

State of California



Fair Political Practices Commission

P.O. BOX 807 • SACRAMENTO, 95804 ••• 1100 K STREET BUILDING, SACRAMENTO, 95814

Technical Assistance •• Administration •• Executive/Legal •• Enforcement
(916) 322-5662 322-5660 322-5901 322-6441

December 21, 1984

David W. McMurtry
Law Offices of de la Vergne
and McMurtry
901 H Street, Suite 502
Sacramento, CA 95814

Re: Your Request for Advice
Our File No. A-84-296

Dear Mr. McMurtry:

You requested advice from this office on behalf of the Sacramento Metropolitan Cable Television Commission ("SMCTC") concerning the application of Government Code Section 84308, 1/ as amended by AB 2992. Specifically you requested advice on the following basic issues:

1. Whether any of the alternatives you presented for restructuring SMCTC would change our previous advice that the members of the Sacramento County Board of Supervisors and certain members of the Sacramento City Council who sit as the Board of Directors of SMCTC are covered by Section 84308.

2. Whether the amendment to the Cable Television Ordinance allowing members of the Board of Directors to resign and be replaced by nonelective appointed persons affects the application of Section 84308 to the resigning member.

As I informed you in our telephone conversations, the Executive Director of the Commission, John Keplinger, has reviewed the request for advice and has determined pursuant to 2 Cal. Adm. Code Section 18329 to treat your request on the first issue only as a request for an opinion by the Commission under Section 83114(a) and to grant the request. I have

1/ All statutory references are to the Government Code unless otherwise noted.

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enclosed copies of the Commission regulations concerning the procedure for Commission opinions and will provide you with further information concerning the scheduling and other practical matters in the near future.

Accordingly, this letter is only a response to your request for advice on the ramifications under Section 84308 of the emergency ordinance which amended the Cable Television Ordinance to provide in part:

... Any member of the Board of Directors may resign by giving written notice filed with the Clerk of the Board of Directors.

If the resigning member is a member of the Governing Body of the County, the successor to that member shall be selected by and shall serve at the pleasure of the Governing Body of the County. Said successor need not be a member of the Governing Body of the County.

If the resigning member is a member of the Governing Body of the City of Sacramento, the successor to that member shall be selected by and serve at the pleasure of the Governing Body of the City of Sacramento. Said successor need not be a member of the Governing Body of the City of Sacramento if no member of said governing body is willing to serve on the Board of Directors.

* * *

This is an urgency ordinance within the meaning of Section 25131 of the Government Code and an ordinance for the immediate preservation of the public peace, health and safety within the meaning of Section 25123(d) of the Government Code, shall be passed immediately upon introduction, and shall take effect immediately. The facts constituting the urgency are as follows. Chapter 1681, Laws of 1984, became effective as an emergency measure on September 30, 1984, and elected members of the Board of Directors of the Sacramento Metropolitan Cable Television Commission may wish to resign from said Board of Directors in light of said legislation prior to the next regular monthly meeting of the Board of Directors. Unless members of the Board of Directors of the Commission are permitted to resign, conflicts

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of interest resulting from the receipt of campaign contributions could require disqualification from voting in a manner which seriously impairs the ability of the Commission to make decisions during the month of November, 1984, critical to the administration of the cable television franchise.

It is clear that the intended effect of this ordinance is to ensure that the members of the Sacramento City Council and Sacramento Board of Supervisors who choose to resign from SMCTC are not covered by Section 84308. It is our opinion that so long as the person appointed to replace the elected official on the SMCTC has the same authority as any other member and can act independently of the elected official that he or she is replacing, then the elected official is no longer on the SMCTC Board of Directors and is not covered by the prohibitions and other requirements of Section 84308. The method used for choosing a nonelected official member is up to the jurisdictions involved; we do not think that Section 84308 prescribes any particular form of selection if the substantive result is that the person selected is not acting as the alter ego of the elected official.

In addition, the ordinance does not change the applicability of Section 84308 to the remaining elected officials who serve as members of the Board of Directors of SMCTC. Section 84308 applies to all of the members of the Board of Directors of SMCTC including all of the appointed and elected members.

I trust that this discussion responds to your immediate concerns. If I can be of further assistance, please feel free to contact me at (916) 322-5901.

Sincerely,



Diane Maura Fishburn
Staff Counsel
Legal Division

DMF:plh
Enclosures

LAW OFFICES OF
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1001 G STREET, SUITE 101
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BRENTON A. BLEIER
KITT N. BERMAN

AREA CODE 916
TELEPHONE 444-5994

April 6, 1985

Diane Fishburn
Staff Counsel
Fair Political Practice Commission
P.O. Box 807
Sacramento, Calif. 95804

Re: Opinion Request of Counsel to Sacramento Metropolitan
Cable Television Commission

Dear Ms. Fishburn:

This office represents the Sacramento Metropolitan Cable Television Commission and has succeeded de la Vergne and McMurtry and David W. McMurtry in that function.

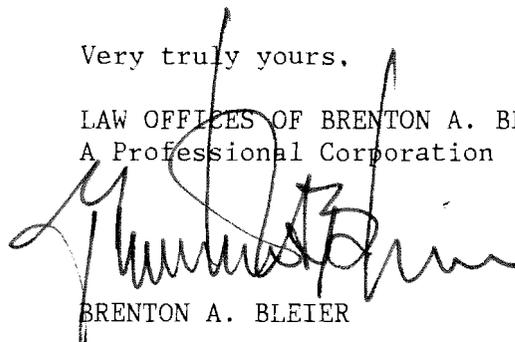
The Sacramento Metropolitan Cable Television Commission has authorized me to recall and remove from your consideration that certain request for formal opinion presented to you on behalf of the Commission by Attorney David McMurtry on or about October 24, 1984. At the present time, the Commission does not intend to pursue any restructure plan.

At the regular monthly meeting, Thursday, May 2, 1985, the Commission expressed great interest in your forthcoming drafting of disclosure forms to assist in compliance with Section 84308 of the Government Code. I told the Commission that you had informed me in our telephone conversation of Thursday morning that you anticipated the completion of your drafting work on the disclosure forms within the first two week of June. Based upon your estimate, giving consideration to required approvals, we could expect the availability of such forms at or before the first of July, 1985.

We look forward with great anticipation to the receipt of such forms. If any way, our office can be of assistance to you in this matter, please feel free to contact us.

Very truly yours,

LAW OFFICES OF BRENTON A. BLEIER
A Professional Corporation



BRENTON A. BLEIER

BAB/md

cc: Robert E. Smith
Executive Director

The Honorable Orvell K. Fletcher
Commission Chairman

SACRAMENTO METROPOLITAN



SMCTC Cable Television Commission

Nov 28 4 25 PM '84

SUITE 2500, 700 'H' ST., SACRAMENTO, CA 95814 • (916) 440-6661

ROBERT E. SMITH
EXECUTIVE DIRECTOR

November 28, 1984

Barbara A. Milman, General Counsel
Fair Political Practices Commission
1100 K Street
P.O. Box 807
Sacramento, CA 95814

Re: Request for Written Advice Concerning Application
of Government Code Section 84308

Dear Ms Milman:

I am once again writing you in my capacity as general counsel for the Sacramento Metropolitan Cable Television Commission ("the SMCTC") requesting an advisory opinion concerning the applicability of Government Code Section 84308 to various proposals which will soon be submitted to the Board of Directors of SMCTC ("the Board") relating to its restructuring.

