

ORIGINAL

Decision No. 72330

BEFORE THE PUBLIC UTILITIES COMMISSION OF THE STATE OF CALIFORNIA

In the Matter of the Amendment and Revision)
of the Rules of Procedure of the Public)
Utilities Commission of the State of)
California.)

Case No. 4924

Investigation on the Commission's own)
motion to determine, in view of the amend-)
ment of Public Utilities Code Section 454,)
whether the Commission's Rules of Practice)
and Procedure or General Order No. 109, as)
they relate to common carriers, should be)
modified or a new general order issued.)

Case No. 7234

(Appearances are Listed in Appendix B)

ORDER REVISING GENERAL ORDER NO. 104

(General Order No. 104-A effective 7 JULY 14, 1967.)

General Order No. 104-A adopted herein was drafted with the assistance furnished by practitioners and members of the Commission staff during the course of public hearings held in San Francisco and Los Angeles before Commissioner Holoboff and Examiner Cline, by the filing of written comments by the Commission staff and replies thereto by the practitioners, by the filing of exceptions to the Proposed Report of Examiner Cline and replies thereto, and by oral argument thereon before the Commission en banc and Examiner Cline, Commissioner Holoboff presiding, on March 30, 1966, at which time the matter was taken under submission.

IT IS ORDERED that General Order No. 104-A which is set forth in Appendix A attached hereto is approved and adopted effective sixty days after the effective date of this order, and upon said date General Order No. 104 is hereby repealed.

The Secretary is directed to cause an adequate number of copies of this decision to be made available for Commission use and for service upon and distribution to the appearances herein and to others concerned therewith.

The effective date of this order shall be twenty days after the date hereof.

Dated at Los Angeles, California, this 25th day of APRIL, 1967

[Signature]
President

[Signature]

William Lyons, Jr.

[Signature]
Commissioners

Commissioner William M. Bennett, being necessarily absent, did not participate in the disposition of this proceeding.

APPENDIX A

GENERAL ORDER NO. 104-A

PUBLIC UTILITIES COMMISSION OF THE STATE
OF CALIFORNIA

FILING OF ANNUAL REPORTS BY PUBLIC UTILITIES

Approved April 25, 1967 . Effective July 14, 1967 .

Sec. 1. Pursuant to the provisions of Sections 581, 582 and 584 of the Public Utilities Code,

IT IS HEREBY ORDERED that each public utility now subject, or which hereafter may become subject, to the jurisdiction of this Commission shall file with the Commission an annual report of its operations in such form and content and in such number of copies as the Commission may prescribe. The report shall be verified under penalty of perjury and signed by the owner of the public utility, if an individual; by a partner, if a partnership; or, if a corporation, by the president, secretary, or officer having control of the accounting of such corporation. A warehouseman authorized by the Commission to maintain records on a fiscal year basis shall file the report for each fiscal year within 90 days after the close of the fiscal year. Every other utility shall file the report for each calendar year on or before March 31st of the following year, or such other date as the Commission may designate.

Sec. 2. (a) Except as otherwise provided in this General Order, every gas, electric, telephone, telegraph, water or heat utility (all hereinafter in this Section 2 called "the utility"), whose gross annual operating revenues or the aggregate of such revenues and the gross annual operating revenues of the California public utility operations of its affiliated or associated companies, as defined herein, exceed \$50,000, shall include in its annual report a statement of any material financial interest, as hereinafter defined, of the following persons in any transaction involving the purchase of materials and equipment or the contracting, arranging or paying for

construction, maintenance work or service of any kind to which the utility has been a party during the year covered by the annual report, or to which the utility proposed, at the conclusion of such year, to become a party:

(1) If the utility is a corporation, any director, nominee for election to director, or officer thereof, and any person or other legal entity being the record owner or known by the utility to be the beneficial owner of securities having ten percent or more of the voting power in the utility;

(2) If the utility is a copartnership, any partner, general or limited, thereof;

(3) If the utility is a sole proprietorship, the proprietor thereof;

(4) Any associated or affiliated company of the utility. An associated or affiliated company means any company or person whether or not engaged in public utility operations that directly or indirectly through one or more intermediaries, controls, or is controlled by, or is under common control with the utility. "Control" (including the terms "controlling", "controlled by", and "or under common control with") means the possession, directly or indirectly, of the power to direct or cause the direction of the management and policies of a company, whether such power is exercised through one or more intermediary companies, or alone, or in conjunction with, or pursuant to an agreement, and whether such power is established through a majority or minority ownership or voting of securities, common directors, officers, or stockholders, voting trusts, holding trusts, associated companies, contracts, or any other direct or indirect means.

