

STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS  
DIVISION OF PUBLIC UTILITIES AND CARRIERS

\_\_\_\_\_) )  
JOINT APPLICATION OF FULL )  
CHANNEL, INC. AND SERVICE AREA 5 )  
CABLE, LLC TO TRANSFER CATV )  
CERTIFICATE )  
\_\_\_\_\_)

Docket No. \_\_\_\_\_

**TESTIMONY OF GRIER RACLIN, DANIEL KENNEDY, SAMUEL VALENCIA,  
MICHAEL WHITAKER AND LINDA MAAIA IN SUPPORT OF  
JOINT APPLICATION TO TRANSFER R.I. SERVICE AREA 5 CATV CERTIFICATE**

**Introduction and Background**

**Q.** Please provide your names, titles and business addresses.

**A.** I am Grier Raclin, President and Chief Executive Officer of Service Area 5 Cable, LLC. (hereinafter "Area 5 Cable" or "Assignee" or "Company"), the proposed assignee and transferee of the CATV Certificate for Rhode Island Service Area 5 (consisting of Barrington, Bristol and Warren) ("R.I. Service Area 5") currently held by Full Channel, Inc. ("Full Channel" or "Assignor"). My business address is 602 High Point Lane, East Peoria, IL 61611.

I am Dan Kennedy, Chief Operating Officer and Chief Technology Officer of the Assignee. My business address also is 602 High Point Lane, East Peoria, IL 61611.

I am Samuel Valencia, Chief Financial Officer of the Assignee. My business address also is 602 High Point Lane, East Peoria, IL 61611. I am Michael Whitaker, currently Vice President of Operations, Sales and Marketing of the Assignee. My business address also is 602 High Point Lane, East Peoria, IL 61611. (Messrs. Raclin, Kennedy, Valencia and Whitaker are referred to herein as the "Area 5 Witnesses".)

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I am Linda Maaia, President of Full Channel, the proposed Assignor and transferor. My business address is 57 Everett Street, Warren, Rhode Island 02885.

- Q.** With respect to Messrs. Raclin, Kennedy, Valencia and Whitaker, can you provide additional details regarding Area 5 Cable and your respective roles within your Company?
- A.** Area 5 Cable is a Delaware Limited Liability Company (“LLC”) formed to be the CATV Certificate holder following completion of a planned transaction that will result in the sale of Full Channel’s assets, including the CATV Certificate, to Area 5 Cable. The ownership of, and financial support backing, Area 5 Cable is discussed in more detail below in the financial and technical fitness section of this testimony. The Area 5 Witnesses are the key officers of Area 5 Cable and Messrs. Raclin, Kennedy and Whitaker, in particular, have extensive experience at developing, managing and marketing CATV companies and complex telecommunications companies throughout the United States and abroad. For his part, Mr. Valencia is a seasoned financial officer with extensive experience as a partner in the World’s largest accounting firm, establishing strong financial and operational controls over mid-sized companies subsequent to mergers and acquisitions. The curriculum vitae of each of the Area 5 Witnesses are attached hereto as Exhibits A, B, C and D, respectively.
- Q.** Ms. Maaia, can you also describe Full Channel and your role within your company?
- A.** Full Channel is a longstanding provider of CATV Services within the three communities in R.I. Service Area 5. My family has owned and operated Full Channel for 35 years, beginning when my father, John Donofrio, opened the company in 1982. I have served as Vice President and Chief Operating Officer from 2004 to 2007, and as President and

Chief Executive Officer since 2007. I am well versed in Full Channel's operations in the East Bay and the proposed transaction under review. My curriculum vita is attached as Exhibit E.