In my letter to you dated April 4, 1984, I described the existing structure and duties of the Board. I will not repeat those details in this letter.

Since my request of April 4, 1984, a number of events have occurred which have prompted the members of the Board to re-examine the basic governmental structure under which the SMCTC was organized.

As you know, SMCTC is a joint exercise of powers agency created by the written agreement of the County of Sacramento and the Municipalities of Sacramento, Folsom and Galt. The purpose of SMCTC, which is an independent public entity, is to jointly administer cable television franchises for the territorial jurisdictions of each party to the joint powers agreement.

The ordinances (referred to herein collectively as "the CATV Ordinance") authorized the initial cable television franchise for the Sacramento Metropolitan Area (urbanized portions of the County of Sacramento and all areas within the Municipalities of Sacramento, Folsom and Galt) to be awarded by the Board of Supervisors of the County of Sacramento ("the Board of

Supervisors") acting jointly with the concurrence of the City Council of the City of Sacramento ("the Sacramento City Council"). The Board of Supervisors and the Sacramento City Council represent approximately 98.5 percent of the residents of the areas to be serviced by the initial cable television franchise.

Under the terms of the CATV Ordinance, the city councils of the Municipalities of Galt and Folsom were authorized, but not required, to permit all territories within their respective jurisdictions to be subject to the terms of the initial cable television franchise. The governing bodies of each municipality had the choice (to be exercised within 30 days) of rejecting the cable television franchisee selected by the Board of Supervisors and the Sacramento City Council to provide cable television services for their respective jurisdictions.

The Board of Supervisors and the Sacramento City Council, each acting independently in its legislative capacity, selected Cablevision as the initial cable television franchisee for the Sacramento Metropolitan Area. The procedures under which Cablevision was so selected is described in Section 5.50.200 to 5.50.210 of the CATV Television. Subsequently, the Board of SMCTC acting pursuant to Section 5.50.218 of the CATV Ordinance concurred in the selection of Cablevision as the franchisee for the initial cable television franchise. The governing bodies of the Municipalities of Folsom and Galt did not elect to veto the selection of Cablevision as the initial cable television franchisee for their respective jurisdictions as authorized by Section 5.50.212 of the CATV Ordinance.

Accordingly, the legislative process by which Cablevision was selected as the franchisee for the Sacramento Metropolitan Area required the joint, but independent concurrence of the governing bodies of the County of Sacramento, the Municipalities of Sacramento, Folsom and Galt, and the Board of Directors of the SMCTC.

As indicated in my letter of April 4, 1984, the SMCTC was created to administer and enforce the initial cable television franchise on behalf of the parties to the joint exercise of powers agreement which created that agency. The duties and function of the SMCTC are described in that letter.

In recent months certain well-publicized events concerning Cablevision's willingness to comply with the terms of the initial cable television franchise have prompted a re-examination of the structure under which SMCTC presently operates. The enactment of A.B. 2992 has also created various uncertainties concerning the applicability of Government Code Section 84308 ("the Levine Bill") to the members of the Board of Directors of SMCTC.

In my letter to you, dated August 14, 1984, I described the intricate ownership structure of Cablevision and attempted to elicit your opinion as to the application of the Levine Bill to actions undertaken by the Board of SMCTC in the administration of the initial CATV franchise. Although your opinion was most useful to me in advising the members of the Board, the enactment of A.B. 2992 has created considerable further confusion concerning the applicability of the Levine Bill to members of the Board and this uncertainty is felt by many to impede the ability of the Board to function effectively in its efforts to enforce and administer the CATV Ordinance.

In this context, I have been requested to advise the Board and the governing bodies of the constituent members of SMCTC as to various alternatives for the governmental restructuring of SMCTC.

It is my understanding that the Board and the governing bodies do not wish to disassemble SMCTC as an independent agency charged with the administration and enforcement of the initial cable television franchise. Such a decision would require the renegotiation of contractual commitments between SMCTC and Cablevision with possible adverse effects to the public.

Board members have instructed me to examine certain proposals for restructuring of the governance of the SMCTC. Each alternative would return to the governing bodies of the County of Sacramento and the City of Sacramento a substantial portion of the powers and duties which were delegated to the Board of Directors of SMCTC by the CATV Ordinance. These proposals would substantially duplicate the existing inter-governmental arrangement between the County of Sacramento and the City of Sacramento concerning the governance of the Sacramento Housing and Redevelopment Agency, a joint powers agency created by those entities.

Under the proposals, decisions relating to the governance of SMCTC would be made by the Board of Supervisors of County of Sacramento and the City Council of the City of Sacramento, each acting independently of the other in its capacity as a legislative body. Concurrence of the two legislative bodies would be required to either approve or disapprove any act which the Board of Directors of SMCTC is authorized to perform under the CATV Ordinance. Under the proposals, the failure of the governing bodies to agree on a given act would have legal consequences defined by the amended terms and conditions of the joint powers agreement creating SMCTC as an independent agency.

The Board has requested me to advise it at the earliest possible date as to all legal consequences which might flow from the restructuring of the SMCTC in accordance with each proposal. Those legal consequences include, but are not limited to, the

applicability of the Levine Bill to the governance of the SMCTC under each proposed alternative.

Acting pursuant to my instructions I have drafted, and enclosed with this letter, the conceptual wording of three alternative proposals for restructuring the SMCTC.

Those alternatives, which I have labelled "A" through "C" are as follows:

Alternative "A": This alternative takes all cable matters directly to the Board of Supervisors and Sacramento City Council except for hearings conducted before an advisory committee or hearing officer.

Alternative "B": This alternative is an "add to" Alternative "A" and must be read in conjunction with that alternative. It creates a "Cable Television Advisory Agency" similar to the Sacramento Housing and Redevelopment Commission with relatively limited powers.

Alternative "C": This is also an "add to" Alternative "A", but it gives the Cable Television Advisory Agency substantially greater powers.

It would be appreciated if you would examine each alternative and would advise me if or to what extent Government Code Section 84308 would apply to the "Board of Directors" described in wording of each alternative.

I wish to note that contractual commitments made to Cablevision have somewhat limited the methods by which the SMCTC can be restructured without Cablevision's consent. Under the terms of the CATV Ordinance, the jurisdictions adopting the ordinance reserved the right to alter the method by which the SMCTC would be governed through redefinition of the term "Board of Directors". That term is used throughout the CATV Ordinance in various provisions that cannot be amended without the consent of Cablevision. Accordingly, I hope that in your review of this request you will recognize that our continued use of the term "Board of Directors" does not signify that the members of the Board of Supervisors and Sacramento City Council will be acting as individual members of the governing body of SMCTC rather than as individual members of their respective legislative bodies. Practical considerations have precluded me from proposing the deletion of the term "Board of Directors" from CATV Ordinance and the substitution of some other term to describe the relationship between the Board of Supervisors and the Sacramento City Council.

