

MASTER LICENSE AGREEMENT MAJOR TERMS

- Length of Term – 10 year with ten year renewal options
- Annual license payments
 - o Per each antenna node per year - \$50/yr
 - o Fiber in the rights-of-way on a per foot basis of \$2.15 per lineal foot per year; however, this amount is totally offset by the in-kind contribution of fiber that the Town can use for public safety communications, or other town needs
- Maintenance Provisions
 - o Road cuts – a guarantee for all asphalt patches and curb cuts
 - o Cactus Nodes – painting and repair of damaged sites required during the life of the agreement
 - o Trees and other landscaping improvements are to be maintained by Licensee during the entire agreement; with provisions for additional landscaping if needed to achieve a better blending of any particular node
 - o The Letter of Credit of \$200,000 and performance bond of \$230,000 are maintained during the life of the Agreement to ensure that the maintenance requirements are met
- Construction of fiber if it is a Small Cell using a DAS System
 - o no major road closings during rush hour; one lane closed at a time only
 - o a 6 month construction period - measured from date of first permit issuance
 - o a specified contract administrator (construction manager) will be designated by Licensee to interface with Town's contract administrator
 - o Letter of Credit of \$200,000 and performance bond of \$230,000 to ensure the construction goes smoothly and road patches, landscaping damages and right-of-way disruptions are quickly remedied
- Relocation of Licensee equipment due to a Town project is paid for by the Licensee—already required of Newpath at Lincoln and Tatum with no issues
- Insurance in the amount of a \$10,000,000 commercial general liability policy to be maintained
- All breaches can be addressed by the Town in several ways, including use of the letter of credit and bond to cure breaches such as a late payment
- At termination, the letter of credit and bond can be used to remove any Licensee equipment that is still in or on Town rights-of-way, or Town can choose to keep the installed fiber network if it so chooses
- Other standard terms regarding condemnation, record-keeping, audits, damages caused by Licensee, assignments, and compliance with Arizona laws are included