

**FIRST AMENDMENT TO  
SMALL CELL LICENSE AGREEMENT  
BETWEEN THE CITY OF SUNNYVALE  
AND GTE MOBILNET OF CALIFORNIA LIMITED PARTNERSHIP  
DBA VERIZON WIRELESS**

This FIRST AMENDMENT ("AMENDMENT") to the SMALL CELL LICENSE AGREEMENT (hereinafter "LICENSE") is executed on July \_\_\_\_ 2020, by and between the CITY OF SUNNYVALE, a California charter city and municipal corporation (hereinafter "CITY"), and GTE MOBILNET OF CALIFORNIA LIMITED PARTNERSHIP, DBA VERIZON WIRELESS, a California limited partnership (hereinafter "LICENSEE"), collectively referred to as "the Parties."

**RECITALS**

A. WHEREAS, the Parties entered into a LICENSE dated December 13, 2019, to allow LICENSEE to use certain CITY POLES in the public rights-of-way for the installation and operation of LICENSEE's Antennas; and

B. WHEREAS, the Parties now agree to allow LICENSEE to construct and maintain 5G Antennas on CITY POLES in accordance with the terms, conditions, and covenants of this LICENSE.

**AMENDMENT**

NOW, THEREFORE, in consideration of the recitals and the mutual promises contained herein, and other good and valuable consideration, the following sections of the LICENSE are amended as follows:

1. Section 2 is hereby deleted in its entirety and replaced with the following:

"2. **Improvements.** CITY licenses to LICENSEE the limited right to use CITY POLES only to locate Antennas of the same or substantially similar initial design as previously approved by CITY and as shown on Exhibit B to the LICENSE and Exhibit B-1 of this AMENDMENT, attached hereto and incorporated herein for 5G antenna designs. It is understood and agreed that the final Antenna design will be shown on the plans submitted to CITY in connection with CITY's Site License Supplement process.

Notwithstanding the foregoing, from time to time during the term of this LICENSE, LICENSEE may propose revisions or new Antenna installation designs to the CITY to become a pre-approved Antenna installation upon the CITY's prior written consent ("Pre-Approved Antenna Installation"). Any such LICENSEE proposed Antenna installation designs that become a Pre-Approved Antenna Installation shall meet the City's current Small Cell Design Guidelines. An Amendment to Exhibit B or Exhibit B-1 will be required upon approval of any Pre-Approved Antenna Installation. A request by the LICENSEE for a Pre-Approved Antenna Installation shall not be considered a planning application for purposes of triggering the time period for CITY approval under the FCC 2018 Order referenced in Section 9(a)(ii) of this LICENSE. LICENSEE hereby acknowledges that the CITY considers physical dimensions, coloring and shrouding as

concealment elements, and that such concealment elements are a material factor in the CITY's decision to provide its written consent to any Pre-Approved Antenna Installation. All other municipal reviews and approvals pursuant to Section 21, including the planning application, building permits, right-of-way permits, and the execution of a Site License Supplement shall apply to the installation of any Pre-Approved Antenna Installation."

