

ORDINANCE NO 22

This ordinance is to establish a franchise between the Township of Plainfield and DVB-TV 3801 E. Florida Ave., Suite 400, Denver, Colorado 80210 and assign from DVB-TV to Falcon the franchise.

CATV FRANCHISE AGREEMENT

FRANCHISE AGREEMENT, made and entered into this 12th day of July, 1984 by and between the Township of Plainfield, P.O. Box 256, Hale, Michigan, party of the first part, herein called "Township" and DVB-TV, Inc. of 3801 East Florida Avenue, Suite 400, Denver, Colorado 80210, herein called "DVB-TV.

WITNESSETH:

For and in consideration of the mutual covenants and promises hereinafter set forth the Township of Plainfield does hereby grant to DVB-TV the right to construct, operate and maintain a community antenna television system, hereinafter sometimes called "CATV", in the Township of Plainfield, Hale, Michigan for the purpose of receiving, amplifying and distributing television signals for the use of citizens and residents of the Township of Plainfield for the term and on the conditions as follows:

Section 1. Easements to Install Cable T.V. System:

Let it be known that this cable TV franchise will permit the franchisee to make use of all Township right-of-ways and easements, including poles, alleys, accesses and ways controlled or owned by the Township for the sole purpose of installing CATV apparatus to supply paid TV to residents of the Township for a fee. Let it be known that this franchise permit will also enable the permittee to install underground cable for its CATV distribution system within the same alleys, accesses and ways owned or controlled by the Township.

Section 2. Design Maps

DVB-TV will provide copies of its design maps to appropriate officials of the Township prior to the start of construction for approval by the Township.

Section 3. Inspection of Signal Quality

DVB-TV will allow representatives of the Township Board access to one monitoring point on the CATV distribution system to inspect the quality of picture to be delivered by the system. This point will be at the central location of the system electronics (head-end).

Section 4 Insurance Standards

DVB-TV will provide proof of insurance prior to the start of construction to the Township Board. DVB-TV will keep the following types of insurance enforce during the term of the franchise:

- A. DVB-TV Inc. will provide liability insurance of up to \$300,000 during the term of this franchise permit.
- B. DVB-TV Inc. will insure its property against vandalism, tornadoes, fire, theft, etc. during the term of this franchise permit.

Section 5. Theft of Service

DVB-TV will be permitted by this franchise to impose a financial penalty of up to \$200.00 per day upon any person or persons found to be tampering in any way with its system.

Section 6. System Maintenance

Should this system require maintenance upon the off-air channels, DVB-TV will give adequate notification to system subscribers. The time chosen to make these repairs will be the time which will least inconvenience the systems customers.

Should CATV service be disrupted due to circumstances beyond its control, DVB-TV Inc. will make every effort to restore service as soon as possible.

Section 7. Rates

Year-round residential dwellings:

1. Connection fees
 - a. Connection of first TV set \$28.50
 - b. Connection of addition TV set \$15.00
2. Monthly fee for service (one premium channel) \$22.50
3. Monthly fee for second sets \$2.50
4. Cinemax Movie Service (optional) \$10.00
(one-time converter deposit fee of refundable \$20.00 if returned in good condition)

Vacation homes:

1. Connection fees
 - a) Connection of first TV set \$28.50
 - b) Connection of additional TV sets \$15.00
2. Monthly fees-including one premium channel assuming vacation home is utilized regularly for six months per year, annual payment of \$135.00 for CATV service.
3. Year-round availability of cable TV for vacation homes. DVB-TV will keep CATV service installed to the vacation home for an additional \$12.50 (payable with annual fee of \$135.00)
4. Second set are fees are identical to fees for year round occupancy (calculated for the six month period only).

Section 8. Rate Increases

In the event of future rate increases, the following procedures will be utilized by the Township and DVB-TV.

1. DVB-TV will freeze the existing rate structure of this franchise, as specified in Section 7 above, for a period of 18 months following the date of this permit.
2. Cascade must give the Township Board a minimum of 90 days notice before the effective date of any rate increase.
3. The Township Board may call a public hearing to review terms of the announced rate increase.
4. If the Township Board fails to respond to the “Notice of Intent to Increase Rates” as filed by DVB-TV, the rate increase will take effect 90 days after the Township Board is notified of the new rate increase.

Section 9. Construction Schedule

- A. Design: DVB-TV will complete designing of the system with 21 days following the formal award of this franchise permit.
- B. DVB-TV will initiate construction of the system with 45 days following the formal award of this franchise, subject to the following factors:
 - 1. The execution of appropriate utility companies of pole rental contracts with DVB-TV to enable DVB-TV to lease space upon the utility company poles for the placement of overhead coaxial cable as part of the CATV distribution system.
 - 2. The execution of a purchase contract or lease contract for a suitable location for the system electronics and system earth station(s) to be located (following a signal quality examination to be certain of adequate signal at the earth station and antenna location.)
- C. If all of the conditions of “B” above, are met, DVB-TV will complete construction of the system within 120 days of the date of this franchise permit.

Section 10. Programming

- A. DVB-TV will provide a minimum of four (4) network and PBS stations (in compliance with FCC “must carry” rules and regulations.)
- B. DVB-TV will provide a minimum of 9 off-satellite program services.

Section 11. Equipment

All equipment to be installed upon the system will be of state of the art equipment.

Section 12. FCC Compliance

The system will operate in compliance with appropriate rules of the Federal Communication Commission.

Section 13. Public School and Township Public Channel

Cable TV further agrees to provide one (1) Public Access Channel on said system for use by Hale Area School System, the Township of Plainfield, and local public service, non-profit announcements. This channel to be activated upon request by the Hale School District or Plainfield Township.

Section 14. Township Buildings and School

Cable TV shall provide without limitation or charge and without a monthly fee one connection to Township Hall Building and to all Hare Area School Buildings.

Section 15. Non-Exclusive 15-year Franchise

It is further understood and agreed that this franchise may be revoked for non-compliance of contract. It is further understood and agreed that this is a non-exclusive 15-year franchise.

Section 16. Non-Assignability

This franchise shall be deemed a privilege to be held in personal trust by Cable TV and said franchise shall not be sold, transferred, leased, assigned or any way disposed of by Cable TV without the prior consent of the Township.

A resolution of the Township Board of Plainfield Township, State of Michigan, consenting to the assignment and transfer of a cable television franchise from DVB-TV, Inc., a Colorado Corporation to Falcon Telecable, a California limited partnership

Be it resolved, by the Plainfield Township that the transfer of the cable TV franchise dated July 12, 1984, from DVB-TV, Inc., a Colorado corporation registered to do business in the state of Michigan, to Falcon Telecable, a California limited partnership, registered to do business in the state of Michigan, is approved and confirmed by the Township Board of the Plainfield Township, State of Michigan, effective upon the date of sale of the assets of DVB-TV, Inc.'s cable television system to Falcon.

Passed and approved by the Township Board of the Plainfield Township, State of Michigan, this day
of October, 1987