I have also been requested to solicit your opinion as to the applicability of the Levine Bill to the existing structure of the Board of Directors of SMCTC. The CATV Ordinance was recently amended to permit elected officials to resign from the Board of Directors and to be replaced by non-elective appointees of the Board of Supervisors and the City of Sacramento. A copy of the ordinance amendment describing the Board of Directors is attached. It is my opinion that this ordinance amendment does not in any way affect your prior opinions concerning the applicability of the Levine Bill to the members of Board of Directors, but I would appreciate your concurrence in that opinion.

I have also been requested to solicit your opinion on the applicability of the Levine Bill to alternate members of the Board. In particular, I need to advise the Board on any legal consequences under the Levine Bill which might flow from authorizing the elected members of the Board to resign and to appoint citizen alternates in their place. For purposes of this inquiry you may assume that the alternate is appointed by the resigning member but may be removed from office only with the concurrence of the governing body of which the elected official is a member. Alternatively, you may assume that the citizen member is appointed by and serves at the pleasure of the resigning elected official.

Finally, in the last sentence of page 5 of your advisory opinion to me, dated May 15, 1984, you suggested that certain amendments to the CATV Ordinance might alter the advice given to me in that letter. I have been instructed to solicit your opinion as to the nature and extent of ordinance amendments which you refer to in that letter. In particular, I would appreciate receiving any suggestions which you might have concerning the restructuring of SMCTC which would enable it to function as a public entity governed by the governing bodies of its constituent entities under circumstances where the members of those governing bodies would not be deemed to be members of an "Agency" as defined by the Levine Bill.

My reading of the Joint Exercise of Powers Act (Government Code Section 6500 et.seq.) suggests that the Legislature envisioned that joint powers agencies might be governed by the legislative bodies of one or more parties to the joint powers agreement without that legislative body losing its individual identity. I read nothing in the Act, or the Levine Bill, which suggests that the members of a governing body of city or county which functions as the governing body of a joint powers agency must necessarily be serving as "a voting member of another agency" when they act upon matters relating to the joint powers agency.

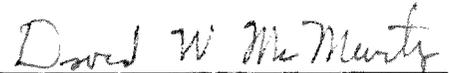
As you know, the SMCTC and its constituent members are presently faced with crucial decisions relating to the administration and enforcement of its initial cable television franchise. Your prompt response to this request will be most sincerely appreciated.

For your convenience I have enclosed copies of various provisions of the CATV Ordinance and the Joint Exercise of Powers Agreement which relate to the matters discussed in this letter. If you or your staff have any questions concerning this matter, please contact me at:

The Law Offices of
de la VERGNE & McMURTRY
A PROFESSIONAL CORPORATION
901 H Street, Suite 503
Sacramento, CA 95814

My telephone number is (916) 441-1978.

Very truly yours,



DAVID W. McMURTRY
General Counsel

Enclosures

DWM/dav

cc: Mr. Robert E. Smith
Lee B. Elam, Esquire
James P. Jackson, Esquire

SUB-CHAPTER 3

ISSUANCE AND RENEWAL OF FRANCHISES

5.50.200 REQUEST FOR PROPOSALS. Except with respect to renewal of a pre-existing Franchisee, no franchise to operate a Cable Television System shall be issued within the Sacramento Community except pursuant to a request for proposals and selection of the Franchisee on the basis of any proposals submitted in response to the request.

5.50.202 ISSUANCE OF REQUEST FOR PROPOSALS. The request for proposals for the Initial CATV Franchise shall be approved and issued by the Governing Bodies of the County and Cities. The request for proposals for franchises subsequently issued under the provisions of this Chapter shall be approved and issued by the Board of Directors of the Cable Television Commission.

5.50.204 CONTENTS OF REQUEST FOR PROPOSALS. The request for proposals shall identify bidding alternatives vested in applicants by the terms of this Chapter, establish the procedure for submission of applications, consideration of applications, selection of the successful applicant and issuance of the franchise, establish fees to be paid by applicants and the Franchisee to cover costs of preparation, solicitation, selection and award, and prescribe such terms, conditions and requirements relating to the franchise consistent with the express provisions of this Chapter as the issuing authority, in its discretion, may determine.

5.50.206 PRIVACY OF PROPOSALS. Applications for a franchise submitted in response to a request for proposals shall be sealed at the time of submission by an applicant. Prior to the deadline for submission of applications, it shall be unlawful for any applicant and any officer, agent, or employee thereof to, whether directly or indirectly, exchange information concerning proposals, enter into any agreement or understanding, or take any other action for the purpose of reducing or eliminating competition among applicants in the selection process.

5.50.208 ENVIRONMENTAL ANALYSIS. For each franchise issued pursuant to the provisions of this Chapter, one or more environmental analysis shall be undertaken pursuant to the provisions of the California Environmental Quality Act commencing at Section 21000 of the Public Resources Code. The provisions of this Chapter, requests for proposals, and resolution offering the franchise shall be subject to amendment for the purpose of implementing any changes dictated by the environmental analysis.

5.50.210 TENTATIVE SELECTION OF INITIAL FRANCHISEE. The Franchisee for the Initial CATV Franchise shall be tentatively selected by the Governing Body of the County and the Governing Body of the Municipality of Sacramento as a combined issuing authority in accordance with the following procedure.

A public hearing on one or more dates shall be held by the Governing Body of the County and the Governing Body of the Municipality of Sacramento sitting jointly for the purpose of receiving presentations by the

applicants for the franchise and comments from the public. Notice of the time, date, place and purpose of the hearing shall be given in the manner prescribed by Section 5.50.024 in Sub-Chapter 1, and mailed to each applicant.

After the conclusion of the public hearing, balloting for selection of the Franchisee shall be conducted jointly by the Governing Bodies of the Municipality of Sacramento and County. The joint balloting shall take place either during the meeting at which the public hearing is closed or during a separately scheduled meeting. In any event, the joint balloting shall be conducted solely during a single meeting of the Governing Bodies meeting jointly. The failure of a member of either Governing Body to be present during a portion or the entirety of the public hearing shall not be deemed to disqualify that member from voting in the joint balloting.

During the joint balloting the applicant who first receives three (3) votes by members of the Governing Body of the County and, during the same balloting, five (5) votes by members of the Governing Body of the Municipality of Sacramento shall be deemed to have been selected as the Franchisee for the Initial CATV Franchise.

