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TO: Chicago Area Municipal Officials

FROM: Dave Bennett, Executive Director

DATE: December 3, 2010

RE: Comcast Franchise Agreement Template & Drafters' Notes

For the last several months, the Metropolitan Mayors Caucus has been engaged in discussions with Comcast to develop a franchise agreement template. We took on this project to assist those member municipalities who are either considering or will soon be considering renewals of their cable television franchise agreements.

The Caucus and Comcast have recently reached agreement on a template document. We are pleased to provide you with the accompanying copy of the template. In addition, a drafters' subcommittee of our Telecommunications Task Force has prepared notes to help you better understand those sections of the template that are not self-explanatory. The drafters' notes also are included in this packet.

Please note that the accompanying documents have been prepared as resources for your municipality. The franchise agreement template, while substantially complete, is not intended to be the final product. It requires your decisions as to modifications that best reflect your community's concerns, needs, interests, policies and past experience. The Public Education and Government Access section (Section 8), in particular, needs your attention as it requires separate negotiations to account for your community's individual level of, and desire for, access programming operations.

At all times, please be aware of applicable Federal cable law and regulations, including those relevant to franchise renewal, as well as State law when addressing issues or concerns to ensure you are in full compliance with the law. We strongly suggest that you include your local attorney and appropriate staff in the preparation and review of the final product your municipality adopts.

The Metropolitan Mayors Caucus is providing the enclosed franchise agreement template and drafters' notes as a service. Neither the Caucus nor the members of its Telecommunications Task Force or the drafters' subcommittee is rendering any legal advice and no attorney-client relationship is formed by virtue of the distribution of these documents. The documents will also be available on the Caucus' website (www.mayorscaucus.org).

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177 North State Street, Suite 500, Chicago, Illinois 60601
Tel: 312.201.4505 Fax: 312.553.4355
www.mayorscaucus.org

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The Mayors Caucus thanks Comcast for its willingness to work with its Telecommunications Task Force and the drafters' subcommittee on the development of the template document. Wendy Farley, Vice President of Government Affairs, Dan Maloney, Director of Government Affairs, and their staff are to be commended for the spirit of cooperation they demonstrated throughout our discussions.

Finally, the Caucus would like to thank the members of its Telecommunications Task Force, but most importantly the following individuals for their invaluable assistance in preparing the template and drafters' notes:

Barbara A. Adams, Attorney
Holland & Knight LLP

Stuart G. Chapman, President
Municipal Services Associates, Inc.

Ellen Baer, Assistant Village Manager
Village of Orland Park

Rick O. Curneal, Legislative Director
DuPage Mayors and Managers Conference

Mark A. Baloga, Executive Director
DuPage Mayors and Managers Conference

Adam B. Simon, Attorney
Ancel, Glink, Diamond, Bush, DiCianni
& Krafthefer, P.C.

Curt Barrett, Village Manager
Village of Winfield

Gregory T. Smith, Attorney
Klein, Thorpe & Jenkins, Ltd.

Melissa Bohse, Management Analyst
Village of Woodridge

Please feel free to contact me at 312.201.4505 or dbennett@mayorscaucus.org with questions.