



August 8, 2020

Division of Nuclear Materials Safety  
U.S. Nuclear Regulatory Commission, Region IV  
1600 East Lamar Blvd.  
Arlington, TX 76011-4511

030-38901  
05-35290-01  
M/C 622681  
ML20225A073

**SUBJECT: Application for Approval of Indirect Transfer of Control  
NRC License No. 05-35290-01 (Docket No. 030-38901)**

**Expedited Review Requested (by or before September 28, 2020)**

Pursuant to 10 C.F.R. § 30.34(b), WesTest, LLC (“WesTest” or the “Licensee”) and Atlas Technical Consultants, Inc. (“Atlas”) (collectively the “Applicants”) hereby request written approval by the U.S. Nuclear Regulatory Commission (“NRC”) for the proposed indirect transfer of control of WesTest’s NRC License No. 05-35290-01 (the “License”) as a result of Atlas’ planned acquisition of WesTest..

**For pressing business reasons, the Applicants request expedited review and approval of this application by September 28, 2020, or sooner, if possible, and prompt posting of this application to the NRC website for the 30-day comment period.**

The indirect transfer of control would occur upon the closing of a planned transaction (the “Closing”) under which Atlas will indirectly acquire all of the equity of the Licensee. Post-Closing, the day-to-day operations under the License will remain unchanged. The Licensee would still hold the License and conduct operations under the License in the same location, with all the same employees, equipment, facilities, procedures, and personnel as before, including the same Radiation Safety Officer. The only material change is that the Licensee would now be indirectly owned and controlled by Atlas.<sup>1</sup> Attachment 1 provides the license transfer application, with more information about the planned transaction. Attachment 2 presents a simplified pre- and post-Closing organizational chart.

WesTest (<https://www.westest.net>) is a consulting engineering firm headquartered in Lakewood, Colorado. WesTest provides construction materials testing and geotechnical engineering services. As part of its business, WesTest uses radioactive sealed sources to measure the physical properties of materials. WesTest is currently owned by Eric R. West.

Atlas (<https://www.oneatlas.com>) provides professional testing, inspection, engineering and consulting services from more than 100 locations nationwide. It delivers solutions to public and private sector clients in the transportation, commercial, water, government, education and industrial markets. Atlas is ultimately owned by public and private investors.<sup>2</sup>

Atlas is a “known entity” to the NRC. Atlas subsidiaries hold a number of radioactive materials

<sup>1</sup> The management of WesTest will also obtain a small interest in Atlas following the Closing of the transaction.

<sup>2</sup> Shares of Atlas are traded on NASDAQ stock exchange under the ticker ATCX. Shares of Atlas are also owned by the private equity fund Bernhard Capital Partners Management LP.

licenses, including licenses issued by NRC Region IV (e.g., NRC License Nos. 42-29413-01 (Docket No. 030-38421), 11-27504-01 (Docket No. 030-33699), 04-29436-01 (Docket No. 030-38512), and 04-35210-01 (Docket No. 030-38806)).

The Applicants expect the transaction to close upon receipt of regulatory approvals. The Applicants therefore respectfully request expedited review and written approval of this planned transfer of control by September 28, 2020, or sooner, if possible, to support the closing schedule. The Applicants further request that the NRC promptly post this application to its website for the 30-day comment period.

If you have any questions or comments pertaining to this transaction, please feel free to contact Ashley Foti at 337.262.4771 or [ashley.foti@oneatlas.com](mailto:ashley.foti@oneatlas.com).

Enclosures:     Attachment 1, License Transfer Application  
                          Attachment 2, Simplified Organizational Chart Describing the Transaction

cc:            Licensee's Radiation Safety Officer  
                  NRC Document Control Desk

I declare under penalty of perjury under the laws of the United States of America that to the best of my knowledge the information contained in the license transfer application pertaining to Atlas Technical Consultants, Inc. and its companies is true and correct.

Executed on August 8, 2020



L. Joe Boyer  
Chief Executive Officer  
Atlas Technical Consultants, Inc.  
13215 Bee Cave Parkway  
Building B, Suite 230  
Austin, TX 78738

I declare under penalty of perjury under the laws of the United States of America that to the best of my knowledge the information contained in the license transfer application pertaining to WesTest, LLC is true and correct.