2. Section 44 is deleted in its entirety and replaced with the following:

**"44. Relocation and Displacement of Equipment.** Upon the CITY providing LICENSEE at least ninety (90) days written notice, or such further advanced notice as the CITY is able to provide, as determined by the date the CITY becomes aware of the need for LICENSEE to relocate its equipment,, LICENSEE shall relocate its equipment at LICENSEE's sole cost and expense when the CITY determines that the equipment relocation is necessary for the construction, modification, completion, or relocation of roads, streets, sidewalks, curbs, gutters, storm drainage facilities, sewer lines, water utility lines or other capital improvement projects within CITY's jurisdiction undertaken by or on behalf of CITY; provided, however CITY will give no less than six (6) months' written notice to LICENSEE for relocation and/or replacement of CITY POLES due to planned capital improvement projects that would involve relocation and/or replacement of CITY POLES primarily for aesthetic purposes (e.g., CITY request LICENSEE to replace CITY POLES with certain types of decorative poles in a planned development). If LICENSEE shall fail to relocate any Antenna as requested by the CITY in accordance with this provision, the CITY shall be entitled to remove or relocate the equipment at LICENSEE's sole cost and expense, without further notice to LICENSEE. LICENSEE shall pay to the CITY actual costs and expenses incurred by the CITY in performing any removal work and any storage of LICENSEE's property after removal within thirty (30) days of the CITY's written demand for such payment. If any CITY POLE is damaged, downed or replaced for any reason outlined in this Section 44, and as a result disrupts use of the Antenna, the CITY will have no obligation to repair or replace the CITY POLE for the use of LICENSEE's Antenna. LICENSEE shall bear all risk of loss to LICENSEE's Antenna due to damaged, downed or replaced CITY POLES, and may choose to replace CITY POLES pursuant to the provisions herein."

3. All other LICENSE terms and conditions not expressly modified in this AMENDMENT shall remain in full force and effect.

[signatures on following page]

IN WITNESS WHEREOF, this FIRST AMENDMENT TO LICENSE is executed by the Parties.

“CITY”:

CITY OF SUNNYVALE,  
a California charter city and municipal  
corporation

By: \_\_\_\_\_  
City Manager

ATTESTED:

By: \_\_\_\_\_  
City Clerk


APPROVED AS TO FORM:

\_\_\_\_\_  
City Attorney

“LICENSEE”:

GTE MOBINET OF CALIFORNIA  
LIMITED PARTNERSHIP, DBA VERIZON  
WIRELESS

By: Cellco Partnership  
Its: General Partner

By:   
Name: JAMES A. WALKER  
Title: Executive Director

06-1083469  
Taxpayer I.D. Number

Attachments:  
Approved 5G Antenna Design (Exhibit B-1)