(b) A person specified in Section 2(a) will be deemed to have had or to have a material financial interest in any such past or proposed transaction when such person or any relative or spouse of such person, or any relative of such spouse, who has or has had the same home as such person:

(1) Was at the time of such past transaction, or with respect to such proposed transaction was at the conclusion of such report year, the record owner or known by the utility to be the beneficial owner of securities having ten percent or more of the voting power in a corporation which was, or will be, a party thereto with the utility;

(2) Was at the time of such past transaction, or with respect to such proposed transaction was at the conclusion of such report year, a partner in any copartnership which was, or will be a party thereto with the utility;

(3) Has received either directly or indirectly with respect to such past transaction, or will receive either directly or indirectly with respect to such proposed transaction, remuneration from an entity which was, or will be, a party thereto with the utility, unless such remuneration is attributable solely to the ownership of securities having not more than ten percent of the voting power in any such party; or

(4) Was, or will be a party thereto with the utility.

(c) The statement shall include the name of each person whose interest in any transaction is described and the nature of the relationship by reason of which such interest is required to be described; provided, however, that no such statement need be made with respect to any transaction or interest therein where:

(1) The charges involved in the transaction either were or will be determined by competitive bids (other than bids submitted by associated or affiliated companies) or the transaction was authorized by any regulatory agency having jurisdiction; or

(2) The transaction involved, or will involve, services as a bank depository of funds, transfer agent, registrar, trustee under a trust indenture or other similar services, insofar as such services are concerned; or

(3) The transaction or series of transactions specified did not, or will not, exceed \$30,000, or ten percent of the utility's total operating expenses for the report year, whichever is less.

(d) If no material financial interest, as required by this General Order to be reported, existed during the report year or if the utility did not propose at the conclusion of the report year to become a party to any transaction involving such material financial interest, such fact shall be stated in the report.

(e) Any corporation, otherwise subject to the requirements of this Section 2, whose capital stock, or that of its parent company:

(1) Is listed on a "national securities exchange," as defined in the Securities Exchange Act of 1934 (15 U.S.C. 78(a), et seq.), in lieu of the statements above specified shall submit with its annual report a copy of the latest proxy statement sent to stockholders by it or its parent company, or

(2) Is registered with the Securities and Exchange Commission (SEC) pursuant to the provisions of Section 12(g) of said Securities Exchange Act of 1934, in lieu of the statements above specified shall submit with its annual

report a copy of its latest proxy statements sent to stockholders by it or its parent company, containing the information required by the rules of the SEC.

Sec. 3. The failure to file an annual report in accordance with the requirements of this General Order will subject a public utility to the penalties and sanctions provided by the Public Utilities Code.

Sec. 4. The Secretary of the Commission is directed to cause a copy of this General Order to be served upon each public utility subject to the jurisdiction of this Commission.

This General Order shall become effective on the

14th day of July, 1967.

General Order No. 104 is hereby canceled on the

14th day of July, 1967.

Approved and dated at San Francisco, California, this

25th day of April, 1967.

PUBLIC UTILITIES COMMISSION
OF THE STATE OF CALIFORNIA

By: *William W. Dunlop*
Secretary

APPENDIX B
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FOR RESPONDENTS:

McCutchen, Doyle, Brown & Enersen, by A. Crawford Greene, Jr., for California Water Service Company and San Jose Water Works; Rollin E. Woodbury, Harry W. Sturges, Jr., and John R. Bury, for Southern California Edison Company; Armand Karp, for Callison Truck Lines, Inc.; Roger L. Ramsey, for United Parcel Service; Robert Salter, for Southern California Gas Company; Russell D. Twomey, Jr., for Southern Counties Gas Company of California and Pacific Lighting Gas Supply Company; Robert M. Olson, for Pacific Lighting Service and Supply Company, Southern California Gas Company and Southern Counties Gas Company; John J. Doherty of Chickering and Gregory, for San Diego Gas & Electric Company; and Leland R. Selna, Jr., for Pacific Gas and Electric Company.

