

Application for Authorization

inContact, Inc. (hereinafter referred to as "Applicant" or "inContact") respectfully requests that the South Dakota Public Utilities Commission (hereinafter referred to as "Commission") grant Applicant authority pursuant to SDCL 49-31-3 and in accordance with ARSD 20:10:24:02 to provide intrastate telecommunications services within South Dakota through the resale of similar services offered by other interconnected Voice over Internet Protocol ("VoIP") providers in the state. Applicant, for purposes of verification, and in evidence of its fitness to operate and the public need for its services, offers the following information in support of this Application:

- (1) The applicant's name, address, telephone number, facsimile number, web page, URL, and e-mail address:

a. inContact, Inc.
7730 S. Union Park Avenue, Suite 500
Midvale, UT 84047
Telephone: (801) 320-3590
Facsimile: (866) 800-0007
Website: www.incontact.com
E-mail: tamara.palmer@incontact.com

- (2) Correspondence regarding this Application should be directed to:

a. Vineetha Pillai, Esq.
Marashlian & Donahue, LLC
1420 Spring Hill Road, Suite 401
McLean, VA 22102
Telephone: (703) 714-1309
Facsimile: (703) 714-1330
E-mail: vmp@commllawgroup.com

- (3) A description of the legal and organization structure of Applicant:

Applicant was organized as a corporation under the laws of the state of Delaware on March 15, 1999. A copy of Applicant's Articles of Incorporation and Certificate of Existence with Status in Good Standing are attached hereto as **Exhibit A**.

The names and addresses of Applicant's principal stockholders, along with percentages owned, and current Officers are as follows:

Principal Stockholders

FMR LLC
245 Summer Street
Boston, MA 02210
Percentage Owned: 15.0%

Bank of Montreal
1 First Canadian Place
Toronto, Ontario, Canada M5X 1A1
Percentage Owned: 9.4%

Columbia Wanger Asset Management, LLC
227 West Monroe Street, Suite 3000
Chicago, IL 60606
Percentage Owned: 8.1%

Archon Capital Management, LLC
1301 Fifth Avenue, Suite 3008
Seattle, Washington 98101-2662
Percentage Owned: 5.6%

Current Officers

Paul Jarman, Chief Executive Officer
Greg Ayers, Chief Financial Officer
Daniel Lloyd, Corporate Secretary
Kimm Partridge, Assistant Corporate Secretary

In support of Applicant's managerial and technical ability to provide the services for which authority is sought herein, Applicant submits biographies of key personnel as **Exhibit B**.

- (4) The name under which Applicant will provide VoIP services if different than in subdivision (1) of this Application.

Applicant provides services under the name: inContact, Inc.

- (5) A copy of Applicant's certificate of authority to transact business in South Dakota from the Secretary of State.

A copy of Applicant's South Dakota Certificate of Authority for Foreign Corporation is attached as **Exhibit C**.

- (6) The location of Applicant's principal office, if any, in this state and the name and address of its current registered agent, if applicable.

Applicant has no office in the state of South Dakota. Applicant's registered agent is National Registered Agents, Inc., 319 South Coteau Street, Pierre, SD 57501.

- (7) A list and specific description of the services Applicant intends to offer:

Applicant provides hosted cloud-based call center solutions to businesses and consumers throughout South Dakota. To provision its call center solution, Applicant provides Internet access, certain Software/Software as a Service ("SaaS") solutions, and transmission to and from its platform as well as legacy telecommunications services, such as switched long distance calling, toll-free dialing, and conferencing services.

Applicant offers a suite of high quality VoIP and telecommunications services to businesses and consumers throughout South Dakota in conjunction with its cloud-based call center solutions. In particular, Applicant offers agent inbound and outbound VoIP calling, cloud PBX VoIP replacement, business VoIP services and VoIP Direct Inward Dialing ("DID") numbers to customers. inContact also relies upon VoIP technology to deliver traffic to and from its call center platform, as well as provides SIP trunking.

- (8) A detailed statement of how Applicant will provide its services:

Applicant provides services through resale, in combination with components of its own network. inContact owns several data centers in the United States and abroad, through which it manages its cloud-based call center platform and services.

- (9) A service area map or narrative description indicating with particularity the geographic area proposed to be served by Applicant.

Applicant serves customers statewide.

For the most recent 12 month period, financial statements of Applicant including a balance sheet, income statement, and cash flow statement. Applicant shall provide audited financial statements, if available:

In support of Applicant's financial ability to provide the services described herein, Applicant has attached its audited Financial Statements as **Exhibit D**. **Exhibit D** has been submitted as **confidential** and shall be deemed as such.

