

**TOWN OF LYONS, COLORADO
RESOLUTION 2017-38**

**A RESOLUTION APPROVING A SECOND AMENDMENT TO THE CABLE TELEVISION
FRANCHISE AGREEMENT AND A SECOND AMENDMENT TO
THE HEADEND LEASE AGREEMENT WITH
LYONS COMMUNICATIONS, LLC**

WHEREAS, by Resolution 2011-42, and pursuant to the request of CAMS Cable and Media Services, LLC, the Town of Lyons ("Town") consented to the assignment of a permit to erect, own, operate and maintain a community antenna television system in Lyons, Colorado (the "Permit"), Franchise Agreement, and Headend Lease to Lyons Communications, LLC, a Colorado limited liability company ("Lyons Communications") and approved a Cable Television Franchise Agreement and Headend Lease Agreement with Lyons Communications; and

WHEREAS, pursuant to Resolution 2016-116, the Town of Lyons Board of Trustees approved a First Amendment to the Cable Television Franchise Agreement with Lyons Communications, LLC, a Colorado limited liability company, and a First Amendment to the Headend Lease Agreement (collectively, the "Agreements"), which extended the duration of the Agreements through and including March 31, 2017; and

WHEREAS, Lyons Communications has recently requested that the Town extend the duration of the Agreements so that they will run through and including June 30, 2017, on the condition that under such extension, Lyons Communications will continue services and operations in accordance with the terms of the existing agreements, as amended; and

WHEREAS, the Town desires to agree to Lyons Communications' extension request and to approve (1) the Second Amendment to the Cable Television Franchise Agreement with Lyons Communications, a copy of which is attached hereto as **Exhibit 1**, and (2) the Second Amendment to the Headend Lease Agreement with Lyons Communications, a copy of which is attached hereto as **Exhibit 2**.

NOW THEREFORE BE IT RESOLVED BY THE BOARD OF TRUSTEES OF THE TOWN OF LYONS, COLORADO as follows:

Section 1. The Board hereby approves the attached Second Amendment to the Cable Television Franchise Agreement with Lyons Communications, LLC, a Colorado limited liability company, and the attached Second Amendment to the Headend Lease Agreement.

Section 2. The term of the Cable Television Franchise Agreement and Headend Lease Agreement shall run through and including June 30, 2017.

Section 3. The Board authorizes the Mayor to sign the Second Amendment to the Cable Television Franchise Agreement and the Second Amendment to the Headend Lease Agreement, and authorizes the Town Clerk to attest such execution. The Town Clerk is hereby instructed to attach to this Resolution the fully executed Second Amendment to the Cable Television Franchise Agreement as **Exhibit 3** and fully executed Second Amendment to the

Headend Lease Agreement as **Exhibit 4**, including any and all exhibits or attachments to those documents, following execution by the Town and Lyons Communications.

Section 4. To the extent permitted by law and by the Lyons Municipal Code, in the event of any ambiguity or conflict between the Cable Television Franchise Agreement and the Cable Television Permit enacted as Chapter 6, Article 2 of the Municipal Code, the provisions of the Cable Television Franchise Agreement shall govern.

Section 5. All resolutions of the Board of Trustees or parts thereof that are inconsistent with or conflict with the provisions of this resolution are hereby repealed to the extent only of such inconsistency or conflict.

Section 6. If any section, paragraph, clause or provision of this resolution shall for any reason be held to be invalid or unenforceable, the invalidity or unenforceability of such section, paragraph, clause or provision shall not affect any of the remaining provisions of this resolution, the intent being that the same are severable.

Section 7. This resolution shall be effective immediately upon adoption.

ADOPTED THIS 20th DAY OF MARCH 2017.

TOWN OF LYONS

ATTEST:

Connie Sullivan, Mayor

Deb Anthony, MMC, Town Clerk