The joint balloting shall be conducted as follows:

- a. Each member of the Governing Bodies present shall simultaneously cast a written, secret ballot which contains the name of the voting member and name of the applicant for whom the vote for selection is cast. The Clerk of each Governing Body shall announce the votes immediately following the balloting. The announcement shall include the name of each voter and identification of the applicant for whom the ballot was cast.
- b. If as a result of the first balloting the Franchisee is not selected a second balloting shall be conducted in the same manner as the first, and announced in the same manner as the first.
- c. If as a result of the second balloting a Franchisee has not been selected, a third balloting shall be conducted in the same manner as the first two, with the following exception. The applicant who received the lowest combined number of votes on the second balloting shall be deemed eliminated from competition, and no vote on the third balloting may be cast for that applicant.
- d. If as a result of the third balloting a Franchisee has not been selected, a fourth balloting shall be conducted in the same manner as the third, with the following exception. The applicant who received the lowest combined number of votes on the third balloting shall also be deemed eliminated from competition, and no vote on the fourth balloting may be cast either for that applicant or the applicant who was eliminated from the third balloting.

- e. If as a result of the fourth balloting a Franchisee has not been selected, a fifth balloting shall be conducted in the same manner as the fourth, with the following exception. The applicant who received the lowest combined number of votes on the fourth balloting shall also be deemed eliminated from competition, and no vote on the fifth balloting may be cast either for that applicant or the applicants who were eliminated from the third and fourth balloting.

Any member of the Governing Bodies shall be authorized to cast a vote of abstention during a particular balloting, and such a vote shall not prevent the member from casting a vote in favor of a particular applicant on any later ballot.

If as a result of the fifth balloting a Franchisee has not been selected, new balloting shall be conducted in exactly the same manner as prescribed by Subparagraphs "a" through "e", above, and applicants disqualified from competition during balloting initially conducted pursuant to said Subparagraphs shall not be disqualified during the subsequent balloting conducted pursuant to said Subparagraphs except in accordance with those Subparagraphs during the subsequent balloting.

If as a result of the fifth balloting during the subsequent balloting a Franchisee has not been selected, further repetitive balloting may be conducted pursuant to the provisions of Subparagraph "a", above. Applicants previously eliminated from competition shall not be deemed eliminated during such further balloting pursuant to Subparagraph "a".

The meeting during which the joint balloting occurs shall be subject to periodic recess for periods not exceeding fifteen (15) minutes more or less, in duration, and shall not be subject to continuance to a later time or date. Either Governing Body shall be authorized to separately adjourn the meeting by an affirmative vote of a majority of the members of that Body. If one or both of the Governing Bodies adjourn the meeting prior to selection of the Franchisee, the vote upon the motion for adjournment shall be deemed to constitute a rejection of all applications, and no franchise shall be issued pursuant to that request for proposals.

5.50.212 DISAPPROVAL BY OTHER MUNICIPALITIES. Not later than thirty (30) calendar days after selection of the Franchisee for the Initial CATV Franchise pursuant to the provisions of Section 5.50.210, above, any of the Governing Bodies of the Municipalities of Folsom, Isleton or Galt which have adopted this Chapter may disapprove the selection by resolution duly adopted by the disapproving Governing Body. In the event of adoption of such a resolution the Initial CATV Franchise shall not be applicable to the geographical area within the boundaries of that Municipality, the Franchise Area shall be deemed to exclude such geographical territory, the Municipality shall be deemed to have withdrawn its membership from the Cable Television Commission, and the Franchisee shall, in advance of adoption of a resolution offering the franchise, redesign the Cable Television System proposed in the application to eliminate installation thereof within the disapproving Municipality.

In the event such a resolution is not adopted by the Governing Body of one or more of the three Municipalities which have enacted this Chapter, the Board of Directors of the Cable Television Commission shall be deemed fully empowered to issue the Initial CATV Franchise, and such franchise shall be deemed to be fully applicable within the geographic territory of such Municipality.

5.50.214 TENTATIVE AND FINAL SELECTION PROCEDURES. The Board of Directors of the Cable Television Commission shall tentatively select all Franchisees for franchises issued pursuant to the provisions of this Chapter, except the Franchisee for the Initial CATV Franchise. Prior to tentative selection the Board shall conduct a public hearing for the purpose of receiving presentations from the applicants and comments from the public. Notice of the hearing shall be given in the manner prescribed by Section 5.50.024 in Sub-Chapter 1, and mailed to the applicants.

Between the date of tentative selection of a Franchisee and approval of the resolution offering the franchise, the Governing Bodies of the County and Municipality of Sacramento, or subcommittees thereof, sitting jointly with respect to the Initial CATV Franchise, and the Board of Directors of the Commission, or a subcommittee thereof, with respect to any other franchise, shall conduct a public hearing for the purpose of receiving comments from proposed recipients of services, resources or benefits in relation to the determinations required by Section 5.50.344 in Article 4-a of Sub-Chapter 4. Notice of the hearing shall be given in the manner prescribed by Section 5.50.024 in Sub-Chapter 1, and mailed to the tentative selectee and all proposed recipients as identified in the application by the tentative selectee and pursuant to the provisions of said Section 5.50.344.

With respect to the Initial CATV Franchise, the tentative selection shall not become final until the Governing Bodies of the Municipality of Sacramento and County have approved identical resolutions offering the franchise. The resolution offering the franchise approved by the Governing Bodies shall be adopted without change by the Board of Directors of the Commission pursuant to Section 5.50.218 below. The Board of Directors shall not be authorized to adopt a resolution offering the Initial CATV Franchise unless such resolution has been approved in advance by said Governing Bodies.

With respect to any franchise issued pursuant to the provisions of the Chapter other than the Initial CATV Franchise, the tentative selection of the Franchisee shall not become final until the Board of Directors of the Commission adopts the resolution offering the franchise pursuant to Section 5.50.218 below.

If a tentative selection has not been made within nine (9) months following the deadline for submission of applications established by a request for proposals, all applications shall be deemed rejected, and no franchise shall be issued pursuant to that request for proposals.

At any time prior to adoption of the resolution offering the franchise pursuant to Section 5.50.218, below, either the Governing Body of the County or Municipality of Sacramento with respect to the Initial CATV Franchise, or the Board of Directors of the Commission with respect to any other franchise to be issued under this Chapter, may reject the tentative selectee.

If the resolution offering the franchise has not been adopted within six (6) months following the date of tentative selection of a Franchisee, the tentative selectee shall be deemed to have been rejected.

If for any reason, the tentative selectee shall be deemed to have been rejected or the resolution offering the franchise shall be deemed to have been repealed pursuant to provisions of these Franchise Documents, the Governing Bodies of the County and the Municipality of Sacramento with respect to the Initial CATV Franchise, or the Board of Directors of the Commission with respect to any other franchise to be issued under this Chapter, may select a new tentative selectee pursuant to the procedures set forth in this Chapter from among those applications previously submitted and may offer a franchise pursuant to the request for proposals by which the applications were solicited.

