

FINAL

COUNTY COUNCIL OF ANNE ARUNDEL COUNTY, MARYLAND

Legislative Session 2021, Legislative Day No. 18

Bill No. 77-21

Introduced by Ms. Lacey, Chair
(by request of the County Executive)

By the County Council, September 20, 2021

Introduced and first read on September 20, 2021
Public Hearing set for and held on October 18, 2021
Bill Expires December 24, 2021

By Order: Laura Corby, Administrative Officer

A BILL ENTITLED

1 AN ORDINANCE concerning: Transfer of Control of Cable Franchisee – Anne Arundel
2 Broadband, LLC

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4 FOR the purpose of approving the transfer of control of the cable franchisee Anne Arundel
5 Broadband, LLC, from WideOpenWest Mid-Michigan Holdings, LLC, a wholly-
6 owned subsidiary of WideOpenWest Finance, LLC to Starpower Communications,
7 LLC and generally relating to the cable franchise held by Anne Arundel Broadband,
8 LLC.

9
10 WHEREAS, the franchise of Millennium Digital Media Systems, L.L.C.
11 (“Millennium”) to operate a cable system in defined areas of the County was
12 renewed pursuant to the terms and conditions of a Cable Franchise Agreement
13 between Anne Arundel County, Maryland, and Millennium Digital Media, L.L.C.
14 dated September 12, 2006, and approved by Bill No. 93-06 (the “Broadstripe Cable
15 Franchise Agreement”); and

16
17 WHEREAS, Millennium changed its name to Broadstripe, L.L.C. (“Broadstripe”),
18 as was acknowledged by the County in Bill No. 64-08; and

19
20 WHEREAS, Broadstripe transferred its cable franchise and cable system assets to
21 Anne Arundel Broadband, LLC, on January 13, 2012, with the approval of the
22 County, as set forth in Bill No. 80-11; and

23
24 WHEREAS, contemporaneously with granting its consent to the transfer from
25 Broadstripe to Anne Arundel Broadband, LLC, the County also approved an
26 amendment to the Broadstripe Cable Franchise Agreement to expand the Local
27 Franchise Area to add all unincorporated portions of Anne Arundel County south
28 of Route 50 (John Hanson Highway); and

1 WHEREAS, Anne Arundel Broadband, LLC was newly formed by WaveDivision
2 Holdings, LLC, WideOpenWest Finance, LLC, and John Bjorn (an individual) at
3 the time of the above-mentioned transfer from Broadstripe, LLC, with
4 WaveDivision Holdings, LLC having an indirect majority ownership and
5 management control of Anne Arundel Broadband, LLC through its ownership and
6 control of Maryland Broadband, LLC, the parent of Anne Arundel Broadband,
7 LLC, and WideOpenWest Finance, LLC having a direct 5% ownership interest in
8 Anne Arundel Broadband, LLC; and

9
10 WHEREAS, on May 1, 2014, asserting that it believed that the transaction fell
11 within an exception to the definition of “transfer”, as defined in § 10-3-105(a)(2)(ii)
12 of the Anne Arundel County Code (2005, as amended) and Section 1.39.2 of the
13 Broadstripe Cable Franchise Agreement (as amended), and without the County’s
14 prior approval, WideOpenWest Mid-Michigan Holdings, LLC acquired a
15 75.2785% indirect ownership interest in Anne Arundel Broadband, LLC through
16 an equity acquisition in Maryland Broadband, LLC pursuant to a Unit Purchase
17 Agreement by and among WideOpenWest Finance, LLC, Sandler Capital Partners
18 V, L.P., SCP V FTE WaveDivision Holdings, L.P., and SCP V Germany
19 WaveDivision Holdings, L.P. (“Transfer of Control Transaction”); and

20
21 WHEREAS, the County disapproved the premature closing of the Transfer of
22 Control Transaction as violating § 10-3-105(f) of the Anne Arundel County Code
23 (2005, as amended) and Section 10 of the Broadstripe Cable Franchise Agreement,
24 which require the prior consent of the County, in the form of an ordinance enacted
25 by the County Council, to a transfer of a franchise, franchisee, or cable system as
26 defined by § 10-3-105(a) of the Anne Arundel County Code (2005, as amended)
27 and Section 1.39 of the Broadstripe Cable Franchise Agreement (as amended); and

28
29 WHEREAS, following subsequent discussions, the County consented to the
30 transfer of control of the cable franchisee to WideOpenWest Mid-Michigan
31 Holdings, LLC as set forth in Bill No. 95-15; and

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33 WHEREAS, by written application received on July 28, 2021, Anne Arundel
34 Broadband, LLC has requested the consent of the County to the Transfer of Control
35 Transaction, a transaction constituting a transfer of the cable franchise, as defined
36 by § 10-3-105(a) of the Anne Arundel County Code (2005, as amended) and
37 Section 1.39 of the Broadstripe Cable Franchise Agreement (as amended) from
38 WideOpenWest Mid-Michigan Holdings, LLC to Starpower Communications,
39 LLC; and

40
41 WHEREAS, § 10-3-105(f) of the Anne Arundel County Code (2005, as amended)
42 and Section 10 of the Broadstripe Cable Franchise Agreement require the prior
43 consent of the County, in the form of an ordinance enacted by the County Council,
44 to a transfer of a franchise, franchisee, or cable system as defined by § 10-3-105(a)
45 of the Anne Arundel County Code (2005, as amended) and Section 1.39 of the
46 Broadstripe Cable Franchise Agreement (as amended); and

47
48 WHEREAS, upon approval of the Transfer of Control Transaction, cable service
49 will continue to be provided to the subscribers of Anne Arundel Broadband, LLC

1 under the terms and conditions of the Broadstripe Cable Franchise Agreement (as
2 amended); now, therefore,

3

4 SECTION 1. *Be it enacted by the County Council of Anne Arundel County, Maryland,*
5 That it hereby consents to the transaction described in the written application dated July
6 28, 2021, pursuant to § 10-3-105(f) of the County Code.

7

8 SECTION 2. *And be it further enacted,* That this Ordinance shall take effect 45 days
9 from the date it becomes law.

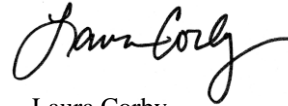
READ AND PASSED this 18th day of October, 2021

By Order:



Laura Corby
Administrative Officer

PRESENTED to the County Executive for his approval this 19th day of October, 2021



Laura Corby
Administrative Officer

APPROVED AND ENACTED this 20th day of October, 2021



Steuart Pittman
County Executive

EFFECTIVE DATE: December 4, 2021

I HEREBY CERTIFY THAT THIS IS A TRUE AND CORRECT COPY OF
BILL NO. 77-21 THE ORIGINAL OF WHICH IS RETAINED IN THE FILES
OF THE COUNTY COUNCIL.



Laura Corby
Administrative Officer