



RESOLUTION NO. 2015-01

**A RESOLUTION OF THE MAYOR AND COUNCIL OF
THE TOWN OF NORTH BRENTWOOD APPROVING A SETTLEMENT
AGREEMENT WITH COMCAST OF MARYLAND, LLC.**

WHEREAS, Comcast of Maryland, LLC., (“Comcast”) holds a cable franchise issued by the Town of North Brentwood (“Franchisor”) pursuant to CB 14-1999, to Jones Communications of Maryland, LLC. (“Franchise Agreement”), which was transferred to Comcast; and

WHEREAS, the Franchise Agreement term has expired, but Comcast filed a Federal Cable Act Section 626 letter on July 15, 2011, and Comcast and Franchisor continue to operate under the Franchise Agreement;

WHEREAS, on April 10, 2014, Franchisor received from Franchisee an FCC Form 394 requesting that Franchisor consent, if such consent were required, to a proposed transaction in which the company controlling Franchisee, Comcast Corporation, would acquire Time Warner Cable (“Transaction”); and

WHEREAS, the parties have extended the deadline for the Franchisor to act on the request for approval of the Transaction through and including February 13, 2015 without any party waiving claims as to whether or not consent is required; and

WHEREAS, the Franchise Agreement states that the Franchisor, in determining whether to consent to a transfer, may consider without limitation the legal, financial, and

technical qualifications of the transferee to operate the system; any potential impact of the Transfer on subscriber rates or services; and whether operation by the transferee or approval of the Transfer would adversely affects Subscribers, the County's interest under the Agreement, the Cable Ordinance, other applicable law, and is otherwise in the public interest; and

WHEREAS, Franchisor believes that Comcast is in noncompliance with a number of provisions of the Franchise Agreement; and

WHEREAS, Comcast disputes the Franchisor's allegations of noncompliance;

WHEREAS, Franchisor and Comcast have agreed to settle certain disputes regarding noncompliance by means of a Settlement Agreement, which is attached to this Resolution, while otherwise reserving all rights under the Franchise Agreement and the renewal process which addresses certain of the issues raised by the transfer; and

WHEREAS, the attached Settlement Agreement shall only be effective if Franchisor approves Comcast's request for Transfer approval, or permits such application to be deemed granted by the expiration of the period for review.

NOW, THEREFORE, BE IT RESOLVED by the Mayor and Council of the Town of North Brentwood that the Settlement Agreement be and it is hereby approved in substantially form attached; and it is further

RESOLVED, Town of North Brentwood agrees that the time for review expires as of February 13, 2015; and be it further

RESOLVED, that the (Mayor) be and she is hereby authorized to sign the Settlement Agreement on behalf of the City/Town.

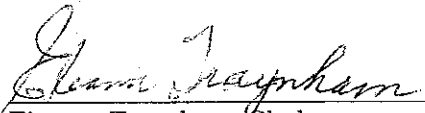
ADOPTED by the Mayor and Town Council of Town of North Brentwood at a regular meeting on the 2nd day of February, 2015.


EFFECTIVE the 2nd day of February, 2015.

WITNESS:

CITY/TOWN

Town of North Brentwood


Eleanor Traynham, Clerk


Petrella Robinson, Mayor

APPROVED AS TO FORM
AND LEGAL SUFFICIENCY:


Kevin Best, Town Attorney