5.50.216 CRITERIA - REJECTION. Determination of whether a request for proposals will be issued shall be vested within the exclusive discretion of the issuing authority. Upon the receipt of applications for a franchise to operate a Cable Television System, the issuing authority may, in its sole discretion, either award a franchise to the successful applicant or reject all applications. Selection of the successful applicant and party to whom a franchise will be issued shall be vested within the exclusive discretion of the issuing authority, and may be made upon the basis of such factors or criteria as the issuing authority, in its sole discretion, may elect.

5.50.218 FRANCHISE RESOLUTION. Each franchise issued pursuant to the provisions of this Chapter shall be issued by and in the name of the Board of Directors of the Cable Television Commission as the issuing authority. A franchise shall be offered to the successful applicant by resolution duly adopted by the Board of Directors of the Cable Television Commission. The resolution may prescribe terms, conditions, or requirements respecting the franchise which are in addition to those set forth in this Chapter, but which are not inconsistent with the express terms of this Chapter. The resolution may also prescribe terms, conditions or requirements respecting the franchise which are in addition to or in conflict with the provisions of the request for proposals and application by the party to whom the resolution offers the franchise.

5.50.220 ACCEPTANCE OF FRANCHISE. The resolution offering the franchise shall be deemed repealed thirty (30) calendar days after its adoption unless not later than the thirtieth (30th) day following adoption of the resolution the party to whom the franchise is offered files a certificate in writing which expressly and unconditionally accepts the franchise in compliance with terms, conditions and requirements of the resolution,

application, request for proposals and this Chapter. The certification shall be signed by a person duly authorized to act in behalf of the Franchisee, shall be notarized, shall have attached thereto a certified copy of an order by the Board of Directors of the Franchisee directing execution and filing of the certification, and shall be accompanied by any fee required by the request for proposals, and the performance bond, security deposit and policy or policies of insurance prescribed by Sections 5.50.700, 5.50.702, and 5.50.706, respectively, in Article 4-e of Sub-Chapter 4, and the documents required by Section 5.50.764 in Article 5-a of Sub-Chapter 5. The certification and accompaniments shall be filed with the Clerk of the Board of Directors of the Cable Television Commission. A certification which constitutes a qualified acceptance or places other limits or conditions thereon, shall be deemed to be a nullity and the resolution shall be deemed to be repealed and all applications rejected. The thirty (30) day period for acceptance prescribed by this Section may be extended either prior or subsequent to its expiration by the Board of Directors of the Commission through express action which prescribes the period of extension.

Filing of the certification in the manner and within the time prescribed above shall effect issuance of the Initial CATV Franchise. With respect to any franchise other than the Initial CATV Franchise, the procedure prescribed above shall effect issuance of the franchise, unless issuance is disapproved pursuant to the provisions of Section 5.50.222 below.

5.50.222 DISAPPROVAL OF ISSUANCE. Not later than thirty (30) calendar days after certification of acceptance of any franchise other than the Initial CATV Franchise, issuance of the franchise may be disapproved by resolution adopted by the Governing Body of any directly affected Agency. The County and Municipalities of Sacramento, Folsom, Isleton and Galt will be deemed to be directly affected if the Franchise Area for the franchise would include territory within their jurisdiction.

Adoption of such a resolution shall be deemed to nullify the resolution offering the franchise and certification of acceptance, and all applications shall be deemed rejected.

5.50.224 TERM OF FRANCHISES. The term of the Initial CATV Franchise shall be twenty (20) years from the date of filing of the certificate of acceptance pursuant to the provisions of Section 5.50.220, above. The term of any franchise issued pursuant to the provisions of this Chapter other than the Initial CATV Franchise shall be as prescribed by the Board of Directors of the Cable Television Commission in its sole discretion, and set forth in the request for proposals; provided that no such franchise shall expire later than December 31, 2007.

5.50.226 AUTHORITY TO RENEW. Any franchise issued pursuant to the provisions of this Chapter, may be renewed by the Cable Television Commission upon such terms, conditions and requirements as the Commission, in its discretion, may prescribe for a period which does not exceed the

AGREEMENT OF FORMATION
SACRAMENTO METROPOLITAN CABLE TELEVISION COMMISSION

THIS AGREEMENT is made and entered into pursuant to the provisions of Section 6500 et seq. of the Government Code of the State of California by and between the County of Sacramento, herein referred to as "County"; and the City of Sacramento and municipalities of Folsom, Isleton and Galt, herein referred to as "Cities"; who do hereby mutually agree as follows:

1. Establishment. There is hereby created an organization known and denominated as the Sacramento Metropolitan Cable Television Commission, which shall be a public entity, separate and apart from the County and Cities. The Sacramento Metropolitan Cable Television Commission (hereinafter referred to as "Commission") shall be governed by the terms of this Agreement, the terms of an ordinance enacted by each agency which enters into this Agreement which is entitled "Cable Television Ordinance", and is hereinafter referred to as the "Ordinance", and by such rules as are duly passed and adopted by the Board of Directors of the Commission.

Notwithstanding the provisions of the introductory paragraph of this Agreement, it is specifically contemplated that each of the Municipalities of Folsom, Isleton and Galt may or may not execute this Agreement and participate in the formation of and become members of the Commission. Therefore, the Commission shall be formed by, as members, the County, the Municipality of Sacramento, and so many of the other Municipalities as approve and execute this Agreement. If neither Folsom, Isleton nor Galt approve and execute this Agreement, this Agreement shall be deemed to have been entered into and the Commission formed by, as members, the County and Municipality of Sacramento.

2. Board of Directors. The Commission shall be governed by and the powers of the Commission vested in a Board of Directors. The number of members of the Board of Directors, composition thereof, and tenure of Directors shall be prescribed by Sub-Chapter 2 of the Ordinance.

- a. Meetings of the Board of Directors and of such advisory or other committees as the Board may appoint, shall be governed by the provisions of the Ralph M. Brown Act (Government Code Sec. 54950 et seq.). The Board of Directors shall establish a time and place for its regular meetings, which shall be held not less frequently than every three (3) months.

- b. A majority of the members of the Board of Directors shall constitute a quorum for the purpose of transacting business.
- c. No action taken by the Board of Directors shall be effective except by duly adopted motion receiving the votes of a majority of the Directors of the Board.
- d. The Board of Directors shall annually elect its Chairperson.
- e. The Clerk of the Board of Supervisors of the County shall serve as Secretary to the Board of Directors, shall be responsible for recordation of the official actions by the Board, and shall be the official custodian of all records of the Board of Directors.

The County may determine reasonable charges to be made against the Commission for the services of the Clerk and the Commission shall pay such charges.

