RESOLUTION NO. 40467

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A RESOLUTION relating to surplus utility property; declaring surplus pursuant to RCW 35.94.040 certain utility-owned property, including certain inventory, equipment, and vehicles allocated to the Click! Network together with the Excess Capacity of the Tacoma Power HFC Network, part of which is the Click! Commercial Network.

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WHEREAS, in the mid-1990s, the City of Tacoma, Department of Public Utilities, Light Division (d.b.a. "Tacoma Power") determined that the best option to address the shifting advance in telecommunications in the electric utility industry landscape was to construct a hybrid fiber coaxial ("HFC") telecommunications network ("HFC Network"), and

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WHEREAS, on July 23, 1996, the City Council passed Ordinance No. 25930, approving Tacoma Power's proposal to establish and create the HFC Network as part of Tacoma Power's electric utility infrastructure, allowing Tacoma Power to, among other things, connect its generation, distribution, and transmission assets and support the eventual adoption of smart meters, and further, to use the excess capacity of the HFC Network to: (1) sell retail cable television service to Tacoma Power's electric customers, and (2) sell data transport and wholesale internet access services to Internet Service Providers ("ISPs") and others, and

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WHEREAS the Public Utility Board ("PUB") adopted Amended Substitute Resolution No. U-9258, approving Tacoma Power's proposed business plan to develop a state-of-the-art HFC Network to support enhanced control, reliability, and efficiency for its electric system and to generate additional revenue through new business lines (i.e., wholesale internet, cable TV, etc.), and

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WHEREAS, pursuant to Substitute Resolution No. 33668, the City Council authorized Tacoma Power to construct, control, and operate the HFC Network, and approved the PUB business plan to develop a state-of-the-art HFC Network to, among other things, create revenue diversification to maximize the return on Tacoma Power's investment in the HFC Network by offering new business lines providing cable television and internet transport using the available (excess) capacity of the HFC Network, and

WHEREAS the City Council determined that the new business line of Tacoma Power would be subject to substantially the same franchise agreements as the City grants for other similar businesses, and that the City Council would remain involved in major policy decisions, and

WHEREAS, since its construction in the late 1990s, the HFC Network has connected Tacoma Power's distribution and transmission assets and enabled automated meter reading and billing, distribution automation, and remote turn on/turn off for electric customers, and

WHEREAS, in 2004, Tacoma Power also established a pilot project deploying as many as 18,000 Gateway Meters (Tacoma Power's name for its initial smart meters) that relay information from its electric customers to Tacoma Power headquarters via the HFC Network over coaxial cable connected to the customer premises which interconnects with the fiber network, and

WHEREAS, within four years following deployment of the Gateway Meters, Tacoma Power began experiencing substandard performance of the Gateway Meters, including meter failures wherein Tacoma Power was unable to

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communicate with the meter through the network, read failures wherein the

controller in the meter was not able to read the meter, and remote disconnect

failures, all resulting in communications errors, failures to measure electrical

consumption, a failure rate of up to 100 meters per month, and increased costs to

replace defective meters, perform repairs, troubleshoot errors, and collect meter

data, and

WHEREAS, by the mid-to-late 2000s, the electric utility industry began to

recognize that wireless technology would take the place of wired

telecommunications systems with respect to smart meter applications, and

WHEREAS, in 2019, as a result of the advances in the reliability and

efficiency of interconnecting meters wirelessly with the HFC Network and the

substandard and unreliable performance of the Gateway Meters, Tacoma Power

terminated the Gateway Meter Program and ended service over the HFC Network

for all Gateway Meters, and

WHEREAS the PUB has authorized agreements providing for the installation

and operation of licensed spectrum advance meters that will interconnect wirelessly

to that portion of the HFC Network allocated to Tacoma Power, known and referred

to as the Power Control & Operations Network ("PCON"), and

WHEREAS the "Excess Capacity of the HFC Network" is generally

comprised of: (i) coaxial cable, conduit housing only coaxial cable, conduit installed

for service drops (whether or not currently housing coaxial cable), and coaxial cable

service drops installed in the Click! Network service area; (ii) specific strands of

fiber in the Tacoma Power fiber network that are not reserved for current and future

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use by Tacoma Power for utility purposes, conduit housing such fiber along routes that do not include reserved utility fiber, and excess space in conduit housing such fiber and reserved utility fiber; and (iii) electronic equipment and related hardware installed in the HUB sites and in rights-of-way, all of which is described in more detail, and defined as the "Tacoma Power Commercial System", in the draft proposed Click! Business Transaction Agreement, attached hereto as Exhibit "B," and

WHEREAS certain inventory, equipment, and vehicles allocated to Click! Network are described in Exhibit "A.1-3," attached hereto, all of which are collectively referred to as the "Click! Assets," and

WHEREAS, in 1998, Click! Network, a trade name used by Tacoma Power, began operating as a cable service provider over excess capacity of the HFC Network providing primarily cable television and wholesale cable modem (internet access) services, and

WHEREAS, since that time, technology and consumer demands have changed with consumers shifting from predominantly consuming cable programming services to predominantly consuming internet access services, and

WHEREAS operational costs for the Click! Network have significantly increased since 1998 while the Click! Network business model has become outdated and unable to respond quickly or efficiently to changes in the market place or provide the capacity to make capital investments necessary to upgrade the network and compete with the private sector, and

WHEREAS, in response to these challenges, the PUB began to study alternative Click! Network business models and, after many years of study, the PUB, in collaboration with the City Council, retained the services of CTC Technology & Energy ("CTC") to assist in this analysis, and

WHEREAS, at the January 23, 2018, Joint Study Session of the PUB and City Council, CTC presented its report examining which of the following five alternative business models would best meet 12 Click! Network policy goals later adopted by the PUB and City Council:

- Continue finding ways to reduce costs and streamline operations;
- Become a retail internet service provider ("ISP") and potentially eliminate cable TV operations;
- Upgrade the Click! Network to fiber-to-the-premises in an effort to better compete with incumbents in the market;
- Cease internet and cable operations and abandon the related parts of the network;
- Seek a partner willing to take on operating and other obligations and costs while agreeing to conditions that would preserve Click!'s significant policy achievements, and

WHEREAS CTC reported that the 12 policy goals could best be met through a business model in which the City retained ownership of the entire HFC Network, including the Click! Network, with a third party providing Cable TV and/or internet access services and covering the capital and operating costs associated with providing those services, and

WHEREAS, under this model, Tacoma Power would no longer provide cable television or wholesale internet access services, and the third party would provide cable television, video, and internet access services directly to the public, and

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WHEREAS the PUB, pursuant to its prior Resolution No. U-10988, expressed its determination that while the 1997 business plan achieved many of the functions envisioned for the HFC Network, the Excess Capacity of the HFC Network and the inventory, equipment, and vehicles allocated to Click! Network are not needed now or in the future by Tacoma Power for utility purposes, and thus, will not be updated or improved or utilized for utility purposes, and are excess to the needs of Tacoma Power, and that the current Click! Network business plan and the proposed all-in retail service business model will not generate sufficient revenues to fully fund operational expenses and the costs of capital improvements needed to maintain the Excess Capacity of the HFC Network as a state-of-the art Network, and

WHEREAS, through PUB Resolution No. U-10988 and City Council Resolution No. 39930, the PUB and City Council rescinded their approval of the all-in retail service business model; adopted 12 policy goals to be maximized through the use and preservation of the Excess Capacity of the HFC Network; and directed the Public Utilities Director and City Manager to work collaboratively to develop a plan to seek information, proposals, or qualifications from interested parties to determine whether the 12 policy goals could be achieved through a collaboration and/or restructuring of Click! Network, and

WHEREAS, at the August 21, 2018, Joint Study Session of the PUB and City Council, CTC recommended that the PUB and City Council authorize negotiation of term sheets with Rainier Connect and Wave Broadband, and

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WHEREAS the City Council and PUB, after a presentation by CTC and review of proposals from third parties at the March 5, 2019, Joint Study Session of the PUB and City Council, directed the Public Utilities Director to execute a letter agreement with Rainier Connect to enter into good faith negotiation of agreements through which: (1) the City, through Tacoma Power, would retain ownership of all of the existing HFC Network; (2) the capital and operating costs of the Excess Capacity of the HFC Network would be borne by a third party; (3) Tacoma Power would no longer provide cable television or wholesale internet access or data transport services; and (4) Rainier Connect would use the Excess Capacity of the HFC Network to provide cable, video, and internet access services consistent with the 12 policy goals adopted by the City Council and PUB, and

WHEREAS negotiations with Rainier Connect commenced in April 2019, and the Click! Business Transaction Agreement is now complete, and

WHEREAS, on October 23, 2019, the PUB held a public hearing and took public testimony regarding the proposed surplus of the Click! Assets and the Excess Capacity of the HFC Network, and

WHEREAS, on October 29, 2019, the City Council held a public hearing and took public testimony regarding the proposed surplus of the Click! Assets and the Excess Capacity of the HFC Network, and

WHEREAS, on October 30, 2019, the PUB adopted Resolution No. U-11116, declaring the Click! Assets and the Excess Capacity of the HFC Network surplus to the needs of Tacoma Power and Tacoma Public Utilities and not required for continued public utility services, recommending that the City Council

declare the above-referenced property surplus to the needs of the City, and

approving the Click! Business Transaction Agreement conditioned upon approval

by the City Council, and

WHEREAS the consideration proposed to be paid by Rainier Connect for

conveyance of the inventory, equipment, and vehicles described in Exhibit A.1 is

$294,742.98, as set forth in Exhibit A.1; the consideration to be paid by Rainier

Connect for the inventory and equipment described in Exhibits A.2 and A.3 are the

contractual obligations of Rainier Connect as set forth in substantially the form of

Exhibit "B" (Click! Business Transaction Agreement), and the use of the Excess

Capacity in the HFC Network is proposed to be granted to Rainer Connect in

consideration for the obligations of Rainier Connect as set forth in Exhibit "B,"

including, but not limited to, annual payments of $2,500,000 for year one,

$2,625,000 for year two, $2,750,000 for year three, $2,875,000 for year four, and

$3,000,000 for year five, and for each year after year five, the annual payment will

increase to reflect the Consumer Price Index Increase as described in Exhibit "B,"

and

WHEREAS, although a declaration that an asset is surplus often proceeds a

decision to sell an asset, there is no requirement that a surplused asset be sold,

and the City does not intend to recommend or approve for sale the Excess Capacity

in the HFC Network, but rather the City, through Tacoma Power, will retain

ownership of the entire HFC Network inclusive of the Excess Capacity in the HFC

Network to ensure that it has control over how the HFC Network is used through the

proposed agreements and to ensure that the entire HFC Network meets all security

requirements and can continue to meet the needs of Tacoma Power, Tacoma Water, and Tacoma Rail, and

WHEREAS, on October 30, 2019, the PUB considered and adopted PUB Resolution No. U-11116, declaring that the Click! Assets and the Excess Capacity of the HFC Network, as described therein, are surplus to the needs of Tacoma Power and Tacoma Public Utilities, and

WHEREAS the City Council, having considered the foregoing, the public comments received during the public hearing of October 29, 2019, and prior public meetings of the City Council and PUB, and the City records and files related to the construction, installation, and operation of the Click! Network, and having been in all matters fully advised, finds that it is in the best interest of the public to declare surplus to the needs of Tacoma Power and the City the Click! Assets and Excess Capacity of the HFC Network; Now, Therefore,

BE IT RESOLVED BY COUNCIL OF THE CITY OF TACOMA:

Section 1. That the City Council does hereby find and concur with the Tacoma Public Utility Board's determination and declaration pursuant to PUB Resolution No. U-11116, that the Click! Assets and the Excess Capacity of the HFC Network, as described therein, are surplus to the needs of Tacoma Power and Tacoma Public Utilities.