**Q.** Please summarize the standards applicable to the instant request to transfer Full Channel's CATV Certificate.

**A.** Under Section 4.1 of the Division of Public Utilities and Carriers ("Division") Rules Governing Community Antenna Television ("CATV") Systems, applicants for transferring a CATV Certificate or control thereof must furnish a completed Federal Communications Commission ("FCC") Form 394 and a statement establishing that the Transferee possesses the requisite (1) financial and technical fitness, (2) management's experience operating a CATV System, (3) willingness and ability to conform to the requirements, orders, rules and regulations of the Division, and (4) public interest support to justify approval of the proposed transfer. To the extent there is ambiguity, the substantive criteria is intended to be the same as for a Section 3.3 Compliance Order Certificate.

**Q.** What is your purpose in testifying today?

**A.** We are providing information supported by a sworn statement, under pains and penalties of perjury, with respect to Division Rule Section 4.1 requirements. Based on this information, Area 5 Cable and Full Channel respectfully request that the Division consider the information, conduct a proceeding to the extent required by Division Rules and, at the conclusion of proceedings, issue an order approving the transfer of the R.I. Service Area 5 CATV Certificate to Area 5 Cable within one hundred and twenty (120) days from the date of filing of the FCC Form 394 and this joint testimony. See Division

Rules at Section 4.1(f). Such order approval should issue on or before February 1, 2018 – i.e., 120 days following the October 4, 2017 submission of the instant testimony and supporting materials.

### **Overview of Purchase Transaction**

**Q.** Can you summarize the Purchase transaction between Full Channel and Area 5 Cable?

**A.** On October 2, 2017, Area 5 Cable and Full Channel (collectively, the “Parties”) entered into an Asset Purchase Agreement, pursuant to which substantially all of Full Channel’s assets and liabilities, with certain contractually defined carve outs, will be transferred to Area 5 Cable soon after receipt of the Division’s approval. The assets to be transferred will include all equipment, employees (except Linda Maaia), financial assets other than some cash, interests in land and fixtures, contracts and agreements, intellectual property and plans, sales, marketing and financial records, licenses and permits (including the CATV Certificate) and any other transferable right, privilege or defense with respect to the transferred assets and liabilities. Area 5 Cable expects to continue to employ all of Full Channel’s employees, other than Linda Maaia, at the closing of the acquisition and to rely on Full Channel’s outside plant and customer service personnel after the closing, subject to new Area 5 Cable management and ongoing performance reviews and operating plans. Full Channel has agreed to operate the company in the ordinary course until the Division approves the transaction assigning ownership and control of Full Channel’s assets to Area 5 Cable. The Agreement’s terms are competitively sensitive and confidential, but the Parties are prepared to give the Division access to the Agreement, subject to an appropriate protective order, to the extent access is requested. A request for protective treatment is filed herewith.

**FCC Form 394**

- Q.** Have the parties prepared a FCC Form 394 as required by Division Rule 4.1(b)?
- A.** Yes. A completed FCC Form 394, together with public versions of all exhibits, is filed herewith. Several of the responses and exhibits in the FCC Form 394 will provide helpful evidence relative to the Division's findings on items required by Division Rule 4.1. Non-public exhibits will be made available following the Division's ruling on the request for protection filed herewith.
- Q.** Can you describe which sections of the FCC Form 394 are relevant to the Division's findings on evidence provided by Area 5 Cable as Assignee, as required by Division Rule 4.1?
- A.** All of the sections of the FCC Form 394 and its attached Exhibits are relevant to the Division findings. They track and supplement many of the detailed statements made in this pre-filed testimony in the areas of Area 5 Cable's legal, financial and technical qualifications. Additionally, the statements in the FCC Form 394 by the respective parties are attested to by the appropriate principals of Area 5 Cable and Full Channel, respectively, under oath and subject to federal law consequences if willfully false. See FCC Form 394, Section V (Certifications).