Executed on August 8, 2020

A handwritten signature in cursive script, appearing to read "Eric R. West", written over a horizontal line.

Eric R. West  
Owner  
627 Sheridan Boulevard  
Lakewood, CO 80214

**Attachment 1**

**License Transfer Application**

This information is submitted consistent with Chapter 5 (Change of Control) and Appendix E (Information Needed for Transfer of Control Application) of NUREG-1556, Vol. 15, Rev. 1, *Consolidated Guidance About Materials Licenses: Guidance About Changes of Control and About Bankruptcy Involving Byproduct, Source, or Special Nuclear Materials Licenses*.

- 1. Describe any planned changes in the organization, including but not limited to, transfer of stocks or assets and mergers, change in members on Board of Directors, etc. Provide the new licensee name, mailing address, and contact information, including phone numbers. Clearly identify when the amendment request is due to a name change only.***

WesTest, LLC (“WesTest” or the “Licensee”) holds NRC License No. 05-35290-01 (the “License”). Pursuant to a planned transaction between WesTest and Atlas Technical Consultants, Inc. (“Atlas,” and together with WesTest the “Applicants”), Atlas intends to indirectly acquire the shares of WesTest, and thus control of the License. Following the closing of the transaction (the “Closing”), Atlas will indirectly own and control the Licensee.<sup>3</sup> Attachment 2 to this transmittal presents a simplified pre- and post-Closing organizational chart.

Atlas is a “known entity” to the NRC. Atlas subsidiaries hold a number of radioactive materials licenses, including licenses issued by NRC Region IV (e.g., NRC License Nos. 42-29413-01 (Docket No. 030-38421), 11-27504-01 (Docket No. 030-33699), 04-29436-01 (Docket No. 030-38512), and 04-35210-01 (Docket No. 030-38806).

The planned transaction will not impact the day-to-day operations of the Licensee. Following the Closing, the Licensee will still hold the License and conduct operations under the License with all the same employees, equipment, facilities, procedures, and personnel as before, including the same Radiation Safety Officer listed in the License. The Licensee will also remain in business at the same addresses and with the same name. There are no other changes expected from this transaction.

- 2. Describe any changes in personnel or duties that relate to the licensed programs. Include training and experience for new personnel and any changes in the training program.***

There are no planned changes in personnel or duties that relate to the licensed program.

- 3. Describe any changes in the location, facilities, equipment, radiation safety programs, use, possession, waste management, or other procedures that relate to the licensed program.***

There are no such changes planned in connection with the transaction.

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<sup>3</sup> The management of WesTest will also obtain a small interest in Atlas following the Closing of the transaction.

- 4. Describe the status of the licensees' facilities, equipment, and radiation safety program, including any known contamination and whether decontamination will occur prior to transfer. Include the status of calibrations, leak tests, area surveys, wipe tests, training, quality control, and related records.***

The status of the Licensee's NRC-regulated equipment and radiation safety programs will not change in connection with the transaction. There is no known contamination. All calibrations, leak tests, area surveys, wipe tests, training, quality control, and related records are current.

- 5. If current decommissioning funding plans (DFP) will be changed as a result of the transfer, the revised DFP should be submitted. If other financial assurance documents will be changed as a result of the transfer, confirm that all financial assurance instruments associated with the license will be held in the transferee's name before the license is transferred, and as required by 10 CFR 30.35(f), the licensee must, within 30 days, submit financial instruments reflecting such changes.***

DFP or financial assurance instruments are not required under the License.

- 6. Confirm that all records concerning the safe and effective decommissioning of the facility will be transferred to the transferee or to NRC, as appropriate. These records include documentation of surveys of ambient radiation levels and fixed and/or removable contamination, including methods and sensitivity.***

The Applicants confirm that such records will remain with the Licensee, that they are current, and that they will be current at the time of the transfer.

- 7. Confirm that both transferor and transferee agree to transferring control of the licensed material and activity, and the conditions of transfer, and that the transferee has been made aware of any open inspection items and its responsibility for possible resulting enforcement actions.***

The Applicants confirm that they have agreed to the change in control over the Licensee. There are no open inspection items pertaining to the License.

