



STATE OF NEW JERSEY
Board of Public Utilities
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www.nj.gov/bpu/

TELECOMMUNICATIONS

VERIFIED JOINT PETITION OF PLANT HOLDINGS,) ORDER
INC. AND AIRBUS DS COMMUNICATIONS, INC. AND)
MOTOROLA SOLUTIONS, INC. FOR APPROVAL TO)
TRANSFER INDIRECT CONTROL OF AIRBUS DS)
COMMUNICATIONS, INC.) DOCKET NO. TM17080928

Parties of Record:

Wesley K. Wright, Esq., Norris, Keller and Heckman, LLP, on behalf of Petitioners
Stefanie A. Brand, Esq., Director, New Jersey Division of Rate Counsel

BY THE BOARD:¹

On August 24, 2017, Plant Holdings, Inc. ("Plant Holdings") and its wholly-owned subsidiary, Airbus DS Communications, Inc. ("Airbus DS Communications"), and Motorola Solutions, Inc. ("Motorola Solutions")(collectively, "Petitioners"), submitted a Joint Verified Petition to the New Jersey Board of Public Utilities ("Board") pursuant to N.J.S.A. 48:2-51.1 and N.J.S.A. 48:3-10 requesting Board approval to transfer control of Airbus DS Communications to Motorola Solutions. Following completion of the transaction, Airbus DS Communications will continue to offer the same services in New Jersey at the same rates, terms, and conditions.

BACKGROUND

Airbus DS Communications is a California corporation with headquarters based in Temecula, California. According to the petition, Airbus DS first pioneered 9-1-1 call handling over four decades ago and soon thereafter, emergency notification. Airbus DS services permits landline, mobile, and VoIP service providers to transmit call routing and caller location information to Public Safety Answering Points. In New Jersey, Airbus is authorized to provide local exchange and interexchange services. See In the Matter of Airbus DS Communications, Inc. for Authority to Provide Local Exchange and Interexchange Telecommunications Services Throughout the State of New Jersey, Docket No. TE16050477 (December 12, 2016).

¹ Commissioner Dianne Solomon did not participate.

Motorola Solutions is incorporated under the laws of the state of Delaware and its principal offices are located in Chicago, Illinois. According to the petition, Motorola Solutions is a leading global provider of mission-critical communication infrastructure, devices, accessories, software and services. The company produces and sells communications products and services to public safety and government agencies as well as private entities. Motorola Solutions does not provide regulated telecommunications services or telephone access line service in New Jersey.

DISCUSSION

Pursuant to an agreement, Motorola Solutions will acquire from Airbus Defense and Space, Inc. a Delaware corporation, 100% of the equity and voting rights of Plant Holdings. Plant Holdings holds, and will continue to hold after the acquisition is completed, directly or indirectly, 100% of the equity and voting rights of Airbus DS Communications.

Petitioners state that Airbus DS Communications is not currently serving customers in New Jersey and the transaction will not result in any changes to services that the company intends to make available to customers in the State, including rates, terms and conditions of services. Airbus DS Communications will continue to operate under the direction of its existing day-to-day management team, with no current planned changes to such team. Petitioners state there are no Airbus DS Communications or Motorola employees working in New Jersey. Petitioners assert the proposed transaction will accelerate the development and deployment of Next Generation 9-1-1 services and promote public service offerings that will benefit New Jersey residents.

Petitioners aver that Motorola Solutions is technically, managerially and financially well-qualified to become the new ultimate owner of Airbus DS Communications. If approved, the acquisition will allow for investment in and expansion of Next Generation 9-1-1 service offerings in new business segments on 9-1-1 call handling technology and related emergency services to meet the increasingly complex public safety needs and responses in New Jersey.

The New Jersey Division of Rate Counsel submitted comments by letter dated September 27, 2017, stating it does not oppose approval of the proposed acquisition based on the expanded Next-Generation E-911 service obligations planned for provision throughout New Jersey.

FINDINGS AND CONCLUSIONS

Pursuant to N.J.S.A. 48:2-51.1(a), the Board shall evaluate the impact of an acquisition of control of a public utility on competition, on the rates of ratepayers affected by the acquisition of control, on the employees of the affected public utility or utilities, and on the provision of safe and adequate utility service at just and reasonable rates. The Board must be satisfied that positive benefits will flow to customers and the State of New Jersey and, at a minimum, that there are no adverse impacts on any of the criteria delineated in N.J.S.A. 48:2-51.1 as set forth above. N.J.A.C. 14:1-5.14(c). Also, pursuant to N.J.S.A. 48:3-7 and N.J.S.A. 48:3-10, the Board must determine whether the public utility, or a wholly owned subsidiary thereof, may be unable to fulfill its pension obligations to any of its employees.

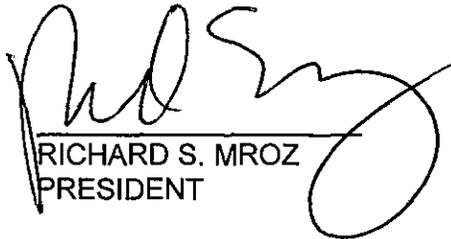
After a thorough review of the record, the Board concludes that there will be no negative impact on rates or service quality as customers will continue to receive the same services at the same rates and under the same terms and conditions. The Board is satisfied that positive benefits will flow to customers based on the record, the transaction will strengthen the competitive posture of Petitioners in the telecommunications market, and the reorganization will result in a corporate structure that will enable Petitioners to more efficiently achieve potential operational, administrative and strategic objectives. Airbus DS does not employ New Jersey personnel, therefore the ability to fulfill pension obligations is not reviewable or considered.

Accordingly, the Board **FINDS** that the proposed transaction is consistent with the applicable law, is not contrary to the public interest and will have no material impact on the rates of current customers, or on New Jersey employees. The Board also **FINDS** that the proposed transaction will have no impact on the provision of safe, adequate and proper service, and will positively benefit competition. Therefore, after investigation, having considered the record and exhibits submitted in this proceeding, the Board **HEREBY AUTHORIZES** Petitioners to complete the proposed transaction.

This Order shall be effective October 30, 2017.

DATED: 10/20/17

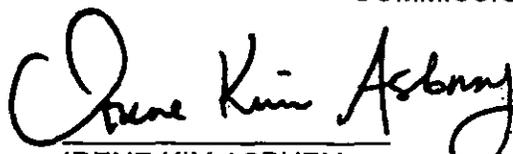
BOARD OF PUBLIC UTILITIES
BY:


RICHARD S. MROZ
PRESIDENT

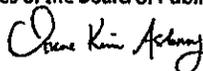

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COMMISSIONER


MARY-ANNA HOLDEN
COMMISSIONER


UPENDRA J. CHIVUKULA
COMMISSIONER

ATTEST: 
IRENE KIM ASBURY
SECRETARY

I HEREBY CERTIFY that the within document is a true copy of the original in the files of the Board of Public Utilities



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