

RESOLUTION NO. 3953

A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF REDLANDS CONSENTING TO ASSIGNMENT OF A CABLE TELEVISION FRANCHISE IN REDLANDS FROM FIELD CABLEVISION OF REDLANDS-YUCAIPA, INC. TO AMERICAN CABLE OF REDLANDS JOINT VENTURE AND FIELD ENTERPRISES, A GENERAL PARTNERSHIP

WHEREAS, by Ordinance No. 1480, adopted April 4, 1972, the City granted a franchise for the construction, operation and maintenance of a Community Antenna Television System in Redlands (the "System") to Televents of California, Inc.;

WHEREAS, the franchise was granted under the terms and conditions of Ordinance No. 1445, as amended by Ordinance No. 1459;

WHEREAS, by Resolution No. 3058, adopted August 7, 1973, the City Council approved the assignment of the franchise to Televents of Redlands, Inc. and the franchise was thereafter assigned to Televents of Redlands, Inc. prior to the merger of Televents of California, Inc. into Televents, Inc.;

WHEREAS, by Resolution No. 3722, adopted November 18, 1980, the City Council approved the assignment of the franchise to Field Cablevision of Redlands-Yucaipa, Inc. ("Field Redlands") and the franchise was thereafter assigned to Field Redlands;

WHEREAS, the franchise granted by Ordinance No. 1480, as amended by Ordinance No. 1618, was granted under the terms of Ordinance No. 1445, as amended by Ordinance No. 1459, as further amended by Ordinance No. 1526 and by Ordinance No. 1678, and various changes in service rates authorized thereunder have also been approved on January 7, 1975, January 3, 1978, January 2, 1979, May 20, 1980 and February 21, 1982, by the City Council (the franchise as heretofore amended being hereinafter called the "Franchise");

WHEREAS, Field Redlands has entered into an agreement (the "Agreement") pursuant to which it has agreed to sell all of its assets pertaining to its community antenna television systems located in certain areas of California, including the Franchise, to American Cable of Redlands Joint Venture ("American Cable"), subject to certain conditions, including the consent of the City Council to the assignment of the Franchise to American Cable;

WHEREAS, Field Communications Corporation, the parent corporation of Field Redlands, and Field Enterprises, Inc.,

the parent corporation of Field Communications Corporation, have adopted plans of liquidation and complete dissolution which contemplate that all the assets of Field Communications Corporation and Field Enterprises, Inc. will be distributed to Field Enterprises, a Delaware partnership, no later than March 15, 1984;

WHEREAS, according to the above-described plan of liquidation, if the closing under the Agreement does not occur prior to such liquidation, Field Redlands will assign the Franchise to Field Enterprises and, upon the occurrence of the closing under the Agreement, Field Enterprises would assign the Franchise to American Cable, all subject to certain conditions, including the consent of the City Council to such assignments;

WHEREAS, under the provisions of Section 7.G. of Ordinance No. 1445, Field Redlands has requested the City Council to consent to and approve the assignment of the Franchise by Field Redlands to American Cable, and, in the alternative, the assignment of the Franchise by Field Redlands to Field Enterprises and then by Field Enterprises to American Cable;

WHEREAS, the Council, after a public hearing on this matter held on March 6, 1984, finds that the proposed assignee, American Cable, has shown financial responsibility and has agreed to comply with all the provisions of the Franchise (including the provisions of the Ordinances referred to therein), if assigned, and whereas the Council also finds that Field Enterprises has shown financial responsibility and has agreed to comply with all the provisions of the Franchise (including the provisions of the Ordinances referred to therein), if assigned;

NOW, THEREFORE, BE IT RESOLVED by the City Council of the City of Redlands as follows:

1. The City of Redlands consents to and approves the assignment, sale and transfer of the Franchise,

FROM: Field Cablevision of Redlands-Yucaipa, Inc.
1825 Industrial Park Avenue
Redlands, California 92373

TO: American Cable of Redlands Joint Venture
2930 East Third Avenue
Denver, Colorado 80206,

subject to the consummation of the sale and transfer of the Franchise from Field Redlands to American Cable on or before the date of liquidation, and subject further to filing with

the City Clerk of the City of Redlands, of the following duly executed documents:

- (a) Within ten days following such transfer and assignment, an executed copy of an assignment of the Franchise by Field Redlands to American Cable; and
- (b) An executed copy of an agreement by American Cable to comply with all the provisions of the Franchise (including the provisions of the Ordinances referred to therein) and of this resolution.