3. Powers. The Board of Directors of the Commission shall be vested with the following powers:

- a. To employ in the name of the Commission an Executive Director and such other personnel as the Board of Directors deems appropriate. The Executive Director shall be appointed by and serve at the pleasure of the Board of Directors.
- b. To make and enter into contracts in the name of the Commission as authorized by or in order to carry out the objects or purposes of this Agreement or the Ordinance, including, but not limited to, contracts with the County providing for provision by County personnel of services for the Commission and reimbursement of the County by the Commission of the costs thereof.
- c. To acquire in the name of the Commission take title to, hold and dispose of real and personal property.
- d. To incur in the name of the Commission debts, liabilities and obligations, which shall not constitute debts, obligations or liabilities of any of the member agencies.
- e. To accept in the name of the Commission grants, gifts and donations in the public interest to carry out the purposes and functions of the Commission;

- f. To establish and provide for the payment of reasonable compensation to its members or their personal representatives for performance of the duties of office; and
- g. To exercise such other powers as are expressly conferred by the provisions of this Agreement or the Ordinance.

The Board of Directors shall also be authorized to sue in the name of the Commission. The Commission shall be subject to suit in its name.

4. Limitations. Pursuant to the provisions of Government Code Section 6509, the powers of the Commission are subject to the restrictions upon the manner of exercising such powers of one (1) of the designated member agencies. For such purposes, the Municipality of Sacramento is hereby designated.

5. Budget. Prior to July 1st of each fiscal year, the Board of Directors shall adopt a preliminary budget. Prior to September 1st of each fiscal year, said Board shall adopt a final budget.

6. Payments. Not later than the first day of October of each year during the term of this Agreement, the Commission shall distribute to the County and Cities who are members of the Commission the difference between: (i) the revenue required to finance the costs to be incurred in accordance with the Commission's Budget (including a reserve for contingencies) for the fiscal year commencing on the preceding first day of July; and (ii) the revenues from franchise fees actually received by the Commission pursuant to the provision of Article 4-d of Sub-Chapter 4, on or before the preceding first day of August for the preceding fiscal year ending June 30. Notwithstanding the foregoing, the Commission shall distribute to said County and Cities not later than the first day of each October not less than twenty (20%) percent of the revenue from such franchise fees.

The franchise fees shall be paid to the County and Cities who are members of the Commission in the same proportion as the ratios which the population of the unincorporated area of the County and incorporated area of the Cities bear to the total population of the Sacramento Community, as disclosed by the Federal Decennial Census for 1980 during the period ending June 30, 1991, the Federal Decennial Census for 1990 during the period commencing July 1, 1991 and ending June 30, 2001, and the Federal Decennial Census for 2000 during any period succeeding June 30, 2001.

Each distribution shall be accompanied by a statement by the Auditor of the Commission stating the amounts of all franchise fees received by the Commission for the distribution period, the dates of receipt, the amount of revenue required to finance the Commission Budget, and the population ratios upon which apportionment of the distribution is being made.

7. Treasurer. The Treasurer of the County shall be the depository of funds of the Commission, and said Treasurer shall be the ex officio Treasurer of the Commission.

The Treasurer shall receive and have custody of and disburse Commission funds on the warrant of the Auditor and shall make disbursements authorized by this Agreement. The Treasurer shall invest Commission funds in accordance with the general law. All interest collected on Commission funds shall be accounted for and posted to the account of said funds.

The County may determine reasonable charges to be made against the Commission for the Services of the Treasurer, and the Commission shall pay such charges.

8. Auditing. The Auditor of the County shall be the ex officio Auditor of the Commission, and shall draw warrants against the funds of the Commission when the demands are approved by the Executive Director or his designee. At the close of each fiscal year, as provided in Government Code Section 6505, the Auditor shall make an audit. In the alternative, the Board of Directors may contract with a public accountant or certified public accountant to make an audit of the accounts and reports of the Commission.

The Auditor shall establish and maintain such funds and accounts as are deemed necessary to account for and report on receipts and disbursements. The Commission shall keep such additional records and accounts which are deemed necessary to account for and report on sources of funds, expenditures, grants and programs as may be required by good accounting practices. The books and records of the Commission shall be open to inspection at all reasonable times by representatives of the member agencies.

The County may determine reasonable charges to be made against the Commission for the services of the Auditor, and the Commission shall pay such charges.

9. Term. Except as hereinafter provided, this Agreement shall terminate and the Commission shall be deemed dissolved on December 31, 2002.

In the event the Initial CATV Franchise is not renewed at the expiration of its term and at the expiration

of said term there is no other franchise issued pursuant to the provisions of this Chapter to operate a Cable Television System in effect within the Sacramento Community, this Agreement shall be deemed terminated and the Commission shall be deemed dissolved on the date of expiration of the Initial CATV Franchise.

10. Disposition of Assets. Upon dissolution of the Commission, its assets shall be distributed to member agencies in the same proportion as distributions to member agencies have most recently been made pursuant to the provisions of Paragraph 6, above. Any real property owned by the Commission shall, in advance of dissolution, be conveyed by the Board of Directors to member agencies as tenants in common with proportional interests equal to the proportion of distributions most recently made pursuant to the provisions of said Paragraph 6.

11. Debts. The debts, liabilities and obligations of the Commission shall not constitute any debts, liabilities or obligations either jointly or severally of the County of Sacramento, City of Sacramento or municipalities of Folsom, Isleton or Galt.

12. Amendment. This Agreement may be amended by written contract approved by and executed in behalf of the Governing Bodies of each member agency. No Franchisee shall be deemed to either expressly or impliedly be a party to this Agreement, a third party beneficiary thereof, or to have any interest which precludes amendment of the terms of this Agreement in any manner in which the Governing Bodies of the member agencies, in their discretion, may mutually agree.

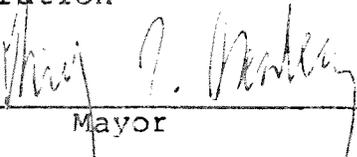
IN WITNESS HEREOF the parties hereto have approved and executed this Agreement as follows.

COUNTY OF SACRAMENTO, a political sub-
division of the State of California

By 
Chairman, Board of Supervisors

Executed on September 30, 1982

CITY OF SACRAMENTO, a municipal
corporation

By 
Mayor

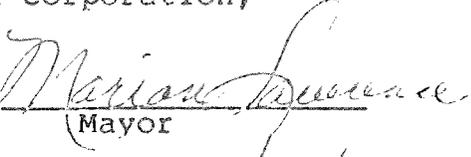
Executed on October 25, 1982

CITY OF FOLSOM, a muni-
cipal corporation

By 
Mayor

Executed on October 27, 1982

CITY OF GALT, a muni-
cipal corporation,

By 
Mayor

Executed on 10/27/82

CERTIFICATE

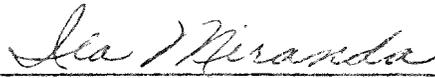
I, ILA MIRANDA, do declare:

1. That I am now and at all times mentioned herein have been the duly appointed and acting Assistant Clerk of the Board of Supervisors of the County of Sacramento, and as such, am the Secretary to the Board of Supervisors, the recorder of official actions of the Board, and custodian of records of the Board;

2. That during a continued regular meeting of the Board of Supervisors on September 27, 1982, the Board, sitting jointly with the City Council of the City of Sacramento, selected United-Tribune Cable of Sacramento, a joint venture, as the tentative selectee for the Sacramento Community Cable Television Franchise pursuant to the provisions of Section 5.50.210 of the Sacramento County Code, and that the attached agreement is in the form of that agreement approved by the Board of Supervisors in Section 5.50.112 of the Sacramento County Code.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on October 12, 1982, in the City of Sacramento, County of Sacramento, State of California.



