

**RESOLUTION NO. \_\_\_\_\_, SECOND SERIES**

**GRANTING CLARITY TELECOM, LLC D/B/A VAST BROADBAND  
A FRANCHISE EXTENSION THROUGH DECEMBER 31, 2029**

**WHEREAS**, on or about June 16, 2003, the City of Marshall, Minnesota (“City”) granted a Cable Television Franchise (“Franchise”) to Prairiewave Communications, Inc (“Prairiewave”) and Knology, Inc. d/b/a WOW!, (“WOW!”) and

**WHEREAS**, the initial term of the Franchise expired on or about June 18, 2013; and

**WHEREAS**, the City adopted Resolution No. 2943, Second Series on March 5, 2007 approving the transfer of the Franchise to Knology, Inc. d/b/a WOW!, (“WOW!”); and

**WHEREAS**, the City adopted Resolution No. 3895, Second Series on June 11, 2013 extending the term of the Franchise until December 31, 2014; and

**WHEREAS**, City provided written notice to WOW! of the Franchise term extension through December 31, 2014; and

**WHEREAS**, the City adopted Resolution No. 4060, Second Series on September 9, 2014 approving the transfer of the Franchise to Clarity Telecom, LLC, d/b/a Vast Broadband (“Vast”) and extending the term of the Franchise until December 31, 2015; and

**WHEREAS**, the City adopted Resolution No. 4266, Second Series, on April 12, 2016 extending the term of the Franchise until December 31, 2016; and

**WHEREAS**, Vast executed said Resolution No. 4266, Second Series and agreed to continue complying with the Franchise, as amended by Resolution No.4266; and

**WHEREAS**, the City adopted Resolution No. 4409, Second Series on July 11, 2017 extending the term of the Franchise until December 31, 2017; and

**WHEREAS**, Vast executed said Resolution No. 4409, Second Series and agreed to continue complying with the Franchise, as amended by Resolution No. 4409, Second Series; and

**WHEREAS**, both the City and Clarity desire to extend the term of the Franchise to

facilitate renewal negotiations under state and federal law.

**NOW, THEREFORE, BE IT RESOLVED** by the City Council of Marshall, Minnesota as follows:

1. The Franchise and the rights, privileges and authority hereby granted shall be for an initial term *of ten (10) years*, commencing on the Effective Date of this Resolution No.\_\_\_\_\_, Second Series. The Franchise will be automatically extended for an additional term of five (5) years, unless either party notifies the other in writing of its desire to not exercise this automatic extension (and enter renewal negotiations under the Cable Act) at least three (3) years before the expiration of the Franchise. If such a notice is given, the parties will then proceed under the Federal Cable Act renewal procedures.
2. Except as specifically modified hereby, the Franchise shall remain in full force and effect.
3. The City and Vast hereby agree that neither waives any rights either may have under the Franchise or applicable law.
4. This Resolution shall become effective upon the occurrence of both of the following conditions: (1) The Resolution being passed and adopted by the Marshall City Council; and (2) Vast's acceptance of this Resolution.

Passed and Adopted by the Council this \_\_\_\_\_ day of \_\_\_\_\_, 2019.

CITY OF MARSHALL, MINNESOTA

ATTEST:

By: \_\_\_\_\_

By: \_\_\_\_\_

Robert J. Byrnes

Kyle Box

Its: Mayor

Its: City Clerk

## ACCEPTANCE

Clarity Telecom, LLC, d/b/a Vast Broadband, hereby acknowledges the City of Marshall Resolution No. \_\_\_\_\_, Second Series and hereby accepts the terms, provisions and recitals of the Resolution and agrees to be bound by the Franchise to the extent consistent with applicable laws.

DATED: \_\_\_\_\_, 2019

CLARITY TELECOM, LLC  
D/B/A VAST BROADBAND

By: \_\_\_\_\_

Its: \_\_\_\_\_