

A regular meeting of the Council of the City of Bedford, Virginia, was held in the Council Hall of the Municipal Building at 7:30 p.m., July 11, 2006.

Members present: Mayor E. Thomas Messier; Councilwoman Mary L. Flood; Councilman Jeffrey B. Hubbard; Councilman C. G. Stanley, Jr.; Vice Mayor W. D. Tharp; and Councilman Robert T. Wandrei.

Members absent: Councilman Thomas M. Padgett

Staff present: City Manager Charles P. Kolakowski; City Attorney W. W. Berry, IV; and Clerk of the Council Teresa W. Hatcher.

Mayor Messier opened the meeting and led all present in saying the Pledge of Allegiance to the Flag.

Mayor Messier declared that the minutes of a regular Council meeting held on June 27, 2006, were approved as distributed.

City Manager Kolakowski reported on the following:

- scheduling a mini Council retreat in September to discuss various issues facing the City - the Mayor asked the City Manager to contact members of Council with suggested dates for the retreat.
- The staff has been busy researching and studying various issues regarding utilities and development in the City and will be scheduling committee meetings to discuss those items.

Councilman Wandrei, Water & Sewer Committee Chairman, reported that the Committee met earlier in the evening to consider a request from Schrader Engineering and Land Surveying, Inc., and stated that the Committee will hold another meeting on July 14 at 4:00 p.m. for further information from staff.

Councilman Hubbard, Finance Committee Chairman, stated the Committee met earlier in the evening to receive a report on the turnover of accounts between the outgoing Treasurer and the incoming Treasurer.

Mr. John S. Aldridge, Director of Brown Edwards & Company, LLP, stated he presented an audit of accounts report earlier to the Finance Committee regarding the transfer of assets from the outgoing treasurer to the incoming treasurer.

On motion by Vice Mayor Tharp, seconded by Councilman Stanley, voted upon and carried by a roll call vote, Council accepted the audit and authorized the Mayor to execute, on behalf of the City Council, a certificate to that effect to be filed with the Circuit Court Judge. Roll call vote follows:

Councilwoman Flood	aye
Councilman Hubbard	aye
Councilman Padgett	absent
Councilman Stanley	aye
Vice Mayor Tharp	aye
Councilman Wandrei	aye
Mayor Messier	aye

City Manager Kolakowski reported that Charter Communications, LLC is selling the City of Bedford Cable Television Franchise to Cebridge Acquisition Co., LLC. The City has approved the transfer of the Franchise to Cebridge. The City Manager stated that Cebridge has asked the City to consent to the transfer of the existing Pole Attachment Agreement between Charter and the City to Cebridge. A valid Pole Attachment Agreement is required to operate the City of Bedford cable Franchise. Staff has advised Charter and Cebridge that the City will elect to renegotiate the Pole Attachment Agreement when it expires on January 1, 2007, rather than allow the agreement to auto renew as it has since 1985.

Mayor Messier waived the reading of the proposed resolution consenting to the transfer of the pole attachment agreement with Charter.

On motion by Vice Mayor Tharp, seconded by Councilman Hubbard, voted upon and carried by a roll call vote, Council adopted the resolution. Roll call vote follows:

Councilman Hubbard	aye
Councilman Padgett	absent
Councilman Stanley	aye
Vice Mayor Tharp	aye
Councilman Wandrei	aye
Councilwoman Flood	aye
Mayor Messier	aye

The Resolution follows as adopted:

RESOLUTION

CONSENT TO ASSIGNMENT OF AGREEMENT

THIS CONSENT ("Consent"), effective as of the closing date referred to in the closing paragraph hereof, among Interlink Communications Partners LLC ("Franchisee"), Cebridge Acquisition Co. LLC ("Cebridge") and City of Bedford, Virginia ("CITY").

WITNESSETH:

WHEREAS, Franchisee and CITY are parties to a Pole Attachment Agreement dated December 11, 1985 ("Agreement");

WHEREAS, Franchisee owns, operates, and maintains a cable television system ("System") serving the City of Bedford, VA pursuant to a franchise agreement (the "Franchise") issued by the City of Bedford, VA (the "Franchise Authority"), and Franchisee is the duly authorized holder of the Franchise; and

WHEREAS, Franchisee has entered into an Asset Purchase Agreement (the "Agreement") with Cebridge in which, among other things, the Franchisee proposes to sell and assign to Cebridge certain of the assets, including the Franchise and the Agreement, used by Franchisee in the operation of the System (the "Transaction").

NOW, THEREFORE, in consideration of the premises:

1. CITY hereby confirms that Franchisee is in substantial compliance with all obligations under the Agreement that the Agreement is in full force and effect.

2. CITY hereby confirms that the Agreement represents the entire understanding of the parties with respect to the subject matter thereof and is in full force and effect.