**EXHIBIT B-1**

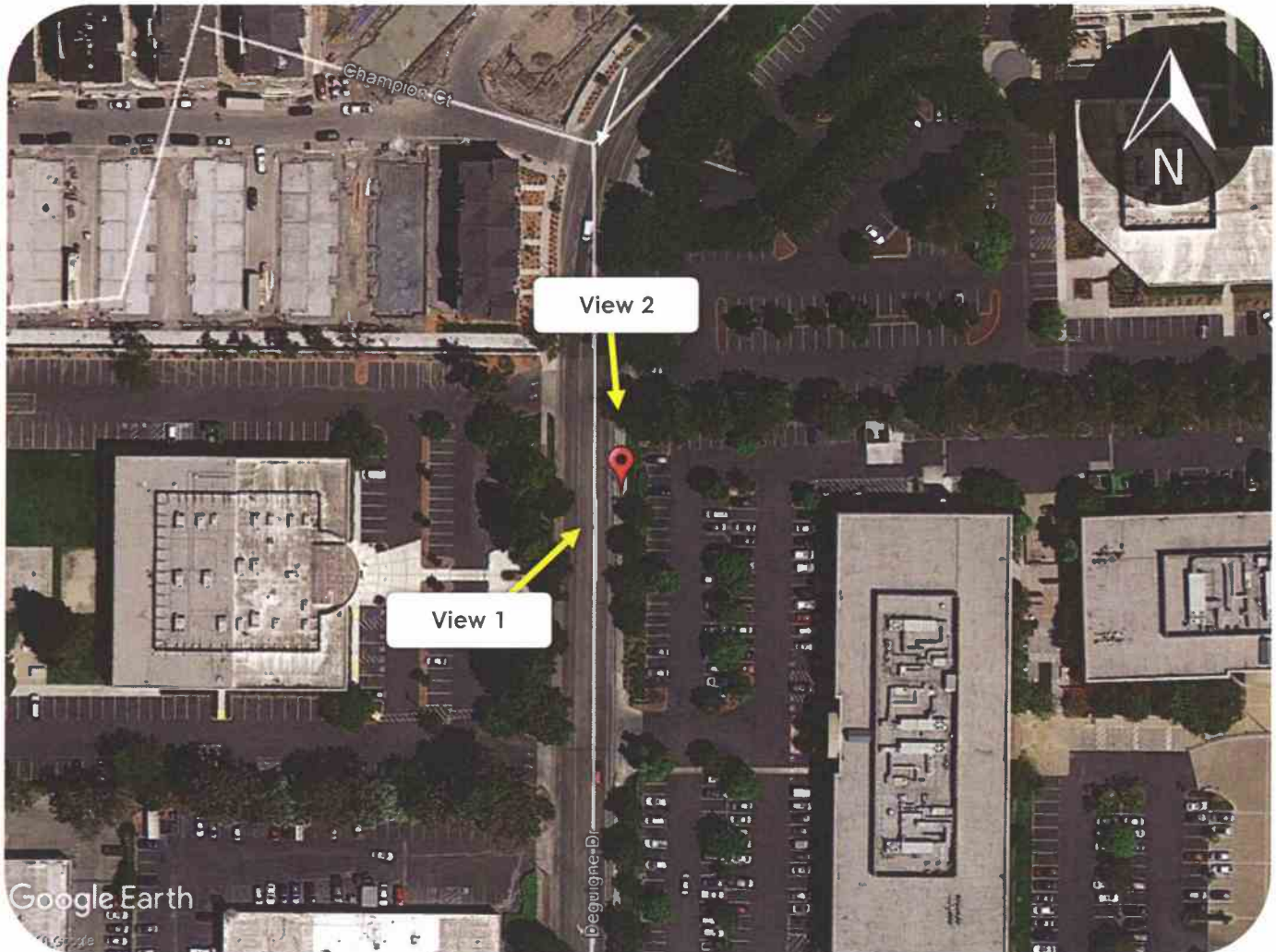
**APPROVED 5G ANTENNA DESIGN**





SITE ID: CA\_SJ\_SUNNYVALE\_191  
545 Santa Real Avenue  
Sunnyvale, CA 94085  
Location Code: 602246  
Site Coordinates: 37.385166, -122.007124

## PROPOSED SITE LOCATION CA\_SJ\_SUNNYVALE\_191





SITE ID: CA\_SJ\_SUNNYVALE\_191  
545 Santa Real Avenue  
Sunnyvale, CA 94085  
Location Code: 602246  
Site Coordinates: 37.385166, -122.007124