**Financial and Technical Fitness**

- Q.** Can the Area 5 Cable Witnesses explain why Area 5 Cable has the financial and technical fitness to be authorized to acquire and operate the CATV operations of Full Channel?
- A.** As to its financial fitness, Area 5 Cable is well funded. In addition to Full Channel's internally-generated funds (Full Channel already is profitable and cash flow positive), Area 5 Cable has access to all funds required to acquire and operate Full Channel's business after closing, both from equity investments in the

Company by its indirect owners, Seaport Capital, LLC and CountryWide Broadband Group, LLC, and from debt financing being provided to Assignee's affiliate, ITV-3, LLC, which will be on-loaned by iTV-3, LLC to Assignee for the specific purpose of financing Assignee's acquisition described herein. The specifics of the financing arrangements are confidential and competitively sensitive, and will be provided to the Division in non-public exhibits to the FCC Form 394, subject to an acceptable protective order. Area 5 Cable's technical fitness to operate the Full Channel CATV system is best addressed within the discussion of management's experience operating CATV systems, immediately below.

**Management's Experience at Operating a CATV System**

- Q.** Please discuss Area 5 Cable's experience with operating CATV systems.
- A.** As an initial point, as noted above, Area 5 Cable intends to continue to employ all of Full Channel's current local employees, with the exception of Ms. Maaia, and thus will have the benefit of their institutional knowledge and experience with the specific CATV system being acquired by Area 5 Cable. Its retention of current employees should strengthen and support Area 5 Cable management's ability to operate the Full Channel system consistently with its past, outstanding performance.
- Area 5 itself was formed very experienced cable and fiber optic industry executives for the specific purpose of acquiring and operating the Full Channel CATV network. The individuals constituting Area 5 Cable's management team have extensive experience building, operating, expanding, marketing and successfully developing cable television, fiber optic and similar consumer communications systems. Specifically:

- Grier Raclin, Area 5 Cable's President and Chief Executive Officer, has been one of the most senior officers in very large, public and private, domestic and international cable television and fiber optic telecommunications systems. Grier formerly was General Counsel and Chief Administrative Officer of Charter Communications, the country's second largest cable television system operator and the owner and operator of many thousands of hybrid fiber/coax cable television franchises and systems throughout the United States. At Charter, Grier managed major areas of the company's operations, including legal and regulatory compliance, business development, programming acquisition, procurement, and governmental relations. Before joining Charter, Grier was General Counsel and Chief Administrative Officer of Global TeleSystems ("GTS") in London, England. Among other things, GTS built and operated the first trans-national fiber optic network that provided fiber optic connectivity to virtually every country in Western Europe, was the largest private communications provider in Russia, operated the "Flag" trans-oceanic fiber optic systems that provided fiber optic connectivity literally around the World, and owned and operated the "GTS" fixed and mobile telecommunications systems in Central Europe. At GTS, Grier managed key corporate departments, including Human Resources, legal and regulatory compliance, procurement and facilities, as well as the company's Asian operations. Grier also was General Counsel and Chief Administrative Officer of SAVVIS, Inc. (now CenturyLink Technology Solutions), one of the largest data center operators worldwide, where he, among other things, managed the acquisition and integration of major businesses, such as Cable and Wireless

America and the Intel data centers, as well as corporate areas such as legal, regulatory, procurement and facilities (including the company's data centers).

Grier currently serves as President and CEO of CountryWide Broadband Group, LLC, an indirect investor in Assignee, and *i3* Broadband, which operates the fiber-to-the-home fiber optic system serving communities in central Illinois.

- Dan Kennedy, Area 5 Cable's Chief Operating and Technical Officer, and a U.S. Army Veteran, has had an extensive career as a corporate executive, entrepreneur and consultant, developing, managing and marketing complex telecommunications networks throughout the United States. Dan's skills include business modeling, product development, market development, network architecture, and design of data, voice and video networks.

At Fidelity Communications, for example, Dan served for 6 years as the Vice President of Sales and Business Development, where he led teams implementing and deploying complex triple play solutions for Regional Bell Operating Company, CATV Multiple System Operator, Municipal, Utility, independent CATV and Developer customers. Corporate and community leaders in Memphis, Tennessee then hired Dan to serve as the Vice President of Engineering and Product Development at Memphis Networx, where Dan developed the strategy to build out a municipality-owned, 250 route-mile fiber optic network in the metropolitan area, and developed all service offerings and brought the first Ethernet-based services to the community. Dan began his telecommunications career in the U.S. Army where he served as an essential member of the Army communications maintenance team, supervising and performing field and

sustainment level maintenance on radio receivers, transmitters and communication security (COMSEC) equipment. During his deployment in the Middle East, he performed complex repairs of components, sub-assemblies, and related cabling, ensuring that National Security Agency-approved components were used in communication security/controlled cryptographic equipment, and was awarded the Bronze Star for distinguished and meritorious service. Dan currently serves as Vice-President and COO of CountryWide Broadband Group and of *i3* Broadband.

