

Application to DHCD Submitted through CAMS

County of Loudoun

Loudoun County 2022 Accelerated Fiber Deployment Initiative

Application ID: 86508122021130350
Application Status: Pending
Program Name: Virginia Telecommunications Initiative 2022
Organization Name: County of Loudoun
Organization Address: 1 Harrison Street, SE, 4th Floor
Leesburg, VA 20177
Profile Manager Name: Jennifer Hope
Profile Manager Phone: (703) 771-5881
Profile Manager Email: jennifer.hope@loudoun.gov

Project Name: Loudoun County 2022 Accelerated Fiber Deployment Initiative
Project Contact Name: Christopher Mullen
Project Contact Phone: (571) 465-7554
Project Contact Email: Christopher.Mullen@Loudoun.gov
Project Location: 41975 Loudoun Center Place
Leesburg, VA 20175-8901
Project Service Area: Loudoun County

Total Requested Amount: \$17,750,000.00

Required Annual Audit Status: Accepted

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Budget Information:

Cost/Activity Category	DHCD Request	Other Funding	Total
Telecommunications	\$17,750,000.00	\$43,400,000.00	\$61,150,000.00
Construction	\$14,442,785.00	\$39,961,994.00	\$54,404,779.00
Construction Related Soft Costs	\$2,764,192.00	\$2,764,192.00	\$5,528,384.00
Other: Other CAPEX and Bond	\$543,023.00	\$673,814.00	\$1,216,837.00
Total:	\$17,750,000.00	\$43,400,000.00	\$61,150,000.00

Budget Narrative:

The total budget for this project is \$61.15 million, for which the application seeks \$17.75 million in VATI funding.

Questions and Responses:

1. Project Description and Need

Describe why and how the project area(s) was selected. Describe the proposed geographic area including specific boundaries of the project area (e.g. street names, local and regional boundaries, etc.). Attach a copy of the map of your project area(s). Label map: Attachment 1 – Project Area Map.

Answer:

This application for Loudoun County is for the Loudoun County 2022 Accelerated Fiber Deployment Initiative (“Initiative”) and is submitted by Loudoun County (“County”) and All Points Broadband (“APB” or “All Points”), as applicant and co-applicant, respectively.

The map included as Attachment 1 and related shape files demonstrate the specific boundaries of the proposed project area. The project includes the majority of the County’s Blue Ridge and Catoclin districts, which are the largest geographic districts in Loudoun County. These districts are the most rural of Loudoun County with Blue Ridge zoned as AR2 and Catoclin zoned AR1. Communities within the project area include Loudoun Heights, Neersville, Morrisonville, Hillsboro, Elvan, Taylorstown, Stumptown, Lucketts, Oatlands, Hamilton, White Pump, Airmont, Unison, St. Louis, Willisville, Trapp, Bluemont, Paxson, Bloomfield, and many others.

In March of 2021, the County issued a Request for Expressions of Interest (“RFI”) requesting proposals from potential co-applicants to apply for 2022 VATI funding. The RFI was sent to over 70 companies. All Points submitted a response to the RFI, in coordination with its middle-mile deployment partners Dominion Energy Virginia (“Dominion”) and Northern Virginia Electric Cooperative (“NOVEC”), proposing a fiber-to-the-home (“FTTH”) deployment, leveraging electric utility infrastructure, to make FTTH broadband available to all remaining unserved locations in the County.

In May of 2021, after a competitive evaluation process, the County selected All Points’ proposal as fitting the needs of the County to achieve the Governor’s challenge of universal broadband. Upon selection, the County, All Points and Dominion entered into a Memorandum of Understanding (attached as Attachment 8), pursuant to which All Points assumed primary responsibility for developing a VATI-eligible network that would offer FTTH service to all locations

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within the County that are unserved by broadband. From May until the date of this application, the County's Department of Information Technology teams and senior management from All Points have held weekly meetings to review and refine the proposed project area.

To determine the proposed project area, All Points' field teams visited and visually inspected all areas within the County where incumbent cable providers are not offering service. Specifically, All Points personnel visited all of the areas proposed to be served by the project to verify that each area is not currently served by wireline technology (cable or fiber) that is capable of providing 25/3 service. All Points' preliminary analysis was reviewed by the County and compared to County information gathered from previous studies and analysis. The proposed project area was also compared to an independent map of unserved areas developed by the Loudoun Broadband Alliance, a citizen-led broadband advocacy organization.

Jointly, the County and All Points then published a map of the proposed service area and an online survey which residents and property owners could complete to verify whether a specific location was served or unserved by broadband. More than 2,400 online surveys were completed since April of 2021 by residents and property owners. Survey data was then used to refine the proposed service area and to ensure that the unserved locations in the County will be included in the proposed project.

The project will extend FTTH infrastructure so that FTTH service will be made available to 8,855 discrete locations in the County. On the basis of the extensive field inspections, comparisons to County data, and the online survey results, the County and All Points agree that the proposed project area will provide broadband access to all of the locations in the County that remain unserved by broadband as of the date of this application. The primary reason why the proposed project area was selected is because the proposed project area includes the remaining unserved locations in the County.

A secondary reason why the proposed project area was selected is because it is an ideal area in which Virginia Code §56-585.1:9, as amended, (the "Utility Leverage Statute") can be leveraged to achieve universal broadband coverage in a county. Approximately 60% of the project area is within Dominion's electric service area. By partnering with Dominion under the Utility Leverage Statute, All Points and the County will realize significant cost savings and can complete the project with significantly less grant funding than would otherwise be required to extend FTTH throughout the proposed project area.

The project area includes approximately 2,919 Low or Moderate Income ("LMI") households as defined by the Virginia Housing Development Authority. To determine the LMI household count, the County and APB analyzed the currently available U.S. Census data for the proposed project area by Census tracts (6101.01, 6101.02, 6102.02, 6103, 6107.03, 6108, and 6109). LMI households account for approximately 33% of all households in the proposed project area, 19% of which are considered low income and 14% are considered moderate income. The project will therefore significantly benefit LMI individuals by making high quality broadband available to 2,919 LMI households, which is the total number of remaining unserved LMI households in the County. Due to the nature of Census tract boundaries not matching project area boundaries, and the fact that Census data itself is based on estimates, there may actually be more

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LMI households within the project area. The broadband digital equity and inclusion programs made available to LMI households would not be limited to the estimated number of households at the time of application; instead, LMI households would be deemed eligible on a rolling basis throughout the duration of the project.

A map of the project area is attached as Attachment 1.

2. List existing providers in the proposed project area and the speeds offered. Please do not include satellite. Describe your outreach efforts to identify existing providers and how this information was compiled with source(s).

Answer:

The wireline broadband providers in the County are Comcast and Verizon, both of which have a franchise agreement with the County. Waterford Telephone Company provided a DSL service until the that company ceased operations earlier in 2021.

The proposed project area contains those communities and neighborhoods where Comcast and/or Verizon are not required to complete network buildout under the thresholds in the County's franchise agreements with these providers. All Points has visited each of the proposed areas to be served by the project to visually verify that wireline broadband does not exist at these locations.

In addition, multiple fixed-wireless providers report offering internet service in various portions of the County, including Telegia, NOVA Wireless, and Visual Link. Neither All Points nor the County were able to field-verify that these providers offer speeds of 25/3 in any of the areas to be served by the project.

On July 15, 2021, All Points submitted a petition to Department of Housing and Community Development (DHCD) to have the entire proposed project area designated as unserved by broadband under the Utility Leverage Statute. Under the DHCD guidelines for the Utility Leverage program, Comcast, Verizon, and any other providers have the ability to provide evidence that they already offer service within the proposed project area. A final determination on the petition submitted in July 2021 is pending as of the date of this application.

3. Describe if any areas near the project have received funding from federal grant programs, including but not limited to Connect America Funds II (CAF II), ACAM, ReConnect, Community Connect, and Rural Digital Opportunity Funds (RDOF). If there have been federal funds awarded near the project area(s), provide a map showing these areas, verifying the proposed project area does not conflict with these areas. Do not include areas awarded to satellite broadband providers. Label Map: Attachment 2 – Documentation on Federal Funding Area.

Answer:

No federal grant funds have been awarded to any portion of the County or in any portion of the proposed project area. The Maps attached in Attachment 2 demonstrate that no area of the County, nor any portion of the proposed project area, has received any federal broadband-related funding.

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4. Describe if any blocks awarded in Rural Digital Opportunity Fund (RDOF), excluding those awarded to satellite internet service providers, are included in the VATI application area. If RDOF areas awarded to terrestrial internet service providers are included in the VATI application, provide a map of these areas and include information on number of passings in RDOF awarded areas within the VATI application area, and Census Block Group ID number for each block group in the project area. Label Attachment: Attachment 3 – RDOF Awarded Areas Form in VATI Area

Answer:

As demonstrated in Attachment 3, no RDOF funding was awarded in Loudoun County.

5. Overlap: To be eligible for VATI, applicants must demonstrate that the proposed project area(s) is unserved. An unserved area is defined as an area with speeds below 25/3 mbps and with less than 25% service overlap within the project area for wireless projects and 10% for wireline projects. Describe any anticipated service overlap with current providers within the project area. Provide a detailed explanation as to how you determined the percentage overlap. Label Attachment: Attachment 4 – Documentation Unserved Area VATI Criteria.

Answer:

As noted above, All Points conducted extensive field surveys in each portion of the project area to determine unserved areas. All Points visited and visually inspected the areas proposed to be served by the project to verify they are not currently served by wireline technology (cable or fiber) that is capable of providing 25/3 service. These areas were then mapped to determine the project area and compared to data available and supplied from the County and Loudoun Broadband Alliance. The map of currently served areas in the County is included as Attachment 4.

Despite our extensive efforts to verify the unserved status of these areas, it is possible that a small number of locations were incorrectly identified as unserved. In the unlikely event that the Utility Leverage challenge process demonstrates that more than 10% of locations within the proposed service area are already served by broadband, the project scope will be modified by the County and All Points as required by VATI and Utility Leverage program rules.

6. Total Passings: Provide the number of total serviceable units in the project area. Applicants are encouraged to prioritize areas lacking 10 Megabits per second download and 1 Megabits per second upload speeds, as they will receive priority in application scoring. For projects with more than one service area, each service area must have delineated passing information. Label Attachment: Attachment 5 – Passings Form.
 - a. Of the total number of VATI passings, provide the number of residential, business, non-residential, and community anchors in the proposed project area. (Up to 10 points for businesses and community anchor institutions)
 - b. If applicable, of the total number of RDOF passings, provide the number of residential, business, non-residential, and community anchors in the proposed project area.
 - c. If applicable, provide the number of passings that will require special construction costs, defined as a one-time fee above normal service connection fees required to provide broadband access to a premise. Describe the methodology used for these projections.
 - d. If applicable, provide the number of passings included in the application that will receive broadband access because special construction costs have been budgeted in the VATI application. Describe the methodology used for determining which passings with special construction costs were budgeted in the application.
 - e. Provide the number of passings in the project area that have 10/1 mbps or less. Describe the methodology used for these projections. (up to 15 points)

Answer:

As noted in Attachment 5, there are 8,855 total passings and serviceable units in the project area.

a.

To determine the number of residential, business, non-residential and community anchor institutions in the proposed

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project area, each of the 8,855 locations in the proposed project area were cross-referenced with parcel-specific land use data in the County's GIS database. This process resulted in 8,185 passings categorized as residential, 212 passings categorized as non-home based businesses, 819 residential passings where a home based business was located, six community anchor institutions, and 452 passings categorized as non-residential.

Among the business passings are a number of the significant agri-tourism businesses that have been an important part of the County's economic development strategy. These include but are not limited to Great County Farms, Briar Patch Bed and Breakfast, Loudoun Bed and Breakfast Guild, AltaTerra Farm Bed and Breakfast, Red Gate Farm, Hidden View Bed & Breakfast, Blue Moon Ponies, Buckskin Manor, Harpers Ferry Family Farm, Tumble Rock Farm, Bella Nova Farm, Homestead 1870 Farm Market, the Stone Manor Boutique Inn, Catoctin Apiary, Georges Mill Farm Bed & Breakfast and Farm Artisan Cheese. Access to high quality broadband will enable these locations to better market their venues and to process reservations and payments more efficiently.

Among the business passings are a number of wineries and breweries that are an immensely important part of the County's economic development strategy. These include Bluemont Vineyard, Dirt Farm Brewing, Kalero Vineyard, Hillsborough Vineyards & Brewery, 868 Estate Vineyards, Breaux Vineyards, and Chrysalis Vineyards.

The project area also includes several significant community anchor institutions. The project will make high quality internet access available at the Bluemont Community Center, the Philomont Community Center, and the Between the Hills Community Center which are the County's only community centers where broadband is not currently available. Connecting these community centers to the internet will ensure that more of the County's residents can access internet connectivity at a community center closer to their home.

The project will make FTTH broadband access available at three schools, including Foxcroft School, Banneker Elementary and Lucketts Elementary.

The project area includes the community of Saint Louis, an unincorporated community that is a historic African American community dating from 1891 or earlier, with many African Americans still living there today. Broadband is not available in Saint Louis today. Banneker Elementary School is located in Saint Louis. This project will make FTTH broadband access to the locations in and around Saint Louis.

The project will also make FTTH broadband access available in the community of Willisville whose origins predate the Civil War, originally inhabited by enslaved and free African Americans as well as the community of Howardsville which was founded by freed slaves following the end of the Civil War.

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The project area also includes the retreat facility operated by the Boulder Crest Foundation. The Foundation uses its retreat center within the project area to host combat veterans, first responders and their families who have experienced trauma for treatment programs. As part of the proposed project, All Points will provide the Boulder Crest Foundation with complimentary internet service to its entire facility, which will support the work of this important organization for the benefit of those who have sacrificed greatly for others.

The project area also includes several equine therapy centers, including Equus CAN educate, and community-focused agriculture centers such as Legacy Farms Virginia.

The project area also includes several sites of historic and cultural significance including Oatlands Historic House & Gardens, a National Trust Historic Site and National Historic Landmark.

b.

As noted above, there are no RDOF areas within the proposed project area.

c.

None of the passings included in the proposed project area will require special construction costs. For the first twelve months after service is available at any location within the proposed project, All Points' standard installation fee of \$199.00 will include any length of service drop required to make service available to that location. Therefore, as All Points has confirmed with DHCD during the technical assistance process prior to submission of this application, all of the passings within the proposed service area will be considered serviceable units.

d.

As noted above, for the first twelve months after service is available at any location within the proposed project, All Points' standard installation fee of \$199.00 will include any length of service drop required to make service available to that location. All Points' detailed design for the project calculated the projected service drop length for all locations in the proposed project area and the average drop length used to determine the project budget is based on the weighted average drop length indicated by the project design.

e.

It is estimated that all 8,855 of the passings in the proposed project area lack access to wireline service of at least 10/1 Mbps. Neither of the County's cable franchisees are offering service in the proposed project area. Prior to May of 2021, Waterford Telephone Company was offering DSL service with speeds in excess of 10/1 Mbps. However, Waterford Telephone Company abruptly ceased business operations in May of 2021. Verizon offers ADSL service in certain portions of the project area; however, Form 477 data and a spot-check on the Verizon service website indicates

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that download speeds of up to only seven Mbps are available. Therefore, there is no verified provider/s offering wired broadband of 10/1 Mbps or greater in the proposed project area.

None of the locations in the proposed project area that completed that survey indicated the ability to subscribe to wired broadband offering 10/1 Mbps or greater. This conclusion was confirmed through the survey data collected by All Points that was used by All Points and the County to determine the proposed service area.

7. **For wireless projects only:** Please explain the ownership of the proposed wireless infrastructure. Please describe if the private co-applicant will own or lease the radio mast, tower, or other vertical structure onto which the wireless infrastructure will be installed.

Answer:

Not applicable.

8. **Speeds:** Describe the internet service offerings, including download and upload speeds, to be provided after completion of the proposed project. Detail whether that speed is based on dedicated or shared bandwidth, and detail the technology that will be used. This description can be illustrated by a map or schematic diagram, as appropriate. List the private co-applicant's tiered price structure for all speed offerings in the proposed project area, including the lowest tiered speed offering at or above 25/3 mbps. (up to 10 points)

Answer:

The last-mile FTTH network will offer three speed tiers that are fully symmetrical: 100/100 Mbps, 500/500 Mbps, and 1/1 Gbps, with no data caps. The intended monthly pricing for these plans is \$79.99, \$99.99, and \$149.99, respectively, with a flat \$5 service fee to cover applicable taxes and FCC fees.

Customers will also have the ability to subscribe to VOIP phone service with multiple calling features and local and continental US long distance calls included for an additional \$14.99 per month.

