

RESOLUTION NO. 443

A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF SHORELINE, WASHINGTON, CONSENTING TO THE TRANSFER OF CONTROL OF THE CABLE FRANCHISE GRANTED IN ORDINANCE NO. 522.

WHEREAS, on October 27, 2008, the City Council adopted Ordinance No. 522, granting a 12-year Franchise to Verizon Northwest Inc. ("Franchisee"), with the Franchise effective until November 6, 2020; and

WHEREAS, on September 14, 2009, the City Council adopted Resolution No. 289 consenting to the transfer of control of the Franchisee to Frontier Communications Corporation ("Frontier"); and

WHEREAS, on July 1, 2010, the Franchisee changed its corporate name from Verizon Northwest Inc. to Frontier Communications Northwest Inc.; and

WHEREAS, on May 28, 2019, Northwest Fiber LLC entered into a Purchase Agreement with Frontier by which the Franchisee will reorganize as a limited liability corporation and will then become a direct, wholly-owned subsidiary of Northwest Fiber and, pursuant to the Purchase Agreement, the ultimate control of the Franchise will transfer to Northwest Fiber; and

WHEREAS, pursuant to 47 USC §537 and Section 11 of the Franchise, Frontier and Northwest Fiber have required written consent by the City for the transfer of control; and

WHEREAS Frontier and Northwest Fiber have executed a Federal Communications Commission ("FCC") Form 394, together with attachments, collectively the "Transfer Application," which documents more fully the transfer and the requests for the City's consent to the transfer; and

WHEREAS, the City Council considered the Transfer Application and all applicable and relevant factors, and deems it to be in furtherance of the public interest and welfare of its citizens to consent to the transfer request, subject to appropriate conditions;

NOW, THEREFORE, THE CITY COUNCIL OF THE CITY OF SHORELINE, WASHINGTON, HEREBY RESOLVES:

Section 1. Consent Approved. The City of Shoreline, as the franchise authority, consents to the transfer of control from Frontier Communications Corporation to Northwest Fiber LLC as set forth in the Transfer Application. Upon transfer, Northwest Fiber shall comply with all of the terms and conditions of the Franchise granted by Ordinance No. 522.

Section 2. Franchise in Full Force and Effect. The City of Shoreline confirms the Franchise granted by Ordinance No. 522 is in full force and effect and expires on November 6, 2020.

Section 3. Representations of the City. With passage of this Resolution, the City of Shoreline makes no representations concerning whether any violations or non-compliance exist with respect to the Franchise. Nothing in this Resolution shall be construed by Frontier or Northwest Fiber as precluding the City from addressing any prior acts of noncompliance by Frontier, pursuant to the terms and conditions of the Franchise.

Section 4. Effective Date of Consent and Notice. The City of Shoreline's consent shall not take effect until such time as Frontier and Northwest Fiber consummate the proposed transaction described in the Transfer Application. Northwest Fiber shall notify the City by sending written notice to the City Clerk within thirty (30) days of the closing of the transaction.

Section 5. Severability. If any one or more sections, subsections, or sentences of this Resolution are held to be unconstitutional or invalid, such decision shall not affect the validity of the remaining portion of this Resolution and the same shall remain in full force and effect.

Section 6. Effective Date of Resolution. This Resolution shall take effect and be in full force immediately upon passage by the City Council.

ADOPTED BY THE CITY COUNCIL ON SEPTEMBER 16, 2019.



Mayor Will Hall

ATTEST:


Jessica Simulcik Smith
City Clerk