Section 2. That, consistent with RCW 35.94.040 and Section 4.6 of the City Charter, the City Council does hereby find and determine that the Click! Assets and Excess Capacity in the HFC Network, as described in the recitals above, are not required for, and are not essential to, continued public utility service or continued

effective utility service and, pursuant to applicable law, are properly declared surplus property and excess to the needs of Tacoma Power, Tacoma Public Utilities, and the City.

Section 3. That the procedural requirements of the Tacoma Municipal Code and the Purchasing Policy Manual for declaring the Click! Assets and the Excess Capacity in the HFC Network surplus to the needs of Tacoma Power and the City are hereby waived to the extent of non-compliance therewith.

Adopted_____

_____
Mayor

Attest:

_____
City Clerk

Approved as to form:

_____
Chief Deputy City Attorney

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EXHIBIT "A.1"

(Click! Asset Purchase List)

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Invoice

APA Exhibit A, Schedule 2.2.a(i), Equipment, Inventory, Vehicles

Item Description	suggested price	quantity	actual price	totals
Set-Top Boxes				
Set-Top Boxes	$ 12,361.71	bulk	$ 12,361.71	
			sub-total:	$ 12,361.71
Test Equipment				
MPEG Test System	$ 1,000.00	1	$ 1,000.00	
MPEG Transport Stream Monitor (QAM)	$ 100.00	1	$ 100.00	
MPEG Transport Stream Monitor (GigE/ASI)	$ 100.00	1	$ 100.00	
MPEG Transport Stream Monitor (QAM)	$ 100.00	1	$ 100.00	
MPEG Transport Stream Monitor (8VSB)	$ 100.00	1	$ 100.00	
MPEG Transport Stream Monitor (GigE)	$ 100.00	1	$ 100.00	
DSAM	$ 250.00	9	$ 2,250.00	
CATV Meter	$ 2,500.00	4	$ 10,000.00	
Ethernet Link Assistant (Metroscope)	$ 100.00	1	$ 100.00	
Ethernet Link Assistant (Etherscope)	$ 100.00	1	$ 100.00	
Bandwidth Analysis	$ 100.00	1	$ 100.00	
CATV Sweep Meter Setup	$ 2,810.50	16	$ 44,968.00	
			sub-total:	$ 59,018.00
Portable Generator				
Honda EU2001i	$ 500.00	5	$ 2,500.00	
			sub-total:	$ 2,500.00
Vehicles				
CHEV EXPRESS CARGO VAN	$ 12,236.00	5	$ 61,180.00	
FORD E350 VAN ARL 29 FT VERSALIFT	$ 17,368.00	1	$ 17,368.00	
FORD TRANSIT VAN VERSALIFT 29' ARL	$ 28,170.00	1	$ 28,170.00	
CHEV COLORADO XC 4X4 PU	$ 6,088.00	1	$ 6,088.00	
FORD E350 VAN ARL TEREX HI-RANGER	$ 12,966.00	3	$ 38,898.00	
FORD ELDORADO 13-PASS SHUTTLE VAN	$ 2,000.00	1	$ 2,000.00	
			sub-total:	$ 153,704.00
Warehouse Inventory				
Click Warehouse Inventory 110	$ 32,471.16	1	$ 32,471.16	
Click Warehouse Inventory 120	$ 697.59	1	$ 697.59	
Click Warehouse Inventory 121	$ 19,349.24	1	$ 19,349.24	
Click Warehouse Inventory 122	$ 4,641.29	1	$ 4,641.29	
Dead Stock 2014	$ -	1	$ -	
			sub-total:	$ 57,159.27
Software (for test equipment)				
Effigis (CPAT Leakage detection system)	$83.33	12	$ 1,000.00	
Path track	$0.00	1	$ -	
Sunrise	$0.00	1	$ -	
Trilithic	$0.00	1	$ -	
Cable Plant Monitoring	$9,000.00	1	$ 9,000.00	
			sub-total:	$ 10,000.00
			Grand Total:	$ 294,742.98

Exhibit "A.2"

(Head End Equipment)

