Manager:		
Title	Individual name	Address
Purpose:		
SATELLITE COMMUNICATIONS TITLE: 7-16		
North American Industry Classification System Code(NAICS):		
517410 Satellite Telecommunications		
View filings for this business entity:		
ALL FILINGS Amendment to Application for Registration Annual Report Annual Report - Amended Annual Report - Reinstatement Annual Report - Reinstatement 2006		
Click here to access 2006 and 2007 annual reports filed prior to July 25, 2007. The corporate ID is required.		
View filings		

[New search](#)

Exhibit B

Applicant's Certificate of Good Standing



State of Rhode Island
Department of State | Office of the Secretary of State
Nellie M. Gorbea, Secretary of State

CERTIFICATE OF GOOD STANDING

I, Nellie M. Gorbea, Secretary of State and custodian of the seal and corporate records of the State of Rhode Island, hereby certify that:

HUGHES NETWORK SYSTEMS, LLC

is a Limited Liability Company formed under the laws of **DELAWARE**

that qualified to conduct business in this state on **February 28, 2005**. I further certify that revocation proceedings are not pending; a certificate of withdrawal has not been filed; all annual reports are of record and the company is active and in good standing with this office.

This certificate is not to be considered as a notice of the company's tax status, financial condition or business practices; such information is not available from this office.

SIGNED and SEALED on

January 15, 2021

Secretary of State



Certificate Number: 21010046970

Verify this Certificate at: <http://business.sos.ri.gov/CorpWeb/Certificates/Verify.aspx>

Processed by: klynch

Exhibit C

Financials

EHOSTAR CORPORATION
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS - CONTINUED

Nature of Products and Services

The following is our revenue disaggregated by the nature of products and services and by segment:

	<u>Hughes</u>	<u>ESS</u>	<u>Corporate and Other</u>	<u>Consolidated Total</u>
For the year ended December 31, 2019				
Services and other revenue:				
Services	\$ 1,535,966	\$ 10,464	\$ 6,493	\$ 1,552,924
Lease revenue	50,073	5,793	10,481	66,347
Total services and other revenue	<u>1,586,039</u>	<u>16,257</u>	<u>16,974</u>	<u>1,619,271</u>
Equipment revenue:				
Equipment	115,052	—	107	115,159
Design, development and construction services	145,646	—	—	145,646
Lease revenue	6,005	—	—	6,005
Total equipment revenue	<u>266,703</u>	<u>—</u>	<u>107</u>	<u>266,810</u>
Total revenue	<u>\$ 1,852,742</u>	<u>\$ 16,257</u>	<u>\$ 17,082</u>	<u>\$ 1,886,081</u>

For the year ended December 31, 2018				
Services and other revenue:				
Services	\$ 1,313,059	\$ 21,044	\$ 5,821	\$ 1,339,924
Lease revenue	198,059	6,187	13,058	217,304
Total services and other revenue	<u>1,511,118</u>	<u>27,231</u>	<u>18,879</u>	<u>1,557,228</u>
Equipment revenue:				
Equipment	119,657	—	—	119,657
Design, development and construction services	85,753	—	—	85,753
Total equipment revenue	<u>205,410</u>	<u>—</u>	<u>—</u>	<u>205,410</u>
Total revenue	<u>\$ 1,716,528</u>	<u>\$ 27,231</u>	<u>\$ 18,879</u>	<u>\$ 1,762,638</u>

Lease Revenue

The following is our lease revenue by type of lease:

	<u>For the year ended December 31, 2019</u>
Sales-type lease revenue:	
Revenue at lease commencement	\$ 6,005
Interest income	784
Total sales-type lease revenue	<u>6,789</u>
Operating lease revenue	65,563
Total lease revenue	<u>\$ 72,352</u>

Substantially all of our net investment in sales-type leases consisted of lease receivables totaling \$6.5 million as of December 31, 2019.

ITEM 6. SELECTED FINANCIAL DATA

The following tables present selected information relating to our consolidated financial condition and results of operations for the past five years. The selected financial data should be read in conjunction with Item 7. Management's Discussion and Analysis of Financial Condition and Results of Operations and our Accompanying Consolidated Financial Statements. Historical financial data presented below may not be indicative of future financial condition.

