

RESOLUTION NO. 4674

A RESOLUTION TO AUTHORIZE THE ALBANY PUBLIC LIBRARY TO APPLY FOR A GRANT FROM THE BILL & MELINDA GATES FOUNDATION.

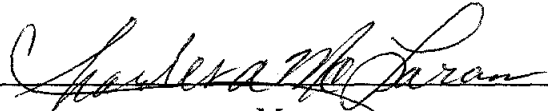
WHEREAS, the Bill & Melinda Gates Foundation is accepting grant applications from Oregon public libraries in its 2002 grant cycle to "...improve public access to the Internet in public libraries..."; and

WHEREAS, the Albany Public Library has experienced a 552 percent increase in the use of its electronic and reference resources in the past decade; and

WHEREAS, the Albany Public Library is eligible for an award of four computers each at both the Main Library and the Downtown Carnegie Library according to the poverty criterion (public libraries serving at least ten percent of persons in poverty).

NOW, THEREFORE, BE IT RESOLVED the Albany City Council hereby adopts by resolution authorization for the Albany Public Library to apply for grant monies from the Bill & Melinda Gates Foundation.

DATED THIS 10TH DAY OF APRIL 2002.



Mayor

ATTEST:



City Recorder

RESOLUTION/ORDINANCE ROUTING

Date: 4-10-02

Resolution #: 4673

Ordinance #: _____

Recorded at: Linn County: _____

Benton County: _____

Copy for Code Publishing (AMC)

Yes: _____

No: X

Send copies to:

Assessment Accountant _____

Planning _____

Building Inspection..... _____

CM/HR _____

Fire..... _____

Engineering _____

Parks & Recreation..... _____

Police..... _____

Library..... _____

Other..... X Ken

Archive subject information codes:

330
155

PAULA _____

(Please scan, initial above, and return to me. Thanks. Betty L.)

RESOLUTION NO. 4673

CONSENT TO CHANGE OF CONTROL AND INTERNAL
RESTRUCTURING

WHEREAS, the cable franchise holder ("Franchisee") in the City of Albany, Oregon, is an indirect subsidiary of AT&T Corp. ("AT&T"), and AT&T intends to merge with Comcast Corporation ("Comcast") to create a new company to be known as AT&T Comcast Corporation ("AT&T Comcast") pursuant to the terms of an Agreement and Plan of Merger dated December 19, 2001 by and among AT&T Corp., AT&T Broadband Corp., Comcast Corporation and certain of their respective affiliates, and a Separation and Distribution Agreement dated December 19, 2001 by and between AT&T Corp. and AT&T Broadband Corp. (the "Merger"); and

WHEREAS, prior to the Merger, pursuant to an internal corporate restructuring, the cable franchise or stock of the Franchisee, or indirect ownership of the Franchisee, may be transferred through one or more internal transfers or mergers to another direct or indirect subsidiary of AT&T, or Franchisee may elect as permitted by law to convert or reorganize its legal form to a limited liability company (together with the Merger, the "Transactions"); and

WHEREAS, following the Transactions, the resulting entity will be controlled by AT&T Comcast but will continue to operate the System and continue to hold and be responsible for performance of the cable franchise; and

WHEREAS, Franchisee and AT&T Comcast have requested that the City of Albany approve the transactions in accordance with the requirements of the cable franchise and have filed a FCC Form 394 ("Transfer Application") with the City of Albany requesting such consent Transactions; and

WHEREAS, the City of Albany has followed all required procedures in order to consider and act upon the Transfer Application; and

WHEREAS, the City of Albany is willing to consent to the Transactions.

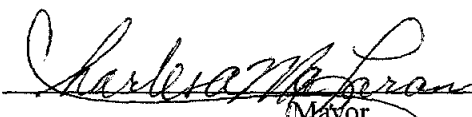
NOW, THEREFORE, BE IT RESOLVED AS FOLLOWS:

SECTION 1. The City of Albany hereby consents to the Transactions in accordance with the terms of the cable franchise and applicable law.

SECTION 2. This Resolution shall be deemed effective upon adoption.

SECTION 3. This Resolution shall have the force of a continuing agreement with Franchisee and AT&T Comcast, and neither AT&T Comcast nor the City of Albany shall amend or otherwise alter this resolution without the consent of the other party.

DATED THIS 10TH DAY OF APRIL 2002.



Mayor

ATTEST:



City Recorder