

STATE BROADBAND GRANT CONTRIBUTION AGREEMENT

This State Broadband Grant Contribution Agreement is entered into by and between the Lexington Fayette Urban County Government, Kentucky (hereinafter referred to as the "County") and Spectrum Mid-America, LLC by its Manager, Charter Communications, Inc. (hereinafter referred to as "Charter") on April 4th, 2022 ("Effective Date").
2024

RECITALS

A. On October 25, 2021, Charter submitted an application, together with all relevant attachments ("Application"), for the Kentucky Broadband Deployment Fund Program (the "Program"), to the Kentucky Infrastructure Authority (the "KIA").

B. Charter sought and received permission to include County's name and pledged matching funding amount (the "Contribution") in the Application as a means to gain additional points in Charter's bid to receive an award of state funding;

C. Charter provided documentation in the Application of County's Contribution in the amount of eight thousand one hundred ninety dollars (\$8,190.00) for the purposes of offsetting eligible costs and securing an award of state funding from the KIA;

D. Charter's Application was accepted and funding was awarded in the KIA's order (the "Order"), dated October 6, 2022, and the KIA thereafter duly executed a Grant Agreement, dated 9/20/2023 (the "Grant Agreement") for Fayette County, KY;

E. The KIA's Order incorporates County's Contribution into the Opinion for the award of grant funding;

F. The Grant Agreement incorporates County's Contribution into the Project Budget at Attachment C;

G. County asserts that it has the requisite funding and authority to enter into and carry out its obligations under the Order, the Grant Agreement, and this Agreement with Charter;

H. Subject to and following award of the grant and Charter's acceptance of same, Charter and County shall enter into this Agreement that shall include such additional terms and conditions that are necessary to effectuate the financial requirements contained therein; and

NOW THEREFORE, in consideration of the above Recitals, which are hereby incorporated into the below Agreement, and in consideration of the mutual promises made herein, the receipt and sufficiency of which are hereby acknowledged, Charter and the County further agree as follows:

1) NETWORK CONSTRUCTION. Charter shall construct and activate wireline broadband service to 147 locations in Fayette County, identified in the Grant Agreement with KIA,

17) SEVERABILITY. If any section, subsection, sentence, clause, phrase, or other portion of this Agreement is, for any reason, declared invalid, in whole or in part, by any court, agency, commission, legislative body, or other authority of competent jurisdiction, such portion shall be deemed a separate, distinct, and independent portion. Such declaration shall not affect the validity of the remaining portions hereof, which other portions shall continue in full force and effect.

18) MODIFICATION. No provision of this Agreement shall be amended or otherwise modified, in whole or in part, except by an instrument, in writing, duly executed by the County and Charter, which amendment shall be authorized on behalf of the County through the adoption of an appropriate resolution or order by the County, as required by applicable law.

IN WITNESS WHEREOF, this Broadband Infrastructure Agreement has been executed by the duly authorized representatives of the parties as set forth below, as of the date set forth below:

FOR COUNTY:

By: 

Name: Linda Gorton

Title: Mayor

Date: 4/9/2024

FOR SPECTRUM MID-AMERICA, LLC BY: CHARTER COMMUNICATIONS, INC., ITS MANAGER:

By: 

Name: Paul Woelk

Title: SVP, Business Planning

Date: 4/4/24