Statements of Operations Data:	For the years ended December 31,				
	2019	2018	2017⁽¹⁾	2016	2015
Total revenue ^{(2) (3)}	\$ 1,886,081	\$ 1,762,638	\$ 1,525,155	\$ 1,447,223	\$ 1,485,942
Total costs and expenses	1,813,004	1,726,501	1,494,593	1,325,364	1,380,939
Operating income (loss)	\$ 73,077	\$ 36,137	\$ 30,562	\$ 121,859	\$ 105,003

Net income (loss) from continuing operations attributable to EchoStar common stock	\$ (102,318)	\$ (134,204)	\$ 123,188	\$ 43,886	\$ 59,189
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Basic earnings (losses) per share - continuing operations	\$ (1.06)	\$ (1.39)	\$ 1.29	\$ 0.47	\$ 0.64
Diluted earnings (losses) per share - continuing operations	\$ (1.06)	\$ (1.39)	\$ 1.27	\$ 0.46	\$ 0.63

Balance Sheet Data:	As of December 31,				
	2019	2018	2017⁽¹⁾	2016	2015

Cash, cash equivalents and current marketable investments securities	\$ 2,460,054	\$ 3,210,458	\$ 3,245,617	\$ 3,092,881	\$ 1,527,883
Total assets	\$ 7,154,298	\$ 8,661,294	\$ 8,750,014	\$ 9,008,859	\$ 6,572,463
Total debt and finance lease obligations	\$ 2,390,219	\$ 3,305,784	\$ 3,371,961	\$ 3,360,387	\$ 1,861,384
Total stockholders' equity	\$ 3,745,553	\$ 4,155,474	\$ 4,177,385	\$ 4,006,805	\$ 3,781,642

Cash Flow Data:	For the years ended December 31,				
	2019	2018	2017	2016	2015

Net cash flows from:					
Operating activities	\$ 656,322	\$ 734,522	\$ 726,892	\$ 803,343	\$ 776,451
Investing activities	\$ 821,958	\$ (2,098,480)	\$ (867,932)	\$ (632,199)	\$ (275,311)
Financing activities	\$ (885,311)	\$ (136,563)	\$ 72	\$ 1,475,689	\$ (120,257)

(1) The 2017 Tax Act increased the complexity of our income tax accounting and resulted in significant adjustments to our deferred income tax accounts in 2017. As a result, our results of operations and balance sheet data for the years ended December 31, 2019, 2018 and 2017 are not comparable to our results of operations for the years ended December 31, 2016 and 2015. See Note 16 to our Accompanying Consolidated Financial Statements for further information.

(2) On January 1, 2018, we adopted Topic 606, *Revenue from Contracts with Customers*, using the modified retrospective approach. As a result, total revenues for the year ended December 31, 2019 and 2018 may not be comparable to prior years.

(3) On January 1, 2019, we adopted Topic 842, *Leases*, using the modified retrospective approach. As a result, total revenues for the year ended December 31, 2019 may not be comparable to prior years.

Exhibit D

Biographies of Senior Management
Customer Service Team

Demetric Anamateros, Senior Vice President of Customer Service and Enterprise Network Engineering:

Demetric Anamateros joined Hughes Network Systems in October 2010. He currently serves as Sr Vice President of Customer Service & Enterprise Network Engineering for Hughes. In this role, Mr. Anamateros is responsible for all operations in the ten contact center locations providing customer service and technical support to all Hughes' customer segments. Along with direct support to our end users and field technicians, his teams also support Dealer, Distributor, Consumer VAR, and Large Enterprise helpdesks. In addition to his contact center responsibilities, Mr. Anamateros also leads efforts in the technology supporting all channels of support and strategic telecom partner relationships.

Mr. Anamateros has spent over 30 years in customer service and IT operations. Prior to joining Hughes, Mr. Anamateros spent 11 years at RCN in various executive roles, ultimately serving as Vice President of Contact Center Operations and Corporate Telecom.

Pradman Kaul, President

Pradman P. Kaul is president of Hughes Network Systems. Before joining Hughes, Mr. Kaul worked at COMSAT Laboratories in Clarksburg, MD and has been in the telecommunications industry for nearly fifty years.

Mr. Kaul received a Bachelor of Science degree in Electrical Engineering from George Washington University and a Master of Science degree in Electrical Engineering from the University of California at Berkeley. He holds numerous patents and has published articles and papers on a variety of technical topics concerning satellite communications.

In October 2004, Mr. Kaul was inducted into the National Academy of Engineering. Mr. Kaul was selected as a "Distinguished Engineering Alumnus" of the University of California, Berkeley in 1999 and "Distinguished Alumnus" at George Washington University, Washington DC in 2005. He was awarded the IEEE Third Millennium medal in 2000. In 2009, Mr. Kaul was inducted into the Society of Satellite Professionals International (SSPI) Hall of Fame and was awarded "Satellite Executive of the Year 2008" by Via Satellite magazine.

