

MINUTES OF MEETING HELD APRIL 23, 2012

The Common Council of the City of Somerset, Kentucky met in a regular session on Monday, April 23, 2012 at 7:00 p.m. with the following present: Mayor Eddie Girdler. Council Members: Mark Beasley, Jerry Girdler, Mike New, John Minton, Jim Mitchell, Pat Bourne, Jerry Burnett, Tom Eastham, Jim Rutherford, Linda Stringer, and Jerry Wheeldon. City Attorney Carrie Wiese, and Deputy City Clerk Sharon Meuth. Absent: Council Member Donna Hunley.

Mr. Wheeldon moved to approve the minutes of the regular meeting held on April 9, 2012, and the special called meeting April 5, 2012 along with the reports as mailed. Mr. Minton seconded the motion. Upon roll call the following Council Members voted "Aye": Mr. Beasley, Mr. Girdler, Mr. New, Mr. Minton, Mr. Mitchell, Mr. Bourne, Mr. Burnett, Mr. Eastham, Mr. Rutherford, Mrs. Stringer, and Mr. Wheeldon.

Mr. Beasley moved to go into executive session for possible litigation. Mr. Eastham seconded the motion. Upon roll call the following Council Members voted "Aye": Mr. Beasley, Mr. Girdler, Mr. New, Mr. Minton, Mr. Mitchell, Mr. Bourne, Mr. Burnett, Mr. Eastham, Mr. Rutherford, Mrs. Stringer, and Mr. Wheeldon.

No action taken in executive session.

Mr. Beasley moved to approve the following Resolution # 12-04 with Time Warner NY Cable LLC, transferring to a subsidiary company, Time Warner Cable Inc. Mr. New seconded the motion. Upon roll call the following Council Members voted "Aye": Mr. Beasley, Mr. Girdler, Mr. New, Mr. Minton, Mr. Mitchell, Mr. Bourne, Mr. Burnett, Mr. Eastham, Mr. Rutherford, Mrs. Stringer, and Mr. Wheeldon.

RESOLUTION	
<p>WHEREAS, Time Warner NY Cable LLC ("Franchisee"), an indirect, wholly-owned subsidiary of Time Warner Cable Inc. ("TWC") currently holds a franchise granted by the City of Somerset, KY (the "Community") to own and operate a cable system in the Community (the "Franchise"); and</p> <p>WHEREAS, TWC is undertaking an internal reorganization (the "Transaction") whereby, pursuant to a series of concurrent interim steps, the Franchise will be held by Time Warner Cable Midwest LLC, an indirect, wholly-owned subsidiary of TWC; and</p> <p>WHEREAS, the Transaction will not result in a transfer of control; TWC will retain ultimate ownership and management authority over the local cable system; and</p> <p>WHEREAS, TWC has filed FCC Form 394 with the Community and has provided the Community with all information regarding the Transaction required by applicable law (collectively, the "Application"); and</p> <p>WHEREAS, the Community has reviewed the Application and has determined that the Transaction is in the best interests of the Community and its residents and that Time Warner Cable Midwest LLC has the legal, technical, and financial qualifications to operate the cable system under the Franchise and all applicable local, state and federal laws.</p> <p>NOW, THEREFORE, THE COMMUNITY DOES RESOLVE:</p> <ol style="list-style-type: none"> 1. The Community consents to and approves of the Transaction to the extent required by the terms of the Franchise and applicable law. 2. The Community confirms that the Franchise is valid and in full force and effect and there are no defaults under the Franchise. 3. Effective upon the closing of the Transaction (the "Closing Date"), Time Warner Cable Midwest LLC shall be responsible for any obligations and liabilities under the Franchise. 4. This Resolution shall take effect upon its passage and publication in accordance with applicable law. <p>ADOPTED AND APPROVED THIS ___ day of _____, 2012.</p> <p>ATTEST: _____ CITY OF SOMERSET, KY</p> <p>By: _____ Name: Title:</p>	

Mr. Bourne moved to approve a revised lease with the Somerset Family Fitness Center. Mr. Rutherford seconded the motion. Upon roll call the following Council Members voted "Aye": Mr. Beasley, Mr. Girdler, Mr. New, Mr. Minton, Mr. Mitchell, Mr. Bourne, Mr. Burnett, Mr. Eastham, Mr. Rutherford, Mrs. Stringer, and Mr. Wheeldon.

** Copy of lease on file with the City Clerk's Office.

There being no further business the meeting adjourned.

APPROVED _____
MAYOR

ATTEST: _____
CLERK