- Sam Valencia, Area 5 Cable's Chief Financial Officer, currently is Vice-President and CFO of CountryWide Broadband Group and *i3* Broadband, and has over 30 years of experience with PricewaterhouseCoopers LLP (the world's largest accounting firm) where he was an Assurance Partner. Sam served clients in multiple industries, nearly all of which were middle-market sized businesses. One of his practice specialties was assisting clients with M&A transactions. This will provide significant value to Area 5 Cable in the completion of the Full Channel transaction and in preparing the company for the future. Sam's experience will also serve to guide us in the establishment of a secure internal control environment and accurate and complete financial reporting system.
- Michael Whitaker, who will serve as Area 5 Cable's General Manager, currently is head of sales and marketing for CountryWide Broadband Group and *i3* Broadband and, before that, was Vice President for Strategic Alliances for Williams Communications. While at Williams, Mike was part of a team that was responsible for building out a national network consisting of 43,000 miles of fiber

optic cable with OC-192 capabilities. Mike also served as Vice President and General Manager of Broadband Services for Core Express, where he managed a team of professionals that provided managed services on a nationwide OC-192 fiber network; and as Chief Operations Officer at Memphis Networx, where his team designed, built and helped lead a collaborative public and private effort with the City of Memphis to build a 110-mile metropolitan communications OC-48 network, connecting 12 Bell South central offices. The team developed a comprehensive Operation support system that allowed for efficient provisioning, ordering, customer inventories, and billing. The network sold dark fiber indefeasible rights of use to wholesale customers. After closing of the proposed acquisition of the Full Channel assets, Mike will reside in R.I. Service Area 5 in order to serve as full-time General Manager of Assignee.

- Seaport Capital, the Equity Sponsor for Area 5 Cable, also has substantial experience in cable television and communications systems. Seaport is a private equity investment partnership, based in New York, which has invested approximately \$700 million of committed equity capital across five investment funds since 1997. Seaport Capital is focused exclusively on making investments in communications services, business and information services, and media industries, having invested in these sectors since 1997. Seaport Capital is a knowledgeable investor in the cable and media television sectors. Its current portfolio includes iTV-3, the operator of the *i3* Broadband fiber optic broadband system serving Peoria, Champaign and Urbana, Illinois. Previously, Seaport's portfolio included Everest, a Kansas City area broadband and cable television

provider which was purchased from a publicly-traded utility, Aquila, Inc.; Marianas Cablevision, which provides triple-play broadband services on the island of Guam; and MetroCast Cablevision, which provides triple-play broadband services in Maine, Maryland, New Hampshire, Pennsylvania and Virginia.

It is worth additionally noting that Area 5 Cable is the sister company (commonly controlled by CountryWide Broadband Group and Seaport Capital) of iTV-3, LLC, which previously purchased and is successfully operating and expanding the *i3* Broadband fiber optic network serving areas in and around Peoria, Champaign and Urbana, Illinois.

**Willingness and Ability to Conform to Division Requirements**

- Q.** Please describe how the Division can be assured that Area 5 Cable will be willing and able to conform to Division regulatory requirements.
- A.** Each of Area 5 Cable's managerial staff has extensive experience in operating communications businesses that must operate within the scope of, and in full compliance with, applicable local, state and federal regulatory requirements. In particular, Grier Raclin, Area 5 Cable's President and CEO, has been the most senior legal and regulatory compliance officer in highly-regulated public and private companies, including Charter Communications, the nation's second largest cable television, telephone and broadband company; GTS, one of the largest operators of fiber optic, wireless and telephone services in Europe; SAVVIS, one of the world's largest owners and operators of data centers; Scientific Games, one of the largest companies involved in the highly-regulated gambling and gaming industry; and the *i3* Broadband fiber optic broadband system. Area 5 Cable staff looks forward to working with the Division to meet all applicable legal and regulatory requirements.