2. The City of Redlands hereby consents to and approves the assignment, sale, and transfer of the Franchise,

FROM: Field Cablevision of Redlands-Yucaipa, Inc.
1825 Industrial Park Avenue
Redlands, California 92373

TO: Field Enterprises
401 North Wabash Avenue
Chicago, Illinois 60611

and thereafter,

FROM: Field Enterprises
401 North Wabash Avenue
Chicago, Illinois 60611

TO: American Cable of Redlands Joint Venture
2930 East Third Avenue
Denver, Colorado 80206,

each such assignment being subject to the consummation of the sale and transfer of the Franchise from Field Redlands to American Cable as authorized in the preceding Resolution not having taken place prior to the liquidation, and, in the case of the assignment from Field Redlands to Field Enterprises, subject further to filing with the City Clerk of the City of Redlands, between March 15, 1984 and May 15, 1984, of the following duly executed documents:

- (a) Within ten days following such transfer and assignment, an executed copy of an assignment of the Franchise by Field Redlands to Field Enterprises; and

- (b) An executed copy of an agreement by Field Enterprises to comply with all of the provisions of the Franchise (including the provisions of the Ordinances referred to therein) and of this resolution;

and, in the case of the assignment from Field Enterprises to American Cable, subject further to filing with the City Clerk of the City of Redlands, between March 15, 1984 and May 15, 1984, of the following duly executed documents:

- (a) Within ten days following such transfer and assignment, an executed copy of an assignment of the Franchise by Field Enterprises to American Cable; and
- (b) An executed copy of an agreement by American Cable to comply with all of the provisions of the Franchise (including the provisions of the Ordinances referred to therein) and of this resolution.

3. The City of Redlands hereby affirms that the Franchise is currently in full force and effect.

4. The consents and approvals hereby granted are given pursuant to the Franchise and are permitted by the City of Redlands Municipal Code. The consents and approvals hereby given do not, however, constitute and shall not be construed to constitute a waiver of any obligations of American Cable or Field Enterprises, as transferees of the Franchise, under the Franchise, nor be construed to estop the City from enforcing any provision of its ordinances on the Franchise.

5. The City of Redlands hereby does not object to the pledge by American Cable following the transfer of the Franchise to it of the assets of the System including the Franchise, in order to partially secure borrowings by American Cable.

6. Except as set forth herein, this resolution shall not otherwise have any effect on the terms, covenants and conditions of the Franchise held by Field Redlands.

7. The transfer shall be subject to the transferee's written agreement to the following additional conditions:

- (a) The Franchisee shall provide for the installation of underground cable conduit in new

subdivisions of the City, as now or in the future included in the City, at the time of undergrounding of other utilities to such areas, as necessary to ensure subsequent provision of economical service to such areas.

- (b) The Franchisee shall complete those portions of the system previously agreed to, but not yet installed, within one year of approval of the transfer to Field Enterprises or American Cable, whichever is earlier, excepting those portions of the system planned for 5th, 6th, 7th and 9th Streets between Park Avenue and State Street, as shown on the map attached hereto as Exhibit A.
- (c) The offices and facilities of the Franchisee shall be continuously open between 9:00 a.m. and 5:00 p.m. daily, excepting weekends, to respond to customer inquiries, problems, and requests for services.
- (d) The Franchisee may not conduct door to door sales activities.
- (e) Franchisee shall continue the existing maximum charge of \$25.00 for residential installations requiring aerial or underground cable of 175 feet or less. In addition, Franchisee shall, consistent with subparagraph (a) above, extend service to residential areas achieving densities of 75 dwelling units per plant mile. Where lower densities have been achieved, service will be extended provided: (1) 50 percent of the dwelling units agree to subscribe; (2) actual construction costs exceeding \$250 for each home passed are borne by the subscribers, exclusive of costs covered by the residential installation charge policy; and (3) payments are received prior to commencement of work. Extension of service shall be completed within 6 months of receipt of payment. Where service is requested pursuant to this paragraph, a written estimate of the costs shall be provided to the potential customer within 30 days.
- (f) Potential commercial customers shall receive a written response, upon a request for service,