## EXISTING



## PROPOSED



**View 1:** Looking northeast across Deguigne Drive | Photosim produced 04/22/2020



**SITE ID: CA\_SJ\_SUNNYVALE\_191**

545 Santa Real Avenue

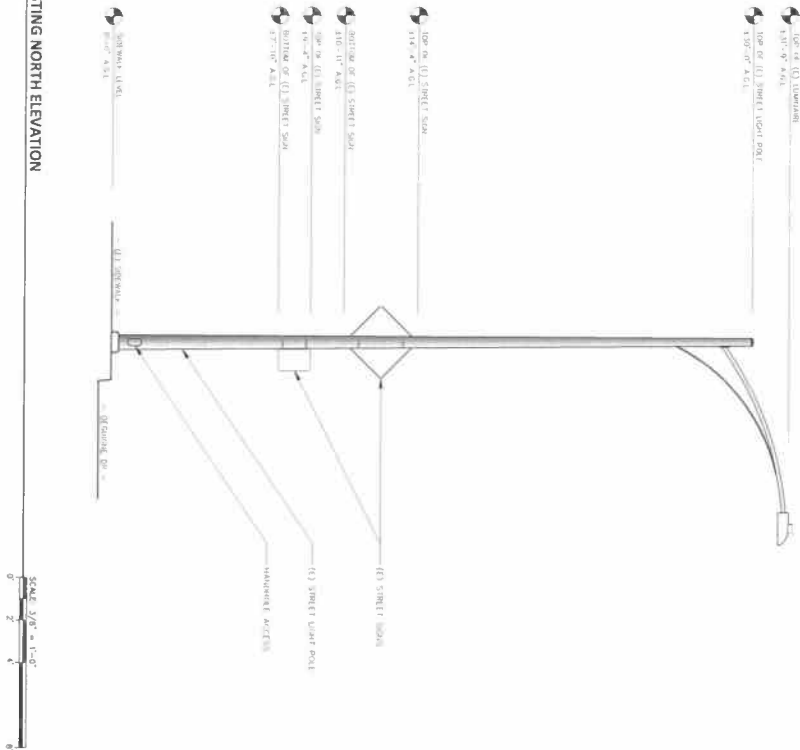
Sunnyvale, CA 94085

Location Code: 602246

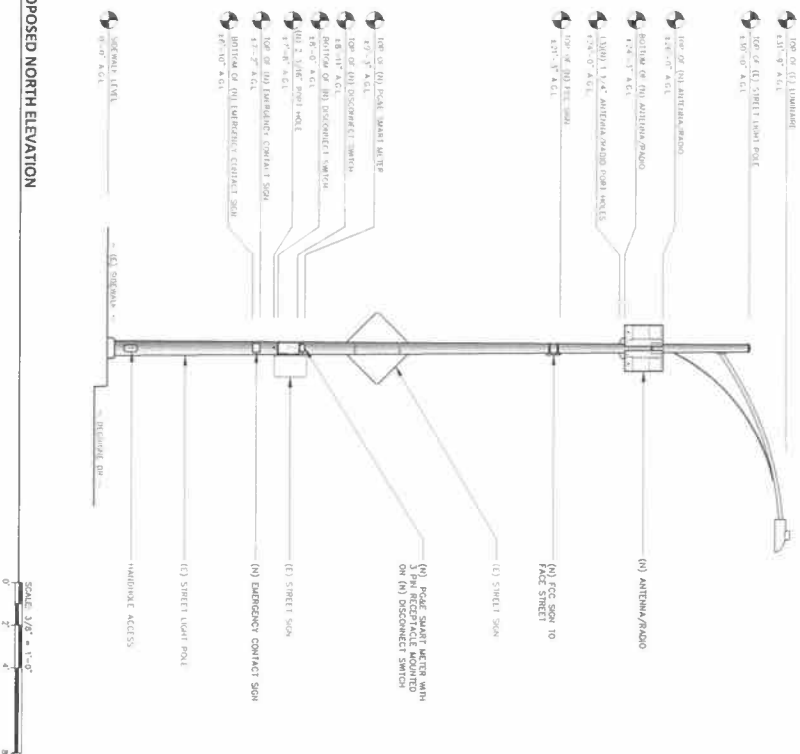
Site Coordinates: 37.385166, -122.007124

**EXISTING****PROPOSED****View 2:** Looking south along Deguigne Drive | Photosim produced 04/22/2020

1 EXISTING NORTH ELEVATION



2 PROPOSED NORTH ELEVATION



- NOTES
- REMOVE (2) ABANDONED WAGON BIRD MOUNTS ON (2) POLE
  - REPOSITION AND WAGON LABEL SHALL BE REINSTALLED BY COOPER AND STANFORDS
  - (1) POLE RELOCATION TO BE REWARDED AS RECORDED FOR (N) POLE INSTALLATION
  - (1) COOPER AND STANFORDS TO BE UPGRADED WAGON POLE
  - WAGON BIRD MOUNTS TO BE REINSTALLED
  - ANDERSON/STANFORDS TO WATCH



EQUIPMENT (M) EQUIPMENT PLAN

SCALE: 3/8" = 1'-0"