INTERESTED PARTIES:

Donald J. Carman and Richard Edsall, for California Electric Power Company; James M. Cooper and Charles C. Miller, for San Francisco Chamber of Commerce; Noel Dyer, for Western Union Telegraph Company; Maurice D. L. Fuller, Jr., for The Pacific Telephone and Telegraph Company; Aaron H. Glickman, for California Motor Tariff Bureau; James C. Haugh, for San Diego Transit System; William L. Knecht and Ralph Hubbard, for California Farm Bureau Federation; Harry P. Letton, Jr. and John Ormasa, for Southern California Gas Company; Francis N. Marshall, for Standard Oil Company of California; William T. Meinhold, for The Greyhound Corporation (Western Greyhound Lines Division); Jeff H. Myers, for the Port of San Francisco; Walter G. Ramsay, for California Water & Telephone Company; F. T. Searls and John C. Morrissey, by John C. Morrissey, for Pacific Gas and Electric Company; Oscar Sattinger and Russell Twomey, for Pacific Lighting Gas Supply Company; Milford Springer and Robert M. Olson, Jr., for Southern Counties Gas Company of California; R. D. Toll, J. X. Quintrall, A. D. Poe and J. C. Kaspar, for California Trucking Association; Robert C. Ellis, for California Motor Express, Ltd. and California Motor Transport Co.; Robert L. Pierce, for California railroads, their motor and express subsidiaries; Graham James & Rolph, by Boris H. Lakusta, for himself; George D. Rives and Robert N. Lowry, of Brobeck, Phleger & Harrison, for Pacific Power & Light Company and United Air Lines, Inc.; Chickering & Gregory, by Sherman Chickering, C. Hayden Ames and Richard Morris, and Stanley Jewell, for San Diego Gas & Electric Company; E. K. Slusser, for Permanente Cement Company; C. R. Nickerson, for Members of Pacific Coast Tariff Bureau; Gibson, Dunn & Crutcher, by Raymond L. Curran, for themselves; William Irl Kennedy, for Union Pacific Railroad Company; Eugene A. Reid and William E. Evers, for California Manufacturers Association; Patrick J. Maloney, for California Water Association and Carpinteria Water Company; Theodore W. Russell, for Transcontinental Bus System, Inc., American Bus Lines, Inc., Continental Pacific Line, Inc., and Gibson Lines; McCutchen, Block, Verleger & Shea, by Philip K. Verleger and Max K. Jamison, for Western Oil & Gas Association; R. W. Russell, by K. D. Walpert, for

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LIST OF APPEARANCES

Department of Public Utilities and Transportation of the City of Los Angeles; Preston Turner, for the City of Anaheim; Stark Fox, for Oil Producers Agency of California; James H. Krieger, for California Interstate Telephone Company; John E. Skelton, for San Gabriel Valley Water Company; Arthur D. Guy, Jr., for Suburban Water Systems and Southwest Water Company; E. O. Blackman, for California Dump Truck Owners Association; Waldo A. Gillette, for Monolithic Portland Cement Company; W. Hervey Wilson, for Southern Pacific and its rail subsidiaries, Union Pacific, Western Pacific and Santa Fe; E. J. Longhofer, for San Diego Chamber of Commerce; W. J. Knoell, for Western Motor Tariff Bureau, Inc.; Leland E. Butler, for The Atchison, Topeka and Santa Fe Railway Company; Marshall W. Vorkink, for Union Pacific Railroad Company; Harvey Scott, for California Bus Association; Edward L. Blincoe, as an individual and as President of the Utility User's League of California; Robert E. Murphy and Miriam E. Wolff, for the Attorney General of the State of California; Paul A. Webber of Orrick, Dahlquist, Herrington & Sutcliffe, for California Pacific Utilities, Western California Telephone Company, Central California Telephone Company, Kern Mutual Telephone Company and Campbell Water Company; Neal C. Hasbrook, for California Independent Telephone Association; George D. Moe and Warren P. Marsden, for California Department of Public Works; Tadini Bacigalupi, Jr., of Bacigalupi, Elkus and Salinger, for California Water Association; Robert L. Pierce, General Solicitor Southern Pacific Company, for California railroads and their motor carrier and pipeline subsidiaries, and Thomas E. Headrick of Pillsbury, Madison and Sutro, for Standard Oil Company; Claude N. Rosenberg, for California Water and Telephone Company.

COMMISSION STAFF:

C. Ray Bryant, by Robert A. Lane; Elinore Charles; Frank F. Watters; and John F. Donovan.