**Consistency with the Public Interest**

**Q.** Please describe how approval of the instant application comports with the public interest.

**A.** Area 5 Cable's acquisition of Full Channel will affirmatively serve and promote the public interest by bringing to Full Channel new and enhanced sources of financial capital and experienced cable system management. The Area 5 Cable and Full Channel executives believe that the proposed transaction is fully consistent with the public interest in at least three principal respects.

First, the sale of all equipment, assets, employees, services and customers from Full Channel to Area 5 Cable ensures that the current customers of Full Channel will be able to continue receiving CATV and other communications and broadband services from their chosen provider.

Second, Area 5 Cable will continue Full Channel Cable as a competitive service alternative in R.I. Service Area 5. It will maintain and add new energy to the competitive landscape that has been in place for R.I. Service Area 5 customers for approximately 15 years of having two wireline CATV providers, as well as satellite and internet video options.

Third, over time following approval of the transaction, Area 5 Cable intends to further benefit the public interest by leveraging the experience of its experienced management, staff, financial resources and technical expertise to offer new technologies and services to customers within R.I. Service Area 5. Area 5 Cable does not wish to disclose the specifics of its preliminary plans for introducing new competitive options at this time, but the Area 5 Cable management looks forward to increasing choice for technologies and services that will be fully competitive with services provided to residential and business customers by other providers in the East Bay.

**Conclusion**

**Q.** Can you summarize your testimony?

**A.** Yes. Area 5 Cable is able and willing to serve residential and business consumers in the East Bay with attractive CATV and other communications services. For the reasons discussed above and in the supporting materials, Area 5 Cable and Full Channel request that Division approve the transfer of the R.I. Service Area 5 CATV Certificate from Full Channel to Area 5 Cable, and grant other relief that is appropriate and just.

**Q.** Does that conclude your testimony?

**A.** Yes, but we welcome providing responses to any questions the Division may have.

Date: October 4, 2017

## EXHIBIT A

### Grier C. Raclin

#### PRESIDENT AND CHIEF EXECUTIVE OFFICER

**Grier C. Raclin** is an accomplished senior executive of Fortune 500 and other telecommunications companies. Among other positions prior to joining CountryWide Broadband Group as President and CEO, Grier was Executive Vice President, Chief Administrative Officer and General Counsel of Charter Communications, the country's second largest provider of broadband cable services. At Charter, Grier had management responsibility for a variety of corporate functions, including Legal, Regulatory, Programming, Procurement, Government Relations and Business Development.

Prior to joining Charter, Grier was Executive Vice President and Chief Legal Officer of Savvis, Inc., a worldwide provider of virtual private network, managed hosting and internet access services, which was acquired by CenturyLink Communications. While he was with Savvis, the company nearly tripled its revenues, principally through acquisitions (such as Intel's data centers and Cable & Wireless America's assets) that Grier structured, negotiated and implemented. Before joining Savvis, Grier was Executive Vice President, Chief Administrative Officer and General Counsel of Global TeleSystems (GTS), a London-based, publicly-held provider of fiber optic, voice and data services to businesses throughout Eastern and Western Europe, Russia and Asia. At GTS, Grier managed the company's Asian operations; structured and negotiated over \$6.5B in foreign and domestic financings and M&A transactions; and led the resolution of all legal and regulatory issues associated with the construction and operation of the first trans-European fiber optic network, and the largest, private, fixed and mobile telecommunications service provider in Russia and Central Europe. Grier also served as Senior Vice President and General Counsel of Scientific Games, Inc., one the largest companies in the highly-regulated gaming and gambling industry.

