

STATE OF ALABAMA

CITY OF RED BAY

FRANKLIN COUNTY

MINUTES OF A REGULAR MEETING OF THE CITY COUNCIL
JANUARY 3, 2005

The City Council of Red Bay met in a regular meeting January 3, 2005, at 7:00 p.m.

Present and presiding was Mayor Tommy G. Nelson and Council Members present were Bobby Nelson, Rayford Seahorn, Pat Hammock, Ann Wilkins, and Jeff Reid.

Linda B. Holcomb, City Clerk, was present and recording.

Mayor Tommy G. Nelson led the Invocation.

Pat Hammock led the Allegiance to the Flag.

Others present were Police Chief Pat Creel and Fire Chief Bud Strickland.

Police Chief Pat Creel presented the following recommendations:

1. Michael Lesly Adams be hired as a Police Officer.
2. Adam H. Smith be hired as a Police Officer.
3. Old police walkie talkies be donated to the Red Bay Fire Department.
4. Scottie Belue be promoted to Police Sergeant.

Rayford Seahorn made a motion to accept all recommendations, seconded by Ann Wilkins and unanimously passed.

Fire Chief Bud Strickland reported on improvements made to the Red Bay Fire Station.

A Planning Commission Meeting was announced for January 4, 2005, 9:00 a.m., in the Council Room at City Hall.

Two bids were received on scrap iron railings from the Dixie Youth Field. Jeff Reid made a motion that the high bid of \$20.00 from Richard Winchester be accepted. The motion was seconded by Rayford Seahorn. Unanimously passed.

Vista III Media Representative, Roger Shearer announced that Vista III Media had reached an Asset Purchase Agreement with Galaxy Cable, the purchase includes Red Bay Cable Television. He requested that the present contract with Galaxy Cable be extended for another seven years, for a total contract of ten years. Jeff Reid made a motion to grant the extra seven year contract. Ann Wilkins seconded the motion. Unanimously passed.

Jeff Reid made a motion to give the consent to transfer from Galaxy Cable to Vista III Media. Pat Hammock seconded the motion. Unanimously passed.

Mayor Tommy Nelson expressed to the Council that if further action was needed to settle the sale of the Chevrolet Tahoe, the Council would need to contact the City Attorney and file suit. The Franklin County Court could then settle the matter.

Wanda Nelson spoke in support of her husband, Mayor Tommy G. Nelson.

Past Mayor Orville Parker spoke in support of Mayor Tommy G. Nelson.

A motion was made by Pat Hammock to have Shirley Cody return as needed to train Linda Holcomb as City Clerk. Rayford Seahorn seconded the motion. Unanimously passed.

Bryan Galyon of North Star Ambulance Service spoke to clarify questions concerning a letter read at the Council Meeting held on December 20, 2004.

Mayor Tommy Nelson stated that he would extend his services to the City of Red Bay as Sewer Superintendent with no compensation from the city, if it pleased the council. There was no action taken.

City Inspector Bob Hardin gave his resignation earlier in the day. At this time a new inspector will not be hired, there are few calls for inspection. If necessary the City of Red Bay has access for inspection assistance from Franklin County. Burn permits will be issued from City Hall. Mayor Tommy G. Nelson will review the permits.

Mayor Nelson spoke in reference to the Corridor V Project, the total cost of the project will be \$1,270,601.00. The City of Red Bay will need to open a replenishable line of credit account to disburse and receive funds associated with the project. Jeff Reid made a motion that an account be opened. Rayford Seahorn seconded the motion. Unanimously passed.

Bobby Nelson made a motion to approve bills, seconded by Rayford Seahorn. Unanimously passed.

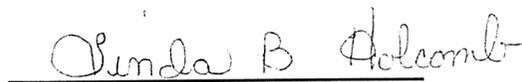
Bobby Nelson made a motion to approve the minutes of December 20, 2004, seconded by Pat Hammock. Unanimously passed.

Closing comments from the Mayor and Council:

A question was asked concerning the padlocks at the Easy Field. The Mayor stated that a key could be obtained from the Parks and Recreation Manager. A price for having stripes painted on Golden Road has been requested. Rayford Seahorn asked the Mayor to discuss two county bridges to be built in the future, one on #11 South and one on Water Plant Road. Bobby Nelson spoke in support of Mayor Tommy G. Nelson and thanked others for their support.

Bobby Nelson made a motion to adjourn, seconded by Rayford Seahorn. Unanimously passed.


Tommy G. Nelson, Mayor


Linda B. Holcomb, City Clerk

RESOLUTION NO. #05-01-03

RESOLUTION OF THE CITY OF RED BAY
APPROVING TRANSFER OF FRANCHISE

WHEREAS, the City of Red Bay (the "City") previously passed and adopted Ordinance #90-12-3 (the "Franchise"), dated January 1, 1991, which Franchise granted to Heritage Cablevision, Inc, its successors and assigns, the right to erect, own, operate and maintain a community antenna television system in Red Bay, Alabama; and

WHEREAS, Galaxy Cable Inc., d/b/a Galaxy Cablevision, ("Galaxy"), having previously been assigned the Franchise by Mississippi Cablevision, Inc, is currently operating the cable system in Red Bay pursuant to the Franchise; and

WHEREAS, Galaxy and Vista III Media, L.L.C. ("Vista") have entered into that Asset Purchase Agreement (the "Agreement") whereby Vista is acquiring all or substantially all of Galaxy's assets used in the operation of its cable system in Red Bay; and

WHEREAS, pursuant to the Agreement, on the closing date, Galaxy will transfer and assign the Franchise to Vista, and Vista will assume all obligations arising from the Franchise after the closing date; and

WHEREAS, Galaxy has requested in writing that the City consent to the transfer of the Franchise to Vista; and

WHEREAS, Vista has requested that the City approve a ten (10) year extension of the Franchise from the date of the closing of the sale between Galaxy and Vista,

NOW, THEREFORE, BE IT RESOLVED BY THE CITY OF RED BAY AS FOLLOWS:

That subject to Galaxy and Vista closing the underlying sale of Galaxy's cable system in Red Bay, the City hereby consents to the assignment, transfer and (10) year extension from the date of the closing of the Franchise from Galaxy to Vista. The City further consents to Vista's collateral assignment of, or grant of a security interest in, the Franchise to Vista's lenders to secure indebtedness or other obligations that may be incurred by Vista with respect to the cable television system. Nothing in this Resolution constitutes any waiver of any rights by the City to approve any subsequent transfer, assignment or sale of the Franchise.

PASSED, ADOPTED AND APPROVED this 3rd day of January, 2005.

By: Jerry D. Puka
Title: Mayor

Attest:
Vinda B. Holcomb
Finance Officer/Auditor
City Clerk

I, the undersigned, being the duly appointed, qualified and acting Finance Officer/Auditor of the City of Red Bay, hereby certify that the foregoing Resolution No. 05-01-03 is a true, correct and accurate copy as duly and lawfully passed and adopted by the governing body of the City on the 3rd day of January, 2005.



City Finance Officer/Auditor