

RESOLUTION NO. 1009

RESOLUTION OF THE CITY OF UNIVERSITY PLACE, WASHINGTON, APPROVING THE TRANSFER OF CONTROL OF RAINIER CONNECT NORTH, LLC

WHEREAS, via Ordinance 695, the City of University Place granted to City of Tacoma Department of Public Utilities, Light Division, Click! Network a franchise for cable television services; and

WHEREAS, pursuant to prior legislation, Rainier Connect North, LLC (“Franchisee”) current holds this franchise; and

WHEREAS, pursuant to the terms of an Agreement and Plan of Merger (dated: December 6, 2022) (“Agreement”) by and among Alphaboost Purchaser, LLC (“Transferee”), Mashell, Inc. (“Transferor”), Alphaboost Merger Sub, LLC (“Merger Sub”), and Brian Haynes (as Shareholder Representative), Merger Sub will merge with and into Transferor with Transferor continuing as the surviving entity. As a result of the Transaction, Transferor will be a direct, wholly-owned subsidiary of Transferee, and Franchisee will be an indirect, wholly-owned subsidiary of Transferee. Other than the transfer of control of Franchise, the Franchise and all duties, rights and responsibilities pertaining to the operation of the cable television system pursuant to the Franchise, will continue unchanged in full force and effect; and

WHEREAS, Transferor, Franchisee, and Transferee have requested that the City of University Place consent to the extent required, to the Transaction as described in the FCC Form 394 (Application for Franchise Authority Consent to Transfer of Control of Cable Television Franchise”) filed with the City; and

WHEREAS, it appears that it is in the citizens’ best interest to allow the transfer of the franchise to occur;

NOW, THEREFORE, BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF UNIVERSITY PLACE, WASHINGTON, AS FOLLOWS:

Section 1. Transfer of Control Approved. The request to approve the transfer of control of the cable television franchise of Rainier Connect North, LLC is hereby approved. Said franchise will remain in effect according to its terms. This is a transfer of control at the parent level with the ownership of Mashell, Inc., the parent of Rainier Connect North, LLC changing hands.

Section 2. Effective Date of Transfer. The transfers set forth in this Resolution shall take effect on the date that the change in ownership of the parent, Mashell, Inc., closes, which date shall be evidenced by written notice to the City of University Place identifying the date of transfer of control.

Section 3. Effective Date of Resolution. This Resolution shall be effective immediately upon adoption by the City Council.

ADOPTED BY THE CITY COUNCIL ON MARCH 20, 2023.

Steve Worthington, Mayor

ATTEST:

Emelita J. Genetia, City Clerk

APPROVED AS TO FORM:

Matthew S. Kaser, City Attorney

UNOFFICIAL DOCUMENT