Grier began his career in private legal practice. After serving as a senior Law Clerk on the Seventh Circuit Federal Court of Appeals in Chicago, Grier was an attorney with Sidley & Austin in Washington, D.C., and later Vice Chairman and Managing Partner of Gardner, Carton & Douglas in Chicago, Illinois and Washington, D.C. (since merged into Drinker Biddle & Reath LLP). Grier received his JD degree from Northwestern University Pritzker Law School, where he served on the Editorial Board of Northwestern Law Review; received his BA *cum laude* in Philosophy from Northwestern University; earned a Certificate in Electrical Engineering from The George Washington University; and attended the University of Chicago Booth School of Business.

Grier has authored numerous articles and speeches that have appeared in the national press, such as *The Wall Street Journal*, and has provided commentary on national television networks and before governmental agencies. Particularly relevant is Grier's

presentation on "*Competition In The Video Marketplace*," which he presented at the United States Department of Justice, Antitrust Division's *Telecommunications Symposium*. Grier has served on numerous corporate and civic Boards, including those of Golden Telecom, Inc. (NASDAQ: "GLDN"); Northwestern University Law School; and the St. Louis Museum of Contemporary Art.

## EXHIBIT B

### Dan Kennedy

EXECUTIVE VICE PRESIDENT AND CHIEF TECHNOLOGY OFFICER

**Dan Kennedy** has had an extensive career developing, managing and marketing complex telecommunications networks throughout the United States in roles including corporate executive, entrepreneur and consultant before joining CountryWide Broadband Group. His skills include business modeling, product development, market development, network architecture, and design of data, voice and video networks.

At Fidelity Communications, Dan served for 6 years as the Vice President of Sales and Business Development. During that time, he led teams that implemented and deployed complex triple play solutions. He also managed customer (RBOC, MSO, Municipal, Utility, independent CATV, and Developers) relationships to provide successful end-to-end Triple Play solutions.

Corporate and community leaders in Memphis, TN brought in Dan to serve as the Vice President of Engineering and Product Development at Memphis Network. While there, Dan developed the strategy to build out a municipality-owned, 250 route-mile fiber network in the metropolitan area. He also developed all service offerings and brought the first Ethernet-based services to the community.

Dan began his telecommunications career in the U.S. Army where he served as an essential member of the Army communications maintenance team, supervising and performing field and sustainment level maintenance on radio receivers, transmitters and communication security (COMSEC) equipment. During his deployment to the Middle East, he was awarded the Bronze Star for distinguishing and meritorious service assistance to subordinates. He performed complex repairs of defective components, sub-assemblies, and related cabling, ensuring that National Security Agency-approved components were used in communication security/controlled cryptographic equipment.

Dan received his B.A. from St. Louis University.

## EXHIBIT C

### **Samuel Valencia**

CHIEF FINANCIAL OFFICER

During his 30+ year career, **Sam Valencia** has developed deep and diverse expertise as the Chief Financial Officer of **i3 Broadband** and as an Assurance Partner with **PricewaterhouseCoopers LLP (PWC)** before joining CountryWide Broadband Group. During that time, he has created accounting systems, developed and executed strategies to protect corporate assets, managed debt facilities and related compliance, ensured accuracy in financial reporting, implemented internal control strategies, and achieved operational excellence across a complex domestic and international market footprint.

An important element of Sam's experience has been in the area of mergers & acquisitions, where he has represented both buyers and sellers and, therefore, is attuned to their respective interests and requirements. In terms of his specific experience, Sam has managed a variety of issues related to the evaluation and selection of accounting pronouncements, purchase accounting, tax accounting, divestitures, internal control assessments, asset sales, tax strategies/structuring, and corporate expansion. He also has extensive experience working with public companies, assisting clients with the adoption and implementation of Sarbanes-Oxley Rule 404 requirements, 1933 Act equity and debt offerings, as well as other SEC filings and communications.

