



December 4, 2023

Bryan T. Healy
Village Manager
Village of Croton-on-Hudson
1 Van Wyck Street
Croton-on-Hudson, N.Y. 10520

RE: Village of Croton-on-Hudson: Engagement for Cable Franchise Services

Dear Bryan:

Thank you for contacting our law firm regarding the Village of Croton-on-Hudson's upcoming cable franchise renewal negotiations with Altice. In accordance with our normal practice and the Code of Professional Conduct applicable to attorneys, I would like to outline our fee arrangement. This engagement is made pursuant to the Proposal to Perform Cable Franchise Services ("Proposal") dated December 4, 2023. In addition to the project benefits, scope of services, and professional background of our firm, the Proposal includes a cost of services on a flat fee basis.

While our firm's typical flat fee for a franchise fee audit and franchise renewal negotiations is \$16,400 (\$6,500 for the audit and \$9,900 for the negotiation), we have applied a 10% discount for engaging our firm for both projects such that the fee for the Village is \$14,760. This fee includes all expenses, except travel expenses if travel becomes necessary. The fee does not include the preparation of a PEG needs assessment if the Village wishes our firm to provide this service. Our billing policy is to bill one-third of the fee at the beginning of the project, one-third at the middle of each project, and one-third at the conclusion of each project.

If the terms of this engagement are acceptable, please sign this letter and email a copy back to me. Thank you for your consideration of our proposal.

Sincerely yours,

Daniel S. Cohen

Accepted by the Village of Croton-on-Hudson:

Signature: _____

Print: _____

Title: _____

Date: _____