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3 **RESOLUTION U-10828 - AMENDMENT NO. 1**

4 By Board Member Patterson

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7 Related to expenditures made on behalf of Click! by Tacoma Power shall
8 constitute loans.

9 On page 4, at line 26, insert the following:

10 NEW SUBSECTION. Sec. 2.g. Subject to the outcome of the legal
11 analysis authorized under Sec. 4, from January 1, 2016, going forward if
12 Expenditures made on behalf of Click! by Tacoma Power exceed Click!
13 revenues during any month, such "Excess Expenditures" shall constitute a loan
14 or advance from Tacoma Power to Click!, which shall be reimbursed as follows:

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- 16 i. "Target Date" means December 31, 2021 or a date when the cumulative
17 Excess Expenditures reach \$31.6 million, whichever occurs first.
 - 18 ii. Click! shall reimburse the loans or advances from revenue exceeding
19 Expenditures as soon as possible.
 - 20 iii. If Click! revenue in excess of Expenditures is insufficient to reimburse
21 loans or advances in full by the Target Date, Click! revenue shall be
22 supplemented with City of Tacoma non-utility revenue that, together with
23 Click! revenue, will be sufficient to provide full reimbursement of
24 cumulative loans or advances accrued prior to the Target Date within ten
25 (10) years of the Target Date.
 - 26 iv. The Utility Board and the City Council may, at any time, fulfill their
obligation to reimburse the cumulative loans or advances by applying the
proceeds from a transaction (license, lease, sale, etc.) transferring some
or all of the City's telecommunications system business to a private third-
party.

Renumber the remaining subsections consecutively and correct any
internal references accordingly.



RESOLUTION U-10828 - AMENDMENT NO. 2

By Board Member Patterson

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3 Related to requiring a legal opinion or declaratory judgment be obtained prior to
4 implementing the business plan.

5 On page 5, at line 12, insert the following:

6 NEW SECTION. Sec. 4. Prior to implementing the Business Plan
7 contemplated in this resolution, TPU and the City's Legal Department, shall
8 seek a legal opinion or declaratory judgment in Pierce County Superior Court,
9 to confirm that Tacoma Power may operate the City of Tacoma's
10 telecommunications system in accordance with the business plan. The City's
11 Legal Department shall include in its request for a legal opinion or declaratory
12 judgment, those specific components of the business plan necessary to provide
13 the Utility Board and the City Council comfort that they may fully implement the
14 business plan reasonably without threat of disruption by legal challenge. TPU
15 and the City's Legal Department are authorized to utilize the services of third-
16 party legal advisors in connection with this activity.

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Renumber the remaining sections consecutively and correct any internal
references accordingly.



RESOLUTION U-10828 - AMENDMENT NO. 3

By Board Member Patterson.

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Related to requiring Click! rate adjustments approved pursuant to U-10773 be reviewed and resubmitted for City Council approval in support of the business plan.

On page 5, after line 15, insert the following:

NEW SECTION. Sec. 5. Click! shall review and resubmit rate adjustments budgeted and proposed by Click! and approved by the Public Utility Board (previously approved by Board Resolution U-10773 on April 22, 2015), that support the Business Plan and the City Council is requested to approve an ordinance amending Tacoma Municipal Code Chapter 12.13, to authorize said rate adjustments.

Renumber the remaining sections consecutively and correct any internal references accordingly.