During his career at PWC, Sam was responsible for all services provided to his public, private and middle market companies in a variety of industries. In this role, Sam held a leadership position in PwC's human capital development program; directed large, often globally-based teams of consultants; and created solutions for complex accounting/tax issues.

Sam received his B.S. degree in Accounting from Indiana University's Kelley School of Business. He has held CPA licenses in a number of states, and has held Board and officer positions with organizations such as the Association for Corporate Growth, The Mental Health Association and Meadowbrook Country Club.

## EXHIBIT D

### MICHAEL L. WHITAKER

VICE PRESIDENT, OPERATIONS, SALES AND MARKETING

**Mike Whitaker** has had an extensive management career, encompassing a variety of roles within the telecommunications industry as well as a City Manager, where he managed the municipal public works and telecommunications infrastructure before joining CountryWide Broadband Group. His experience in these positions also benefited from Mike's outstanding entrepreneurial skills.

Mike served as Chief Operations Officer at Memphis Network. At MN, Mike's team designed, built and helped lead a collaborative public and private effort that allowed the City of Memphis to construct a 110 mile metropolitan communications fiber network that connected 12 Bell South central offices. The team developed a comprehensive operation support system that allowed for efficient provisioning, ordering, customer inventories, and billing.

One of Mike defining experiences was as the Vice President of Strategic Alliances for William's Communications, Inc. While at Williams, Mike headed a team that forged an alliance with SBC Communications, which was critical to SBC being granted relief to enter the long distance telephone market. Mike was a key member of a team that was responsible for the build-out of a 43,000 mile fiber optic system.

Mike served as the City Manager of both O'Fallon, Missouri and Lake St. Louis, Missouri, immediately after their incorporations. He was responsible for the day-to-day operations and the development of a comprehensive plan for infrastructure and subdivision development in both cities. While City Manager of O'Fallon, Mike was a member of the Regional Waste Water Management team that designed and funded a regional waste water system for the 11 county area, including metropolitan St Louis. Mike was also elected to serve at large on the St. Charles County Ambulance District. Mike also served as the President of the Lake St Louis/ O'Fallon Rotary Club.

## **EXHIBIT E**

### **LINDA JANE MAAIA**

**PRESIDENT AND CHIEF EXECUTIVE OFFICER  
FULL CHANNEL, INC.**

**Linda Jane Maaia's** arrival into the private sector as president of a technology and communications company was an unexpected and unconventional journey. She took the helm at Full Channel in 2004 following the sudden death of her father and Full Channel's founder, John Donofrio. As the only women chief CATV executive in Rhode Island, she has guided Full Channel through two decades of successful competition with the nation's largest telecommunications companies. Under her guidance, Full Channel has successfully competed with Cox Communications, Verizon and satellite TV providers, while posting profits and expanding revenue generating units. Linda has led the company's evolution from an analog TV provider to the operator of a state-of-the-art digital communications network. Since 2004, Full Channel has provided increasingly faster internet speeds and added streaming video, and residential and business VoIP telephone services.

Linda holds a bachelor's degree in education from Rhode Island College, a master's degree in accounting from the University of Rhode Island and a certificate of advanced graduate study (CAGS) in taxation from Bryant College. She is also a certified public accountant.

Early in her first career as a public school teacher, Linda developed and taught the gifted education program in the East Providence School Department where she was nominated as teacher of the year. Upon retiring from the public sector as a school department administrator, she studied gourmet cooking with Julia Child, Jacques Pepin and other world-famous chefs at the Boston University Master Chefs program.

Linda has consulted and taught finance and accounting at the college level as an associate professor at Suffolk University and Regis College. She served in a critical advisory role to the City of Warwick's treasury department and was recognized by Providence Business News as an achieving woman executive and by CableFAX as a Top Cable Operator.

Linda presently serves on the board of the Rhode Island Philharmonic Orchestra & Music School and is the treasurer of the Touisset Point Water Trust. She is a member of Women in Cable Telecommunications, Women's Presidents' Organization and Chief Executives Club of Rhode Island and is a Leadership Rhode Island alumnae.