Exhibit A6.2

Headend Equipment			
Description	Serial Number	Object Type	Manufacturer
XMA VOD Server - VOD On Demand	RQNNA8V	EG001315 - Aud/Video Server	Arris
Disney/ESPN Catcher Server	Dis/ESPN	EG001315 - Aud/Video Server	HP
MC Management Console	KQDMMVW	EG001315 - Aud/Video Server	IBM
VOD Server Chassis Nvision #1	Nvision #1	EG001315 - Aud/Video Server	Arris
VOD Server Chassis Nvision #2	Nvision #2	EG001315 - Aud/Video Server	Arris
VOD Server Chassis Nvision #3	Nvision #3	EG001315 - Aud/Video Server	Arris
VOD Server Chassis Nvision #4	Nvision #4	EG001315 - Aud/Video Server	Arris
VOD Server Chassis Nvision #5	Nvision #5	EG001315 - Aud/Video Server	Arris
VOD Server Local On-Demand	FM 644220098	EG001315 - Aud/Video Server	Sun Microsystem
CMC Digital Data Receiver	F9999999	EG001136 - Receiver	International DataCasting
CMC Digital Data Receiver	F9999999	EG001136 - Receiver	International DataCasting
Video Satellite Rcvr - Velocity HD	F9999999	EG000830 - Optical Receiver	Arris
Video Satellite Rcvr - ShoNExt HD	F9999999	EG000830 - Optical Receiver	Motorola
Matrix HE - Environmental Monitor	HE - Webmon	EN000040 - Master Controller	Dantel
Advance Rcvr Transcoder - NBC Univer	F9999999	EG001136 - Receiver	Cisco
Advance Rcvr Transcoder - Sundance HD	F9999999	EG001136 - Receiver	Cisco
Pro Sat Rcvr - ShoTime/TMC HD	F9999999	EG001136 - Receiver	Motorola
Advance Rcvr Transcoder - HGTV/Food HD	F9999999	EG001136 - Receiver	Scientific Atlanta
Pro Sat Rcvr - Encore Esp	F9999999	EG001136 - Receiver	Motorola
Pro Satellite Rcvr - Nat Geo HD	F9999999	EG001136 - Receiver	Motorola
Pro Satellite Rcvr - Pixl HD	F9999999	EG001136 - Receiver	Motorola
Pro Satellite Rcvr - Discovery HD	F9999999	EG001136 - Receiver	Motorola
Advance Rcvr Transcoder - Travel HD	F9999999	EG001136 - Receiver	Cisco
TWC SD Intellistar Receiver	F9999999	EG001136 - Receiver	Intellistar
Spare - Satellite Receiver	F9999999	EG001136 - Receiver	Motorola
Commercial Integrated Sat Rcvr	F9999999	EG001136 - Receiver	Arris
Satellite Rcvr Video Cipher	F9999999	EG001136 - Receiver	Scientific Atlanta
Satellite Rcvr Multiplex/Decrypter	F9999999	EG001136 - Receiver	General Instruments
Satellite Integrated Rcvr/Transcoder	F9999999	EG001136 - Receiver	Motorola
Advanced Recvr/Transcoder QVC HD	F9999999	EG001136 - Receiver	Cisco
Advanced Recvr/Transcoder Outside TV	F9999999	EG001136 - Receiver	Cisco
Advanced Recvr/Transcoder A&E HD	F9999999	EG001136 - Receiver	Cisco
Advanced Recvr/Transcoder A&E SD	F9999999	EG001136 - Receiver	Cisco
Pro Satellite Receiver - ESPN HD	F9999999	EG001136 - Receiver	Motorola
Advanced Recvr/Transcoder Root HD	F9999999	EG001136 - Receiver	Scientific Atlanta
Pro Satellite Receiver - ESPN SD	F9999999	EG001136 - Receiver	Motorola
Pro Satellite Receiver - ESPN2	F9999999	EG001136 - Receiver	Motorola
Pro Satellite Receiver - ESPN News	F9999999	EG001136 - Receiver	Motorola
Advanced Recvr/Transcoder AMC HD	F9999999	EG001136 - Receiver	Cisco
Multi Decryption Receiver - AMC SD	F9999999	EG001136 - Receiver	Scientific Atlanta
Pro Satellite Receiver - FX HD	F9999999	EG001136 - Receiver	Motorola
Advanced Recvr/Transcoder Starz	F9999999	EG001136 - Receiver	Motorola
Commercial Integrated Sat Rcvr	F9999999	EG001136 - Receiver	Arris
TWC SD Intellistar Receiver	F9999999	EG001136 - Receiver	Intellistar
Sat Receiver Multiplex/Decrypter	F9999999	EG001136 - Receiver	Motorola
Advanced Recvr/Transcoder Hallmark SD	F9999999	EG001136 - Receiver	Cisco
Program Receiver	F9999999	EG001136 - Receiver	Scientific Atlanta
