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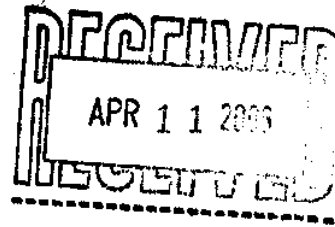
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April 11, 2006

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Dear Ms. Ando and Mr. Collins:

Re: Your February 17, 2006 Letter

I was greatly encouraged to learn of the mediated settlement agreement ("**mediated agreement**") between the members of the Board of Directors of Akaku: Maui Community Television (**Akaku**) and representatives of Maui Community College (**MCC**) and the Department of Education – Maui District of the State of Hawaii (**MDOE**) (collectively referred to as **E-Partners**) regarding issues raised in Akaku v. First Hawaiian Bank, including the validity and enforceability of the April 7, 2005 Education Agreement.

On April 10, 2006, the Department received an executed copy of the "Supplemental Agreement (Educational Access)" ("**Supplemental Agreement**"), dated February 2006. Based upon the assurances contained in the Supplemental Agreement, the Department is issuing concurrently, Letter Order No. 2, which directs Time Warner Entertainment Company, L.P, to pay 33.25% of the 2006 Access Operating Fee to Akaku.

With the amendments to the Education Agreement contained in the Supplemental Agreement, the Department sincerely hopes that Akaku and the E-Partners will be able to work together to continue to provide access services and programming to cable subscribers in Maui County.

The Department views the mediated agreement as a positive development and looks forward to receiving more detailed information on the parameters of the agreed upon terms.

Ms. Nadine Ando
Mr. Lance Collins
April 11, 2006
Page 2

The Department does, however, have some questions regarding Akaku's election of directors and the proposed election process. Some of these questions are as follows (in no particular order of priority):

- Which Board members will be resigning their seats, effective October 1, 2006?
- Will the resigning Board members be those appointed by DCCA or Time Warner, or will they be vacant seats?
- Will Akaku bear the costs of the election and mailing of the ballots? Has Time Warner been approached to participate in the election process (inserting ballots and candidate information in the September 2006 cable bill)?
- Who will run the election and count the ballots?
- How long are the terms for the elected Board members?
- What is the removal process for an elected Board member?
- Will Akaku's bylaws be amended to reflect the election of board members and appointment and removal of the other Board members? When?
- What will be the number of voting seats on Akaku's Board after the election?
- Is the election nomination process just for one election, or is it anticipated that this will continue on in the future, and if so, how long?
- Will Time Warner continue to appoint a board member?

The Department requests this information so that we can assess the impact of the proposed election process on and significance for cable television subscribers in Maui County.

Sincerely,



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Director of Commerce and Consumer Affairs

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