Because the project is a FTTH network, the only locations sharing of bandwidth may occur are at a fiber concentration cabinet or at the network core. All Points has planned more than adequate capacity to consistently deliver advertised speeds to all customers. All Points is committed to open and transparent network operations as described in the company's Open Internet Statement, which is available at <https://allpointsbroadband.com/legal/ois/>.

9. **Network Design:** Provide a description of the network system design used to deliver broadband service from the network's primary internet point(s) of presence to end users, including the network components that already exist and the ones that would be added by the proposed project. Provide a detailed explanation of how this information was determined with sources. Provide information on how capacity for scalability, or expansion, of how the network can adapt to future needs. If using a technology with shared bandwidth, describe how the equipment will handle capacity during peak intervals. For wireless projects, provide a propagation map for the proposed project area with a clearly defined legend for scale of map. Label Map: Attachment 6 – Propagation Map Wireless Project.

Answer:

The project is a new FTTH deployment that will make FTTH service available to currently unserved locations in the County. The network includes approximately 663 miles of distribution fiber, of which approximately 30 miles are existing routes owned and maintained by NOVEC. Of the remaining 633 miles of fiber distribution routes, approximately 436 miles will be built by All Points and approximately 197 miles will be built by Dominion pursuant to the Utility Leverage Statute. The final mileage to be constructed by Dominion is contingent of approval of Dominion's related petition to be submitted to the State Corporation Commission ("SCC") under the Utility Leverage Statute. As

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indicated in its letter included in Attachment 13, Tilson Technology Management, Inc. has assisted All Points with the planning and design of this network, and preparation of indicative bills of materials, and related cost estimates.

The new fiber distribution routes will connect to existing fiber connection points in the County maintained by All Points. At completion, the network will include six upstream connection points to All Points' network core in the data center cluster in Ashburn, Virginia and two independent connections to All Points' redundant network core in the Cermak data center in Chicago, Illinois.

All existing and new fiber distribution infrastructure will use all-dielectric self-supporting ("ADSS") fiber cable, with AFL Telecommunications ("AFL") as the principal cable manufacturer. Because ADSS cable is fully self-supporting and requires no messenger wire, it can be installed in a single pass, resulting in lower construction costs and more rapid deployment timeframes. ADSS is optimized for deployments on electric utility poles and infrastructure and can be placed in closer proximity to conductors, which reduces pole make ready expense. The project will use cables of various strand counts, generally ranging from 24 to 288 strands, depending on the specific network segment. As indicated in the letter included in Attachment 13, AFL, APB's primary supplier of fiber optic cables, connectors, terminals, and related hardware, has allocated committed manufacturing capacity to support APB's materials requirements and specific schedule for this project.

Approximately 85% of the fiber distribution routes will be aerial and 15% of fiber distribution routes will be underground.

The network will include approximately five fiber feeder hubs and approximately 35 fiber distribution hubs. Service drops will be made to one of approximately 1,759 fiber distribution terminals. Fiber distribution terminals will be AFL Titan Ready-to-Deploy Multiport Terminals in multiple sizes depending on location and network requirements.

Service drops will be made using AFL Trident hardened drop cables.

All customer premises equipment, including optical network terminals and Wi-Fi internet access gateways will be from the Calix ecosystem of products.

All network optonics will use the XGS-PON (ITU G.9807.1) architecture, which is capable of delivering 10 gigabit, symmetric service, to all end users.

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The network has been designed to be scalable and expandable to meet future needs as new locations are built within the project area and as end user demands require higher bandwidth connections.

For example, throughout all distribution routes, a minimum of 12 fiber strands will be reserved to accommodate future needs. This will ensure sufficient distribution capacity so that no additional fiber routes would need to be constructed to offer service to any new locations built in the proposed project area after project completion.

At all feeder and distribution hubs, sufficient capacity has been reserved to enable the network to be upgraded to offer 10 gigabit, symmetric service, to all end users on the network in the future as consumer demands require higher bandwidth connections. All distribution terminals have been sized to accommodate additional connections in the future to accommodate new and in-fill development without requiring additional splicing.

10. Explain how the proposed project achieves universal broadband coverage for the locality or fits into a larger plan to achieve universal broadband coverage for the locality. If applicable, explain the remaining areas of need in the locality and a brief description of the plan to achieve universal broadband coverage. (up to 50 points)

Answer:

Achieving universal broadband access has been a long-term objective of the County. The Loudoun County Communications Commission has written and maintained a broadband plan since 2016. The areas encompassed in this submission are the remaining broadband deserts that other providers have chosen not to serve because of density, terrain, and/or land use status (including agricultural areas and large parcels). All Points was selected as the County's co-applicant for this application through a competitive RFI process in which All Points was the selected respondent offering to achieve universal broadband coverage in the County. Additionally, All Points' mission is to deliver utility-grade broadband to communities like those in the project area.

As discussed above, the County and All Points have undertaken extensive field inspections, franchisee network review, and community outreach to ensure that all remaining unserved locations in the County are included in the proposed project area. All Points' field teams visited and visually inspected all areas within the County where incumbent cable providers are not offering service and verified that each such area is not currently served by wireline technology (cable or fiber) that is capable of providing 25/3 Mbps service. All Points' preliminary analysis was reviewed by the County and compared to County information gathered from previous studies and analysis. The proposed project area was also compared to an independent map of unserved areas developed by the Loudoun Broadband Alliance, a citizen-led broadband advocacy organization.

Because this project includes all 8,855 locations in the County that remain unserved, completing the project will achieve universal broadband in the County.

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Project Readiness

Describe the current state of project development, including but not limited to: planning, preliminary engineering, identifying easements/permits, status of MOU or MOA, and final design. Prepare a detailed project timeline or construction schedule, identifying specific tasks, staff, contractor(s) responsible, collection of data, etc., and estimated start and completion dates. Applicants must include Memorandums of Understanding (MOUs) or Memorandums of Agreement (MOAs) between applicants (drafts are allowable). Label Attachments: Attachment 7 – Timeline/Project Management Plan; Attachment 8 – MOU/MOA between Applicant/Co-Applicant; (up to 20 points)

Answer:

The County selected All Points as its co-applicant in May 2021, after an extensive and competitive RFI process. In May 2021, the County, All Points and Dominion entered into an MOU (Attachment 8) setting forth the overall timeframes for applying for VATI support and for submitting the SCC petition under the Utility Leverage Statute (which is anticipated to be submitted Q4 of 2021).

In May, June and July of 2021, All Points completed high-level network design for the project in collaboration with Dominion and NOVEC, and the network design now incorporates those design consultations with Dominion and NOVEC, including the specific routes to be constructed by Dominion. The high-level network design is now complete.

In July of 2021, All Points included the proposed project in a petition to DHCD for a certification that the proposed project area is unserved for purposes of the Utility Leverage Statute. Upon receipt of DHCD's final determination regarding the Utility Leverage petition, All Points and Dominion will finalize the petition to be submitted to the SCC related to Dominion's participation in this project.

In July of 2021, All Points and NOVEC began preliminary make-ready analysis for all fiber distribution routes proposed to be located on NOVEC infrastructure and All Points and NOVEC have agreed on a timeframe for completing make-ready engineering and construction that will enable the project to be completed on the proposed timeframe.

Through our shared experience achieving SCC approval of Dominion's participation in the VATI-supported Northern Neck Initiative, All Points and Dominion have developed a standard final design coordination process that runs concurrently with the SCC petition process. This approach reduces costs for All Points and Dominion, ensures that all information required to be submitted to the SCC is available on the required timeframes, and enables network construction to begin immediately upon SCC approval of Dominion's petitions under the Utility Leverage Statute. All Points commenced final design for this project in July 2021 and will complete final design during the pendency of the SCC petition.

Dominion has assigned a dedicated project manager who will lead Dominion's involvement in this project.

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All Points and Dominion have an agreed form of fiber lease in place for the project, which will be entered into upon final SCC approval of Dominion's participation.

As indicated in the letter included in Attachment 13, AFL Telecommunications, APB's cable manufacturer, has allocated committed manufacturing capacity to support APB's requirements and specific schedule for this project. AFL is a leading global manufacturer of fiber optic cables, connectors, terminals, and related hardware. By involving AFL in the design and fiber technology evaluation from the beginning, APB has ensured that the project will benefit from APB's strategic partnership with AFL, including firm pricing and dedicated manufacturing capacity. Further details from bills of materials and cost estimates are provided in Attachment 13.

Dominion anticipates initiating contact with potentially affected property owners regarding the project and commencing discussions regarding easements and related rights in the fourth quarter of 2021. Because the project has been designed to place all new fiber distribution routes within public rights of way or within areas subject to existing easements held by the electric utilities, APB does not anticipate requiring a significant number of new easements.

Dominion will also be preparing needed environmental permits for its proposed routes during the pendency of the SCC petition. Provided the SCC petition is submitted and approved on the planned timeframe, APB and Dominion will both commence network construction in Q3 of 2022.

All Points will construct its last-mile infrastructure concurrently with Dominion's construction. All Points will deploy, and provision service terminals and service drop in conjunction with Dominion's construction schedule so that end users can be connected to the network as soon as there is distribution fiber in place to connect their location to All Points' network core.

Once construction has commenced, All Points will be able to rapidly deliver service to customers who have pre-registered their locations for service. The same survey that All Points and the County made available for property owners to confirm whether their location was unserved by broadband also provided the option for owners of locations within the proposed project area to subscribe for updates regarding the project and to request to be contacted in advance of service availability at their location. To date, more than 2,400 online surveys have been completed by residents and property owners who have provided their contact information, pre-registered for service and requested to be contacted when service becomes available at their location.

To ensure the network is successfully and promptly used by presently unserved locations, All Points will begin marketing the network to potential customers as soon as the SCC has ruled on the SCC Petition.

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The County will serve as fiscal agent and administer VATI funds for the project. In accordance with the terms of the MOU that is already in place, upon receipt of a VATI award the County and All Points will enter into a definitive agreement reflecting the terms of this application.

Given the significant size of the project, the need to coordinate construction of distribution fiber routes with two electric utility partners, and the requirement that Dominion secure final SCC for its participation for its construction can begin, it is anticipated that the project substantial completion of the project will require 24 months from grant award.

12. Has the applicant or co-applicant received any VATI grants? If so, provide a list of these grants, with a detailed summary of the status of each.

Answer:

The County has not previously received VATI grants.

All Points received a VATI grant in the 2021 application cycle for another project that will achieve universal FTTH access within a project area in four counties on Virginia's Northern Neck (the "Northern Neck Initiative"). Similar to the project proposed in this application, the Northern Neck Initiative was a partnership between All Points, Dominion, an electric cooperative (the Northern Neck Electric Cooperative) and participating counties, and Dominion's participation in the Northern Neck Initiative also required approval from the SCC.

The SCC petition for approval of Dominion's participation in the Northern Neck Initiative was submitted in September of 2020, and the SCC's final order approving that project was issued in March of 2021.

Construction of fiber distribution routes for the Northern Neck Initiative commenced in July of 2021 and construction is now underway. Customer installations are on schedule to commence in December 2021, and the overall project is on schedule for completion in the third quarter of 2023.

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13. Matching funds: Complete the funding sources table indicating the cash match and in-kind resources from the applicant, co-applicant, and any other partners investing in the proposed project (VATI funding cannot exceed 80 percent of total project cost). In-kind resources include, but are not limited to: grant management, acquisition of rights of way or easements, waiving permit fees, force account labor, etc. Please note that a minimum 20% match is required to be eligible for VATI, the private sector provider must provide 10% of the required match. If the private co-applicant cash match is below 10% of total project cost, applicants must provide financial details demonstrating appropriate private investment. Label Attachments: Attachment 9 - Funding Sources Table; Attachment 10 – Documentation of Match Funding

Answer:

As set forth in Attachment 9, the total cost of the proposed project is \$61.15 million. This application is requesting VATI funds in the amount of \$17.75 million representing 29% of the total project cost. All Points will be responsible for providing \$21.125 million, representing 34.5% of the total project cost. The County is contributing \$12.425 million, representing 20.3% of the total project cost. Dominion is anticipated to invest \$9.85 million, representing 16.1% of the total project cost, pending SCC approval of Dominion's participation in this project.

The County's commitment of \$12.425 million will be sourced from the County's ARPA funds and is reflected in the County's letter included in Attachment 10.

All Points's lead equity sponsor, Searchlight Capital Partners, has committed all required financing to complete the project, as demonstrated in the letter included in Attachment 10.

Dominion is providing support for the project through the Utility Leverage Program. Dominion has entered into an MOU with All Points and the County to submit its Utility Leverage Petition for this project (see Attachment 8) and has confirmed its participation pending final approval from the SCC (see Attachment 10). The project budget only includes that portion of Dominion's anticipated investment that will be allocated to broadband deployment.

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14. Leverage: Describe any leverage being provided by the applicant, co-applicant, and partner(s) in support of the proposed project. (up to 10 points)

Answer:

The County has provided extensive in-kind support to the planning process that resulted in the proposed project. Since May of 2021, senior members of the County's IT and finance and procurement departments have participated in weekly coordination meetings with the APB project team. The County has also agreed to provide all required support for the SCC Petition process on an in-kind basis and at no cost to the project.

The County will also administer the VATI grant funds and support project construction without charging administrative costs to the project.

All Points has dedicated a full-time sales manager who will oversee all marketing and adoption activities within the County and APB has allocated a \$525,000 marketing budget for the project in its first two years (which is not included in the project budget set forth in this application).

Dominion and NOVEC have also participated in the planning process at no cost to the project.

Support from the locality and electric utility partners will continue through final design and construction. The relevant County supervisors will participate in joint marketing events and public meetings to market the project and encourage adoption by their residents. Dominion and APB will each incur significant costs related to the SCC Petition Process, including legal fees and other related costs that are not included in the project construction costs.

The project will leverage APB's existing network core and related data-center infrastructure, as well as All Points's customer service, support, and billing functions.

NOVEC has used its customer communication channels (including its website, social media, and monthly newsletter) to publicize the project and the survey that All Points and the County used to confirm the unserved status of locations within the proposed project area. NOVEC has agreed to continue to make its customer communication channels available throughout the construction and marketing phases of the project.

15.

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Marketing: Describe the broadband adoption plan.

a. Explain how you plan to promote customer take rate, including marketing activities, outreach plan, and other actions to reach the identified serviceable units within the project area. Provide the anticipated take rate and describe the basis for the estimate. (up to 10 points)

b. Describe any digital literacy efforts to ensure residents and businesses in the proposed project area sufficiently utilize broadband. Please list any partnering organizations for digital literacy, such as the local library or cooperative extension office.

Answer:

a.

APB has already performed substantial marketing activities. The same survey that APB and the County made available for property owners to confirm whether their location was unserved by broadband also provided the option for owners of locations within the proposed project area to subscribe for updates regarding the project and to request to be contacted in advance of service availability at their location. To date, more than 2,400 surveys were completed by residents and property owners who have provided their contact information, pre-registered for service and requested to be contacted when service becomes available at their location.

APB prepared an extensive marketing campaign to ensure that customers are connected to the network as soon as it is available. See Attachment 17.

APB has dedicated a sales manager to oversee marketing and adoption activities and allocated a \$525,000 marketing budget for the project in its first two years. This marketing budget is not included in the VATI project budget.

The pre-construction marketing phase will begin with a series of mailings to all serviceable units, and a series of joint-marketing events and public meetings conducted in conjunction with community organizations and members of the County Board. APB will also use its website, social media, and yard signs to market the service.

During the initial, pre-construction marketing phase, APB will also leverage NOVEC customer communication and marketing channels to inform potential customers of the project who are NOVEC members. This will include direct communications from NOVEC to NOVEC's members within the project area via email and regular mail, inclusion of information about the project in NOVEC's monthly magazine for members and use of NOVEC's website and social media channels to inform potential customers. During the pre-construction marketing phase, all marketing communications will direct potential customers to APB's online Crowd Fiber tool to register their desire to subscribe to service as soon as it is available, and to inform APB as to how each potential customer desires to be contacted in the future regarding construction progress and service availability. All Points will use the Crowd Fiber tool to accept pre-registrations from customers and to keep those customers informed regarding the deployment schedule, so that they will be ready to subscribe and receive service as soon as it is available at their locations.

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The County will support All Points as it conducts media events and project tours to keep local media outlets informed about the project and its status, and to generate media coverage that will reinforce All Points' direct marketing activities. As each area of the network is nearing completion, All Points will use the preferred contact method selected by each customer that has pre-registered to inform them of their service availability date and to schedule installations for these pre-registered customers. As of the date of this application, more than 2,400 preregistrations have been entered into All Points' Crowd Fiber system.

The County will leverage community events to ensure that residents are aware of their access to broadband. Jointly the County and APB will reach out to farmers' markets, public libraries, and chambers of commerce as well as other organizations to inform the population how to use broadband access to improve their quality of life and access to economic opportunity. APB will provide and make resources available on the best practices from the National Digital Equity Center, the National Digital Inclusion Alliance, and NTIA's BroadbandUSA toolkits. Information regarding All Points' Digital Academy is described below and in Attachment 18.

