

**RESOLUTION NO. 94-19**

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**BE IT RESOLVED** by the Township Trustees of Union Township, Butler County, Ohio that:

**WHEREAS**, the current cable television franchise (hereinafter "Franchise") granted by Union Township - Butler County to Time Warner Cable, a division of Time Warner Entertainment Company, L.P. (hereinafter "Time Warner Cable") by an Agreement dated May 16, 1979, expires on May 16, 1994.

**WHEREAS**, the Township and Time Warner Cable are continuing to negotiate under the informal process as defined by 47 U.S.C. Section 546(h) in reaching a mutual agreement on the terms and conditions upon which said Franchise should be renewed; and

**WHEREAS** the Township has not yet completed the proceeding initiated by it pursuant to 47 U.S.C. Section 546(a) which proceedings are for the purpose of identifying the future cable related community needs and interests and for the purpose of reviewing the performances of Time Warner Cable under the current Franchise, and

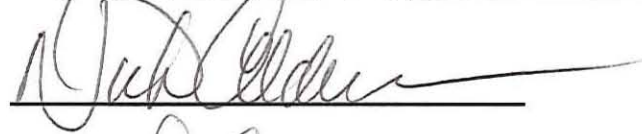
**WHEREAS**, the Township has found it to be in the best interest of the residents of Union Township - Butler County to allow Time Warner Cable to continue to operate its cable system in Union Township - Butler County for a limited period of additional time (six months) after the date of expiration of the existing Franchise, while the Township attempts to reach an agreement with Time Warner Cable regarding the terms and conditions for renewal of the said Franchise; and

**WHEREAS**, the Township found that it would be in the best interest of the residents of Union Township - Butler County for the Township to avail itself of the additional time that would be provided by up to a six (6) months extension of the current Franchise to continue to negotiate terms and conditions of a renewal franchise that are favorable to the Township and its residents.

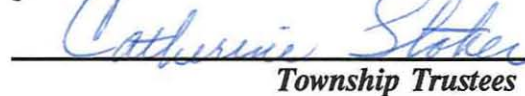
**NOW THEREFORE, BE IT RESOLVED BY UNION TOWNSHIP - BUTLER COUNTY, STATE OF OHIO:**

That the Trustees hereby authorize the Township to enter into an agreement with Warner Cable Communications for an extension of the existing franchise for a six month period. Such agreement shall be executed and attached to the resolution and known as Appendix "A".

Adopted the 24<sup>th</sup> day of MAY, 19 94

  
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Township Trustees

Attest:   
Township Clerk

# Agreement

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Now Therefore, the Township and Time Warner Cable do hereby agree as follows:

### Section I

The Township hereby extends the current Franchise held by Time Warner Cable to operate and maintain a cable television system in Union Township-Butler County for up to six(6) months beyond the May 16, 1994 expiration date of said Franchise. The current Franchise will then expire six (6) months from the date set forth below or as otherwise provided in any subsequent Franchise that the parties may enter into.

### Section II

The purpose of the up to six (6) months extension of said Franchise shall be:

- (a) To allow the Township to complete the proceedings initiated by its pursuant to 47 U.S.C. Section 546(a) for the purpose of identifying the future cable related community needs and interests and reviewing the performance of Time Warner Cable under the current Franchise;
- (b) To allow Time Warner Cable to continue to operate its cable system in the Township for an additional period of time while the Township attempts to reach an agreement with Time Warner Cable regarding the terms and conditions for renewal of said Franchise; and
- (c) To allow the Township to continue negotiating with Time Warner Cable regarding the terms and conditions for renewal of said Franchise.

### Section III

Both parties agree that the definition of "Gross Revenues" shall be the following:

"Gross Revenues" shall mean all revenues derived directly or indirectly by the Grantee from operating a CTS in Union Township, Butler County, including, but not limited to, Basic Cable Service revenues, any other service tier revenues, including Expanded Cable Service revenues, Cable Service revenues, Pay Television revenues, additional services revenues, advertising revenues, Home Shopping revenues, Lease revenues from telephone or other use of system, Data Transmission revenues and Viewership Studies revenues resulting from the lease of Channels and all other revenues of any kind received from operation of the System.

Such definition shall be used in the compilation of franchise fees paid by the Grantee to the franchising authority.

### Section IV.

This agreement shall not be construed as a release, surrender or waiver of any of the rights provided to Union Township, Butler County or to Time Warner Cable by any local, state or federal law, including but not limited to the Cable Communicates Policy Act of 1984, as amended and including specifically Section 546 of said Act, as amended, 47 U.S.C. Section 546.

This Agreement shall take effect and be in force from and after the date set forth below.

Dated this 24th day of May, 1994.

Union Township - Butler County

By: David Gully

Its: Union Township Administrator

Time Warner Cable, a division of  
Time Warner Entertainment Company, L.P.

By: \_\_\_\_\_

Its: \_\_\_\_\_



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Union Township - Butler County  
By: David Sully  
Its: Union Township Administrator

Time Warner Cable, a division of  
Time Warner Entertainment Company, L.P.  
By: [Signature]  
Its: DIVISION PRESIDENT

Post-It™ brand fax transmittal memo 7671	# of pages	From	<u>Yucca</u>		
		To	<u>Butler</u>		
		Co.		Phone #	
		Dept		Fax #	