

RESOLUTION NO. _____

A RESOLUTION OF THE CITY COUNCIL OF THE
CITY OF COSTA MESA, CALIFORNIA, AUTHORIZING
A NON-EXCLUSIVE CABLE TELEVISION FRANCHISE
AGREEMENT BETWEEN THE CITY AND ADELPHIA
CABLEVISION OF ORANGE COUNTY, LLC

THE CITY COUNCIL OF THE CITY OF COSTA MESA DOES HEREBY
RESOLVE AS FOLLOWS:

SECTION 1. This resolution is adopted in consideration of the following facts:

A. Adelphia Cablevision of Orange County, LLC (“Franchisee”) is a Delaware limited liability company and a wholly-owned subsidiary of Adelphia Communications Corporation, and has requested from the City of Costa Mesa (“Franchise Authority”), a Cable Television Franchise Agreement (“Agreement”) that authorizes the construction, operation, and maintenance of a cable television system within a designated franchise service area.

B. The franchise service area described in the Agreement was previously unincorporated county territory. In July 2003, that unincorporated county territory was annexed by the Franchise Authority in accordance with authorization from the Orange County Local Agency Formation Commission as set forth in Resolution Nos. IA 01-18 and IA 01-19 that were adopted on September 16, 2002.

C. A cable television system within the annexed territory described above in paragraph (B) was operated by an affiliate of the Franchisee under the authority of a Franchise Agreement with the County of Orange that had been transferred to that affiliate by Comcast Cablevision of Orange County, LLC. That Franchise Agreement was approved by Resolution No. 00-257 of the Orange County Board of Supervisors, as

adopted on August 1, 2000. The transfer of that Franchise Agreement by Comcast Cablevision of Orange County, LLC to Adelphia Cablevision of Orange County II, LLC, a wholly-owned subsidiary of Adelphia Communications Corporation, was approved by Resolution No. 00-258 of the Orange County Board of Supervisors, as adopted on August 1, 2000.

D. Negotiations between the Franchise Authority and the Franchisee commenced in early 2004. A new agreement has been negotiated, which is titled “An Agreement between the City of Costa Mesa and Adelphia Cablevision of Orange County, LLC, a Wholly-Owned Subsidiary of Adelphia Communications Corporation, Granting a Nonexclusive Franchise to Operate a Cable Television System in the City of Costa Mesa and Setting Forth Terms and Conditions Relating to the Grant of the Franchise.”

E. The Franchise Authority has reviewed the present and future cable-related needs of the community and its residents, the Franchisee’s record of service and its ability to carry out its obligations under the Agreement, and the Franchisee’s financial, legal, and technical qualifications to hold and to operate a cable television franchise, and has determined that the public interest would be served by authorizing the Franchise Agreement. This determination is based upon the following findings:

1. The Franchisee has the financial, legal, and technical ability to provide the services, facilities, and equipment as set forth in the Agreement.

2. The Franchisee’s performance of the obligations set forth in the Agreement will reasonably meet the future cable-related community needs and interests, taking into account the cost of meeting those needs and interests.

SECTION 2. The Franchise Authority authorizes a nonexclusive Agreement with the Franchisee to construct, operate, and maintain a cable television system within the designated franchise service area. This authorization is made in accordance with the applicable provisions of Chapter 1 of Title 19 of the Costa Mesa Municipal Code, the applicable provisions of state and federal law, and the terms and conditions of that certain Agreement attached to this resolution.

SECTION 3. That certain Agreement attached as Exhibit 1 to this resolution is authorized and approved, and the City Manager is authorized to execute that Agreement on behalf of the Franchise Authority following its execution by the Franchisee.

SECTION 4. The City Clerk is directed to certify to the adoption of this resolution and to transmit a certified copy to the General Manager, Adelpia Communications Corporation, 3042 E. Miraloma, Anaheim, CA 92806.

PASSED AND ADOPTED this 15th day of November, 2004.

Mayor of the City of Costa Mesa

ATTEST:

Deputy City Clerk

APPROVED AS TO FORM:

City Attorney

STATE OF CALIFORNIA)
COUNTY OF ORANGE) ss
CITY OF COSTA MESA)

I, JULIE FOLCIK, Deputy City Clerk and Ex-officio Clerk of the City Council of the City of Costa Mesa, hereby certify that the above and foregoing Resolution No. _____ was duly and regularly passed and adopted by the said City Council at a regular meeting thereof held on the 15th day of November, 2004, by the following roll call vote:

AYES:

NOES:

ABSENT:

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the City of Costa Mesa this 16th day of November, 2004.

Deputy City Clerk and Ex-officio Clerk of
the City Council of the City of Costa Mesa