3. CITY hereby consents to the assignment and transfer of the Agreement by Franchisee to Cebridge on the closing date and to Cebridge's assumption of the rights and obligations of Franchisee under the Agreement, which assumption by Cebridge is evidenced by its execution of this instrument.

3. CITY does hereby consent to Cebridge's pledge and grant of a security interest to Cebridge's lenders, their successors and assigns, of, in and to the assets of Cebridge and/or its subsidiaries, including the Agreement and all rights of Cebridge related there under, to secure any indebtedness of Cebridge, and to the exercise by each of the secured parties of its rights as a secured party in the event of a default by Cebridge in the payment or the performance of any of its indebtedness or obligations secured thereby; provided, however, that nothing herein shall constitute a waiver of any right of CITY to approve any other transfer or assignment of the Agreement.

IN WITNESS WHEREOF, the parties hereto have caused this Consent to be duly executed effective as of the closing date (such date being that date first set forth under Franchisee's signature below).

The City Manager stated that the City has received a copy of the Central Virginia Community Services FY 2006 Performance Contract. The Staff has reviewed this

performance contract and agrees that it supports the mission of CVCS in providing mental health, retardation, substance abuse, and prevention services within the City.

On motion by Councilman Wandrei, seconded by Councilman Stanley, voted upon and carried by a roll call vote, Council approved the Central Virginia Community Services FY 2006 Performance Contract. Roll call vote follows:

Councilman Padgett	absent
Councilman Stanley	aye
Vice Mayor Tharp	aye
Councilman Wandrei	aye
Councilwoman Flood	aye
Councilman Hubbard	aye
Mayor Messier	aye

The City Manager reported that the City's written position on Equal Opportunity needs to be updated on a regular basis. When approved by Council, the signed written statement is posted on the City's Legal Posting Board in the Municipal Building. Legal counsel has reviewed and approved the proposed updated Equal Opportunity Statement.

On motion by Vice Mayor Tharp, seconded by Councilwoman Flood, voted upon and carried by a roll call vote, Council adopted the updated Equal Opportunity Statement. Roll call vote follows:

Councilman Padgett	absent
Councilman Stanley	aye
Vice Mayor Tharp	aye
Councilman Wandrei	aye
Councilwoman Flood	aye
Councilman Hubbard	aye
Mayor Messier	aye

The Equal Opportunity Employer Statement follows as adopted:

City of Bedford Equal Opportunity Employer Statement

The City of Bedford is an Equal Opportunity Employer, and hereby affirms that it is the policy of the City to maintain and promote equal opportunity and diversity for all employees, applicants for employment and contractors in accordance with the relevant federal and State Laws.

The City will not discriminate on the basis of race, religion, color, national origin, sex, age, disability, marital status, veteran status, sexual orientation, ancestry, or citizenship status.

In support of a diverse workforce, decisions as to hiring, promotion and other aspects of the employment relationship will be based solely upon job related qualifications.

The City will not tolerate any kind of harassment of employees or retaliation against an employee who brings a complaint forward. Allegations of harassment will be taken seriously, promptly investigated, and appropriate action taken depending on the severity of the situation.

Vice Mayor Tharp moved that Council adjourn into closed session pursuant to Section 2.2-3711(a)(7), of the Code of Virginia of 1950, as amended, to discuss possible litigation. Councilman Hubbard seconded the motion. The motion was voted upon and carried by the following roll call vote:

Councilman Stanley	aye
Vice Mayor Tharp	aye
Councilman Wandrei	aye
Councilwoman Flood	aye
Councilman Hubbard	aye
Councilman Padgett	absent
Mayor Messier	aye

Council adjourned into closed session at 7:39 p.m. The following non-council members attended: City Manager Kolakowski, City Attorney Berry, Public Works Director Gibson, Assistant City Manager Warner, and James Vest.

Council reconvened into open session at 7:55 p.m.

The Clerk of Council read aloud the following resolution:

BE IT RESOLVED that the Council of the City of Bedford hereby certifies that (1) only public business matters lawfully exempted from open meeting requirements by Virginia law were discussed in the closed meeting to which this certification resolution applies, and (2) only such public business matters as were identified in the motion convening the closed meeting were heard, discussed or considered by the Council.

On motion by Vice Mayor Tharp, seconded by Councilman Wandrei, voted upon and carried by a roll call vote, Council adopted the resolution. Roll call vote follows:

Vice Mayor Tharp	aye
Councilman Wandrei	aye
Councilwoman Flood	aye
Councilman Hubbard	aye
Councilman Padgett	absent

Councilman Stanley
Mayor Messier

aye
aye

Mayor Messier adjourned the meeting at 7:56 p.m.