Advanced Recvr/Transcoder Golf HD	F9999999	EG001136 - Receiver	Scientific Atlanta
Sat Receiver Multiplex/Decrypter	F9999999	EG001136 - Receiver	Motorola
HDTV Receiver/Decoder	F9999999	EG001136 - Receiver	KTECH
Pro Satellite Recevier - SyFy HD	F9999999	EG001136 - Receiver	Motorola
Pro Satellite Receiver - BET SD	F9999999	EG001136 - Receiver	Motorola
Integrated Receiver/Decoder	F9999999	EG001136 - Receiver	Harmonic
Advanced Recvr/Transcoder CBUT HD	F9999999	EG001136 - Receiver	Cisco
Network Transport Receiver	F9999999	EG001136 - Receiver	Cisco
Pro Satellite Receiver	F9999999	EG001136 - Receiver	Motorola
Program Receiver - Classic Arts	F9999999	EG001136 - Receiver	Scientific Atlanta
Program Receiver - Fox Business SD	F9999999	EG001136 - Receiver	Scientific Atlanta
Pro Satellite Receiver - Fox Business HD	F9999999	EG001136 - Receiver	Motorola
Pro Satellite Receiver - Fox HD	F9999999	EG001136 - Receiver	Motorola
Program Receiver - QVC SD	F9999999	EG001136 - Receiver	Scientific Atlanta
Multi Decryption Receiver - Intl Net	F9999999	EG001136 - Receiver	Cisco
Advanced Recvr/Transcoder Golf HD	F9999999	EG001136 - Receiver	Cisco
Advanced Recvr/Transcoder Lifetime & LMN HD	UA 5987780-6	EG001136 - Receiver	Scientific Atlanta
Pro Satellite Receiver - Discovery HD	F9999999	EG001136 - Receiver	Motorola
Pro Satellite Receiver - ABC SD	F9999999	EG001136 - Receiver	Motorola
Pro Satellite Receiver - Disney SD	F9999999	EG001136 - Receiver	Motorola
Pro Satellite Receiver - Disney HD	F9999999	EG001136 - Receiver	Motorola
Pro Satellite Receiver - CBS Sports SD	F9999999	EG001136 - Receiver	Motorola
Pro Satellite Receiver - Big Ten HD	F9999999	EG001136 - Receiver	Motorola
Pro Satellite Receiver - BET Soul HD/MTV2	2054812109005730	EG001136 - Receiver	Motorola
Pro Satellite Receiver - HBO HD	F9999999	EG001136 - Receiver	Arris
Pro Satellite Receiver - FS1 HD	F9999999	EG001136 - Receiver	Motorola
Program Receiver - Fox News SD	F9999999	EG001136 - Receiver	Scientific Atlanta
Pro Satellite Receiver - Fox News HD	F9999999	EG001136 - Receiver	Motorola
Advanced Program Receiver - WGN SD	36138021976	EG001136 - Receiver	Cisco
Advanced Program Receiver - TVN PPV	F9999999	EG001136 - Receiver	Cisco
Multi Decryption Recevier - Fox Sports HD	F9999999	EG001136 - Receiver	Scientific Atlanta
Program Receiver - HSN HD	F9999999	EG001136 - Receiver	Scientific Atlanta
Pro Satellite Receiver	F9999999	EG001136 - Receiver	Arris
Program Recevier - Golf HD	F9999999	EG001136 - Receiver	Scientific Atlanta
Multi Decryption Receiver - Hallmark HD	F9999999	EG001136 - Receiver	Scientific Atlanta
Adv Receiver Transcoder - E! HD	F9999999	EG001136 - Receiver	Scientific Atlanta
Satellite Receiver	F9999999	EG001136 - Receiver	Arris
Program Receiver - KSTW SD	F9999999	EG001136 - Receiver	Scientific Atlanta
Splitter/Combiner Directional Coupler	F9999999	EG000760 - Multiplexer	Universal
Splitter/Combiner Directional Coupler	F9999999	EG000760 - Multiplexer	Universal
Splitter/Combiner Directional Coupler	F9999999	EG000760 - Multiplexer	Universal
Splitter/Combiner Directional Coupler	F9999999	EG000760 - Multiplexer	Universal
Splitter/Combiner Directional Coupler	F9999999	EG000760 - Multiplexer	Universal
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Splitter/Combiner Directional Coupler	F9999999	EG000760 - Multiplexer	Universal
Splitter/Combiner Directional Coupler	F9999999	EG000760 - Multiplexer	Universal
Splitter/Combiner Directional Coupler	F9999999	EG000760 - Multiplexer	Universal
Splitter/Combiner Directional Coupler	F9999999	EG000760 - Multiplexer	Universal