Approximately 90 days before service is available at a specific location, APB will send an additional series of direct mail to potential customers that have not pre-registered for service, and leverage NOVEC's customer marketing channels to inform NOVEC's members that have not pre-registered about the availability of service.

APB's marketing materials will also highlight APB's commitment, for the first 12 months after it is available, to provide service to any serviceable unit (regardless of service drop length) for the same one-time installation charge of \$199.00. This offering is projected to increase take rates.

In addition, APB will continue to use its website and social media channels, billboards, and public meetings in conjunction with the County to market the project. As last-mile construction is completed in each area of the project, APB will place door hangers at each serviceable location and yard signs in each serviceable neighborhood.

To project take rates for this project, a third party was commissioned to perform a residential survey and conjoint analysis, which was completed in June of 2021. Redacted excerpts from this third party analysis are attached as part of Attachment 17. As demonstrated in the attached excerpts, the analysis concluded that APB could achieve market share of broadband subscribers of 75%, 71%, and 95%, respectively, in various portions of the proposed project area, depending on whether the options currently available to consumers are (a) satellite and DSL, (b) DSL and fixed wireless, or (c) only satellite. APB has applied these projections across the proposed project to estimate a take rate of 75% for the project.

b.

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All service offerings made available through this project will be eligible for the federal EBB program and future affordability programs available to LMI households.

As part of the project’s digital equity and inclusion strategy, the County and APB have agreed that, for the first twelve months after its service is available, APB will provide service drops to all locations within the project area, regardless of drop length, for the same fixed installation fee of \$199.00.

The County and APB will partner with the County’s library system to conduct digital literacy training and awareness events.

The County has also developed a Digital Equity and Inclusion Plan (see Attachment 19).

16. Project Management: Identify key individuals who will be responsible for the management of the project and provide a brief description of their role and responsibilities for the project. Present this information in table format. Provide a brief description of the applicant and co applicant’s history and experience with managing grants and constructing broadband communication facilities. Please attach any letters of support from stakeholders. If the applicant is not a locality(s) in which the project will occur, please provide a letter of support from that locality. Attachment 11 – Letters of Support.

Answer:

The following table depicts key members of the project team from the County, All Points and Dominion:

Key Individual

Roles and Responsibilities

Previous Experience

Jimmy Carr – CEO (APB)

CEO, APB

See attachment 20

Sean Flora

Director of Fiber Construction, APB

See attachment 20

Brandon Ogilvie

CFO, APB

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See attachment 20

Tom Innes

SVP of Public-Private Partnerships, APB

See attachment 20

Chuck Hogg

SVP of FTTH Deployments, APB

See attachment 20

Darren Glatt

Partner and Co-Head of Infrastructure Investing, Searchlight Capital Partners

See attachment 20

Ajit Pai

Partner, Searchlight Capital Partners

See attachment 20

Ed Diggs

Manager, Rural Broadband, Dominion

See attachment 20

Erin McClellan

Loudoun County Assistant County Administrator – Project Executive Sponsor

See attachment 20

John Bayliss

Loudoun County Director, Information Technology – Project Department Sponsor

See attachment 20

Dave Friedrich

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Loudoun County Assistant Director, Information Technology – Project Sponsor and Advocate

See attachment 20

Chris Mullen

Loudoun County Broadband Program Manager – Grant Management

See attachment 20

Joyce Cruickshank

Loudoun County Broadband Program – Document Management, Version Control and Marketing Support

See attachment 20

Regina Meck

Loudoun County Broadband Program Support – Financial Analyst

See attachment 20

Barb Lawrence

Loudoun County Grant Office

See attachment 20

Additional information regarding the County, All Points and project team members is set forth in Attachment 20.

The Loudoun County team has extensive experience administering Virginia state grant funding including awards from DHCD, DMME, VDEM, DEQ, and VDOT. In addition, the County has received numerous federal awards from various federal agencies, including USDA and the US Department of Commerce's Economic Development Administration. APB and the County have held weekly meetings since May 2021 to collaborate on project objectives, review data analysis, and identify & overcome potential obstacles. The organizations have maintained a strong working relationship which will continue through project construction and deployment.

All Points Broadband is a highly successful rural broadband provider that operates last-mile fiber, fixed-wireless, and hybrid-fiber-wireless networks serving locations in Virginia, West Virginia, Maryland, and Kentucky. All Points has grown through acquisitions and organic network expansions and been named to Inc. magazine's list of America's 5000

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fastest-growing companies in each of the last four years. All Points has successfully managed numerous rural broadband deployments in partnership with rural Counties, and it has managed the development of a similar multi-partner broadband initiative on the Northern Neck.

The company's senior managers hold leadership positions in the national industry association. All Points CEO is a member of Virginia's Broadband Advisory Council and has testified before the US Senate and Virginia General Assembly on rural broadband deployment strategies.

Searchlight Capital Partners is APB's lead equity sponsor. Searchlight is a private investment firm with over \$9 billion of assets under management with extensive expertise investing in the global telecommunications and media sectors. Over the last two years, Searchlight has invested in excess of \$1.25 billion in FTTH in the United States, making Searchlight the number one investor in domestic FTTH infrastructure in that period. And as of today, through its investments in All Points, Consolidated Communications and Zply Fiber, Searchlight is the fourth largest builder of FTTH passings in America. All Points benefits from the tremendous volume purchasing arrangements for Searchlight's portfolio companies, which ensure availability of required supply and the best available pricing.

Searchlight has deep familiarity with broadband markets and the associated competitive dynamics in the broader United States. Searchlight's leadership, both through their time at Searchlight and at previous investment firms, have also acquired multiple decades of experience investing specifically in fiber-based broadband businesses in the U.S. and globally, which has made it a core competency and strategic focus for the firm.

Additional letters of support are included as Attachment 11.

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17. Project Budget and Cost Appropriateness

Budget: Applicants must provide a detailed budget that outlines how the grant funds will be utilized, including an itemization of equipment, construction costs, and a justification of proposed expenses. If designating more than one service area in a single application, each service area must have delineated budget information. For wireless projects, please include delineated budget information by each tower. Expenses should be substantiated by clear cost estimates. Include copies of vendor quotes or documented cost estimates supporting the proposed budget. Label Attachments: Attachment 12 – Derivation of Costs; Attachment 13 - Documentation of Supporting Cost Estimates. (up to 10 points)

Answer:

As set forth in Attachment 12, the total cost of the proposed project is \$61.15 million.

The Derivation of Costs divides the project into the following categories: Final Design and Engineering, Project & Construction Management, Headend/Central Office, Field Network Equipment, Utility Middle Mile, Aerial Make Ready & Construction, Underground Construction, Fiber Drop Construction, Subscriber Equipment & Installation Labor, Other Capex and Construction Bond.

To develop the project budget, All Points prepared a high-level design for the project and developed an indicative bill of materials based on that design.

As part of APB's design and cost estimation process, All Points engaged Tilson Technology Management, Inc. ("Tilson") to supplement APB's internal engineering and design resources and to assist in the development of the high-level design and related bill of materials and cost estimates. Tilson is one of America's leading providers of consulting, design and construction management services to the telecommunications industry. As described in Tilson's letter included in Attachment 13, the cost estimates that form the basis of the project budget are based on Tilson's bill of materials and related cost estimates and reflect current pricing available to All Points.

All Points then obtained current pricing for each item on the bill of materials from its primary vendors, including AFL, APB's primary supplier of fiber optic cables, connectors, terminals, and related hardware. As described in AFL's letter included in Attachment 13, AFL provided the pricing used for all relevant cost categories included in the project budget and AFL has allocated committed manufacturing capacity to support APB's materials requirements and specific schedule for this project.

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18. The cost benefit index is comprised of state cost per unit passed. Individual cost benefit scores are calculated and averaged together to create a point scale for a composite score. Provide the following:

a. Total VATI funding request

b. Number of serviceable units
(up to 125 points)

Answer:

a.

This application is requesting VATI funds in the amount of \$17.75 million.

b.

8,855

19. **Commonwealth Priorities (Up to 40 points)**

Additional points will be awarded to proposed projects that reflect Commonwealth priorities. If applicable, describe the following:

a. Businesses, community anchors, or other passings in the proposed project area that will have a significant impact on the locality or region because of access to broadband.

b. Unique partnerships involved in the proposed project. Examples include electric utilities, universities, and federal/state agencies.

c. Digital equity efforts to ensure low to moderate income households in the proposed project area will have affordable access to speeds at or above 25/3 mbps.

Answer:

a.

As noted above, within the proposed project area, there are 212 business passings and six community anchor passings.

The project will make high quality internet access available at six community anchor institutions, including the Bluemont Community Center, the Philomont Community Center, and the Between the Hills Community Center, which are the County's only community centers where broadband is not currently available today. Connecting these community centers to the internet will ensure that more of the County's residents can access internet connectivity at a community center closer to their home.

The project will make FTTH broadband access available to three schools, including Foxcroft School, Banneker Elementary and Lucketts Elementary.

The project area also includes the retreat facility operated by the Boulder Crest Foundation, discussed above. APB will provide the Boulder Crest Foundation with complimentary internet service, which will support the work of this important organization for the benefit of those who have sacrificed greatly for others.

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b.

This project is a partnership between the County, a last-mile ISP, and two electric utilities, and is following the successful model developed by All Points and Dominion for the Northern Neck Initiative that was also supported by VATI funding.

This project does not take an incremental, "cherry picking" approach. Instead, it represents the County's comprehensive strategy for achieving universal broadband access in the County.

The project leverages the Utility Leverage Statute with an investor-owned utility and the participation of an electric cooperative (NOVEC) to simultaneously upgrade and harden Virginia's electric grid while making last-mile FTTH available to all remaining unserved locations in the County. Pursuing these two objectives simultaneously reduces aggregate costs for all the partners and benefits the entire community. Achieving universal broadband access throughout the County will only be possible if this project is leveraged in coordination with Dominion's ongoing fiber-deployment activities in the manner contemplated by the Utility Leverage Statute.

c.

Digital equity and inclusion are critically important to all broadband deployment projects, especially when connecting currently unserved locations.

The project area includes approximately 2,919 LMI households as defined by VHDA. To determine the LMI household count, the applicant and co-applicant analyzed the currently available U.S. Census data for the proposed project area by Census tracts (6101.01, 6101.02, 6102.02, 6103, 6107.03, 6108, and 6109). LMI households account for approximately 33% of all households in the proposed project area, 19% of which are considered low income and 14% are considered moderate income. The project will therefore have a significant benefit by making high quality broadband available to 2,919 LMI households, which is the total number of remaining unserved LMI households in the County. Due to the nature of Census tract boundaries not matching project area boundaries, and the fact that Census data itself is based on estimates, there may actually be more LMI households within the project area. The broadband digital equity and inclusion programs made available to LMI households would not be limited to the estimated number of households at the time of application; instead, LMI households would be deemed eligible on a rolling basis throughout the duration of the project.

All service offerings made available through this project will be eligible for the federal Emergency Broadband Benefit program and future affordability programs available to LMI households in which APB is a participating provider.

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As part of our digital equity strategy, the County and All Points have agreed that, for the first twelve months after its service is available, All Points will provide service drops to all locations within the project area, regardless of drop length, for the same fixed installation fee of \$199.00.

The County and All Points will partner with the County's library system to conduct digital literacy training and awareness events.

APB has developed a Digital Inclusion Academy through Google for Education (see Attachment 18), based on best practices and recommendation from the National Digital Equity Center, the National Digital Inclusion Alliance, and NTIA's BroadbandUSA toolkits, which includes courses such as "Use Digital Tools for Everyday Tasks", "Avoid Online Scams", "Build Healthy Digital Habits", "Edit Your Resume", and others of a similar nature. All Points will offer free access to this Academy and all related courses to all locations within the proposed project area and all County residents.

The County has also developed a Digital Equity and Inclusion Plan (see Attachment 19) that will be implemented on receipt of VATI support.

The County will support community events to ensure that residents and businesses in the proposed project area are aware of their new ability to access broadband, and of the affordable pricing tiers offered by APB.

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20. Additional Information

Provide the two most recent Form 477 submitted to the FCC, or equivalent, as well as point, polygon, and, for wireless providers, RSSI shapefiles for the project area **in .zip file form**. With attachments 17 through 20, attach any other information that the applicant desires to include. Applicants are limited to four additional attachments.

Label Additional Attachments as:

- a. Attachment 14 – Two most recent Form 477 submitted to the FCC or equivalent
- b. Attachment 15 - Point and Polygon shapefiles, in.zip file form, showing proposed passings and project area
- c. Attachment 16 - For wireless applicants: shapefiles, in .zip file form, indicating RSSI projections in the application area
- d. Attachment 17 – XXXXXXXX
- e. Attachment 18 – XXXXXXXX
- f. Attachment 19 – XXXXXXXX
- g. Attachment 20 – XXXXXXXX

Answer:

N/A

Attachments:

Map(s) of project area, including proposed infrastructure

Attachment1ProjectAreaMapLoudoun913202141801.pdf

Documentation of Federal Funding (CAF/ACAM/USDA/RDOF, etc...) in and/or near proposed project area.

Attachment2DocumentationonFederalFundingAreaLoudoun9112021102242.pdf

RDOF Awarded Areas included in VATI Application (Use template provided)

Attachment3RDOFAwardedAreasForminVATIAreaLoudoun913202143434.pdf

Documentation that proposed project area is unserved based on VATI criteria

Attachment4DocumentationUnservedAreaVATICriteriaLoudoun912202161517.pdf

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Passings Form (Use template provided)

Attachment5PassingsFormLoudoun912202162212.pdf

Propagation Map if Wireless Project

Attachment6PropagationMapWirelessProjectonly9122021111140.pdf

Timeline/Project Management Plan

Attachment7TimelineProjectManagementPlanLoudoun913202190608.pdf

MOU/MOA between applicant/co-applicant (can be in draft form)

Attachment8MOUBetweenCountyandCoApplicantLoudounCounty9132021125021.pdf

Funding Sources Table (Use template provided)

Attachment9FundingSourcesTableLoudoun912202161018.pdf

Documentation of Match Funding

Attachment10DocumentationofMatchFundingLoudoun9112021111500.pdf

Letters of Support

Attachment11LettersofSupportLoudoun9132021125036.pdf

Derivation of Cost/Project Budget (Use template provided)

Attachment12DerivationofCostsLoudoun912202161045.pdf

Documentation of Supporting Cost Estimates

Attachment13DocumentationofSupportingCostEstimatesLoudoun912202161116.pdf

Two most recent Form 477 submitted to the FCC or equivalent

Attachment14TwoMostRecentForm477sRedacted9122021111157.pdf

Point and Polygon shapefiles, in.zip file form, showing proposed passings and project area

Attachment15PointandPolygonShapefilesLoudoun913202191634.zip

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For wireless applicants: shapefiles, in .zip file form, indicating RSSI projections in the application area

