

1 [Transit Shelter Agreement]

2 CONSENTING TO VOLUNTARY ASSIGNMENT OF TRANSIT SHELTER AGREEMENT
3 RESULTING FROM MERGER OF OUTDOOR SYSTEMS, INC. WITH BURMA
4 ACQUISITION CORPORATION AND INFINITY BROADCASTING CORPORATION

5 WHEREAS, On May 12, 1987, pursuant to Resolution No. 87-0171, the Public Utilities
6 Commission ("PUC") approved execution of an "Advertising Transit Shelter Agreement"
7 between the City and County of San Francisco ("the City") and Gannett Outdoor Company,
8 Inc. of Northern California ("Gannett"), to provide for the placement and maintenance of
9 commercial and noncommercial transit shelters throughout San Francisco (the "Agreement");
10 and

11 WHEREAS, Pursuant to Ordinance No. 208-87, the Agreement was finally approved by
12 the Board of Supervisors and Mayor on June 10, 1987; and

13 WHEREAS, On October 24, 1989, pursuant to Resolution No. 89-0348, the PUC
14 approved the First Amendment to the Agreement, which provided for shelters and
15 accompanying advertising kiosks on Lower Market Street, which amendment was finally
16 approved on January 5, 1990, pursuant to Ordinance No. 90-1; and

17 WHEREAS, Pursuant to Resolutions Nos. 91-0091 and 15-91, the PUC and Board of
18 Supervisors, respectively, approved the assignment of the Agreement from Gannett to
19 Combined Communications Corporation ("CCC"), which assignment became effective March
20 12, 1991; and

21 WHEREAS, On September 27, 1994, pursuant to Resolution No. 94-056, the Public
22 Transportation Commission ("PTC"), successor to the PUC for transportation functions,
23 approved the Second Amendment to Agreement, requiring Gannett to maintain the high-level
24 boarding platform on 19th Avenue at Stonestown in exchange for advertising on the platform,
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1 which amendment was approved by the Board of Supervisors pursuant to Resolution No. 988-
2 94; and

3 WHEREAS, The City, pursuant to PTC Resolution No.96-124, adopted November 12,
4 1996, and Board of Supervisors Resolution No. 23-97, finally approved January 3, 1997,
5 approved the assignment of the Agreement from CCC to Outdoor Systems, Inc. ("Outdoor"),
6 which acquired the Outdoor Division of Gannett Co., Inc., including CCC; and

7 WHEREAS, Pursuant to Resolutions Nos. 97-034 and 97-160, adopted March 25,
8 1997, and December 9, 1997, respectively, the PTC approved the Third Amendment to
9 Agreement, expanding the transit shelter program and providing for Outdoor to maintain the
10 MUNI Metro extension and F-Line boarding platforms in exchange for advertising, which
11 amendment was approved by the Board of Supervisors pursuant to Ordinance No. 67-98; and

12 WHEREAS, Outdoor has requested that the City consent to its merger with Infinity
13 Broadcasting Corporation ("Infinity"), a subsidiary of CBS Corporation, and Burma Acquisition
14 Corporation ("Burma"), a wholly owned subsidiary of Infinity created solely for purposes of the
15 merger, under which Burma would merge into Outdoor, and Outdoor would become a wholly
16 owned subsidiary of Infinity; and

17 WHEREAS, Under the provisions of the Agreement, such a merger constitutes a
18 "voluntary assignment," subject to consent by the PTC and this Board; and

19 WHEREAS, The City has determined that the merger and voluntary assignment would
20 not have a negative financial impact on Outdoor's ability to continue to carry out the terms of
21 the Agreement; and

22 WHEREAS, The PTC approved the assignment on Dec. 7, 1999, pursuant to
23 Resolution No. 99-115 and recommended that this Board and the Mayor consent to the
24 assignment; now, therefore, be it

1 RESOLVED, That this Board of Supervisors consents to the voluntary assignment of
2 the Transit Shelter Agreement, resulting from the acquisition of Outdoor Systems, Inc. by
3 Infinity Broadcasting Corporation.
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City and County of San Francisco

City Hall
1 Dr. Carlton B. Goodlett Place
San Francisco, CA 94102-4689

Tails
Resolution

File Number: 992310

Date Passed:

Resolution consenting to voluntary assignment of transit shelter agreement resulting from merger of Outdoor Systems, Inc. with Burma Acquisition Corporation and Infinity Broadcasting Corporation.

January 18, 2000 Board of Supervisors — ADOPTED

Ayes: 11 - Ammiano, Becerril, Bierman, Brown, Katz, Kaufman, Leno, Newsom, Teng, Yaki, Yee

File No. 992310

I hereby certify that the foregoing Resolution was ADOPTED on January 18, 2000 by the Board of Supervisors of the City and County of San Francisco.

Jean Lum

Acting Clerk of the Board

Date Approved

Mayor Willie L. Brown Jr.