



Frequently Asked Questions

Memorandum of Understanding for the Merger of Fieldbus Foundation and HART Communication Foundation

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The Fieldbus Foundation and HART Communication Foundation have signed a memorandum of understanding for a possible merger of the two organizations. This proposed merger is still in the exploratory phase and is not yet guaranteed. Here are some answers to frequently asked questions about the merger.

Q: Is the merger a foregone conclusion, with an agreement to merge the two organizations that has been approved by the Boards of Directors?

A: No. What has been agreed is that each organization will appoint a study team to review the possibility of merging the organizations based on an increased value of a single organization, as well as significant benefits to their respective memberships and the automation industry in general.

Q: Would this be a true merger or an acquisition of one organization by another?

A: The merger would be a true merger of equals and not an acquisition of any one organization by another. A combined organization of Fieldbus Foundation and HART technologies could better leverage the complementary benefits of the technologies. The new combined organization would create more cooperation and collaboration. In addition, improved economies of scale would be realized through merging training and education; seminars; testing and registration; participation at trade shows, conferences, and events; online presence; and social media strategies.

Q: I am a member of only one of the Foundations. How would a merger affect my future membership?

A: Membership in either one of the existing foundations would carry over into the new proposed organization with the same rights and benefits that members enjoy today.

Q: If I were a member of both Foundations, how would this affect my membership costs?

A: While we have begun an analysis of our respective memberships, we have not yet defined the membership model as it relates to membership dues. Members of both foundations should see increased efficiencies and reduced total costs as more and more standards, processes and procedures are harmonized. Over time, we anticipate suppliers recognizing more efficiency compared to membership in both organizations.

Q: If the investigation were successful, when would a merger likely happen?

A: There is still a lot of exploratory work to do in regard to due diligence in the financial and legal arenas. Everything we do must meet strict criteria in terms of benefitting our membership and the broader automation market, including our mutual end users. Once that is done, there are board and membership votes and, if successful, legal filings. Our target is to have everything completed by mid-2014.

Q: Who will decide if the merger is to proceed?

A: The decision to proceed with the merger will flow through three steps. First, the study team will prepare a report and recommendation for each board of directors. Once that is completed, the boards will individually vote to proceed or not. Finally, if both boards vote to proceed with the merger, the proposal will go to a member vote in both organizations.

Q: What are some of the goals of the proposed new merged organization?

A: There are a number of goals:

- Collaboration on new and existing technologies.
- Fully integrated marketing strategy to advance the extensive use of digital devices.
- Improved products and services.
- Increased market share of digital field devices in total device market.

Q: Would the technologies and protocols of both Foundations continue to exist and evolve on their own?

A: Both the FOUNDATION fieldbus and HART specifications would continue to exist separately and evolve. Each protocol would retain and maintain its own brand name, trademarks, patents and copyrights. The proposed organization would continue to seek areas of logical harmonization just as we have with EDDL and FDI.

Q: How would the proposed organization deal with the different wireless strategies that exist?

A: The proposed organization would continue to support the wireless strategies that exist today within each organization.

Q: How would the proposed merger affect the current activities regarding FDI?

A: Both organizations are totally committed to the FDI project and would continue to support FDI as the sole integration technique for smart devices.

Q: Would the two organizations move to a single location?

A: Pending approval of the merger, the plan is to co-locate both organizations into a single facility as soon as it is practical.

Q: How would the merger affect host system, and device testing and registration?

A: Both the Fieldbus Foundation and HART Communication Foundation are currently working on common device and host testing procedures under the FDI Cooperation initiative. That is one of the major benefits of the FDI project. Although elements of those tests may differ based on the structure of the protocols, there are many elements that the two organizations share in common. We anticipate that we will move toward a common set of procedures for both device and host testing, and a common registration process.