Attachment16RSSIProjectionShapefiles9122021111210.pdf

Optional

Attachment18AllPointsBroadbandDigitalInclusion9112021123622.pdf

Optional

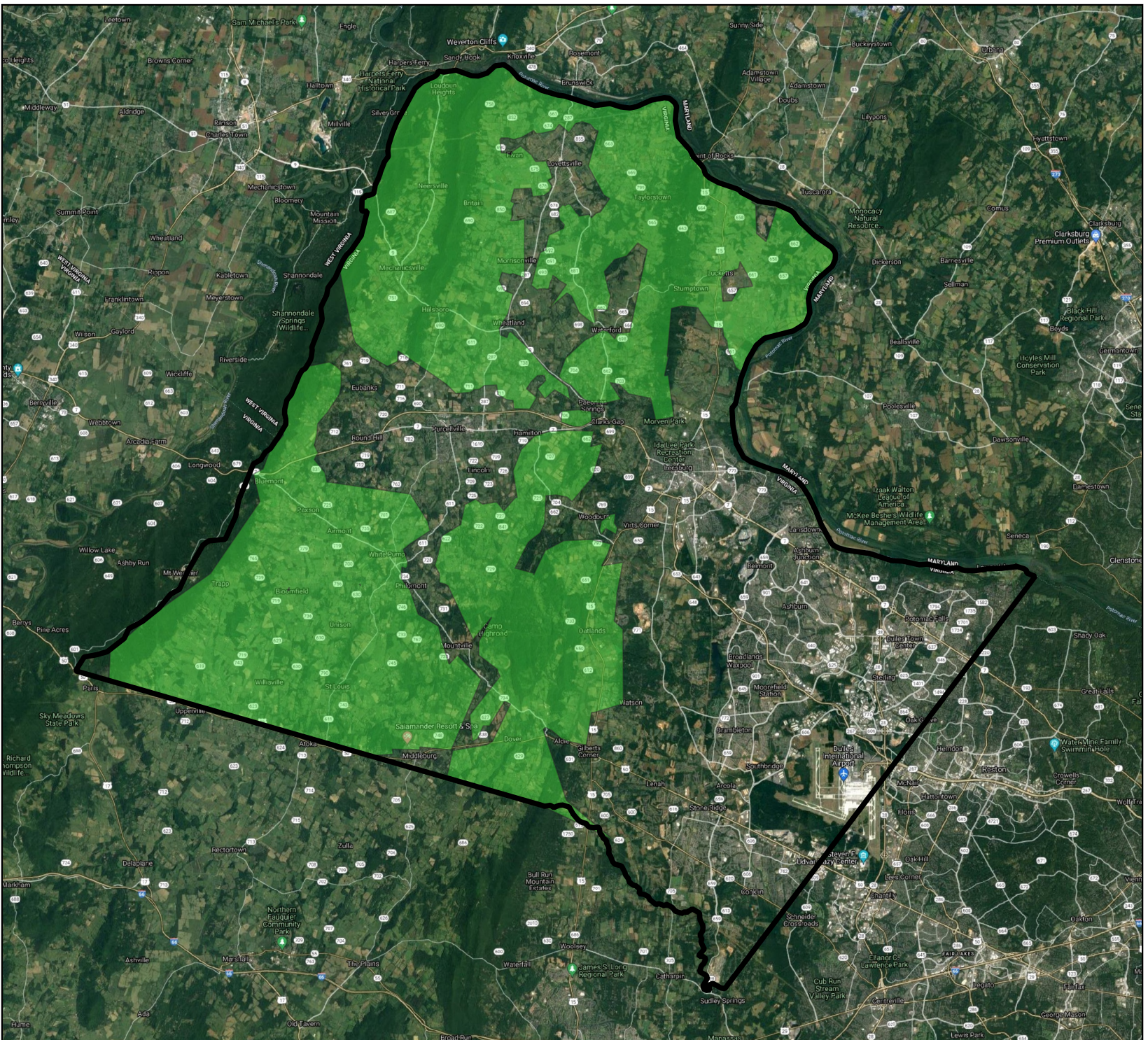
Attachment19LoudounCountyDigitalInclusionStrategyandPlanBrief9112021124208.pdf

Optional

Attachment20OptionalAttachmentforProjectManagementLoudoun913202183320.pdf

Optional

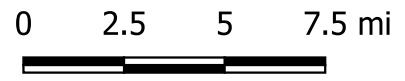
Attachment17MarketingPlanLoudoun913202183453.pdf



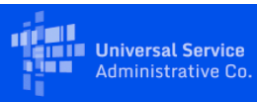
Loudoun County, VA

Legend

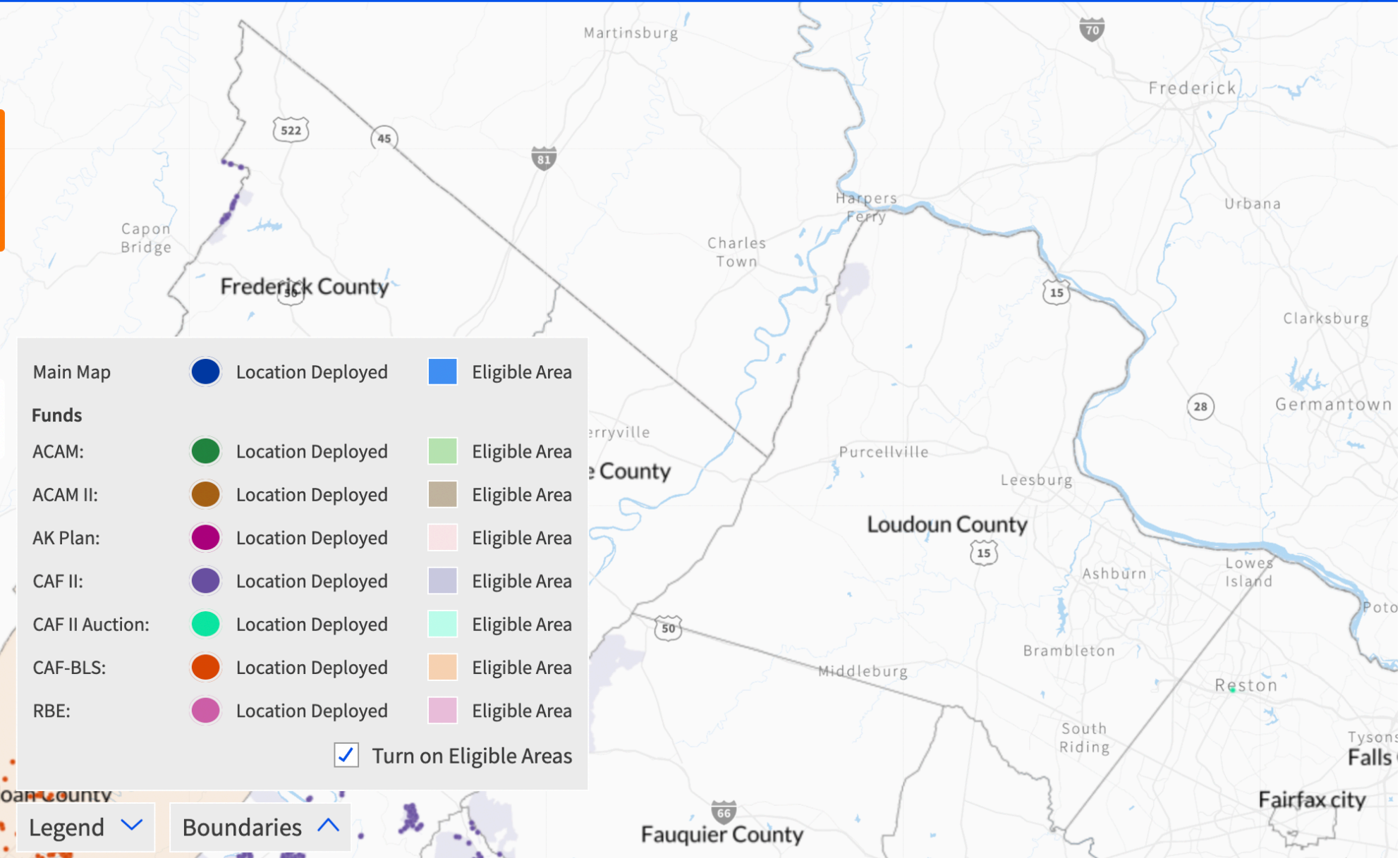
-  Project Area
-  County border

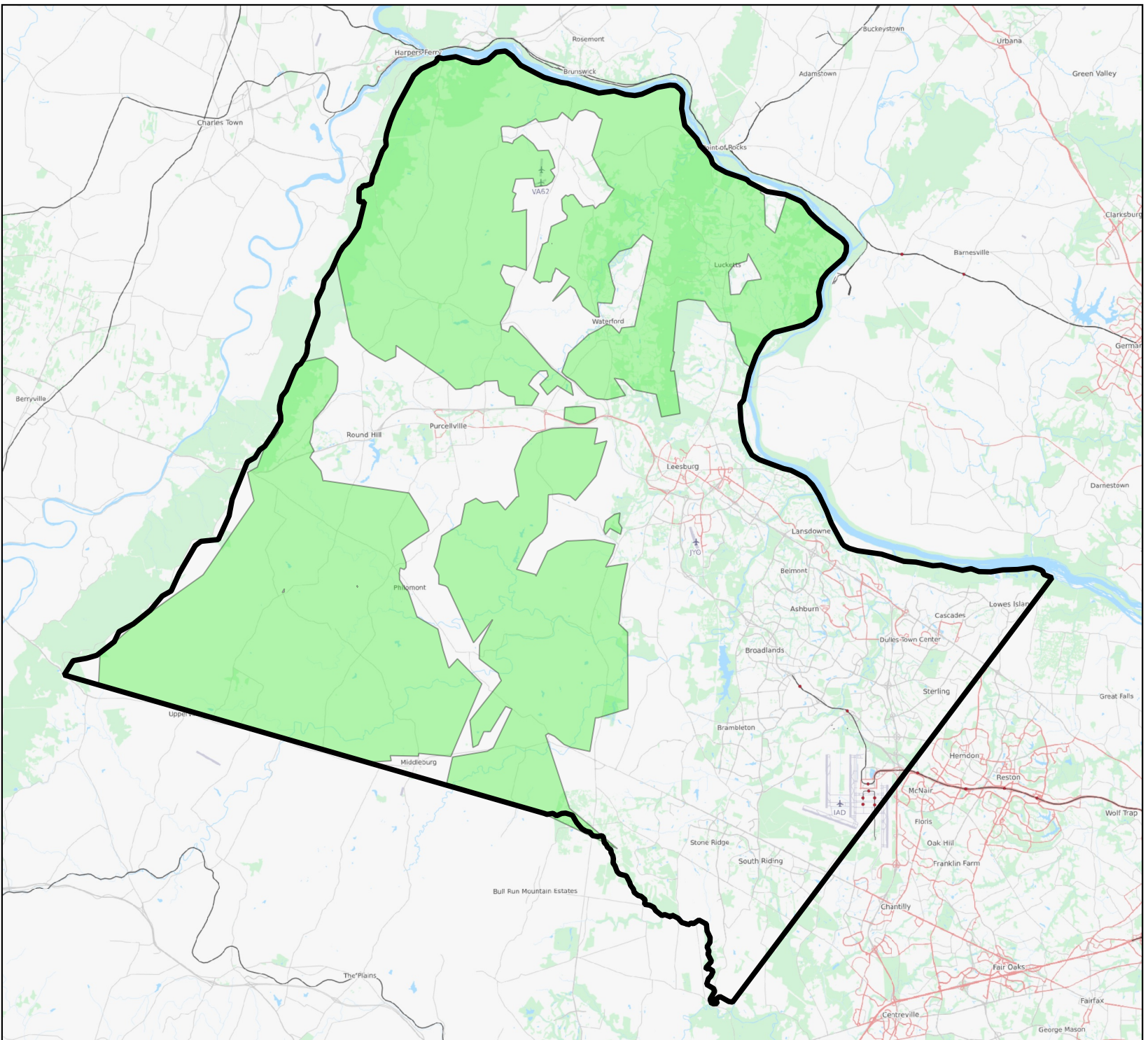


All route and area information is confidential and proprietary.



Connect America Fund Broadband Map

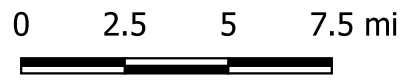


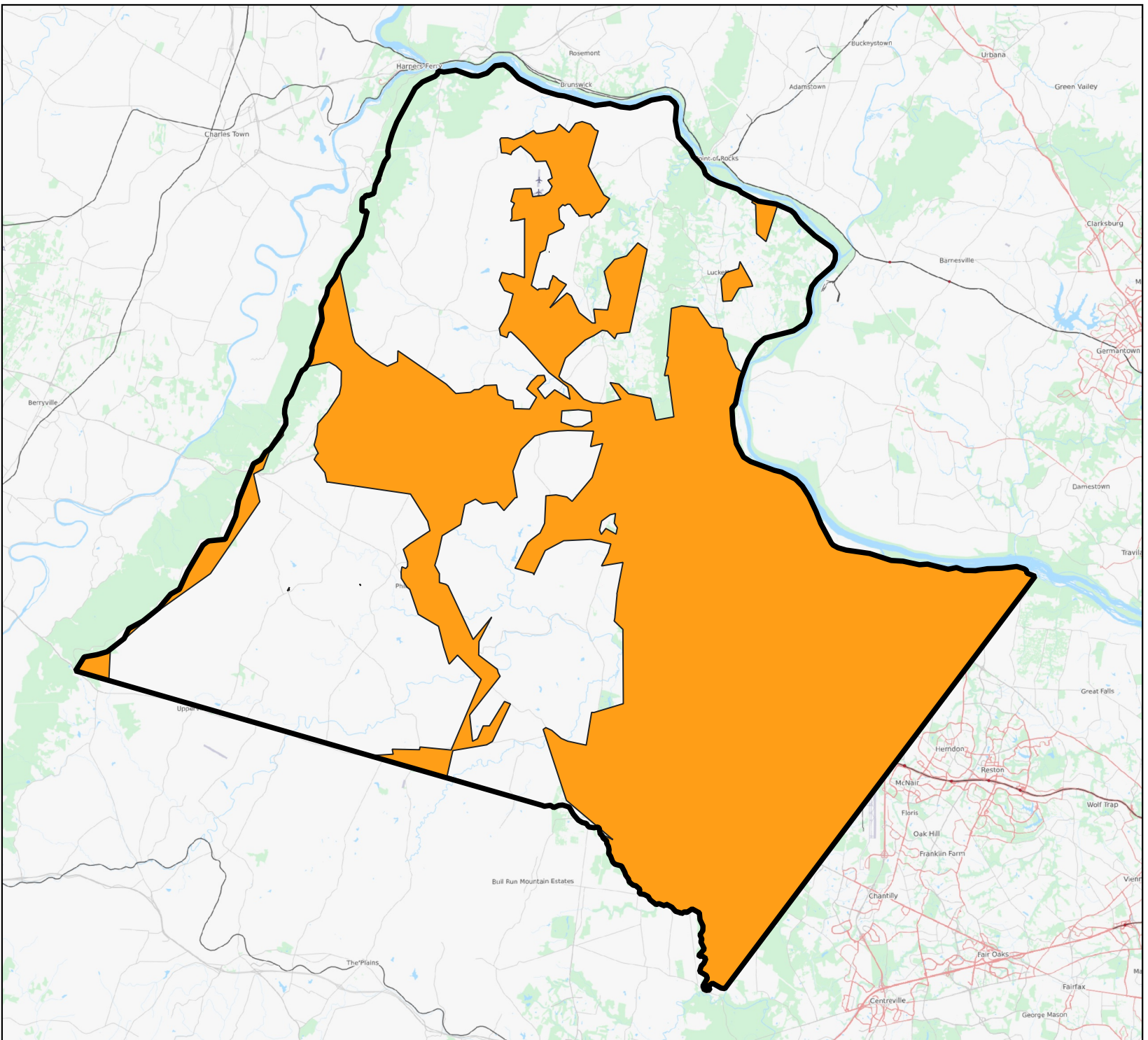


Loudoun County, VA

Legend

-  RDOF
-  Project Area
-  County border

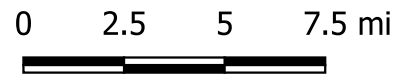




Loudoun County, VA

Legend

- Served Area
-  Served Area
-  County border



All route and area information is confidential and proprietary.

2022 Virginia Telecommunication Initiative (VATI) Passing Form

Type of Passings	Total Number of Passings in the Project Area ¹	Passings in the Project Area, without Special Construction Costs Required ²	Passings with Special Construction Costs budgeted in the Application ³	Number of Passings with Speeds at 10/1 or below in Project Area ⁴
Residential	8185	8185	NA	8185
Businesses (non-home based)	212	212	NA	212
Businesses (home-based)	819	819	NA	819
Community Anchors	6	6	NA	6
Non-residential	452	452	NA	452
Total	8855	8855	NA	8855

Note: The Total Number of Passings **MUST** be equal to the Residential, Business (non-home based), Non-residential and Community Anchors sum.

Note: Do not include passings in RDOF awarded areas that were awarded to the co-applicant; these passings should be included in the RDOF Passings Form. Passings included in this application in RDOF awarded areas that were not awarded to the co-applicant, unless successfully challenged, are considered unserved and should be counted as passings in this form.

¹The total number of structures in the project area that can receive service. See definition of passing below for more detail.

²The number of structures in the project area that will not require special construction costs to provide service to. These passings fall within the broadband provider's standard service connection drop length and do not require nonstandard equipment or any additional fees above normal service connection fees required to provide broadband access to a premise.

³The number of structures in the project area with all construction costs budgeted in the application. These passings will not require any additional special construction costs beyond those budgeted for in the VATI application.

⁴The number of structures in the project area that do not have access to internet at speeds of at least 10 mbps download and 1mbps upload.