ILA MIRANDA

CERTIFICATE

I, LORRAINE MAGANA, do declare:

1. That I am now and at all times mentioned herein have been the duly appointed and acting City Clerk of the City of Sacramento, a municipal corporation, and as such am the Secretary to the City Council, the recorder of official actions of the Council, and custodian of records of the Council;

2. That during a special meeting of the City Council on September 27, 1982, the Council, sitting jointly with the Board of Supervisors of the County of Sacramento, selected

CERTIFICATE

I, BERNICE SHELLEY, do declare:

1. That I am now and at all times mentioned herein have been the duly appointed and acting City Clerk of the City of Galt, a municipal corporation, and as such am the Secretary to the City Council, the recorder of official actions of the Council, and custodian of records of the Council;

2. That as of October 28, 1982, the City Council has not pursuant to the provisions of Section 5.50.212 or otherwise, adopted a resolution making inapplicable to the City of Galt the tentative selection of United-Tribune Cable of Sacramento, a joint venture, as the tentative selectee of the Sacramento Community Cable Television Franchise, and that the form of the attached agreement is in the form of that agreement approved by the City Council in Section 5.50.112.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on October 27, 1982 in the City of Galt, County of Sacramento, State of California.


BERNICE SHELLEY

"ALTERNATIVE A"

Amend Section 5.50.104 of the Cable Television Ordinance to read as follows:

5.50.104 BOARD OF DIRECTORS. The Cable Television Commission shall be governed by and administered by the County and the City of Sacramento acting independently through their respective governing bodies, and all reference to "Board of Directors" in this Chapter shall mean said City and County so acting.

Amend Paragraph 2 of the Joint Exercise of Powers Act to read as follows:

2. Board of Directors. The Commission shall be governed by and the powers and duties of the Commission shall be vested in the Board of Directors described in Section 5.50.104 of the Ordinance. Said Board of Directors shall act on behalf of each public entity which is a party to this Agreement.

Add Paragraphs 2A, 2B and 2C to the Joint Exercise of Powers Act to read as follows:

2A. Hearings. Any public hearing required by either the Ordinance or any Cable Television Franchise awarded by the Commission pursuant to Sub-Chapter 3 of the Ordinance ("the Resolution") shall be conducted as follows:

(a) The hearing may be held before the governing bodies of the County and the City of Sacramento sitting jointly for purposes of receiving evidence at the hearing; or

(b) If not prohibited by the Ordinance or

Resolution, the hearing may be held before [an advisory committee appointed by the Board of Directors pursuant to Section 5.50.110 of the Ordinance][the Cable Television Advisory Agency created pursuant to Paragraph 2D of this Agreement]; or

(c) If not prohibited by the Ordinance or Resolution, the hearing may be conducted before a hearing officer appointed by the Board of Directors to conduct the hearing. Any such hearing officer shall be an attorney licensed to practice under the laws of the State of California. The procedure to be followed by the hearing officer and Board of Directors in the conduct of the hearing shall be that provided in Section and 5.50.822 of the Ordinance.

The Board of Directors shall, at its sole discretion, determine the manner in which hearings shall be conducted. The Board of Directors may adopt rules and regulations to facilitate the conduct of such hearings.

The provisions of this paragraph shall apply to only those proceedings undertaken by the Board of Directors in which a public hearing is expressly required by the Ordinance or Resolution.

2B. Board Action. Official actions of the Board of Directors shall be taken as follows:

(a) If under the terms of the Ordinance or Resolution the act requires the approval or affirmance of the Board of Directors said approval or affirmance shall require the joint approval of the governing bodies of the County and the City of Sacramento, each body acting independently of the other in its legislative capacity. If the act is not so approved, it shall be deemed disapproved by the Board of Directors.

(b) If under the terms of Ordinance or Resolution the act requires the disapproval or disaffirmance of the Board of Directors said disapproval or disaffirmance shall require the joint disapproval of the governing bodies of the County and the City of Sacramento, each body acting independently of the other in its legislative capacity. If the act is not so disapproved, it shall be deemed approved by the Board of Directors.

2C. Time Limitations for Board Action. Official actions of the Board of Directors shall be subject to the following time limitations:

(a) If the Ordinance or Resolution requires the Board of Directors to act on a given matter within a specified period of time and the act requires the approval or affirmance of the Board of Directors, the failure of the Board of Directors to approve or affirm said act within said period of time shall be deemed to constitute the disapproval of said act by the Board of Directors.

(b) If the Ordinance or Resolution requires the Board of Directors to act on a given matter within a specified period of time and the act requires the disapproval or disaffirmance of the Board of Directors, the failure of the Board of Directors to disapprove or disaffirm said act within said period of time shall be deemed to constitute the approval of said act by the Board of Directors.

(c) If the Ordinance or Resolution does not require the Board of Directors to act on a given matter within a specified period of time and the act requires the approval or

affirmance of the Board of Directors, the failure of the Board of Directors to approve or affirm said act within a period of sixty (60) days from the date when the matter is first formally considered by either the governing body of the County or the governing body of the Municipality of Sacramento shall be deemed to constitute a disapproval of said act by the Board of Directors.

(d) If the Ordinance or Resolution does not require the Board of Directors to act on a given matter within a specified period of time and the act requires the disapproval or disaffirmance of the Board of Directors, the failure of the Board of Directors to disapprove or disaffirm said act within a period of sixty (60) days from the date when the matter is first formally considered by either the governing body of the County or the governing body of the Municipality of Sacramento shall be deemed to constitute an approval of said act by the Board of Directors.

Any time limitation imposed by this paragraph may be waived or extended by the consent of the governing body of the County, the governing body of the Municipality of Sacramento and the written consent of any Franchisee under a Resolution whose interests would be adversely affected by the act of the Board of Directors.

"ALTERNATIVE B"

Amend Section 5.50.110 of the Cable Television Ordinance to read as follows:

5.50.110 DELEGATION OF POWERS. The parties to the Agreement of the Formation of the Sacramento Metropolitan Cable Television Commission provided for in Section 5.50.112 of this Subchapter 2 shall be authorized to form and appoint advisory and other committees of citizens, officials or representatives of concerned interests, and to authorize the Board of Directors of the Cable Television Commission to delegate to each committee such powers and authority vested in the Board of Directors by the terms of this chapter as it deems appropriate; provided that the Board of Directors shall reserve the right and authority by means of appeal or otherwise, to make the final decision upon any matter relating to issuance or termination of a franchise issued pursuant to the provisions of this Chapter or the administration thereof upon which a discretionary determination is authorized or required by the provisions of this Chapter or any Cable Television Franchise issued pursuant to Sub-Chapter 3.