- (10) The names, addresses, telephone number, facsimile number, e-mail address, and toll free number of Applicant's representatives to whom all inquiries must be made regarding complaints and regulatory matters and a description of how Applicant handles customer service matters.

All complaints shall be directed to:

Customer Service
1-800-826-8028
CustomerServiceGeneral@inContact.com

Or

Kimm Partridge
Assistant Corporate Secretary
7730 S. Union Park Avenue
Midvale, UT 84047
(801) 715-5021
kimm.partridge@inContact.com

- a. Regulatory matters shall be directed to:

Kimm Partridge
Assistant Corporate Secretary
7730 S. Union Park Avenue
Midvale, UT 84047
(801) 715-5021
kimm.partridge@inContact.com

- b. Customer complaints shall be addressed in an escalation method as follows:

Customers with complaints should contact Customer Care at 1-800-826-8028

or CustomerCare-CustomerServiceGeneral@incontact.com. If the Customer Care Department cannot resolve the dispute then the call will be transferred to the correct party for dispute resolution.

- (11) Information concerning how Applicant plans to bill and collect charges from customers:

Applicant bills customers on a monthly basis. Payment is due by the invoice date printed on the bill.

- (12) Information concerning Applicant's policies relating to solicitation of new customers and a description of the efforts Applicant shall use to prevent the unauthorized switching of VoIP customers:

Applicant uses fair and reasonable industry standards to maintain its no slamming policy of customers. Applicant's policy will require a contract be in place prior to service to all customers.

- (13) Information concerning how Applicant will make available to any person information concerning Applicant's current rates, terms, and conditions for all of its telecommunications services

Applicant makes available to any person information concerning Applicant's current rates, terms, and conditions for all of its VoIP services through initial service agreements, inContact's website, agreement and rate change notices, and via consultation with customers.

- (14) Information concerning how Applicant will notify a customer of any materially adverse change to any rate, term, or condition of any telecommunications service being provided to the customer. The notification must be made at least thirty days in advance of the change.

Applicant will notify a customer in advance, in writing, of any materially adverse change to any rate, term, or condition of its VoIP service through its website, direct communications with customers, or a bill insert.

- (15) A list of the states in which Applicant is registered or certified to provide telecommunications services, whether Applicant has ever been denied registration or certification in any state and the reasons for any such denial, a statement as to whether or not Applicant is in good standing with the appropriate regulatory agency in the states where it is registered or certified, and a detailed explanation of why Applicant is not in good standing in a given state, if applicable.

Applicant is authorized to provided resold local exchange service in all states *except* Alaska, Puerto Rico, Colorado, Iowa and Virginia.

Applicant is authorized to provide resold long distance service in all states *except* Alaska, Puerto Rico, District of Columbia and Virginia.

Applicant is authorized to provide VoIP service in California, Illinois, Indiana, Michigan, Missouri, and Nebraska.

Applicant has never been denied registration or certification in any jurisdiction and is in good standing with the regulatory agencies in each jurisdiction.

- (16) A description of how Applicant intends to market its services, its target market, whether Applicant engages in any multilevel marketing, and copies of any company brochures used to assist in the sale of services.

Applicant markets its services to businesses and consumers alike. Applicant engages in marketing through its website, distribution of marketing materials, referrals, and trade shows. Applicant does not engage in any multi-level marketing.

- (17) Federal tax identification number and South Dakota sales tax number.

Applicant's federal tax identification number is 87-0528557.

Applicant's South Dakota sales tax number is 1019-7521-ST.

- (18) The number and nature of complaints filed against Applicant with any state or federal regulatory commission regarding the unauthorized switching of a customer's VoIP provider and the act of charging customers for services that have not been ordered.

Applicant has not received any complaints filed with any state or federal regulatory commission regarding the unauthorized switching of a customer's VoIP provider or for the act of charging customers for services that have not been ordered.

- (19) A written request for waiver of those rules Applicant believes to be inapplicable;

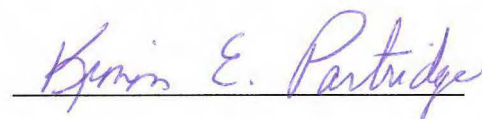
Applicant does not, at this time, request a waiver of the South Dakota Public Utility Commission's rules.

- (20) Other information requested by the Commission needed to demonstrate that Applicant has sufficient technical, financial, and managerial capabilities to provide the VoIP services it intends to offer consistent with the requirements of this chapter and other applicable rules and laws.

Applicant has no additional information that it believes may be relevant to the Applicant's qualifications to provide the services described.

WHEREFORE, inContact, Inc., respectfully requests that this Commission grant it authority to transact the business of a Voice over Internet Protocol services within the State of South Dakota.

Respectfully submitted,



Kevin E. Partridge

DATED: March 3, 2015