Attachment 6 – Propagation Map (Wireless Projects only)

-This page intentionally left blank as this is not a Wireless Project-

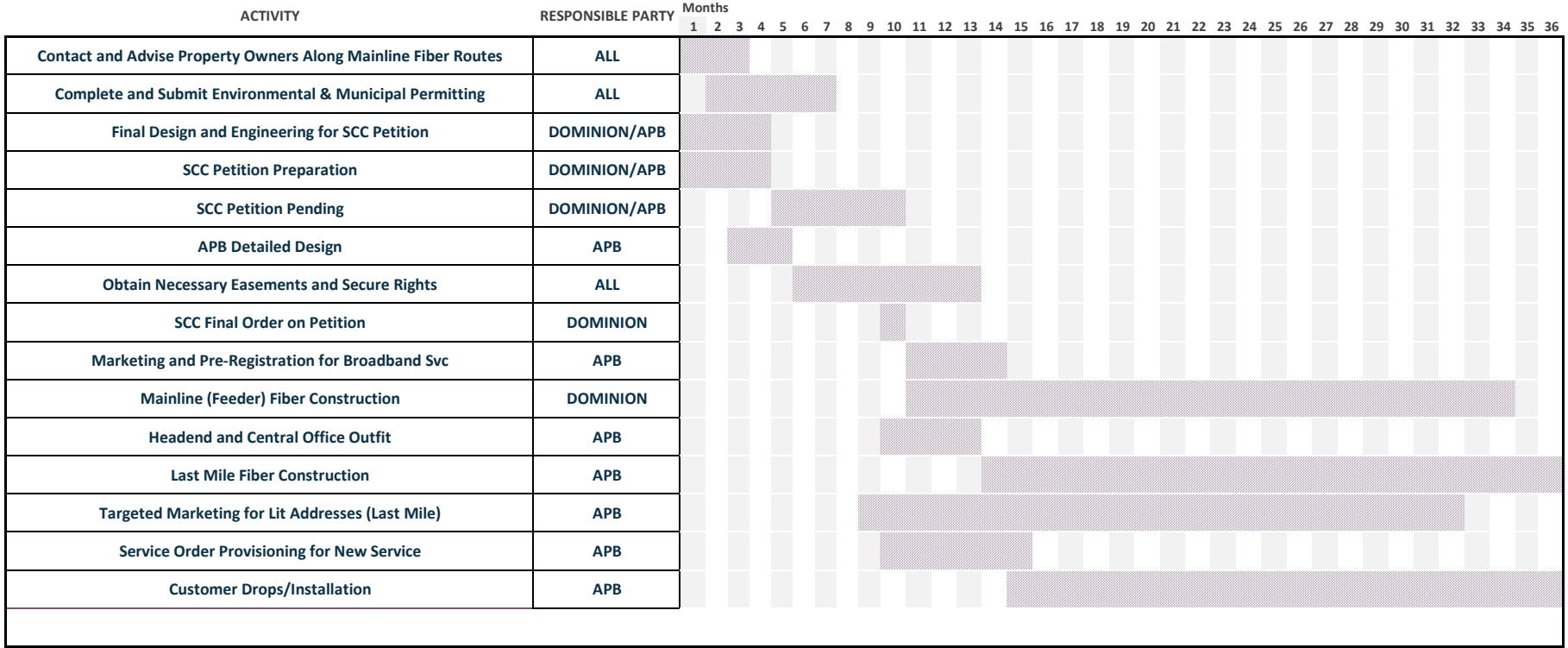


**Loudoun County Project Timeline
(Collapsed)**

Previously Completed Prior to Project Kickoff:

1. Field Verification of Unserved Locations
2. Preparation of Utility Leverage Unserved Determination
3. High Level Designs by APB
4. Secured Fiber Manufacturing Capacity

Plan Duration Actual Start % Complete Actual (beyond plan) % Complete (beyond plan)





February 19, 2021

Dave Friedrich
Assistant Director of Information Technology
41975 Loudoun Center Place
Leesburg, Virginia 20175

RE: Proposal of All Points Broadband, Dominion Energy Virginia and Northern Virginia Electric Cooperative for Development of Fiber-to-the-Home Project In Loudoun County

Dear Mr. Friedrich:

Dominion Energy Virginia ("Dominion") and All Points Broadband ("All Points") are actively pursuing opportunities to expand broadband service pursuant to Virginia Code § 56-585.1:9 (the "Broadband Statute") and are excited to partner with the Northern Virginia Electric Cooperative ("NOVEC") on this proposal. We have identified Loudoun County as a potential partner and appreciate the opportunity to present the attached proposal to initiate a project pursuant to the Broadband Statute in your community.

Collectively, we propose to expand an in-development project between All Points and NOVEC so that fiber-to-the-home service can be offered to substantially all of Loudoun's remaining unwired locations. If we commence work by March 19th, we are confident that a project can be developed for submission to the State Corporation Commission this year, and otherwise on a timeframe that will enable All Points to develop a robust application for funding through the Virginia Telecommunications Initiative and other related grant funding programs.

Dominion and All Points have active fiber-to-the-home broadband deployment projects underway in seven Virginia Counties. Most of these partnerships also include the participation of an electric cooperative, which is critical for developing a comprehensive solution. Enclosed you will find materials related to our vision for partnership with Loudoun County and the cooperative procurement that two of our current partner jurisdictions used to initiate the same process we propose to undertake with you.

We are excited about the prospect of working with Loudoun County and other partners to achieve universal fiber-to-the-home access. Thank you for your consideration.

Sincerely,

James G. Carr
Chief Executive Officer
All Points Broadband

Edward H. Diggs
Rural Broadband Program Manager
Dominion Energy Virginia

Stan C. Feuerberg
President and Chief Executive Officer
Northern Virginia Electric Cooperative

MEMORANDUM OF UNDERSTANDING

This Memorandum of Understanding (this “Memorandum”) is made effective as of May 12, 2021 (the “Effective Date”), by and between Virginia Electric and Power Company dba Dominion Energy Virginia, a Virginia public service corporation (“Dominion”), All Points Broadband Partners, LLC, a Virginia limited liability company (“All Points”), and the County of Loudoun, Virginia (the “County”). Dominion and All Points are the “Organizing Parties”. Dominion, All Points, and the County are each a “Party” and collectively the “Parties.”

RECITALS

- A. The County issued a Request for Expressions of Interest (“RFI”) to select one or more private sector partner(s) as its co-applicant to prepare and submit an application for a Virginia Telecommunications Initiative (“VATI”) grant to serve unserved and underserved areas of western Loudoun County. All Points responded to the County’s RFI and was selected by the County.
- B. Pursuant to the Virginia Code § 56-585.1 :9, effective July 1, 2019 (the “Broadband Statute”) the Commonwealth of Virginia is seeking to expand broadband service into unserved areas of the Commonwealth. The Broadband Statute further permits electric utilities to pursue pilot programs with broadband providers and local counties and municipalities to facilitate such expansion.
- C. Dominion and All Points have explored the feasibility of Dominion deploying middle mile infrastructure in the County, in the manner set forth in the Broadband Statute, to facilitate All Points’ extension of last-mile service to unserved areas and agreed to proceed with the development of a proposal to present to the State Corporation Commission (“Commission”) for approval.
- D. The Parties are pursuing a relationship as VATI Grant co-applicants whereby:
 - (i) Dominion and All Points will develop a broadband project pursuant to the Broadband Statute, which will include Dominion construct a fiber route that maximizes the number of unserved areas to be served by All Points within the County, (ii) Dominion will leverage the additional fiber installed along the route to connect devices that may not have had fiber connectivity under the original plan pursuant to the Grid Transformation and Security Act, (iii) All Points will collaborate with and invest in the County and use the additional Dominion fiber capacity to serve broadband end users in unserved locations in the County, (iv) All Points and the County will collaborate to recruit and engage other partners, as appropriate, to advance the Project, and (v) the County will share relevant information with the Organizing Parties and collaborate with the Organizing Parties to advance the Project. The efforts of the Parties herein to develop a broadband project and submit a VATI Grant application shall be referred to as the “Project”.

- E. It is the intention of the Parties that the Project will result in the deployment of a fiber-to-the-premises last-mile broadband network to offer service to all locations within the County that are unserved by broadband as of the date hereof. The Parties acknowledge and agree that the specific details and characteristics of the Project will be analyzed and refined as it proceeds.

NOW, THEREFORE, the Parties hereby agree as follows:

1. INFORMATION SHARING AND COORDINATION

- a) The County and each Organizing Party agrees to share with the Organizing Parties such information as it has in its possession related to broadband deployment and availability in Western Loudoun County that may be useful to the Organizing Parties in conducting their analysis or otherwise facilitate the Project.
- b) All Points will serve as the Project's central conduit for all information sharing activities and will be responsible for overall coordination of the Project.
- c) The Parties will coordinate any communication releases to the public concerning the Project to the extent practicable, to ensure the information being provided to the public is accurate and the appropriate entity is publishing the information. Without the prior approval of the Loudoun County Office of Public Affairs and Communications, the Organizing Parties will not release any information to the public that purports to express the position of the County regarding the Project. Notwithstanding the previous sentence, the Organizing Parties can repeat information that is already publicly known and state information within their purview without prior approval of the County.

2. PHASE ONE TIMEFRAME AND ACTIVITIES

- a) The Parties anticipate that Phase I of the Project will continue until approximately September 15, 2021.
- b) During Phase I:
 - i. The Organizing Parties will conduct community and stakeholder engagement activities in the County.
 - ii. The Organizing Parties will collaborate to develop preliminary plans and network design criteria that: (i) are consistent with the Broadband Statute and required for development of the Petition, and (ii) facilitate the extension of broadband availability to as many presently unserved locations as possible.
 - iii. All Points will develop a VATI Grant application related to the Project for the County's approval and for submission prior to the VATI Grant application due date in September, 2021.
 - iv. All Points, in coordination with the other Organizing Parties, will present the proposed Project to the County.

3. PHASE TWO TIMEFRAME AND ACTIVITIES

- a) The Parties anticipate that Phase II of the Project will commence upon the conclusion of Phase I and continue until approximately May 15, 2022.
- b) During Phase II:
 - i. Dominion and All Points will prepare a petition (the “Petition”) under the Broadband Statute to the Commission seeking approval of Dominion’s participation in the Project. Dominion and All Points anticipate that the Petition will be submitted in the third quarter of 2021. All Points will serve as the nongovernmental internet service provider pursuant to the Broadband Statute. All Points and each of the other Parties will provide such information and assistance to Dominion as it may reasonably request to advance the Project and will commit to continuing to be involved in the Petition until and after approval of the Petition is received. The Parties agree that implementation of the Project shall be contingent upon Commission approval of such Project on terms and conditions approved by Dominion that are not materially adverse to Dominion.
 - ii. In addition to an award of VATI Grant funds for the Project, All Points may identify other state and federal grant, loan, loan guarantee, and other support mechanisms (collectively, “Public Support Mechanisms”) that may be available to support the Project and will coordinate and oversee the development and submission of applications for relevant Public Support Mechanisms, as appropriate.
 - iii. The County, and each Organizing Party, as applicable, will consider supporting such application(s) for any Public Support Mechanisms identified by All Points. The Parties acknowledge that any out-of-pocket costs to be contributed by the County shall be subject to the budget and appropriation process for such purpose by the Loudoun County Board of Supervisors.
 - iv. If a VATI Grant is awarded for the Project and the Petition related to the Project is approved by the Commission on terms and conditions approved by Dominion that are not materially adverse to Dominion, the Parties intend to negotiate and execute one or more binding mutual definitive agreements (“Definitive Agreements”) setting forth their respective commitments and obligations and such other particulars as the parties thereto may deem appropriate.

4. EXPENSES

The Parties understand that various costs will be incurred in relation to activities contemplated herein. Except to the extent set forth in any other agreements between any of the Parties, including any Definitive Agreements, the Parties understand that none of the Parties herein shall be responsible for reimbursement of expenses to any of the others.

5. GOOD FAITH COMMITMENT TO EACH PROJECT

- a) The County agrees that, for so long as it is a Party to this Memorandum, it shall not participate in any activity or course of conduct that is inconsistent with or competitive to the Project.
- b) The Parties understand and agree that, except as provided in the next sentence, this Memorandum (i) constitutes only a statement of intentions, (ii) does not reflect all matters upon which Definitive Agreements must be reached in order for the transactions contemplated hereby to be consummated, (iii) binding obligations with respect to a Project will only result from the execution of one or more Definitive Agreements and subject to the terms and conditions stated therein, and (iv) does not obligate the Parties to enter into any Definitive Agreement relating to any Project. This Memorandum is not intended to be binding, other than Sections 2, 3(b)(i), 4, and 5.

6. TERMINATION

Any Party may terminate its participation in this Memorandum at any time, with or without cause, upon written notice to the other Parties. In addition, this Memorandum shall terminate and be of no further force and effect if the Commission rejects the Petition.

7. LIMITATION OF LIABILITY

No Party shall be liable to the others in contract, tort, or otherwise, for any claims, liabilities or losses arising out of this Memorandum or alleged to result from the failure of the other Party to enter into any Definitive Agreements. The Parties hereby waive, in advance, any claims (whether such claims are based on breach of contract, tort, equity or any other theory) for the failure for any reason to enter into the Definitive Agreements. In no event shall any Party be liable to the other for any incidental, indirect, special, punitive or consequential damages (including without limitation damages for lost profits).

8. GENERAL

8.1. Governing Law.

This Memorandum shall be governed in all respects by the laws of the Commonwealth of Virginia.

8.2. Amendments.

No modification, amendment or waiver of any of the provisions of this Memorandum will be binding without the written consent of the Parties

hereto.

8.3. Binding Effect; Assignment.

This Memorandum will inure to the benefit of and be binding upon each of the Parties hereto and their respective successors and permitted assigns to the extent provided in Section 8, but in no respect shall give rise to any third party beneficiary rights or claims. No Party may assign any of its rights, interests, or obligations hereunder without the prior written consent of the other Parties, except that any of the Organizing Parties may assign this Memorandum to an affiliated entity upon written notice to the other Parties.

8.4. Counterparts.

This Memorandum may be executed in counterparts, all of which for all purposes shall be deemed to be an original and all of which shall, taken together, constitute one and the same instrument.

8.5. Relationship of Parties.

Nothing in this Memorandum shall be deemed to constitute, create, give effect to, or otherwise recognize a joint venture, partnership, or formal business entity of any kind.

8.6. Notices.

All notices, requests and other communications hereunder shall be in writing and delivered by hand, by nationally-recognized delivery service that guarantees overnight delivery, or by first-class registered or certified mail, return receipt requested, postage prepaid, addressed as follows:

If to Dominion:

Dominion Energy Virginia
600 Canal Street
Richmond, Virginia 23219
Attention: Director, New Technologies and Energy Conservation

with a copy to:

Dominion Energy Services, Inc.
120 Tredegar Street
Richmond, Virginia 23219
Attention: Deputy General Counsel – State Regulatory
Fax: (804) 819-2677

If to All Points:

All Points Broadband Partners, LLC
Attn: Legal Notices
908 Trailview Boulevard, SE
Suite 170
Leesburg, Virginia 20175

If to the County, to the address set forth on the County's counterpart signature page to this Memorandum.

Any Party may change its address at any time upon notice to the other Parties.


IN WITNESS WHEREOF, the Parties have executed this Memorandum as of the Effective Date.

**VIRGINIA ELECTRIC AND POWER COMPANY
DBA DOMINION ENERGY VIRGINIA**


augustus Johnson (May 13, 2021 13:49 EDT)

Name: Augustus Johnson, IV
Title: Director, Electric Distribution Grid Solutions

ALL POINTS BROADBAND PARTNERS, LLC


James G. Carr (May 13, 2021 13:50 EDT)

Name: James G. Carr
Title: Chief Executive Officer

LOUDOUN COUNTY VIRGINIA


Tim Hemstreet (May 14, 2021 08:47 EDT)

Name: Tim Hemstreet
Title: County Administrator

Approved as to form:


Theresa Fontana (May 13, 2021 13:57 EDT)

Theresa J. Fontana
Senior Assistant County Attorney

County Address for Notice:

1 Harrison St. SE
Leesburg, Virginia 20175

ATTACHMENT 9 - FUNDING SOURCES TABLE

Source	Amount	%	Status
Requested VATI	\$ 17,750,000	29.0%	Pending
Loudoun County	\$ 12,425,000	20.3%	Secured
Electric Utility, DEV	\$ 9,850,000	16.1%	SCC Pending
All Points Broadband	\$ 21,125,000	34.5%	Secured
Total Funding Sources	\$ 61,150,000	100.0%	



September 2, 2021

Tamarah Holmes, Ph.D.
Director, Office of Broadband
Virginia Department of Housing and Community Development
600 East Main Street, Suite 300
Richmond, VA 23219-2430

Re: Commitment Letter

Dear Dr. Holmes,

On behalf of Loudoun County, I would like to advise you of the Loudoun County Board of Supervisor's (Board) support for the FY 22 Virginia Telecommunications Initiative (VATI) Grant Application being submitted by Loudoun County in partnership with All Points Broadband.

During the July 20, 2021 Board Business Meeting, the Board unanimously voted (9-0) to allocate \$12.425 million of American Recovery Plan Act funding as the County's grant match for a VATI grant award. I have enclosed a copy teste of the item to serve as evidence of the County's financial commitment to this project.

