

**RESOLUTION NO. 2018-34**

**A RESOLUTION OF THE MAYOR AND TOWN COUNCIL OF THE TOWN OF HUACHUCA CITY, ARIZONA, RESCINDING ITS AUTHORIZATION FOR ASSUMPTION OF LIABILITIES AND ACQUISITION OF CERTAIN EQUIPMENT IN THE COX CABLE SYSTEM.**

**WHEREAS**, by Resolution No. 10-03, dated May 13, 2010, the Town of Huachuca City granted a cable television license effective that date ("License Agreement") for CoxCom, Inc., a Delaware corporation (predecessor to Cox Communications Arizona, LLC ("Cox Communications")) to provide cable television service in the Town; and

**WHEREAS**, on May 25, 2017, pursuant to Town Resolution No. 2017-04, the Town approved a Service Termination and Transfer Agreement with Cox Communications, which terminated the License Agreement; and

**WHEREAS**, the Service Termination and Transfer Agreement gave the Town the option of assuming certain liabilities and acquiring certain distribution equipment of Cox Communications; and

**WHEREAS**, on December 28, 2017, the Town Council elected to exercise its option to assume the liabilities and acquire the distribution equipment, and on January 10, 2018, the Town executed an Assignment and Assumption Agreement to memorialize the Council's decision; and

**WHEREAS**, the Town Council has determined that it would be in the best interests of the Town and its residents to rescind its decision to assume the liabilities and acquire the distribution equipment; and

**WHEREAS**, Cox Communications is willing to remove the distribution equipment as contemplated under section 1.3 of the Service Termination and Transfer Agreement.

**NOW THEREFORE BE IT RESOLVED** by the Mayor and Town Council of the Town of Huachuca City, Arizona, as follows:

**Section 1.** The Town hereby rescinds its authorization to assume the liabilities and acquire the distribution equipment, pursuant to sections 1.1, 1.2 and 1.5 of the Service Termination and Transfer Agreement.

**Section 2.** The Town hereby rescinds its approval of the Assignment and Assumption Agreement and its execution and delivery of said Agreement.

**Section 3.** Cox Communications is authorized to rescind the Bill of Sale to the Town for the distribution equipment and to remove the distribution equipment, at its convenience, pursuant to section 1.3 of the Service Termination and Transfer Agreement.

**Section 4.** All other provisions of the Service Termination and Transfer Agreement, not rescinded by this Resolution, shall remain in full force and effect.

**Section 5.** The Mayor and the Town Manager are hereby authorized and directed to execute and deliver any related documents necessary to effectuate the actions contemplated by this Resolution for and on behalf of the Town of Huachuca City.

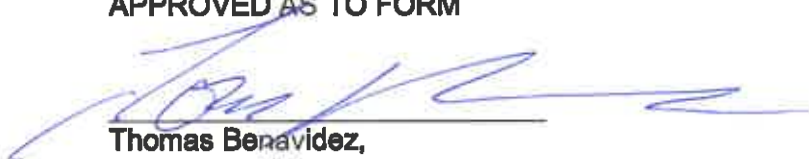
**PASSED AND ADOPTED** by the Mayor and Town Council of the Town of Huachuca City, Arizona, this 8th day of November, 2018.

  
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Johann Wallace, Mayor

**ATTEST:**

**APPROVED AS TO FORM**

  
\_\_\_\_\_  
Jennifer Fuller,  
Town Clerk

  
\_\_\_\_\_  
Thomas Benavidez,  
Town Attorney