Grant Barber, Executive Vice President and CFO

Grant Barber is the executive vice president and chief financial officer of Hughes Network Systems, LLC (HUGHES) and is responsible for all financial matters with primary responsibility for profit and loss, balance sheet, and cash performance of Hughes.

Before joining Hughes, Mr. Barber was executive vice president and CFO of Acterna, Inc., a \$500M global manufacturer of telecommunications test and measurement equipment for the telecom and cable markets. Mr. Barber was responsible for a global organization that included all finance roles, information technology, order management, and a global systems initiative.

Previously, Mr. Barber had an 18-year career with Nortel Networks in various financial management positions including vice president of finance, Global Performance Management.

Paul Gaske

Paul Gaske is the executive vice president and general manager for the North American Division at Hughes Network Systems, LLC (HUGHES®). Focusing on broadband products and services, the division operates the largest satellite broadband network for consumers in the U.S. with over 1 million consumer and small business subscribers.

Mr. Gaske joined Hughes in 1977 and has held a variety of engineering, marketing, and business management positions throughout his career, including vice president of marketing of Hughes' International Satellite Division. His main focus in recent years has been launching broadband satellite services for business, government, and consumer markets.

Adrian Morris

Adrian Morris is executive vice president of the Engineering Division at Hughes Network Systems, LLC (HUGHES) where he is responsible for managing the division and leading the engineering teams in the development of products.

Mr. Morris' career at Hughes began in 1982 as a hardware designer for the TDMA (Time Division Multiple Access) product lines, as well as DAMA (Demand Assigned Multiple Access) and FDMA (Frequency Division Multiple Access) products. He was the systems and project lead on a number of first-to-market systems, including the SCPC (Single Channel per Carrier) TES™ (Telephony Earth Station) product and the Italsat SS-TDMA (Satellite Switched TDMA) system. He has been involved in the design of mobile satellite communications for over 15 years and led the engineering team on the Hughes digital air-to-ground system developed for ATT, comprising ground systems, gateways, air terminals, and user handsets.

Mike Cook

Mike Cook is executive vice president of sales and marketing for the North America Division at Hughes Network Systems, LLC (HUGHES) where he is responsible for leading the sales and marketing teams across the consumer, SME, enterprise and government sectors.

Mr. Cook joined Hughes in the UK in 1991 and was the managing director of HOT Telecommunications Group, a joint venture with Olivetti Telecommunications, which rapidly became the leading VSAT service provider in Europe. HOT became a wholly owned subsidiary of Hughes in 1998 and Mr. Cook was appointed Vice President of HNS Europe and remains a board member of HNSE. He has been part of the North American senior leadership team since 2004 driving significant revenue growth across the division.

Dave Zatloukal

Dave Zatloukal is the executive vice president of service delivery for the North American Division at Hughes Network Systems, LLC (Hughes®). Mr. Zatloukal joined Hughes in 1996 to support the launch of the consumer ISP service. His current responsibilities encompass; business, product and service management; customer and field service; network operations, engineering and security; and billing. As such, he is responsible for ensuring the successful operation of the Hughes broadband services for all North American market segments. Before joining Hughes, Mr. Zatloukal spent 14 years with AT&T in various CFO and network operational assignments.

Dean A. Manson, General Counsel

Dean A. Manson is the General Counsel of Hughes Network Systems, LLC, a role he has been in since 2004, and is responsible for all legal and government affairs. Prior to joining Hughes Network Systems, LLC in 2000, Mr. Manson was an attorney at the law firm Milbank, Tweed, Hadley, & McCloy LLP where he focused on international project finance and corporate transactions. Mr. Manson received a B.S. in engineering from Princeton University and a Juris Doctorate from Columbia University School of Law.

Jennifer A. Manner Senior Vice President – Regulatory Affairs

Jennifer A. Manner is Senior Vice President of Regulatory Affairs at EchoStar Corporation/Hughes Network Systems LLC where she is responsible for the company's domestic and international regulatory and policy issues, including spectrum allocation and market access. Ms. Manner has been with Hughes leading the Regulatory Affairs team since 2012. Ms. Manner has nearly 30 years' experience in the telecommunications field having previously served as deputy chief of the office and Engineering and Technology at the Federal Communications Commission and before that deputy chief of the Federal Communications Commission's Public Safety and Homeland Security Bureau where she had a focus on broadband and other related issues.