within 60 days, of the cost of extending service to them. Service shall be extended to such customers under terms, conditions, and prices substantially equivalent to those offered to residential customers pursuant to subparagraph 7(e) hereof.

- (g) The Franchisee shall provide a report to the City Council on the technology, cost, and potential for conversion of the existing cable system within the City to permit expansion or introduction of two-way services. Such report shall be submitted to the City Council within one year.

ADOPTED, SIGNED AND APPROVED this 6th day of March, 1984.

Carole Beswick
Mayor of the City of Redlands

ATTEST:

Lorrie Poyzer
City Clerk

I, Lorrie Poyzer, City Clerk, City of Redlands, hereby certify that the foregoing resolution was duly adopted by the City Council at a regular meeting thereof held on the 6th day of March, 1984, by the following vote:

AYES:	Councilmembers Johnson, DeMirjyn, Martinez, Larsen; Mayor Beswick
NOES:	None
ABSENT:	None

Lorrie Poyzer
City Clerk

LAW OFFICES OF
BEST, BEST & KRIEGER

MEMORANDUM

March 5, 1984

TO: MAYOR, CITY COUNCIL AND CITY MANAGER
FROM: CITY ATTORNEY
RE: CONSENT TO TRANSFER FRANCHISE FROM FIELD CABLEVISION
OF REDLANDS-YUCAIPA TO AMERICAN CABLE AND FIELD
ENTERPRISES

We have prepared a resolution and proposed ordinance amendment providing for consent of the City of Redlands to the transfer of the cable television franchise now held by Field Cablevision of Redlands-Yucaipa, Inc. That company is in the process of liquidating its assets. American Cable, Inc., a joint venture related to Daniels and Associates, Inc., has an agreement to purchase the Redlands franchise along with the franchises in San Bernardino, Beaumont, March and Norton Air Force Bases, and portions of unincorporated Riverside and San Bernardino Counties.

In the event that some difficulty develops in transferring any of those franchises to American Cable, Inc. a partnership composed of the major partners in the current franchisee would succeed to the franchise. This entity "Field Enterprises" would be a caretaker organization primarily interested in finding another suitable buyer for the franchise. In its application, Field Enterprises, the partnership,

has committed to continuing the practices and policies of the existing franchisee.

The enclosed resolution conditions the transfer on compliance by the new franchisee with certain conditions. In addition to assuming all of the responsibilities of the existing franchisee without change, paragraph 7 of the resolution requires the franchisee to extend service to new and developing areas, and to complete construction of the system proposed by its predecessor. A policy requiring undergrounding in new subdivisions and extension of service to areas attaining 60 dwelling units per mile would be required.

The transferee has requested that it not be required to serve such low density areas unless it is permitted to canvas door-to-door on a semiannual basis. Current ordinances prohibit such activity. The enclosed ordinance amendment which would permit such solicitations with Council consent, registration of solicitors, and advance notice to the Police Department of the areas to be canvassed. Based upon the minimum allowable lot frontages in residential zones in the City, the following densities are available in the City's residential zones: Residential Estate: 52.8 du/mile; Residential-Suburban: 62 du/mile; R-1 Single Family Residential: 88 du/mile; R-1-D Single Family Residential: 102 du/mile. These figures assume complete buildout and

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do not allow for street widths or intervening nonresidential uses and properties. The existing franchisee has extended service beyond the originally proposed service area throughout the City.

We recommend adoption of the enclosed resolution.

GREGORY V. MOSER