Add Paragraph 2D to the Joint Exercise of Powers Agreement:

2D. Cable Television Advisory Agency. Pursuant to Section 6508 of the Joint Exercise of Powers Act (Government Code Sections 6500 et. seq.) and Section 5.50.110 of the Ordinance there is hereby created a Cable Television Advisory Board ("Agency") which shall consist of nine members appointed as follows:

(a) Five (5) members of the Agency shall be appointed by and shall serve at the pleasure of the Governing Body of the County.

(b) One (1) member shall be appointed jointly by and shall serve at the pleasure of the Governing Bodies of the Municipalities of Folsom and Galt.

(c) Three (3) members shall be appointed by the Mayor of the Governing Body of the Municipality of Sacramento in accordance with the provision of Article XV of the Charter of said Municipality.

No elected member of the Governing Bodies of County of the Municipality of Sacramento shall be appointed to or shall serve as a member of the Agency.

Subject to the terms and conditions of the Ordinance and the Resolution, the Board of Directors shall delegate to the Agency such powers and authority vested in the Board of Directors as it shall deem appropriate from time to time.

"ALTERNATIVE C"

Amend Section 5.50.110 of the Cable Television Ordinance to read as follows:

5.50.110 DELEGATION OF POWERS. The parties to the Agreement of the Formation of the Sacramento Metropolitan Cable Television Commission provided for in Section 5.50.112 of this Subchapter 2 shall be authorized to form and appoint advisory and other committees of citizens, officials or representatives of concerned interests, and to authorize the Board of Directors of the Cable Television Commission to delegate to each committee such powers and authority vested in the Board of Directors by the terms of this chapter as it deems appropriate; provided that the Board of Directors shall reserve the right and authority by means of appeal or otherwise, to make the final decision upon any matter relating to issuance or termination of a franchise issued pursuant to the provisions of this Chapter or the administration thereof upon which a discretionary determination is authorized or required by the provisions of this Chapter or any Cable Television Franchise issued pursuant to Sub-Chapter 3.

Add Paragraph 20 to the Joint Exercise of Powers Agreement:

20. Cable Television Advisory Agency. Pursuant to Section 6508 of the Joint Exercise of Powers Act (Government Code Sections 6500 et. seq.) and Section 5.50.110 of the Ordinance there is hereby created a Cable Television Advisory Board ("Agency") which shall consist of nine members appointed as follows:

(a) Five (5) members of the Agency shall be appointed by and shall serve at the pleasure of the Governing Body of the County.

(b) One (1) member shall be appointed jointly by and shall serve at the pleasure of the Governing Bodies of the Municipalities of Folsom and Galt.

(c) Three (3) members shall be appointed by the Mayor of the Governing Body of the Municipality of Sacramento in accordance with the provision of Article XV of the Charter of said Municipality.

No elected member of the Governing Bodies of County of the Municipality of Sacramento shall be appointed to or shall serve as a member of the Agency.

2E. Duties of Agency. Subject to the terms and conditions of the Ordinance and the Resolution the Agency shall be vested with the following powers:

(a) To advise the Board of Directors on all matters pertaining to the administration and enforcement of the Ordinance or the Resolution.

(b) To advise the Board of Directors on policy relating to administration of the Commission including, but not limited to budgetary matters, personnel matters and the award of contracts for goods and services.

(c) To function as a hearing body on behalf of the Board of Directors on matters on which a discretionary determination is authorized or required when the exercise of this power by the Agency is expressly authorized by the Board of Directors. Any determination of the agency shall be final and

binding unless appealed to the Board of Directors in accordance with rules and procedures adopted by the Board of Directors.

It is the intent of the parties to this Agreement that to the extent feasible and permitted by the Ordinance and Resolution that the Agency shall exercise its advisory powers on all matters upon which a decision is required by the Board of Directors.

2F. Meetings of Agency. The meetings of the Agency shall be held as follows:

(a) The Agency shall establish a time and a place for its regular meetings, which shall be held of such times as are necessary to facilitate its advisory function to the Board of Directors and at such times as it is directed to meet by the Board of Directors.

(b) A majority of the members of the Agency shall constitute a quorum for the purposes of transacting business.

(c) No action taken by the Agency shall be effective except by duly adopted motion receiving the votes of a majority of the Directors of the Board.

(d) The Agency shall annually elect its Chairperson.

(e) The Clerk of the Board of Supervisors of the County shall serve as Secretary to the Agency, shall be responsible for recordation of the official actions by the Agency, and shall be the official custodial of all records of the Agency.

The County may determine reasonable charges to be made against the Commission for the services of the Clerk of the

Commission shall pay such charges.

(f) Meetings of the Agency shall be governed by the provisions of the Ralph E. Brown Act (Government Code Section 54950 et. seq.)

State of California



Fair Political Practices Commission

P.O. BOX 807 • SACRAMENTO, 95804 • • • 1100 K STREET BUILDING, SACRAMENTO, 95814

Technical Assistance • • Administration • • Executive/Legal • • Enforcement
(916) 322-5662 322-5660 322-5901 322-6441

December 3, 1984

David W. McMurtry
General Counsel
Sacramento Metropolitan Cable
Television Commission
700 H Street, Suite 2500
Sacramento, CA 95814

Re: A-84-296

Dear Mr. McMurtry:

Your letter requesting advice under the Political Reform Act has been referred to Diane Maura Fishburn, an attorney in the Legal Division of the Fair Political Practices Commission. If you have any questions about your advice request, you may contact this attorney directly at (916) 322-5901.

We try to answer all advice requests promptly. Therefore, unless your request poses particularly complex legal questions, or unless more information is needed to answer your request, you should expect a response within 21 working days.

Very truly yours,


Barbara A. Milman
General Counsel

BAM:plh

United-Tribune Cable of Sacramento, a joint venture, as the tentative selectee for the Sacramento Community Cable Television Franchise pursuant to the provisions of Section 20.210 of the Sacramento City Code and duly made and adopted motion, and that the attached agreement is in the form of that agreement approved by the City Council in Section 20.112 of the Sacramento City Code.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on October 25, 1982, in the City of Sacramento, County of Sacramento, State of California.


LORRAINE MAGANA

CERTIFICATE

I, ARLENE SOTO, do declare:

1. That I am now and at all times mentioned herein have been the duly appointed and acting City Clerk of the City of Folsom, a municipal corporation, and as such am the Secretary to the City Council, the recorder of official actions of the Council, and custodian of records of the Council;

2. That as of October 28, 1982, the City Council has not pursuant to the provisions of Section 5.50.212 or otherwise, adopted a resolution making inapplicable to the City of Folsom the tentative selection of United-Tribune Cable of Sacramento, a joint venture, as the tentative selectee of the Sacramento Community Cable Television Franchise, and that the form of the attached agreement is in the form of that agreement approved by the City Council in Section 5.50.112.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on October 27, 1982, in the City of Folsom, County of Sacramento, State of California.


ARLENE SOTO