

WHEREAS, Amended and Restated Optical Fiber Lease Agreement No. FO-625-05/2010 (Master Agreement) and Short Form Indefeasible Right of Use Lease Agreement No. FO-626-05/2010 (IRU-01 Agreement) between the Los Angeles Department of Water and Power (LADWP) and Level 3 Communications, LLC (Level 3), continues to grant Level 3 the Indefeasible Right of Use of certain components of LADWP's fiber optic network which will generate revenues that will be deposited into LADWP's Power Revenue Fund; and

WHEREAS, the Board of Water and Power Commissioners (Board) finds that the optical fibers to be leased are not presently needed for LADWP purposes and the execution of this lease will not interfere with LADWP operations; and

WHEREAS, the initial five-year term of the Master Agreement expired on August 2, 2015 and the IRU-01 Agreement, a subordinate to the Master Agreement, was consequently terminated with the expiration of the Master Agreement; and

WHEREAS, the term of the Master Agreement is amended to extend for an additional 15 years or August 2, 2030, while the IRU-01 Agreement is amended to automatically renew each year for an additional five years or January 6, 2021, subject to any market rate adjustment set by LADWP pursuant to City Charter Section 607 (b).

NOW, THEREFORE, BE IT RESOLVED that the proposed Amended and Restated Master and IRU-01 Agreements, approved as to form and legality by the City Attorney and filed with the Secretary of the Board, between LADWP and Level 3, be and the same are hereby approved and ratified.

BE IT FURTHER RESOLVED that the Board requests that the Los Angeles City Council (City Council) approve the Master Agreement and the IRU-01 Agreement in accordance with The City of Los Angeles Charter Section 606.

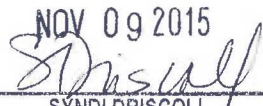
BE IT FURTHER RESOLVED that the President or Vice President, or the General Manager, or such person as the General Manager shall designate in writing, and the Secretary, Assistant Secretary, or the Acting Secretary of the Board are hereby authorized and directed to execute said agreements for and on behalf of LADWP upon approval by the City Council.

BE IT FURTHER RESOLVED that this matter is forwarded to the City Council for approval.

I HEREBY CERTIFY that the foregoing is a full, true, and correct copy of the resolution adopted by the Board of Water and Power Commissioners of the City of Los Angeles at its meeting held FEB 16 2016

APPROVED AS TO FORM AND LEGALITY
MICHAEL N. FEUER, CITY ATTORNEY


Secretary

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BY SYNDI DRISCOLL
DEPUTY CITY ATTORNEY