



February 7, 2020

The Honorable Howard W. Long
The Mayor and Council of Boonsboro
21 N. Main Street
Boonsboro MD 21713

Re: Donation of Municipal Services and Benefits

Dear Mayor Long:

In recognition and acknowledgment of the long and mutually beneficial relationship between the Town and our Company, we would like to offer additional benefits to the Town, on a voluntary basis, for no monetary or other consideration, with the intent of continuing to provide in-kind services and benefits to the Town, its residents and our subscribers residing in the Town.

As you are doubtless aware, in the course of our negotiation of a renewal of the current franchise agreement, the Federal Communications Commission, in MB Docket No. 05-311 issued a Third Report and Order adopted August 1, 2019 (the "Order"), clarifying the status of certain in-kind services and benefits which may be included in franchise agreements under §621(a)(1) of the Cable Communications Policy Act of 1984, as amended by the Cable Television Consumer Protection and Competition Act of 1992 (the "Act").

Under the Act, as construed in the Order, certain in-kind contributions "required by a cable franchise agreement" are subject to the statutory five percent (5%) cap on franchise fees established in the Act.

Notwithstanding the policy established in the Order, we are pleased to offer to provide community services and benefits for public, educational and governmental purposes not covered by our cable franchise agreement, on a gratuitous, voluntary basis, terminable at will by either party. The additional gratuitous services and benefits which we propose have been previously discussed with the Town and consist of the following:

- (A) One (1) outlet of complementary basic CATV service to all schools in Boonsboro which are passed by the cable. (The cost of installation shall be borne by the school(s) requesting service.)

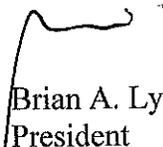
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(B) Complementary broadband service to the Boonsboro municipal and police facilities located at: (1) 21 N. Main Street; (2) 19 N. Main Street; (3) 241 Potomac Street, (4) 37 Park Drive, (5) 227 N. Main Street, and (6) 6927 Monroe Rd. Address must be serviceable by a standard service drop and any Docsis level of broadband service, including Flight Gb service (where available) shall be available for use by the Town.

These voluntary benefits and contributions would be offered with the understanding that the additional services are free of charge and without any franchise fee offset or reduction.

In the event we elect to discontinue any of the free in-kind services offered, you may elect to consider the addition of those services to the franchise agreement, in which event a corresponding adjustment to the franchise fee may be included as part of the revised arrangement. In order that established in-kind services may not be disrupted, we will provide as much advance notice as possible prior to any scheduled changes.

We look forward to providing these additional in-kind services to the Town of Boonsboro.



Brian A. Lynch
President
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Hagerstown, MD 21740
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