

POULSBO DISTRIBUTION SCHEDULE

RESOLUTION NO. 2021-04

SUBJECT: Change of Indirect Control of Astound Broadband, LLC, a Grantee of the City

CONFORM AS TO DATES & SIGNATURES

- ☒ Filed with the City Clerk: 3/4/2021
- ☒ Passed by the City Council: 3/10/2021
- ☒ Signature of Mayor
- ☒ Signature of City Clerk
- ☐ Publication: _____
- ☐ Effective: _____

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- ☐ NK Herald: _____
- ☐ Code Publishing
- ☐ City Attorney
- ☒ Clerk's Department: Original
- ☐ City Council
- ☐ Finance:
- ☒ Posted to Library Drive and Website
- ☐ _____

DocuSigned by:

D21DA14DCC754A8...
City Clerk

3/18/2021

Date

RESOLUTION NO. 2021-04

A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF POULSBO, WASHINGTON, APPROVING THE CHANGE OF INDIRECT CONTROL OF ASTOUND BROADBAND, LLC, A GRANTEE OF THE CITY.

WHEREAS, Astound Broadband, LLC ("Grantee") owns, operates and maintains a telecommunications system (the "System") in the City of Poulsbo pursuant to a telecommunications master permit ("Master Permit") granted by the City of Poulsbo (the "Grantor"), and Grantee is the current duly authorized holder of the Master Permit; and

WHEREAS, pursuant to an Agreement and Plan of Merger ("Agreement"), funds associated with Stonepeak Infrastructure Partners ("Acquiror"), a Delaware limited liability company, will purchase 100% of the membership interests of Radiate Holdings, L.P., a Delaware limited partnership, (which owns 100% of the indirect ownership interests in Grantee), and, as a result, the indirect control of Grantee will change (the "Change of Control"); and

WHEREAS, Grantee and Acquiror have requested the consent of the City of Poulsbo to the Change of Control in accordance with the requirements of Section 27 of the Master Permit, and have provided the Grantor with all information necessary to facilitate a decision by the Grantor (the "Application"); and

WHEREAS, the Grantor has reviewed the Application, followed all required procedures in order to consider and act upon the Application, and finds Acquiror to be suitable to indirectly control Grantee.

NOW THEREFORE, the City Council of the City of Poulsbo, Washington, resolves as follows:

Section 1. The City Council hereby consents to the Change of Control, all in accordance with the terms of the Master Permit and applicable law.


Section 2. The City Council confirms that the Master Permit is valid and outstanding and in full force and effect and there are no defaults under the Master Permit. Subject to compliance with the terms of this Resolution, any action necessary with respect to the Change of Control has been duly and validly taken.

Section 3. This Change of Control does not change any of the terms contained within the Master Permit. Grantee must continue to comply with all such terms of the Grantee.

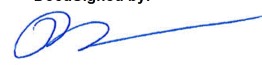
Section 4. This Resolution shall become effective upon adoption.

Section 5. This Resolution shall have the force of a continuing agreement with Grantee and Acquirer, and Grantor shall not amend or otherwise alter this Resolution without the consent of Grantee and Acquirer.

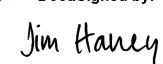
PASSED by the City Council this 17th day of March, 2021.

DocuSigned by:

77AA4B38C16A4BA...
Becky Erickson, Mayor

AUTHENTICATED:

DocuSigned by:

D21DA14DCC754A8...
Rhianon Fernandez, City Clerk

APPROVED AS TO FORM:

DocuSigned by:

85394CE968994B6...
Jim Haney, City Attorney

FILED WITH THE CITY CLERK: 03/10/2021
PASSED BY THE CITY COUNCIL: 03/17/2021
RESOLUTION NO. 2021-04