This project will be critical to providing high speed, fiber-to-the-home, broadband service to areas unserved in Loudoun County. I appreciate your consideration of this application. Please let me know if you have any questions.

Sincerely,

A handwritten signature in black ink, appearing to read "Tim Hemstreet".

Tim Hemstreet
County Administrator
Loudoun County, Virginia

Enclosure: Copy Teste RE: Emergency Broadband Implementation Plan (July 20, 2021)



Loudoun County, Virginia

www.loudoun.gov

Office of the County Administrator

1 Harrison Street, S.E., 5th Floor, P.O. Box 7000, Leesburg, VA 20177-7000

Telephone (703) 777-0200 • Fax (703) 777-0325

At a business meeting of the Board of Supervisors of Loudoun County, Virginia, held in the County Government Center, Board of Supervisors' Meeting Room, 1 Harrison St., S.E., Leesburg, Virginia, on Tuesday, July 20, 2021, at 5:00 p.m.

IN RE: Emergency Broadband Implementation Plan (Countywide)

Chair Randall moved that the Board of Supervisors direct the County Administrator to submit an FY 2022 Virginia Telecommunications Initiative (VATI) grant application in partnership with All Points Broadband for the extension of broadband into the western unserved portions of the County as identified by staff.

Chair Randall further moved that the Board of Supervisors allocate \$12.425 million of American Recovery Plan Act funding as the County's grant match for a VATI grant award.

Seconded by Supervisor Letourneau.

Voting on the Motion: Supervisors Briskman, Buffington, Glass, Kershner, Letourneau, Randall, Saines, Turner, and Umstatted – Yes; None – No.

COPY TESTE:

DEPUTY CLERK TO THE LOUDOUN COUNTY
BOARD OF SUPERVISORS



Tamarah Holmes, Ph.D.
Director, Office of Broadband
Virginia Department of Housing and Community Development
600 East Main Street, Suite 300
Richmond, Virginia 23219

RE: All Points Broadband – 2022 Accelerated Fiber Deployment Initiative

Dr. Holmes:

On behalf of Searchlight Capital Partners, L.P. (“Searchlight”), I am pleased to submit this letter in support of the applications that All Points Broadband (“All Points”) is making to the 2022 Virginia Telecommunication Initiative (“VATI”).

Searchlight is All Points Broadband’s lead equity sponsor. Our investment in All Points is made for the specific purpose of accelerating All Points’ successful track record of deploying last-mile, fiber-to-the-home (“FTTH”) broadband through public-private partnerships and in partnership with electric utilities. Through its VATI and Utility Leverage programs, Virginia and the Department of Housing and Community Development (“DHCD”) have created a framework that is now recognized as a national model for attracting private capital to making last-mile FTTH available to currently unserved locations. Searchlight strongly supports All Points’ efforts to leverage that forward-thinking framework to deliver connectivity to unserved locations across the Commonwealth.

For the current VATI cycle, All Points has designed networks that will extend FTTH broadband to more than seventy five thousand currently unserved locations in Virginia. Collectively, we refer to these projects as the 2022 Accelerated Fiber Deployment Initiative (the “Initiative”). Each project in the Initiative has been designed to achieve universal FTTH access in the relevant county and/or region. Detailed bills of material and cost estimates based on current pricing have been prepared for each project and All Points and its vendors have secured materials required to execute the Initiative. In light of the pressures on the global supply chain for FTTH construction, the best way to secure required materials and labor at the lowest unit pricing is to aggregate multiple large projects into significant volume commitments. This is the approach that All Points and Searchlight have taken for the 2022 Accelerated Fiber Deployment Initiative.

This letter will confirm that Searchlight has committed all of the equity financing required to complete all of the projects included in All Points’ 2022 Accelerated Fiber Deployment Initiative and related VATI applications.

About Searchlight Capital Partners

Searchlight is a private investment firm with over \$9 billion of assets under management with extensive expertise investing in the global telecommunications and media sectors. Over the last two years, Searchlight has invested in excess of \$1.25 billion in FTTH in the United States, making Searchlight the number one investor in domestic FTTH infrastructure in that period. And as of today, through our investments in All Points, Consolidated Communications and Zply Fiber, Searchlight is the fourth largest builder of FTTH passings in America. All Points benefits from the tremendous volume purchasing arrangements for Searchlight's portfolio companies, which ensure availability of required supply and the best available pricing.

Searchlight has deep familiarity with broadband markets and the associated competitive dynamics in the broader United States. Searchlight's leadership, both through their time at Searchlight and at previous investment firms, have also acquired multiple decades of experience investing specifically in fiber-based broadband businesses in the U.S. and globally, which has made it a core competency and strategic focus for the firm.

In addition to myself, Ajit Pai is another Partner at Searchlight who focuses on the firm's broadband and digital infrastructure efforts and is a key member of the All Points team. Ajit is a Virginia resident and served as a member (2012-2017) and then Chairman (2017-2021) of the Federal Communications Commission.

Searchlight is Committed to All Points' 2022 Accelerated Fiber Deployment Initiative

The projects comprising the All Points 2022 Accelerated Fiber Deployment Initiative will extend FTTH broadband to more than seventy five thousand currently unserved locations in the Commonwealth and finally bridge the digital divide for more than 32% of the remaining unserved locations estimated by Virginia's broadband team. Searchlight has committed all equity financing required to complete all of the projects set forth in the VATI applications submitted by All Points. We look forward to providing the significant private capital that will make Virginia the first state in the nation to achieve universal broadband access.

Sincerely,



Darren Glatt
Partner & Co-Head of Infrastructure Investing
Searchlight Capital Partners, L.P.



September 9, 2021

Tamarah Holmes, Ph.D
Director, Office of Broadband
Virginia Department of Housing and Community Development
600 East Main Street, Suite 300
Richmond, Virginia 23219

RE: 2022 VATI Applications from All Points Broadband

Dear Ms. Holmes:

Dominion Energy Virginia (“Dominion”) is pleased to be a party to several Memoranda of Understanding with All Points Broadband, Rappahannock Electric Cooperative, Shenandoah Valley Electric Cooperative, Northern Neck Electric Cooperative, and the Counties of Augusta, Clarke, Culpeper, Hanover, Fauquier, Frederick, King George, King William, Lancaster, Loudoun, Middlesex, Northumberland, Page, Rappahannock, Rockingham and Warren (each, a “Participating County”).

Dominion, All Points, and our electric cooperative partners have developed a unique approach for achieving universal broadband access with individual Counties, and through broader, regional approaches. Dominion’s participation in each of these projects will be pursuant to, and in a manner consistent with the provisions of, Virginia Code § 56-585.1:9 (the “Utility Leverage Statute”).

This letter confirms Dominion’s support for the applications to the 2022 Virginia Telecommunication Initiative to be submitted by All Points and our Participating County partners named above. Dominion’s specific investments that will support each proposed project will be set forth in petitions under the Utility Leverage Statute that will be submitted to the State Corporation Commission (“SCC”). Dominion’s participation in each project, and its specific level of related investment, will be subject to the approval of the SCC and the terms set forth in the SCC’s Final Order related to each project.

Dominion is pleased to be part of these important County-wide and regional initiatives in the manner contemplated by the Utility Leverage Statute.

Sincerely,

A handwritten signature in black ink, appearing to read "D.F. Walker".

David F. Walker
Director, Rural Broadband

United States Senate

WASHINGTON, DC 20510-4606

September 1, 2021

COMMITTEES:
FINANCE

BANKING, HOUSING, AND
URBAN AFFAIRS

BUDGET

INTELLIGENCE

RULES AND ADMINISTRATION

Ms. Tamarah Holmes
Director
Office of Broadband
Virginia Department of Housing and Community Development
600 East Main Street, Suite 300
Richmond, VA 23219-2430

Dear Ms. Holmes,

I write today in support of Loudoun County's grant proposal to the Department of Housing and Community Development's (DHCD) Virginia Telecommunications Initiative (VATI) program. Loudoun County, in partnership with All Points Broadband, will utilize grant funds to provide universal broadband services to over 8,800 homes and businesses in Western Loudoun County.

Universal broadband coverage will expand educational services, health services (telemedicine), business and public safety opportunities, which will improve the quality of life in Loudoun County. The COVID-19 pandemic has fully exposed the challenges faced by students, families, and businesses that lack broadband. I am aware that Loudoun's residents and businesses have expressed their concerns regarding the importance of broadband in supporting their daily lives. The proposed broadband project aims to address those concerns and its partners are committed to ensuring access by providing over 75% of the project costs, which will help eliminate the broadband gap in Loudoun County.

I ask that you give this proposal every appropriate consideration. Should you or your staff have any questions, please contact Bianca Casper at 804-775-2314 or bianca_casper@warner.senate.gov.

Thank you for your service on behalf of my constituents.

Sincerely,



MARK R. WARNER
United States Senator

MRW/bc

180 WEST MAIN STREET
ABINGDON, VA 24210
PHONE: (276) 628-8158

101 WEST MAIN STREET
SUITE 7771
NORFOLK, VA 23510
PHONE: (757) 441-3079

919 EAST MAIN STREET
SUITE 630
RICHMOND, VA 23219
PHONE: (804) 775-2314

110 KIRK AVENUE, SW
ROANOKE, VA 24011
PHONE: (540) 857-2676

8000 TOWERS CRESCENT DRIVE
SUITE 200
VIENNA, VA 22182
PHONE: (703) 442-0670

JENNIFER WEXTON
10TH DISTRICT, VIRGINIA

COMMITTEE ON
APPROPRIATIONS
TRANSPORTATION, AND HOUSING
AND URBAN DEVELOPMENT,
AND RELATED AGENCIES
STATE, FOREIGN OPERATIONS,
AND RELATED PROGRAMS
LEGISLATIVE BRANCH

COMMITTEE ON THE BUDGET

Congress of the United States
House of Representatives
Washington, DC 20515-4610

WASHINGTON OFFICE
1217 LONGWORTH HOUSE OFFICE BUILDING
WASHINGTON, DC 20515
(202) 225-5136

STERLING OFFICE
21351 GENTRY DRIVE, SUITE 140
STERLING, VA 20166
(703) 234-3800

WINCHESTER OFFICE
100 NORTH LOUDOUN STREET
SUITE 120
WINCHESTER, VA 22601
(703) 236-1300

September 13, 2021

Tamarah Holmes, Ph.D.
Director, Office of Broadband
Virginia Department of Housing and Community Development
600 East Main Street, Suite 300
Richmond, VA 23219-2430

Dear Dr. Holmes,

I am writing to express my support for Loudoun County's Virginia Telecommunications Initiative Grant application. In partnership with All Points Broadband, the project is expected to provide universal broadband coverage to over 8,800 homes and businesses in Western Loudoun County. This project would be a significant investment, closing the access gap in the rural part of our community.

Universal broadband coverage will expand educational, health services (telemedicine), business and public safety opportunities, improving the quality of life of all in the community. The COVID-19 pandemic fully displayed the challenges for students, families, and business that lack the internet. However, these challenges remain in a world that relies on the internet for patients to speak with doctors, rural business to run credit cards transactions, and access to good and services needed for our daily lives.

I would appreciate your consideration of this application. Please let me know if you have any questions.

Sincerely,



Jennifer Wexton
Member of Congress

SENATE OF VIRGINIA

JENNIFER B. BOYSKO
33RD SENATORIAL DISTRICT
PART OF FAIRFAX AND LOUDOUN COUNTIES

P.O. Box 247
HERNDON, VA 20172
703-437-0086



COMMITTEE ASSIGNMENTS:
GENERAL LAWS AND TECHNOLOGY
JUDICIARY
PRIVILEGES AND ELECTIONS
REHABILITATION AND SOCIAL SERVICES
TRANSPORTATION

August 17, 2021

Tamarah Holmes, Ph.D.
Director, Office of Broadband
Virginia Department of Housing and Community Development
600 East Main Street, Suite 300
Richmond, VA 23219-2430

Dear Dr. Holmes,

I am writing to express my support for Loudoun County and All Point Broadband's application for the fiscal year (FY) 2022 Virginia Telecommunications (VATI) Grant. As Chair of the Virginia Broadband Advisory Council, I understand how important high-speed internet is to the quality of life of all Virginians. The proposed project would provide universal broadband coverage to over 8,800 homes and businesses, closing the access gap for the entire rural community in western Loudoun County.

As you know, the Virginia General Assembly recently allocated \$700 million in American Rescue Plan Act (ARPA) funds to address broadband within the Commonwealth, noting the ability of DHCD to adjust the criteria based on U.S. Treasury rules and regulations. I am proud to say that this project not only meets the Commonwealth's current criteria but provides broadband service at speeds envisioned in the current U.S. Treasury Interim Rule of 100 MBPS up and down. The solution provided is a fiber/wired solution with no monthly data caps, providing reliable and consistent service to the community.

As a member of the Loudoun Delegation, I know how important this project is to the community, and know the partners are committed to ensuring its success. This is evident in the fact the partners are providing over 75% of the project costs, three times the grant program minimum. I ask that you give this proposal every appropriate consideration and would be happy to answer any questions you may have.

Thank you for your service.

Kind regards,

A handwritten signature in black ink, appearing to read "Jennifer B. Boysko". The signature is fluid and cursive, with the first name being the most prominent.

Jennifer B. Boysko
Member, Senate of Virginia
Chair, Virginia Broadband Council

SENATE OF VIRGINIA

JOHN J. BELL
13TH SENATORIAL DISTRICT
PART OF LOUDOUN AND PRINCE WILLIAM
COUNTIES

POST OFFICE BOX 4489
BROADLANDS, VIRGINIA 20148
(571) 367-9080



COMMITTEE ASSIGNMENTS:
COMMERCE AND LABOR
GENERAL LAWS AND TECHNOLOGY
LOCAL GOVERNMENT
PRIVILEGES AND ELECTIONS

8/25/2021

Tamarah Holmes, Ph.D.
Director, Office of Broadband
Virginia Department of Housing and Community Development
600 East Main Street, Suite 300
Richmond, VA 23219-2430

Dear Dr. Holmes,

I am writing today in support of Loudoun County's grant application to the Virginia Department of Housing and Community Development's (DHCD) Virginia Telecommunications Initiatives (VATI) program. This project, supported by Loudoun County in partnership with All Points Broadband, will provide universal broadband services to over 8,800 homes and businesses in western Loudoun County. This proposed project would help close the access gap for constituents within the 13th Senate District.

Broadband deployment is more important than ever before. Expanding broadband is essential to supporting education, health services, local businesses, and public safety. As a member of the General Assembly, I have advocated for additional funding provided through VATI to support projects like the one Loudoun and All Points is proposing. This project will maximize the number of households served while minimizing cost-per-capita, and will provide a wireless fiber solution that is guaranteed to improve the lives of my constituents.

I would appreciate your consideration of this application for the FY 22 VATI Grant. Please let me know if I may be of further assistance.

Sincerely,

A handwritten signature in black ink that reads "John J. Bell".

Senator John Bell
13th Senate District

SENATE OF VIRGINIA

JILL HOLTZMAN VOGEL
27TH SENATORIAL DISTRICT
ALL OF CLARKE, FAUQUIER, AND
FREDERICK COUNTIES; ALL OF THE CITY OF
WINCHESTER; AND PART OF CULPEPER,
LOUDOUN, AND STAFFORD COUNTIES

332 WEST LEE HIGHWAY
PMB 312
WARRENTON, VA 20186
(540) 662-4551



COMMITTEE ASSIGNMENTS:
FINANCE AND APPROPRIATIONS
GENERAL LAWS AND TECHNOLOGY
PRIVILEGES AND ELECTIONS
RULES

August 16, 2021

Tamarah Holmes, Ph.D.
Director, Office of Broadband
Virginia Department of Housing and Community Development
600 East Main Street, Suite 300
Richmond, VA 23219-2430

Dear Dr. Holmes,

I am writing to express my support for Loudoun County and All Points Broadband's Virginia Telecommunications Initiative (VATI) Grant Application. This project will provide universal broadband coverage to over 8,800 homes and businesses currently unserved in western Loudoun County. My district, which includes rural parts of southwestern Loudoun, would receive reliable service as part of this proposed project.

The COVID-19 pandemic demonstrated the critical need for broadband services in western Loudoun County, putting on full display how the lack of internet challenges students, families, and businesses. High speed internet is critical for patients to speak with doctors, rural businesses to run credit cards transactions, and kids to do their homework. It is necessary to ensure economic and equitable opportunities for all. When completed, this project will provide reliable service at upload and download speeds of 100 MBPS, improving the quality of life for the community

I would appreciate your consideration of this application for the FY 22 VATI Grant. Please let me know if you have any questions.

Sincerely,

A handwritten signature in black ink, appearing to read "Jill Holtzman Vogel".

