



Agenda Date: 4/6/22
Agenda Item: IVA

STATE OF NEW JERSEY
Board of Public Utilities
44 South Clinton Avenue, 1st Floor
Post Office Box 350
Trenton, New Jersey 08625-0350
www.nj.gov/bpu/

OFFICE OF CABLE TELEVISION AND
TELECOMMUNICATIONS

IN THE MATTER OF THE VERIFIED)
PETITION OF INTRADO COMMUNICATIONS,)
LLC FOR APPROVAL OF A PRO FORMA)
CHANGE IN OWNERSHIP AND CONTROL) ORDER
DOCKET NO. TM22010029

Parties of Record:

Brian O. Lipman, Esq, Director, New Jersey Division of Rate Counsel
Michael Gruin, Esq., Stevens & Lee, on behalf of Petitioner

BY THE BOARD:

On January 28, 2022, Intrado Communications, LLC (“Petitioner” or “Intrado Communications”) submitted a Verified Petition (“Petition”) with the New Jersey Board of Public Utilities (“Board”) pursuant to N.J.S.A. 48:2-51.1, requesting approval, to the extent required, to complete an internal reorganization that will result in a pro forma change in ownership and control (“*Pro Forma Change*”). Following consummation of the reorganization, Petitioner represents that there will be no change to the services, rates, terms and conditions currently being offered to customers in New Jersey.

BACKGROUND

Intrado Communications f/k/a KMC Data, LLC is a Delaware limited liability company with its principal place of business located in Lancaster, Texas.¹ The Petition states that Intrado Communications provides wholesale local and national tandem switching and transport services, termination services, toll-free origination services, and Direct Inbound Dial services to telecommunications and information service providers, including wireless carriers, wireline competitive local exchange carriers, interexchange carriers, cable telephony providers, and Voice Over Internet Protocol providers. Intrado Communications’ services are currently available in 48 states and the District of Columbia. In New Jersey, Intrado Communications is authorized to

¹ Intrado Communications’ operating authority was initially issued in the name of KMC Data, LLC. KMC Data, LLC subsequently changed its name to Hypercube Telecom, LLC. Hypercube Telecom, LLC later changed its name to West Telecom Services, LLC (“West Telecom”). West Telecom later changed its name to Intrado Communications, LLC.

provide resold and facilities-based local and interexchange services pursuant to authority granted by the Board.² Intrado Communications is currently a wholly owned direct subsidiary of Intrado Communications Holdings, LLC (“ICH”), which is a wholly owned direct subsidiary of Intrado Corporation.

PETITION

According to the Petition, the proposed *Pro Forma* Change will transfer ownership of the Petitioner and ICH from Intrado Corporation to entities higher up in Intrado Corporation’s ownership chain without affecting the ultimate ownership or control of Petitioner. Petitioner specifically pointed out that all of the post-consummation voting interests in ICH (directly) and the Petitioner (indirectly) will be held by AP VIII Olympus VoteCo, LLC, a special purpose Delaware limited liability company (“Olympus VoteCo”), which currently indirectly controls Intrado Corporation. Petitioner also represented that all of the post-consummation equity interests in ICH (directly) and Intrado Communications (indirectly) will be owned by Mount Olympus Parent, L.P. (“Mount Olympus”), which currently indirectly owns all of the equity interests in Intrado Corporation. The Petition reflects that Matthew Nord (“Nord”) and Robert Kalsow-Ramos (“Kalsow-Ramos”), both U.S. citizens, are officers and managers of Olympus VoteCo, with each currently holding 45.05 percent of the voting membership interests and equity interests in Olympus VoteCo. Olympus VoteCo is under the collective control of Nord and Kalsow-Ramos, and presently indirectly controls all of the voting interests in Intrado Corporation and its subsidiary companies, including the Petitioner. Petitioner represented that Olympus VoteCo will continue to maintain control of Petitioner post-consummation.

Mount Olympus is a Delaware limited partnership with a principal place of business located in New York, New York. Mount Olympus is indirectly owned by certain investment funds that are managed by affiliates of Apollo funds group and certain members of Intrado management. According to the Petition, Apollo is a global investment manager that raises, invests, and manages investment funds on behalf of pension and endowment funds, as well as other institutional and individual investors.

Petitioner states the *Pro Forma* Change will serve the public interest. Following the reorganization, Intrado Communications will continue to provide services to its existing customers within the State of New Jersey under the same rates, terms, and conditions. The *Pro Forma* Change will apparently be seamless to the customers and vendors of the Petitioner, and will not result in any discontinuance, reduction, loss, or impairment of service to any customer. Further, the Petitioner maintains that Intrado Communications will continue to be operated by the same highly experienced, well-qualified management and technical personnel who operate the Petitioner currently. Additionally, Petitioner represented that the individuals and entities that ultimately control Intrado Communications will remain the same after the internal reorganization.

By letter dated March 9, 2022, the New Jersey Division of Rate Counsel (“Rate Counsel”) submitted comments in support of the continuation of what it described as “innovative, high quality telecommunications services” within the State’s telecommunications market for the benefit of both residential and business customers in New Jersey. Accordingly, Rate Counsel did not oppose the Board granting the requests sought by Petitioner in its Petition.

² In re the Petition of KMC Data, LLC for Authority to Provide Local Exchange and Interexchange Telecommunications Services in the State of New Jersey, Docket No. TE01100637 (Order dated October 23, 2003).

DISCUSSION AND FINDINGS

In considering a request for transfer of control, the Board shall evaluate the impact of the acquisition 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. N.J.S.A. 48:2-51.1(a). 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; 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 careful review of this matter, the Board **FINDS** that the proposed transfer of control 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 transfer of control 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** Petitioner to complete the reorganization proposed in its Petition.

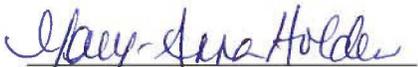
This Order shall be effective April 13, 2022.

DATED: April 6, 2022

BOARD OF PUBLIC UTILITIES
BY:



JOSEPH L. FIORDALISO
PRESIDENT



MARY-ANNA HOLDEN
COMMISSIONER



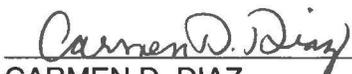
DIANNE SOLOMON
COMMISSIONER



UPENDRA J. CHIVUKULA
COMMISSIONER



ROBERT M. GORDON
COMMISSIONER

ATTEST: 

CARMEN D. DIAZ
ACTING SECRETARY

IN THE MATTER OF THE VERIFIED PETITION OF INTRADO COMMUNICATIONS, LLC FOR
APPROVAL OF A PRO FORMA CHANGE IN OWNERSHIP AND CONTROL

DOCKET NO. TM22010029

SERVICE LIST

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