TWC SD Intellistar Receiver	F9999999	EG001136 - Receiver	Chaparral
Commercial Integrated Sat Rcvr	F9999999	EG001136 - Receiver	Motorola
Satellite Receiver Video Cipher	F9999999	EG001136 - Receiver	Cisco
Satellite Receiver Multiplex/Decrypter	F9999999	EG001136 - Receiver	Motorola
Sat Integrated Receiver/Transcoder	F9999999	EG001136 - Receiver	Scientific Atlanta
Advanced Receiver/Transcoder - QVC HD	F9999999	EG001136 - Receiver	Motorola
Advamced Recr/Transcoder - Outside TV	F9999999	EG001136 - Receiver	Motorola
Advanced Receiver/Transcoder - A&E HD	F9999999	EG001136 - Receiver	Arris
Advanced Receiver/Transcoder - A&E SD	F9999999	EG001136 - Receiver	Cisco
Pro Satellite Receiver - ESPN HD	F9999999	EG001136 - Receiver	Cisco
Adv Receiver Transcoder - Root HD	F9999999	EG001136 - Receiver	Cisco
Adv Receiver Transcoder - Pac 12 NAT	F9999999	EG001136 - Receiver	Cisco
Pro Satellite Rcvr - Starz HD	F9999999	EG001136 - Receiver	Motorola
Satellite Demodulator	F9999999	EG000740 - Modulator	Scientific Atlanta
Pro Satellite Receiver - Starz HD	F9999999	EG000136 - Receiver	Motorola
Pro Satellite Receiver - MLB HD	F9999999	EG001136 - Receiver	Motorola
Satellite Receiver - Dest America HD	F9999999	EG001136 - Receiver	Motorola
Pro Satellite Receiver - Fox Deportes HD	F9999999	EG001136 - Receiver	Motorola
Pro Satellite Receiver - Fox Sports2 HD	F9999999	EG001136 - Receiver	Motorola
Pro Satellite Receiver - Nat Geo SD/HD	F9999999	EG001136 - Receiver	Motorola
Pro Satellite Receiver - ENC Action HD	F9999999	EG001136 - Receiver	Motorola
Pro Satellite Receiver - IndieFlex HD	F9999999	EG001136 - Receiver	Motorola
Pro Satellite Receiver - Cinemax HD	F9999999	EG001136 - Receiver	Motorola
Advanced Recvr Transcoder - Fusion HD	F9999999	EG001136 - Receiver	Motorola
Pro Satellite Receiver - ESPN Deportes SD	F9999999	EG001136 - Receiver	Motorola
Pro Satellite Receiver - MoviePlex HD	F9999999	EG001136 - Receiver	Motorola
Satellite Demodulator	F9999999	EG000740 - Modulator	Scientific Atlanta
OneNet SE EAS Receiver	F9999999	EG001136 - Receiver	Monroe Electronics
Emergency Alert System Server	F9999999	EG001315 - Aud/Video Server	IBM
Adv Receiver Transcoder - Reelz Channel	F9999999	EG001136 - Receiver	Cisco
Acterna - Stealth Sweep Transceiver	F9999999	EZ000140 - Test Equip	Acterna
Program Reciver - KCMS FM	F9999999	EG001136 - Receiver	Scientific Atlanta
Digital Tuner - 948 KING FM	F9999999	EG001136 - Receiver	Bogen
Universal Encoder - Audio Encoder	F9999999	EG001361 - Sequencer	Sccopus
Digital Tuner - 951 KWJZ	F9999999	EG001136 - Receiver	Bogen
Digital Tuner - 957 KIRO	F9999999	EG001136 - Receiver	Bogen
Digital Tuner - 956 KXXD	F9999999	EG001136 - Receiver	Bogen
Digital Tuner - 953 KKWF	F9999999	EG001136 - Receiver	Bogen
Universal Encoder - Audio Encoder	F9999999	EG001361 - Sequencer	Scopus
AM/FM Stereo Tuner - 958 KRWM	F9999999	EG001136 - Receiver	Toa Electronics
Digital Tuner - Spare	F9999999	EG001136 - Receiver	Bogen
Universal Encoder - Audio Encoder	F9999999	EG001361 - Sequencer	Scopus