Senator Jill Holtzman Vogel

27th Senate District



COMMONWEALTH OF VIRGINIA

HOUSE OF DELEGATES
RICHMOND

WENDY GOODITIS

POST OFFICE BOX 180
BOYCE, VIRGINIA 22620

TENTH DISTRICT

COMMITTEE ASSIGNMENTS:

AGRICULTURE, CHESAPEAKE AND
NATURAL RESOURCES (VICE CHAIR)
LABOR & COMMERCE
COUNTIES, CITIES AND TOWNS

August 25, 2021

Tamarah Holmes, Ph.D.
Director, Office of Broadband
Virginia Department of Housing and Community Development
600 East Main Street, Suite 300
Richmond, VA 23219-2430

Dear Dr. Holmes,

I am writing to express my support for Loudoun County's Virginia Telecommunications Initiative (VATI) Grant Application. In partnership with All Points Broadband, this project will provide universal broadband services to over 8,800 homes and businesses in western Loudoun County. I am really glad to see that this project will provide a fiber/wired solution that can support everyday needs within the 10th House District.

The COVID-19 pandemic fully displayed the challenges for students, families, and businesses that lack the internet. However, these challenges are not new to those living in my district. Residents and businesses have expressed concerns time and time again about how the lack of strong broadband coverage makes their daily lives more difficult. Universal broadband coverage, provided through this proposed project, will expand education, health services (telemedicine), business and public safety opportunities, improving the quality of life of all in the community.

I would appreciate your consideration of this VATI application. Please let me know if you have any questions or need additional information.

Sincerely,

A handwritten signature in black ink that reads "Wendy Gooditis".

Delegate Wendy Gooditis
10th District, House of Delegates



COMMONWEALTH OF VIRGINIA

HOUSE OF DELEGATES
RICHMOND

DAVE LaROCK
POST OFFICE BOX 6
HAMILTON, VIRGINIA 20159
THIRTY-THIRD DISTRICT

COMMITTEE ASSIGNMENTS:

COUNTIES, CITIES, AND TOWNS
COMMUNICATIONS, TECHNOLOGY
AND INNOVATION

August 17, 2021

Tamarah Holmes, Ph.D.
Director, Office of Broadband
Virginia Department of Housing and Community Development
600 East Main Street, Suite 300
Richmond, VA 23219-2430

Dear Dr. Holmes,

I am writing in support of the Virginia Telecommunications Initiative (VATI) Grant application submitted by Loudoun County and All Points Broadband. For years, I have been dedicated to finding solutions that bring high speed broadband to the 33rd House District. With over 8,800 homes and businesses served, this proposed project will provide critical infrastructure needed to close the broadband gap within my district.

This project, which will provide universal broadband coverage, will expand educational, health services such as telemedicine, local businesses, and public safety opportunities within the community. With upload and download speeds of 100 MBPS, families and business will be able to rely on this new infrastructure to accomplish many of their daily tasks, providing reliability they have sought for years. This project is exactly what we need to bring future economic opportunity to rural Loudoun.

I want to specifically point out the equity aspect of this particular VATI application. Loudoun County is world-renowned for our fiber backbone and multitude of datacenters in the Eastern half of Loudoun County, and citizens there have great internet access. However, large numbers of my constituents in rural Western Loudoun County have been unserved by broadband for many years, causing inability to do telework, virtual schooling, telemedicine, and other needs, and the hardship caused by this disparity has drastically increased over the last 18 months due to COVID-19.

I would appreciate your consideration of this application for the FY 22 VATI Grant. Please let me know if you have any questions or if I can be of further assistance.

Sincerely,

A handwritten signature in blue ink that reads "Dave LaRock".

September 7, 2021

Tamarah Holmes, Ph.D.
Director, Office of Broadband
Virginia Department of Housing and Community Development
600 East Main Street, Suite 300
Richmond, VA 23219-2430

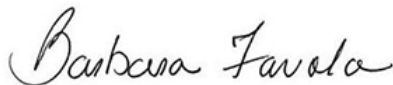
Dear Dr. Holmes,

We are writing today in support of Loudoun County's grant application to the Virginia Department of Housing and Community Development's (DHCD) Virginia Telecommunications Initiatives (VATI) program. This project, supported by Loudoun County in partnership with All Points Broadband, will provide universal broadband services to over 8,800 homes and businesses in Loudoun County. As members of the Loudoun Delegation, we support providing critical infrastructure that will help close the broadband gap for businesses and families.

The COVID-19 pandemic fully displayed the challenges for students, families, and business that lack the internet. High speed internet is critical for patients to speak with doctors, rural businesses to run credit cards transactions, and kids to do their homework. This project will provide high speed, fiber-to-home, broadband service at upload and download speeds of 100 MBPS. This will improve the quality of life for the community and will provide economic and equitable opportunities for all.

We would appreciate your consideration of this application for the FY 22 VATI Grant.

Sincerely,



Senator Barbara Favola
31st District, Virginia Senate



Delegate David Reid
32nd District, Virginia House of Delegates



Delegate Kathleen Murphy
34th District, Virginia House of Delegates



Delegate Karrie Delaney
67th District, Virginia House of Delegates



Delegate Ibraheem Samirah
86th District, Virginia House of Delegates



Delegate Suhas Subramanyam
87th District, Virginia House of Delegates

Town Manager
David A. Mekarski, AICP

Town Attorney
Sally G. Hankins

221 S. Nursery Avenue
Purcellville, VA 20132
(540) 338-7421
(540) 338-6205 - Fax
www.purcellvilleva.gov



Chief of Police
Cynthia A. McAlister

Town Clerk
Diana Hays, CMC

Department Directors
Hooper McCann, Administration
Dale Lehnig, Engineering, Planning & Development
Elizabeth Krens, Finance
Sharon Rauch, Human Resources
Shannon Bohince, Information Technology
Don Dooley, Planning and Economic Development
Jason Didawick, Public Works

August 19, 2021

Gwen Kennedy
Legislative Liaison
Office of the County Administrator
Loudoun County
1 Harrison Street, S.E., 5th Floor
P.O. Box 7000
Leesburg, VA 20177-7000

Via email delivery to gwen.kennedy@loudoun.gov

Dear Gwen,

On behalf of the Town of Purcellville's 11,0000 residents and over 350 businesses, I would like to convey our full support for the Loudoun County partnership with All Points Broadband, their partners Dominion Energy and NOVEC, for the submittal of a grant application to the Virginia Telecommunications Initiative (VATI) to provide broadband internet service to areas of Western Loudoun that the County has identified as unserved.

While the Town is currently served by Comcast Xfinity services, our citizens currently do not enjoy 100 MBPS symmetrical speeds. Most significantly, the residential and business community outside of our Comcast franchised boundary are clearly unserved or underserved. These businesses and residents, which are considered part of the greater Purcellville area, require access to high speed fiber/wired solutions that are reliable, dependable and affordable. From an economic development perspective, Purcellville's 350 businesses can increase their gross receipts by expanding their electronic footprint to populations outside of our corporate boundaries that desire the purchase of goods and services through e-commerce solutions. In fact, to help expand our digital footprint for e-commerce outside our corporate boundaries, the town is engaging with the private sector towards developing an e-commerce local portal where all local businesses will be invited to digitize their products and services, opening the door to new customers way beyond our fiscal borders. This portal can only be effective if those residents and businesses in Western Loudoun have access to high-speed internet on a regular basis.

It is our understanding that the total cost of this project is over \$72 million and that Loudoun County is requesting 24.6% of the total project cost as part of the VATI application. Should this grant be awarded, the economic multiplier resulting from expanded business transactions would exceed the total grant funds requested in a relatively short period of time.

Should you need any additional information, please contact me at 540-338-7421.

Sincerely,

A handwritten signature in black ink, appearing to read "D.A. Mekarshi". The signature is written in a cursive style with a large, sweeping initial "D" that loops around the first part of the name.

David A. Mekarshi, AICP
Town Manager

Mayor
Scott T. Ramsey

Council
Mary Anne Graham, Vice Mayor
Mike Hummel
Melissa Hoffmann
Paula James
Jesse Howe



23 Main Street (Rt. 719-N)
PO Box 36
Round Hill, VA 20142-0036
Tel (540)338-7878

Town Administrator & Clerk
Melissa Hynes

August 20, 2021

Dr. Tamarah Holmes, Ph. D
Director Office of Broadband
Department of Housing & Community Development
600 East Main Street, Suite 300
Richmond, VA 23219

RE: 2022 Virginia Telecommunication Initiative
Letter of Support for Universal Broadband Service
Loudoun County, Virginia

Dear Dr. Holmes,

I am writing you on behalf of the Mayor and Town Council of Round Hill, Virginia.

The Mayor and Town Council of Round Hill support the Virginia Telecommunication Initiative (VATI) to extend broadband service to currently unserved areas, such as Round Hill. The creation of a modern telecommunications infrastructure network that provides universal internet access at high speed will strengthen our community and benefit our families for generations to come.

The Town of Round Hill continues to advocate for those affected by inadequate broadband access and inadequate access to the tools needed to access the Internet for work and learning here in Loudoun County. The pandemic brought significant changes to our work and school lives which has accelerated the need for universal broadband.

The Mayor and Town Council of Round Hill recognize that universal internet access at high speed – 100mbps download and 25mbps upload – means an increase in opportunities for the residents of Round Hill and for Western Loudoun County.

The local economy of Round Hill depends on the success of small business owners working from home to transform a small company from an idea into a thriving enterprise. These entrepreneurs' greatest tool is access to universal internet at high speed, something that our Town cannot provide for them at this time. This limits our ability to attract or retain small businesses.

The Town of Round Hill supports teleworking to reduce traffic in Loudoun County and to provide our residents with a work-life balance. However, the Town Staff regularly hear complaints from residents about their limits to high speed internet access, which means they cannot work from home. Some residents have asked if they could work from Town Hall for a few hours in hopes of improved internet speeds. What most residents don't know is that the Town Hall also suffers from a lack of access to universal internet access at high speed.

The future is unknown. Virtual school was part of everyday life for over a year. Nobody can predict when our community may need to return to virtual school. But we are all in agreement that our children need access to universal internet access at high speed not only in times of crisis but on good days as well, to be productive and successful in school for homework, projects, and extension learning, then for online continuing education or online college when they become adults.

We are prepared to work together with the other Towns of Loudoun County as well as the Loudoun County Board of Supervisors to provide you whatever support you need to bring universal internet access at high speed to the residents and businesses of Loudoun County.

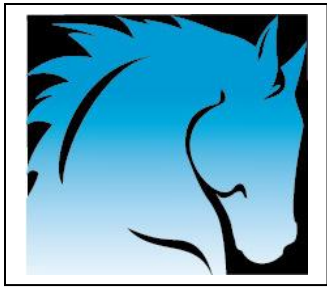
Thank you for all your hard work on the VATI initiative to improve access to the Internet and the tools needed to use it effectively throughout our State.

If you need any further information, data, or testimony in support of the VATI initiative, please email me at mhynes@roundhillva.org.

Sincerely,

Melissa Hynes

Melissa Hynes
Town Administrator
Town of Round Hill



LCEA | Loudoun County Equine Alliance

August 23, 2021

Gwen Kennedy,
Legislative Liaison
Loudoun County Government

Via e-Mail

RE: Support of County Submission for VATI Grant

The Loudoun County Equine Alliance (LCEA) fully supports the County's application for Virginia Telecommunications Initiative funding to bring broadband service to western Loudoun.

The equine industry in Loudoun, according to the economic impact study done by UVA's Weldon Cooper Center, contributes more than \$180 million annually to the county's economy. The majority of equine businesses in Loudoun are located in the western part of the County, the area least served by reliable broadband. Horse businesses rely on the internet to purchase supplies, advertise for new customers, buy and sell horses, offer point of purchase sales and to take advantage of online learning opportunities, just to name a few.

The pandemic affected horse businesses, forcing us to rely more heavily on internet communications for essential activities, and pointing out how lack of broadband service diminished our capabilities. For example:

- LCEA began holding its meetings via Zoom, and it was often a challenge for many members to fully participate because of poor internet.
- Once horse shows resumed, one of the many adaptations show managers came to rely on to meet COVID restrictions has been shifting to completely paperless transactions with competitors via the internet.
- Educational and business development webinars (including continuing education required for some professions such as veterinarians) became even more reliant on reliable internet.
- Participation in government affairs, such as Board of Supervisors meetings and county advisory boards, required reliable connections.

Moving forward, we expect many of these business changes to continue even after COVID restrictions end. LCEA is making plans to resume public activities and will be working to strengthen its membership program and visibility in the community using multiple online platforms. The ability for the equestrian industry and for LCEA to have an effective online presence relies on a strong telecommunications infrastructure, and we fully support Loudoun County's efforts to obtain a VATI grant.

Sincerely,

A handwritten signature in blue ink, reading "Kelly S. Foltman". The signature is written in a cursive style with a large initial "K" and a long, sweeping underline.

Kelly S. Foltman, DVM
President, LCEA



LOUDOUN HUMAN SERVICES NETWORK
P.O. Box 803 • Leesburg, Virginia 20178

August 18, 2021

Virginia Department of Housing and Community Development
600 East Main Street, Suite 300
Richmond, VA 23219

Dear Virginia Department of Housing and Community Development,

We, the Loudoun Human Services Network, are writing to you as a coalition of nonprofit organizations working together through advocacy and collaboration to ensure the availability and access to human services for Loudoun County residents. The Loudoun Human Services Network is a membership organization of more than 50 Loudoun County nonprofits that provide services to the most vulnerable Loudoun residents to meet their essential human service needs here at home.

The Loudoun Human Services Network is writing to express its support of Loudoun County's proposal for the FY 2022 Virginia Telecommunications Initiative to bring universal broadband to our community. With the support of this grant, Loudoun County and its collaborating partners will work to address the unserved areas of our community, providing universal broadband services to over 8,800 homes and businesses in Western Loudoun County. Universal broadband coverage will expand educational, health services (telemedicine), business and public safety opportunities, improving the quality of life of all in the community. As a coalition of nonprofits, this would greatly benefit the populations that we serve.

Providing universal broadband to residents in Western Loudoun County will increase access and reduce barriers to the vital services our nonprofit organizations provide. For example, technology access will make it possible for these residents to make online appointments at our local food pantry; participate in online literacy and English classes through our literacy organizations; engage in telehealth appointments providing medical and behavioral health services; connect virtually with advocacy services at our local domestic and sexual violence crisis center when transportation may otherwise be a barrier; reduce the digital divide affecting the education of many students; and promote connections and support from services provided by organizations in our community addressing the needs of people with disabilities, older adults, and at-risk youth.

The Loudoun Human Services Network, and the nonprofits within it, is proud of the role it plays in Loudoun County. Should our community receive this grant, its potential benefits would ensure an increased quality of life for all of our residents by providing enhanced access to information technology.

Sincerely,

A handwritten signature in black ink, appearing to read "JM", is written over a white background.

Jennifer Montgomery
Chair, Loudoun Human Services Network



August 19th, 2021

Virginia Department of Housing and Community Development
600 East Main Street, Suite 300
Richmond, VA 23219

Letter of Support for Loudoun County VATI Last-Mile Application

The Loudoun Chamber, on behalf of the over one thousand businesses we represent in our community and the tens of thousands of business owners and employees that live in Loudoun County, would like to voice our support Loudoun County's application for funding "last-mile" services to address this critical need in our community.

Today, Loudoun County's residents, businesses, students, and first responders are at a significant disadvantage based on where in the County they choose to live or serve. Not only do residents in western Loudoun not have access to reliable high-speed broadband and wireless connectivity, but what they do have access to is expensive and at much lower bandwidth than is required for today's business and public education needs. No where was this more evident than during the pandemic when our outdated networks forced our workers and students out of their homes and into public spaces to do the basic tasks required of them for work and school.

The Chamber also strongly supports a robust, innovative, and digitally connected agricultural and rural economy that keeps Loudoun's farms and rural businesses viable and productive. This will only be possible through the expansion of private sector broadband services throughout the County.

This grant will ensure that 8,800 homes and tens of thousands of Virginia's citizens will have access to high quality and affordable broadband. Because the project will provide consistent 100Mbps speeds, our residents will, for the first time ever, be able to meet all the requirements the modern world will require of them from home.

We are grateful for the opportunity through the Virginia Telecommunications Initiative for this "last-mile" grant and for the Loudoun County Board of Supervisors that has voted unanimously to match it to ensure the completion of this project.

Sincerely,

Grafton deButts
Vice President of Membership & Government Affairs
Loudoun Chamber

LOUDOUN COUNTY
RURAL ECONOMIC
DEVELOPMENT COUNCIL

August 27, 2021

Gwen Kennedy
Legislative Liaison
Loudoun County Government

Via e-Mail

RE: Support of County Submission for VATI Grant

The Rural Economic Development Council (REDC) was established in 2000 to promote the sustainable economic growth and vitality of Loudoun County's agricultural, horticultural, equine and other rural industries. The County currently supports a vibrant and robust rural economy in spite of the lack of reliable high-speed internet. All of our rural sectors face internet challenges, a few examples are provided below.

