|  |  |  |
| --- | --- | --- |
| PUC logo | COMMONWEALTH OF PENNSYLVANIAPENNSYLVANIA PUBLIC UTILITY COMMISSIONP.O. BOX 3265, HARRISBURG, PA 17105-3265 | **IN REPLY PLEASE REFER TO OUR FILE** |

April 4, 2012

A-2012-2284857

JEAN L KIDDOO ESQUIRE

BRETT P FERENCHAK ESQUIRE

BINGHAM MCCUTCHEN LLP

2020 K STREET NW

WASHINGTON DC 20006

Re: Application of NextG Networks of NY, Inc. dba NextG Networks East,

 NextG Networks, Inc. and Crown Castle Solutions Corporation

Dear Mr. Delaney:

On January 17, 2012, NextG Networks of NY, Inc. (NextG-NY), NextG Networks, Inc. (NextG Networks) and Crown Castle Solutions Corporation (Solutions), collectively the Applicants, filed an application pursuant to Chapter 11 of the Pennsylvania Public Utility Code, 66 Pa. C.S. §§ 1101-1103 and the Commission’s Policy Statement Utility Stock Transfers under 52 Pa. Code § 69.901, seeking approval of a transfer of control of NextG-NY. The application was filed as a *General Rule Transaction* pursuant to 52 Pa. Code § 63.324.

Pursuant to 52 Pa. Code § 5.14, relating to applications requiring notice, a notice was published in the *Pennsylvania Bulletin* on Saturday, February 4, 2012, and protests were due by February 21, 2012. Additionally, copies of the application were served upon the Office of Small Business Advocate and the Office of Consumer Advocate. Further notice was not required and no protests or comments have been received.

Applicants proposes transferring indirect control of NextG-NY to Solutions. The Applicants submit the transaction is in the public interest. Pennsylvania customers will continue to be served by NextG-NY following the indirect transfer of control. The rates, terms and conditions of the services being received by customers will not change as a result of the proposed transaction.

As required by Section 63.325(k)(1) of our rules, 52 Pa. Code § 63.325(k)(1), we find that the record sufficiently supports the Applicants’ claim that the proposed transfer of control will benefit customers by strengthening their competitive position in Pennsylvania. After the proposed transaction, NextG-NY will continue to provide telecommunication services at the same rates, terms and conditions and, therefore, the transaction will be transparent to current customers. For the reasons advanced by the Applicants, we conclude that the record provides substantial evidence of affirmative public benefits sufficient to warrant approval of the proposed transaction under *City of York v. Pennsylvania Public Utility Commission*, 295 A.2d 825 (Pa. 1972) and *Irwin A. Popowsky v.* *Pa. PUC,* 937 A.2d 1040 (Pa. 2007).

The Commission finds that the transaction is necessary for the service, accommodation, convenience, or safety of the public as required by Section 63.325(k)(2) of the Commission’s rules. The Commission will issue a certificate of public convenience authorizing this transaction as required under 66 Pa.C.S. §§ 1102(a) and 1103, and the Commission’s rules, 52 Pa. Code § 63.324(k)(2).

In addition, based upon the information provided in the joint application, the Commission finds that the transaction does not harm competition. The Commission’s approval enhances NextG-NY’s ability to compete in Pennsylvania without harm to consumers or Pennsylvania markets as required by Section 63.324(k)(3) of our rules. 52 Pa. Code § 63.325(k)(3).

The Commission has determined that Applicants are current with their annual financial and Security Planning and Readiness Self Certification Form report filing requirements, and there are no outstanding Commission fines or assessments against Applicants.

In summary, we find that the joint application should be approved as a General Rule transaction under Section 63.324 of the Commission’s rules as requested, and, that a certificate of public convenience be issued to NextG-NY evidencing our approval of the proposed transfer of control.

Therefore, the Commission directs Applicants to file notice with this Commission within 60 days of the consummation of the transfer. That if Applicants determine that the proposed transaction will not take place, Applicants shall promptly so notify this Commission.

 BY THE COMMISSION,

 Rosemary Chiavetta

 Secretary

cc: J. Elaine McDonald

 Pennsylvania Emergency Management Agency 911 (E911)

 Monica Gambino, VP Legal

 Henry T. Kelly, Esquire

 Joan M. Griffin, Esquire

Winafred Brantl, Esquire

 H. Anthony Lehv, General Counsel & Secretary