Digital Tuner - 949 KPLU	F9999999	EG001136 - Receiver	Bogen
Digital Tuner - 950 KUOW	F9999999	EG001136 - Receiver	Bogen
Digital Tuner - 960 KUTI	F9999999	EG001136 - Receiver	Bogen
Digital Aud/Vid Encoder/Decoder	F9999999	EG001361 - Sequencer	Radiant
Digital Tuner - Spare	F9999999	EG001136 - Receiver	Bogen
Digital Tuner - Spare	F9999999	EG001136 - Receiver	Bogen
Digital Tuner - Spare	F9999999	EG001136 - Receiver	Bogen
Digital Tuner - Spare	F9999999	EG001136 - Receiver	Bogen
Digital Tuner - Spare	F9999999	EG001136 - Receiver	Bogen
Digital Tuner - Spare	F9999999	EG001136 - Receiver	Bogen
Digital Tuner - Spare	F9999999	EG001136 - Receiver	Bogen
XMS Ad Splicer - Server 1	F9999999	EG000110 -Network Server	Arris
XMS Ad Splicer - Server 2	F9999999	EG000110 -Network Server	Arris
EGT Encoder 1 - TVC/QVC	F9999999	EG001361 - Sequencer	EGT
EGT Encoder 2 - Reelz/NASA/KIRO	F9999999	EG001361 - Sequencer	EGT
EGT Encoder 3 - FXX/Big Ten	F9999999	EG001361 - Sequencer	EGT
EGT Encoder 4 - TVW/TV Tacoma	F9999999	EG001361 - Sequencer	EGT
EGT Encoder 5 - KCTS/KING	F9999999	EG001361 - Sequencer	EGT
EGT Encoder 6 - KCPQ/PCTV	F9999999	EG001361 - Sequencer	EGT
EGT Encoder 7 - KOMO/KSTW	F9999999	EG001361 - Sequencer	EGT
EGT Encoder 8 - KUNS/Disney	F9999999	EG001361 - Sequencer	EGT
EGT Encoder 9 - Test/Classic Arts	F9999999	EG001361 - Sequencer	EGT
EGT Encoder 10 - Spare	F9999999	EG001361 - Sequencer	EGT
EGT Encoder 11 - Spare	F9999999	EG001361 - Sequencer	EGT
EGT Encoder 12 - Spare	F9999999	EG001361 - Sequencer	EGT
EGT Encoder 13 - Spare	F9999999	EG001361 - Sequencer	EGT
Network Performance Tool Server	F9999999	EG001315 - Server Aud/Vid	Dell
Satellite Receiver - KLS 2	KLS 2	EG001136 - Receiver	General Instruments
Satellite Receiver - KLS 1	KLS 1	EG001136 - Receiver	General Instruments
Network Controller - 1	F9999999	EN000010 - Controller	Motorola
Network Controller - 2	F9999999	EN000010 - Controller	Motorola
Digital Addressable Controller (DAC)	F9999999	EN000040 - Master Controller	Motorola
CASMR - Conditional Access System	F9999999	EN000040 - Master Controller	HP
Avocent Autoview 3008	F9999999	EN000010 - Controller	Avocent
Modular Receiver/Decoder	F9999999	EG001136 - Receiver	Sencore
Satellite Receiver - KCPQ Ch. 13	F9999999	EG001136 - Receiver	Tandberg
Pro Receiver/Decoder - KOMO	F9999999	EG001136 - Receiver	KTECH
Pro Receiver/Decoder - KIRO	F9999999	EG001136 - Receiver	KTECH
Pro Receiver/Decoder - KING	F9999999	EG001136 - Receiver	KTECH
Pro Receiver/Decoder - KSTW	F9999999	EG001136 - Receiver	KTECH
Pro Receiver /Decoder - KONG	F9999999	EG001136 - Receiver	KTECH
Pro Receiver /Decoder - KZJO	F9999999	EG001136 - Receiver	KTECH
Pro Receiver /Decoder - Spare	F9999999	EG001136 - Receiver	KTECH
Pro Receiver /Decoder - NASA	F9999999	EG001136 - Receiver	KTECH
Pro Receiver /Decoder - KUNS	F9999999	EG001136 - Receiver	KTECH
Pro Receiver /Decoder - KUNS2/Mundo	F9999999	EG001136 - Receiver	KTECH
Pro Receiver /Decoder - KWPX	F9999999	EG001136 - Receiver	KTECH
ASI Splitter	F9999999	EG000217 - Combiner	MegaHertz
Smartstream Device Manager	F9999999	EG001315 - Server	Arris
Remote Addressable DANIS/DLS (RADD)	F9999999	EG001315 - Server	CSS/RADD
KLS 3000/CPMS	F9999999	EG001315 - Server	KLS 3000
Pro Receiver/Decoder - TV Tacoma	F9999999	EG001136 - Receiver	KTECH
Pro Receiver/Decoder - PCTV	F9999999	EG001136 - Receiver	KTECH
Pro Receiver/Decoder - Spare	F9999999	EG001136 - Receiver	KTECH
Pro Receiver/Decoder - Spare	F9999999	EG001136 - Receiver	KTECH
Satellite Receiver - KCPQ Ch. 13	F9999999	EG001136 - Receiver	Tandberg
Pro Receiver/Decoder - Spare	F9999999	EG001136 - Receiver	KTECH
Pro Receiver/Decoder - Spare	F9999999	EG001136 - Receiver	KTECH
APEX Edge QAM - 1	F9999999	EG000100 - Switch	Motorola
APEX Edge QAM - 2	F9999999	EG000100 - Switch	Motorola
APEX Edge QAM - 3	F9999999	EG000100 - Switch	Motorola
APEX Edge QAM - 4	F9999999	EG000100 - Switch	Motorola
MPEG Transport Stream Monitor	F9999999	EG000760 - Multiplexer	Tetronix
Vecima - IP to Analog Edge Decoder 1	F9999999	EG000740 - Modulator	Vecima - 1
Vecima - IP to Analog Edge Decoder 2	F9999999	EG000740 - Modulator	Vecima - 2
Vecima - IP to Analog Edge Decoder 3	F9999999	EG000740 - Modulator	Vecima - 3
HE Redundant Amplifier System - UP	F9999999	EG000120 - Amplifier	QRF - 1
HE Redundant Amplifier System - UP Pr	F9999999	EG000120 - Amplifier	QRF - 2
He Redundant Amp System - UP Bkup	F9999999	EG000120 - Amplifier	QRF - 3
CPAT - Dual Band Signal Generator	F9999999	EG001575 - Test Generator	Effigis
TelVue HyperCaster B-100 IPTV	F9999999	EG000120 - Amplifier	TelVue
Pro Satellite Receiver - SHO/SHO2	F9999999	EG001136 - Receiver	Motorola
TelVue HyperCaster B-100 IPTV	F9999999	EG000120 - Amplifier	TelVue
Remote Service Analyzer RSAM	F9999999	EZ000140 - Test Equip	JDSU
MPEG Video Probe Analyzer	F9999999	EZ000140 - Test Equip	JDSU
Advanced Rcvr Transcoder - Oxygen SD	F9999999	EG001136 - Receiver	Cisco
Advanced Rcvr Transcoder - Sprout SD	F9999999	EG001136 - Receiver	Cisco
Advanced Rcvr Transcoder - Bravo SD	F9999999	EG001136 - Receiver	Cisco
Advanced Rcvr Transcoder - CNBC HD	F9999999	EG001136 - Receiver	Cisco
Advanced Rcvr Transcoder - SyFy HD	F9999999	EG001136 - Receiver	Cisco

