

SECURITIES AND EXCHANGE COMMISSION

FORM 8-K

Current report filing

Filing Date: **2013-05-16** | Period of Report: **2013-05-13**
SEC Accession No. [0000897101-13-000757](#)

([HTML Version](#) on [secdatabase.com](#))

FILER

COMMUNICATIONS SYSTEMS INC

CIK:**22701** | IRS No.: **410957999** | State of Incorp.:**MN** | Fiscal Year End: **1231**
Type: **8-K** | Act: **34** | File No.: **001-31588** | Film No.: **13850080**
SIC: **3661** Telephone & telegraph apparatus

Mailing Address

*10900 RED CIRCLE DRIVE
MINNETONKA MN 55343*

Business Address

*10900 RED CIRCLE DRIVE
MINNETONKA MN 55343
9529961674*

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549**

FORM 8-K

**CURRENT REPORT
PURSUANT TO SECTION 13 OR 15(D) OF
THE SECURITIES EXCHANGE ACT OF 1934**

Date of Report (date of earliest event reported): May 13, 2013

Communications Systems, Inc.

(Exact name of Registrant as Specified in its Charter)

Minnesota

(State Or Other Jurisdiction Of Incorporation)

001-31588

(Commission File Number)

41-0957999

(I.R.S. Employer Identification No.)

**10900 Red Circle Drive
Minnetonka, MN**

(Address Of Principal Executive Offices)

55343

(Zip Code)

(952) 996-1674

Registrant's Telephone Number, Including Area Code

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (*see* General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act
-
-

Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

In a press release dated May 15, 2013, Communications Systems, Inc. (the “Company”) disclosed actions it had taken with respect to improving sales and profitability at its Transition Networks business unit. In connection with these actions, the Company terminated the employment of Seweryn Sadura, the former Vice President and General Manager for Transition Networks, effective May 13, 2013.

In addition to his existing duties, the Company’s President and Chief Executive Officer William G. Schultz, has assumed the duties as General Manager of the Company’s Transition Networks business unit until the Company hires a new General Manager for Transition Networks.

Item 9.01 Financial Statement and Exhibits.

Exhibit 99.1 Communications Systems, Inc. Press Release dated May 15, 2013.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

COMMUNICATIONS SYSTEMS, INC.

By: /s/ William G. Schultz
William G. Schultz
President and Chief Executive Officer

Date: May 15, 2013



PRESS RELEASE

FOR IMMEDIATE RELEASE

Contact: William G. Schultz, President & Chief Executive Officer
952-996-1674

CSI announces Changes at Transition Networks Business Unit

Minnetonka, Minnesota – May 15, 2013 — Communications Systems, Inc. (NASDAQ: JCS), a telecommunications products and managed services provider, today announced a change in management and other restructuring within its Transition Networks business unit. CSI President and CEO William G. Schultz announced that the Company was making these personnel changes to refocus Transition Networks' efforts targeting its strategic vertical markets and to better address the needs of its global customer base.

In connection with these actions, which are effective immediately, Mr. Schultz will serve as acting General Manager of Transition Networks. This role will be in addition to his duties as President and Chief Executive Officer. Mr. Schultz served as General Manager of Transition Networks from October 2007 until May 2010 when he became the Company's Executive Vice President of Operations. He became CSI's President and Chief Executive Officer in May 2011.

In the short term, Mr. Schultz will focus on leading the execution of the Company's key 2013 objectives while working to implement a redesigned sales infrastructure that can more quickly adapt to the shifting realities of Transition Networks' markets and customers. The Company is conducting a search to fill key leadership roles in management and sales.

10900 Red Circle Drive • Minnetonka MN 55343 • 1-800-268-5130 • 952-996-1674 • www.commsystems.com



Schulz remarked, "Our Transition Networks business unit had revenues of \$10.8 million and operating income of \$226,000 in the 2013 first quarter compared to revenues of \$12.9 million and operating income of \$1.2 million in the 2012 first quarter. As we noted in our first quarter press release, these decreases were due primarily to the continued slowdown in government spending and a decline in Transition Networks legacy products, which resulted in a decrease in North American revenue from \$9.3 million to \$6.7 million. With the continued uncertainty over federal government spending, the Board of Directors felt it was appropriate to make personnel changes in order to strengthen this business unit to stabilize its 2013 revenues and profitability in a challenging domestic environment."

As part of its action, the Company will be effecting an immediate reduction-in-force of approximately eight percent of its 150-employee Transition Networks business unit. As noted above, the Company will be filling key leadership roles in management and sales, so the ultimate decrease in Transition Networks employees will be slightly less than eight percent.

The Company has not yet determined the amount of expense and restructuring charge associated with the moves.

Transition Networks manufactures network interface devices ("NIDs"), media converters, network interface cards ("NICs"), Ethernet switches, and other connectivity products that offer customers the ability to affordably integrate fiber optics into any data network.

10900 Red Circle Drive • Minnetonka MN 55343 • 1-800-268-5130 • 952-996-1674 • www.commsystems.com

SUTLE

TRANSITION
NETWORKS

idc
TECHNOLOGIES