- 8. Confirm that the transferee will abide by all constraints, conditions, requirements, representations, and commitments of the transferor or that the transferee will submit a complete description of the proposed licensed program.***

The transferee confirms that the NRC Licensee, and to the extent necessary, the transferee, will continue to abide by all constraints, conditions, requirements, representations and commitments identified in and attributed to the existing License post-Closing.

***9. The transferee, in the case of fuel cycle facilities, shall provide documentation showing that it is financially qualified to conduct normal operations. The information can be in the form of income statements and balance sheet forecasts.***

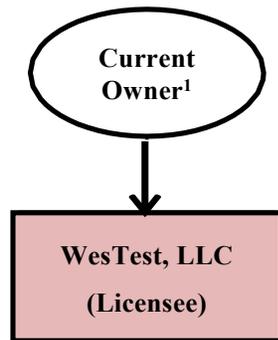
This question is not applicable for this License.

## **Attachment 2**

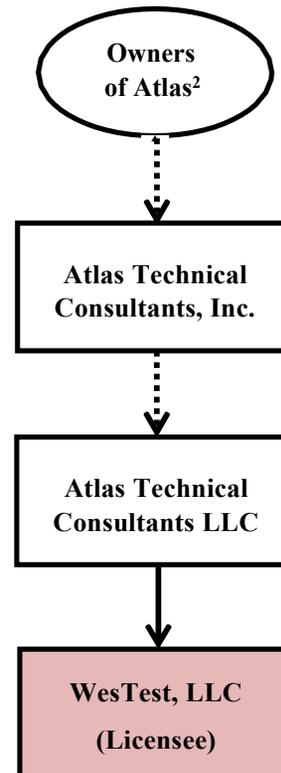
### **Simplified Organizational Chart Describing the Transaction**

## Simplified Organizational Chart Describing the Transaction

### PRE-CLOSING



### POST-CLOSING



<sup>1</sup> The current owner of WesTest, LLC is Eric R. West.

<sup>2</sup> Atlas Technical Consultants, Inc. ("Atlas") is ultimately owned by public and private investors. Post-closing, the management of WesTest will also obtain a small interest in Atlas.

.....> Indirect ownership

——> Direct ownership

**From:** [Gepford, Heather](#)  
**To:** [Torres, Roberto](#)  
**Subject:** FW: NRC License No. 05-35290-01 (Docket No. 030-38901) Application  
**Date:** Wednesday, August 12, 2020 9:24:20 AM  
**Attachments:** [image001.png](#)  
[WesTest NRC Region IV LTA.pdf](#)

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**From:** Kellar, Ray <[Ray.Kellar@nrc.gov](mailto:Ray.Kellar@nrc.gov)>  
**Sent:** Tuesday, August 11, 2020 6:34 AM  
**To:** Gepford, Heather <[Heather.Gepford@nrc.gov](mailto:Heather.Gepford@nrc.gov)>  
**Subject:** FW: NRC License No. 05-35290-01 (Docket No. 030-38901) Application

I think this belongs in your area.

Ray

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**From:** Ashley Foti <[ashley.foti@oneatlas.com](mailto:ashley.foti@oneatlas.com)>  
**Sent:** Monday, August 10, 2020 4:44 PM  
**To:** Kellar, Ray <[Ray.Kellar@nrc.gov](mailto:Ray.Kellar@nrc.gov)>  
**Cc:** RidsRgn4MailCenter Resource <[RidsRgn4MailCenter.Resource@nrc.gov](mailto:RidsRgn4MailCenter.Resource@nrc.gov)>; Eric West <[ewest@westest.net](mailto:ewest@westest.net)>  
**Subject:** [External\_Sender] NRC License No. 05-35290-01 (Docket No. 030-38901) Application

Good afternoon.

Attached please find an application seeking approval for an indirect transfer of control for NRC License No. 05-35290-01 (Docket No. 030-38901) submitted on behalf of WesTest, LLC and Atlas Technical Services, Inc. The parties respectfully request review and written approval of this planned license transfer by September 28, 2020, or sooner if possible, to support the transaction's closing schedule. A hard copy of this application is being sent to your offices via Fed Ex as well.

Thank you very much for your time. Should you have any questions or wish to discuss, please let me know.

Regards,

**Ashley Foti**  
Co-General Counsel



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Lafayette, LA 70503  
O: 337.262.4771 | C: 337.354.5489  
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