Description	Number	Type	Manufacturer
Advanced Rcvr Transcoder - USA HD	F9999999	EG001136 - Receiver	Cisco
Advanced Rcvr Transcoder - NFL Redzone HD	F9999999	EG001136 - Receiver	Cisco
Advanced Rcvr Transcoder - NFL HD	F9999999	EG001136 - Receiver	Cisco
Adv Program Receiver - MBC Korea SD	F9999999	EG001136 - Receiver	Motorola
Advanced Rcvr Transcoder - NBC Univesal	F9999999	EG001136 - Receiver	Cisco
MPEG Transport Stream Monitor	F9999999	EG000760 - Multiplexer	Tektronix
Sunrise Telecom Spectrum Analyzer	F9999999	EZ000140 - Test Equip	Sunrise Telecom
Sunrise Telecom Spectrum Analyzer	F9999999	EZ000140 - Test Equip	Sunrise Telecom
Multicom Optical Transmitter	F9999999	EG000850 - Optical Transmitter	Multicom
Pro Satellite Receiver - SHORTS HD	F9999999	EG001136 - Receiver	Motorola
Pro Satellite Receiver - HSN SD	F9999999	EG001136 - Receiver	Scientific Atlanta
Adv Rcvr Transcoder - YouTooAmerica	F9999999	EG001136 - Receiver	Cisco
Adv Rcvr Transcoder - FYI HD	F9999999	EG001136 - Receiver	Cisco
Adv Rcvr Transcoder - MTV/Spike HD	F9999999	EG001136 - Receiver	Cisco
Adv Rcvr Transcoder - CMT HD	F9999999	EG001136 - Receiver	Cisco
Adv Rcvr Transcoder - VH1/Comedy HD	F9999999	EG001136 - Receiver	Cisco
Adv Rcvr Transcoder - NICK HD	F9999999	EG001136 - Receiver	Cisco
Satellite Receiver - HITS 14	F9999999	EG001136 - Receiver	General Instruments
RF L-Band Splitter (Active)	F9999999	EG000217 - Combiner	Qunitech
RF L-Band Splitter (Passive)	F9999999	EG000217 - Combiner	Quintech
RF L-Band Splitter (Passive)	F9999999	EG000217 - Combiner	Quintech
Splitter/Combiner Directional Coupler	F9999999	EG000217 - Combiner	ADC Telecommunictions
Splitter/Combiner Directional Coupler	F9999999	EG000217 - Combiner	ADC Telecommunictions
Splitter/Combiner Directional Coupler	F9999999	EG000217 - Combiner	ADC Telecommunictions
LNB Power Supply	F9999999	ED000250 - UPS	Quintech
Satellite Receiver - MoviePlex SD/Starz	F9999999	EG001136 - Receiver	Arris
Pro Satellite Rcvr - ESPN Classics	F9999999	EG001136 - Receiver	Motorola
Combiner - IP to ASI Convertor	F9999999	EG000217 - Combiner	Advanced Digital Inc
Adv Rcvr Trnscoder - Life/Mil HD	F9999999	EG001136 - Receiver	Cisco
Program Receiver - The Word HD	F9999999	EG001136 - Receiver	Scientific Atlanta
Satellite Receiver - Destination America	F9999999	EG001136 - Receiver	Motorola
Pro Satellite Receiver - OWN HD	F9999999	EG001136 - Receiver	Motorola
Pro Satellite Receiver - Disney Jr HD	F9999999	EG001136 - Receiver	Motorola
Satellite Receiver - Food Net/HGTV HD	F9999999	EG001136 - Receiver	General Instruments
Satellite Receiver - Playboy HD	F9999999	EG001136 - Receiver	Motorola
Integrated Receiver/Decoder - Music Choice	F9999999	EG001136 - Receiver	Harmonic
LADI - Music Choice Inserter	F9999999	EG001315 - Server Aud/Vid	EAS System
Program Receiver - Jewelry SD	25806144	EG001136 - Receiver	Scientific Atlanta
Digital Media Receiver	F9999999	EG001136 - Receiver	Wegener
Program Receiver - Jewelry Spare Recvr	F9999999	EG001136 - Receiver	Scientific Atlanta
CherryPicker Application Platform #6	F9999999	EG00760 - Multiplexer	Motorola
CherryPicker Application Platform #1	F9999999	EG00760 - Multiplexer	Motorola
CherryPicker Application Platform #8	F9999999	EG00760 - Multiplexer	Motorola
CherryPicker Applications Platform #9	F9999999	EG00760 - Multiplexer	Motorola
Cherry Picker Applications Platform #10	F9999999	EG00760 - Multiplexer	Motorola
CherryPicker Applications Platform Spare	F9999999	EG00760 - Multiplexer	Motorola
Multiple Decryption Recvr - TNT/Toons SD	F9999999	EG001136 - Receiver	Scientific Atlanta
Advanced Recvr Transcoder - TV Japan	F9999999	EG001136 - Receiver	Cisco
MPEG/IRD Satellite Receiver - HD Net HD	F9999999	EG001136 - Receiver	Wegener
Pro Satellite Receiver - HRTV HD	F9999999	EG001136 - Receiver	Motorola
Pro Satellite Receiver - CSPAN2 HD	F9999999	EG001136 - Receiver	Motorola
Broadband Multimedia Service Router #2	F9999999	EG001230 - Router (Net App)	BigBand
CherryPicker Applications Platform #2	F9999999	EG00760 - Multiplexer	Motorola
CherryPicker Applications Platform #3	F9999999	EG00760 - Multiplexer	Motorola
CherryPicker Applications Platform #7	F9999999	EG00760 - Multiplexer	Motorola
CherryPicker Applications Platform #4	F9999999	EG00760 - Multiplexer	Motorola
CherryPicker Applications Platform #5	F9999999	EG00760 - Multiplexer	Motorola
QAM Edge Encryptor Modulator #7	F9999999	EG00740 - Modulator	Motorola
QAM Edge Encryptor Modulator #1	F9999999	EG00740 - Modulator	Motorola
QAM Edge Encryptor Modulator #2	F9999999	EG00740 - Modulator	Motorola
QAM Edge Encryptor Modulator #3	F9999999	EG00740 - Modulator	Motorola
QAM Edge Encryptor Modulator #4	F9999999	EG00740 - Modulator	Motorola
SMU Control Server - Primary	F9999999	EG001315 - Server	Arris
SMU Control Server - Backup	F9999999	EG001315 - Server	IBM
Broadband Multimedia Service Router #1	F9999999	EG001230 - Router (Net App)	BigBand
Demodulator Convertor #1	2722035	EG000280 - Demodulator	Wel IAV
Demodulator Convertor #2	2722063	EG000280 - Demodulator	Wel IAV
Demodulator Convertor #3	2722069	EG000280 - Demodulator	Wel IAV
Dish 1 serial 1005910	4.5 meter dishes	Brand Scientific Atlanta model 8345	
Dish 2 serial 1007240	4.5 meter dishes	Brand Scientific Atlanta model 8346	
Dish 3 serial 1006545	4.5 meter dishes	Brand Scientific Atlanta model 8347	
Dish 4 serial 1005880	4.5 meter dishes	Brand Scientific Atlanta model 8348	
Dish 5 serial 100655? The last digit is un-readable	4.5 meter dishes	Brand Scientific Atlanta model 8349	

The dishes on the roof are a mix of 3.7 meter Loral Skynet or DH, and 3.8 meter Patriot. Plus the steerable dish which I think is a 3.7 meter Chaparral but again no markings.

	3813522	Patriot 3.8 had a decal with a Part number of PRT-380
	3814298	Patriot 3.8 had a decal with a Part number of PRT-380

24'x13'6" Airscreen AeroPro Pro system including:

- inflatable outdoor movie screen
- inflatable frame, lower panel
- front projection surface
- screen bungee ties
- high pressure blower
- black nylon high tension tethers
- heavy duty carry bag
- four steel stakes
- deluxe repair kit
- manual
- Aeropro Pro HD console & sound system
- heavy duty ATA rated road case
- triple screen LCD monitor
- BlueRay and progresive scan DVD players
- HD video switcher
- pro quality rack mounted audio mixer with iPod dock
- power conditioner and surge protector with two lamps
- microphone
- audio and video cables
- PRO speaker system

Projector w/case and stand

Exhibit "A.3"

(Set-Top Boxes)

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Exhibit A7

Set Top Boxes	
Model	quantity (in home)
DCX3200	7281
DCX3510	1094
MG1	722
Mini	871
MG2	485