

EMERGENCY SESSION
of the Daviess County Fiscal Court
held at the Courthouse in the City of Owensboro,
County of Daviess, Commonwealth of Kentucky
on this 30th day of October 2015
Present were Deputy Judge/Executive Charlie Castlen
and County Commissioners Mike Koger and George Wathen

DOCUMENTS RELATED TO TODAY'S DISCUSSION
ARE FILED IN OCTOBER 30, 2015 FISCAL COURT FILE

Deputy Judge/Executive Castlen opened the meeting in prayer and led the court in the Pledge of Allegiance to the Flag.

Deputy Judge/Executive Castlen chaired today's meeting as Judge Mattingly was out of town attending another meeting.

County Attorney Claud Porter explained why today's meeting qualified as an "emergency". He stated, "First, the court voted to deny approval of the TWC Charter merger on 10-29-15, because TWC/Charter refused to discuss restoring live feed public access to Fiscal Court Meetings. Second, after adopting the resolution withholding approval of the transfer TWC and Charter provided Fiscal Court with written acknowledgement of the intent to restore and provide the live feed. Third, merger approval is required by October 30, 2015, which is an insufficient amount of time for 24 hour member and media notice. Finally, failure to act could adversely affect the transfer of control from TWC to Charter and Daviess County's continued relationship with its sole cable franchise provider. Hence the need for today's meeting."

By a motion of Commissioner Wathen, seconded by Commissioner Koger, the court considered for approval **Resolution 27-2015** Rescinding Fiscal Court **Resolution 26-2015**, which denied approval of the Transfer of Control of Time Warner Cable Midwest LLC, from the Time Warner Cable, Inc. to Charter Communications, Inc.

Without further discussion, Deputy Judge/Executive Castlen called for a vote on the motion. All present members of the court voted in favor; motion passed.

By a motion of Commissioner Koger, seconded by Commissioner Wathen, the court considered for approval **Resolution 28-2015** Joint City/County Resolution Consenting to the Transfer of Control of Time Warner Cable Midwest LLC, from Time Warner Cable Inc. to Charter Communications, Inc.

Attorney Porter stated, "Resolution 28-2015 will approve the joint city/county resolution (DCFC Resolution 22-2015) that was tabled during the October 22, 2015 court meeting, and subsequently received a favorable denial vote during the October 29, 2015 court meeting. This resolution contains the exact same language and information of that of the originally proposed joint resolution of October 22, 2015, but with a new number."

Deputy Judge/Executive Castlen asked David Smith to explain what has taken place since yesterday's meeting.

Mr. Smith stated, "Following yesterday's special session, I received a call from Charter Communications where they expressed concern with the court's denial of the joint resolution. We discussed the court's concern regarding the fiscal court's live connection and they agreed to provide a letter stating their commitment to continue the court's live broadcasting. The following letter dated Oct. 30, 2015 was provided:

Dear Judge Mattingly: I had the opportunity to speak yesterday afternoon with David Smith regarding the transfer of control of the cable franchisee that serves the County of Daviess (the "County") from Time Warner Cable Inc. ("TWC") to Charter Communications, Inc. ("Charter") (hereinafter the "Transaction"). Mr. Smith explained the County's concern over its continued use, without charge, of the facilities provided by TWC that permits the live broadcast of government proceedings from the Courthouse building; TWC's offer to allow the County to continue using the facilities without charge until the Transaction is complete; and, the County's desire to confirm Charter's willingness to maintain this voluntary practice after it assumes control of the franchisee. On August 12, 2015, Charter presented the City of Owensboro ("Owensboro" or "City") with a letter setting forth the extent of its continuing commitments with regard to certain public, education and government ("PEG") services, including facilities used to permit direct origination of PEG programming from certain locations in Owensboro. Separately, on October 29, 2015, TWC sent a letter to Mr. Smith indicating its willingness to voluntarily restore, without charge, facilities used for similar purposes, located at the County Courthouse located at 212 Ann Street, Owensboro, KY 42303. The letter recommended that the feed remain available for carriage of government access programming upon the transfer of control to Charter. As requested, this letter shall serve to confirm Charter's continuing commitment to the donation described in TWC's October 29, 2015 letter. Such commitment to the County shall remain in place up to and through the time period specified in Charter's August 12, 2015 letter to Owensboro. Charter's voluntary donations will begin when it takes control of the cable franchisee serving the County. As always, please feel free to contact me if you have any questions or concerns. Sincerely, Adam E. Falk, Senior VP, State Government Affairs, Charter Communications

Mr. Smith continued, "So, Charter agrees with what our reading had been all this time. The donation letter that the Judge read yesterday, from 2011, that stated that there would be direct access points in the county, including city hall for the airing of government public affairs and education programming and the only way that made sense was if the courthouse was connected to the city's origination point. By this letter, they are saying that this is part of that donation letter and as long as they adhere to that letter, which is through July of 2017, we will have a feed through the city, and as long as they have an origination site."

Without further discussion, Deputy Judge/Executive Castlen called for a vote on the motion. All present members of the court voted in favor; motion passed.

**Without objection, Deputy Judge/Executive Castlen adjourned the meeting.
SO ORDERED THAT COURT STAND ADJOURNED.**

Al Mattingly
Daviess County Judge/Executive