

CITY OF GRAND JUNCTION, COLORADO

RESOLUTION NO. 84-18

**A RESOLUTION CONSENTING TO ASSIGNMENT OF THE CABLE TELEVISION
FRANCHISE AGREEMENT**

RECITALS:

Bresnan Communications, LLC ("Franchisee") owns, operates and maintains a cable television system ("the System") in the City pursuant to a grant of a franchise ("Franchise") made April 5, 2005. The Franchisee is the current lawful and duly authorized holder of the Franchise.

Charter Communications, Inc. ("Charter"), the parent company of the Franchisee is reducing the number of operating entities and subsidiaries and is aligning its cable operations regionally. As part of the reorganization, Franchisee will merge into another subsidiary of Charter, Spectrum Pacific West, LLC ("Spectrum"). Given the merger, Franchisee desires to assign the Franchise and transfer operation and control of the System to Spectrum.

Once assigned, the Franchise will be held by Spectrum and Spectrum will operate, control and maintain the cable system. The corporate reorganization and assignment of the Franchise will not result in any change to the ultimate control and operation of the cable system nor the provision of cable services within the City.

Consent of the City Council is required for assignment of the Franchise. Likewise, for the transfer of control to be approved by the Federal Communications Commission ("FCC") through what is known as the "FCC 394 process", the City, as the franchise authority, must give its consent. Charter has requested that the City consent to the assignment and transfer of control of the Franchise to Spectrum through the FCC 394 process authorized by the FCC.

The Franchisee and Charter have provided the City with all information necessary to render a decision on the transfer application. The City has reviewed the information and the qualifications as the same have been disclosed to it.

**NOW THEREFORE BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF
GRAND JUNCTION THAT:**

- 1) The City of Grand Junction, Colorado, as the franchise authority, hereby consents to assignment of the Franchise, all in accordance with the terms of the Franchise and applicable law. The City confirms that the Franchise is valid and in full force and effect.
- 2) Charter or Spectrum Pacific West, LLC may assign, transfer or transfer control of its assets, including the Franchise, provided that such assignment, transfer or transfer of control is to an entity directly or indirectly controlling, controlled by or under common control with Charter, restructure debt or change the ownership interests among existing

equity participants in Charter, pledge or grant a security interest to any lender(s) of Charter's assets, including but not limited to, the Franchise, or of interest in Charter, for purpose of securing any indebtedness, and sell equity interests in Charter or any Charter affiliates.

3) Upon assignment and closing of the transaction, Spectrum Pacific West, LLC shall be and remain bound by the terms and conditions of the Franchise.

4) This Resolution shall be deemed effective on its passage.

5) This Resolution shall have the force of a continuing agreement by and between the Franchisee, Charter, Spectrum West, LLC and the City.

6) This resolution shall not be amended or otherwise altered without notice to and the consent of the Spectrum Pacific West, LLC and Charter.

PASSED AND ADOPTED this 5th day of December, 2018.



President of the City Council

ATTEST:



City Clerk