Today, there are limited options available for Loudoun's tourism, hospitality and craft beverage sectors for broadband at speeds sufficient to complete business transactions, enhance the customer experience, provide professional services and for public safety. Our farming community would also benefit greatly from improved internet, opening up new opportunities in areas such as precision agricultural, e-commerce, and web-based training. Our equine businesses would receive tremendous benefits as they rely on the internet to purchase supplies, advertise for new customers, buy and sell horses, offer point of purchase sales and to take advantage of online learning opportunities.

The continued growth and success of our rural businesses is dependent on access to universal high-speed internet. REDC supports the County's efforts to secure a Virginia Telecommunication Initiative Grant that would extend broadband service to over 8,800 homes and businesses in western Loudoun.

Respectfully,



Kelly S. Foltman, DVM
Chair, Rural Economic Development Council

43777 Central Station Drive • Suite 300 • Ashburn, VA 20147
Tel: 703-777-0426 • Fax: 703-771-5363

biz.loudoun.gov/REDC

**LOUDOUN COUNTY
RURAL ECONOMIC
DEVELOPMENT COUNCIL**

43777 Central Station Drive • Suite 300 • Ashburn, VA 20147
Tel: 703-777-0426 • Fax: 703-771-5363

biz.loudoun.gov/REDC



**AltaTerra Farm Bed & Breakfast
36562 Charles Town Pike
Hillsboro, Virginia 20132**

August 18, 2021

Letter of Support for:
Loudoun County Application
Virginia Telecommunications Initiative (VATI)

To Whom It May Concern:

We are owners of two businesses in western Loudoun, **AltaTerra Farm Bed and Breakfast** and **AltaTerra Vineyard**. We are part of Loudoun's vibrant tourism industry. The purpose of this letter is to explain the impact to us as residents, our two businesses and our visitors/guests to have the reference VATI grant awarded to this public/private partnership to complete the last-mile for broadband in western Loudoun.

- Today there are few options in our area for broadband at speeds sufficient to complete business transactions, enhance the customer experience, provide professional services and for public safety.
- Under COVID restrictions, the deficiencies in what we consider a "must have" utility has been glaring. Telehealth and business video conference calls with our irregular service is frustrating and not professional. We prefer u telehealth videos to office calls to save time and limit exposure to "in-office" visits. The proposed project will provide 100 MBPS upload and downloads speeds with no data caps. The solution is fiber/wire system creating a stable network.
- The award of this grant (~\$18 million) for this project (~\$72 million) is a good investment that is leveraged by funding from the federal program, private funding and from Loudoun County funding.

Our businesses are dependent and currently restricted due to subpar broadband systems available in western Loudoun. We can not offer the "visitor experience" to grow our business and have difficulty with handling of business transactions in a professional manner. Our personal lives and those of our community would all be enhanced with the success completion of this project. We urge you to award this grant for this worthy project.

Sincerely,

A handwritten signature in black ink that reads 'Alta Jones'. The signature is written in a cursive style and is placed on a light blue rectangular background.

Alta Jones



August 26, 2021

Letter of Support for:
Loudoun County Application
Virginia Telecommunications Initiative (VATI)

To Whom It May Concern:

I am the President of the Loudoun County Bed & Breakfast Guild, an organization that represents about 30 bed & breakfasts in Loudoun County as well as about 30 partner businesses (including wineries, breweries, historic sites, restaurants, and others). We are part of Loudoun's vibrant tourism industry. The purpose of this letter is to explain the impact to our businesses and to our visitors/guests to have the referenced VATI grant awarded to this public/private partnership to complete the last-mile for broadband in western Loudoun.

- Today there are few options in major parts of western Loudoun County for broadband at speeds sufficient to complete business transactions, enhance the customer experience, provide professional services, and for public safety.
- Under COVID restrictions, the deficiencies in what is now considered a "must have" utility has been glaring. The proposed project will provide 100 MBPS upload and downloads speeds with no data caps. The solution is a fiber/wire system creating a stable network.
- The award of this grant (~\$18 million) for this project (~\$72 million) is a good investment that is leveraged by funding from the federal program, private funding, and from Loudoun County funding.

Some of our businesses are dependent and currently restricted due to subpar broadband systems available in parts of western Loudoun. Some of our members cannot offer the "visitor experience" to grow their businesses and have difficulty with handling of business transactions in a professional manner. The personal lives and those of our community would all be enhanced with the successful completion of this project. We urge you to award this grant for this worthy project.

Sincerely,

Ellen Goldberg

Ellen Goldberg
President, Loudoun County Bed & Breakfast Guild

September 13, 2021

Tamarah Holmes, Ph.D.
Director, Office of Broadband
Virginia Department of Housing and Community Development
600 East Main Street, Suite 300
Richmond, VA 23219-2430

Dear Dr. Holmes,

I am writing on behalf of the Loudoun County Communications Commission in support of Loudoun County's grant application to the Virginia Department of Housing and Community Development's (DHCD) Virginia Telecommunications Initiatives (VATI) program. This project, supported by Loudoun County in partnership with All Points Broadband, will provide universal broadband services to over 8,800 homes and businesses in Western Loudoun County. This proposed project would substantially close the access gap for constituents within the Blue Ridge and Catocin Districts.

As you know, broadband deployment is more important than ever before. Expanding broadband is essential to supporting education, health services, local businesses, telecommuting, and public safety. The absence of broadband in many parts of Western Loudoun has been particularly painful during the past 18 months, especially in view of the spotty cellular coverage and the general difficulty in using satellite internet due to the heavy tree cover and rural topography in this part of the County. The Loudoun County Communication Commission, as a public advisory board of industry subject matter experts appointed by the Loudoun Board of Supervisors to represent the interests of their constituents, has worked closely with Loudoun County staff and the Board on all stages of the process leading up to this application. The Commission has also advocated for funding to support the VATI grant application with All Points Broadband. This project will maximize the number of households served while minimizing cost-per-capita and will provide a fiber solution that is guaranteed to significantly improve the lives of residents.

I would appreciate your consideration of this application for the FY 22 VATI Grant. Please let me know if I may be of further assistance.

Sincerely,



Mark D. Foster
Chair, Loudoun County Communication Commission



PO Box 2710 • Manassas, VA 20108-0875 • (703) 335-0500

Tamarah Holmes, Ph.D.
Director, Office of Broadband
Virginia Department of Housing and Community Development
600 East Main Street, Suite 300
Richmond, Virginia 23219

RE: All Points Broadband – 2022 Accelerated Fiber Deployment Initiative

Dear Dr. Holmes:

The Northern Virginia Electric Cooperative (“NOVEC”) supports the application that All Points Broadband (“All Points”) is making to the 2022 Virginia Telecommunication Initiative.

With the goal that all of NOVEC’s members should have access to high quality broadband, NOVEC is pleased to partner with All Points and Dominion Energy Virginia in this important initiative. NOVEC has consistently supported All Points’ efforts to deliver “Fiber to the Home” (FTTH) throughout the proposed project area and will work with All Points as the project proceeds.

Thank you for your consideration of this important project.

Sincerely,

A handwritten signature in black ink, appearing to read "Stan C. Feuerberg", is written over a light blue horizontal line.

Stan C. Feuerberg
President and Chief Executive Officer



Office Phone: 703.392.1556
Cell Phone: 703.408-1390
Fax: 703.392-1535

Northern Virginia Electric Cooperative
P.O. Box 2710 | Manassas, VA 20108

www.NOVEC.com



Business Center
10323 Lomond Drive
Manassas, VA 20109-3113

Corporate Center
10432 Balls Ford Road, Suite 220
Manassas, VA 20109-2516

Technical Center
5399 Wellington Branch Drive
Gainesville, VA 20155-4004

Northern Virginia Electric Cooperative is an equal opportunity provider and employer.

ATTACHMENT 12 - DERIVATION OF COSTS

Project / Product Cost Category	Total	VATI	Non-VATI	Source of Estimate	Date, Most Recent Revision
Final Design and Engineering	\$ 2,260,025	\$ 1,130,012	\$ 1,130,012	Tilson	7/6/2021
Project & Construction Mgmt.	\$ 3,268,360	\$ 1,634,180	\$ 1,634,180	Tilson	7/6/2021
Headend/Central Office	\$ 502,540	\$ 179,626	\$ 322,914	Tilson	7/6/2021
Field Network Equipment	\$ 1,208,330	\$ 431,900	\$ 776,429	Tilson	7/6/2021
Utility Middle Mile	\$ 9,850,000	\$ -	\$ 9,850,000	APB / DEV	9/10/2021
Aerial Make Ready & Construction	\$ 21,402,275	\$ 7,649,939	\$ 13,752,336	AFL / Tilson	7/6/2021
Underground Construction	\$ 7,640,948	\$ 2,731,148	\$ 4,909,800	Tilson	7/6/2021
Fiber Drop Construction	\$ 11,671,846	\$ 2,917,961	\$ 8,753,884	AFL / Tilson	7/6/2021
Subscriber Equipment & Installation Labor	\$ 2,128,841	\$ 532,210	\$ 1,596,631	Tilson	7/6/2021
Other Capex	\$ 458,709	\$ 163,959	\$ 294,750	APB / Tilson	7/6/2021
Construction Bond (1.5%)	\$ 758,128	\$ 379,064	\$ 379,064	APB	9/10/2021
Total	\$ 61,150,000	\$ 17,750,000	\$ 43,400,000		

*** please see Attachment 13 for unit and unit cost assumptions used to tabulate total cost*



September 13, 2021

Tamarah Holmes, Ph.D
Director, Office of Broadband
Virginia Department of Housing and Community Development
600 East Main Street, Suite 300
Richmond, Virginia 23219

RE: Cost Estimates for 2022 VATI Application

Dear Dr. Holmes:

To develop the project budget included with this application, All Points Broadband (“APB”) prepared a high-level design for the project and developed an indicative bill of materials based on that design.

As part of APB’s design and cost estimation process, All Points engaged Tilson Technology Management, Inc. (“Tilson”) to supplement APB’s internal engineering and design resources and to assist in the development of the high-level design and related bill of materials and cost estimates. Tilson is one of America’s leading providers of consulting, design and construction management services to the telecommunications industry. As described in Tilson’s letter included in Attachment 13, the cost estimates that form the basis of the project budget are based on Tilson’s bill of materials and related cost estimates and reflect current pricing available to All Points.

All Points then obtained current pricing for each item on the bill of materials from its primary vendors, including AFL Telecommunications (“AFL”), APB’s primary supplier of fiber optic cables, connectors, terminals, and related hardware. As described in AFL’s letter included in Attachment 13, AFL provided the pricing used for all relevant cost categories included in the project budget and AFL has allocated committed manufacturing capacity to support APB’s materials requirements and specific schedule for this project.

Sincerely,

A handwritten signature in blue ink, appearing to read "J. Carr", is positioned below the word "Sincerely,".

James G. Carr
Chief Executive Officer

September 7, 2021

Tamarah Holmes, Ph.D
Director, Office of Broadband
Virginia Department of Housing and Community Development
600 East Main Street, Suite 300
Richmond, Virginia 23219

RE: Applications of All Points Broadband to the Virginia Telecommunications Initiative

Dear Dr. Holmes:

Tilson Technology Management, Inc. ("Tilson") is a leading provider of consulting, design and construction management services to leading telecommunications firms throughout the United States. Tilson is pleased to have been engaged by All Points Broadband ("APB") to support its planning and high-level design activities for each of the projects included in APB's 2022 Accelerated Fiber Deployment Initiative (the "Initiative").

This letter will confirm that Tilson has assisted APB in the development of high-level designs, indicative bills of material, and related cost estimates for each of the projects included in the Initiative. We understand that APB has incorporated our work into the project budgets that APB is submitting as part of the Initiative.

We hope that the significant work we have performed with All Points will result in the expansion of fiber-to-the-home broadband access to tens of thousands of currently unserved Virginians.

Sincerely,


John Ford (Sep 7, 2021 15:02 EDT)

Jay Ford

Director



Corporate Headquarters

170 Ridgeview Center Drive, Duncan, SC 29334 USA

TEL: (800) 235-3423 TEL: (864) 433-0333

FAX: (864) 433-5560 WEB: www.AFLglobal.com

September 8, 2021

Dr. Tamarah Holmes
Director, Office of Broadband
Virginia Department of Housing and Community Development
600 East Main Street, Suite 300

RE: Letter of Support for APB's 2022 Accelerated Fiber Deployment Initiative

Dear Dr. Holmes,

AFL Telecommunications ("AFL") is a leading global manufacturer of fiber optic cables, connectors, terminals, and related hardware. Headquartered in Duncan, South Carolina, AFL manufactures its products at several locations in the United States and abroad, including manufacturing locations in North Carolina, South Carolina, and Bristol, Virginia.

AFL is excited to be partnering with All Points Broadband ("APB") and its electric utility partners, as part of APB's 2022 Accelerated Fiber Deployment Initiative that will deliver best-in-class fiber-to-the-home broadband access to thousands of currently unserved locations in Virginia.

AFL has a strong working relationship with All Points Broadband and will serve as APB's strategic supplier for all of the projects included in the 2022 Accelerated Fiber Deployment Initiative. APB evaluated multiple technology solutions, ultimately selecting AFL as the best fit for its rural fiber optic projects. AFL's ADSS-style self-supporting cable technology and dedicated manufacturing capacity enables faster, less complicated deployment that reduces overall time to market at a competitive total cost of ownership.

This letter will confirm that AFL is committed to supporting All Points Broadband's 2022 Accelerated Fiber Deployment Initiative. AFL and APB have reviewed the specific projects and related bills of materials associated with the projects APB is submitting and AFL has provided APB with pricing that is incorporated in APB's applications. AFL is also allocating committed manufacturing capacity to support APB's requirements and project schedules.

We appreciate the opportunity to support this important initiative to bridge the digital divide in the Commonwealth of Virginia.

Sincerely,

A handwritten signature in black ink, appearing to read 'Ryan O'Sullivan', written in a cursive style.

Ryan O'Sullivan
Director, Rural Fiber to the Home (RFTTH) Program Management

ATTACHMENT 13 - DOCUMENTATION OF SUPPORTING COST ESTIMATES

PROJECT COST ROLLUP	Unit of Measure	Units	Unit Cost	Project Cost
Construction				
Final Design and Engineering	Miles	632.9	\$ 3,571	\$ 2,260,025
Project & Construction Mgmt.	Miles	632.9	\$ 5,164	\$ 3,268,360
Headend/Central Office	Project	1	\$ 502,540	\$ 502,540
Field Network Equipment	No. Unreserved Passings	8,855	\$ 136	\$ 1,208,330
Utility Middle Mile	Miles	197.0	\$ 50,000	\$ 9,850,000
Aerial Make Ready & Construction	Miles	370.5	\$ 57,769	\$ 21,402,275
Underground Construction	Miles	65.4	\$ 116,872	\$ 7,640,948
Construction Subtotal				\$ 46,132,477
Customer Installations				
Fiber Drop Construction	No. Subscribers	6,641	\$ 1,758	\$ 11,671,846
Subscriber Equipment & Installation Labor	No. Subscribers	6,641	\$ 321	\$ 2,128,841
Installation Subtotal				\$ 13,800,687
Other				
Other Capex	Project	1	\$ 458,709	\$ 458,709
Construction Bond (1.5%)	Insured Activity	\$ 50,541,872	\$ 0.01500	\$ 758,128
Other Subtotal				\$ 1,216,837
Total				\$ 61,150,000

HEADEND / CENTRAL OFFICE	Category	Units	Unit Cost	Extended Cost
CO Site Acquisitions	Headends Total	5	\$ 30,000.00	\$ 150,000
Tax		0		\$ 9,000
ODC 100 Cabinet - Adtran, Nokia, Calix	Small Headends	1	\$ 24,000.00	\$ 24,000
1XTA5000 5 GEN SMART FIBER (mounting bracket)	Small Headends	1	\$ 1,346.22	\$ 1,346
30AMP Generator Connector	Small Headends	1	\$ 1,650.00	\$ 1,650
5TH GEN SMART POLE MOUNT KIT	Small Headends	1	\$ 1,410.59	\$ 1,411
Pole 30-5 (Labor and Materials)	Headends Total	5	\$ 1,500.00	\$ 7,500
ODC 1000 Cabinet	Medium Headends	1	\$ 32,000.00	\$ 32,000
Headend / Central Office Subtotal				\$ 226,907
Installation Labor, Freight, Tax, and Contingency				\$ 275,633
Headend / Central Office Total				\$ 502,540

FIELD NETWORK EQUIPMENT	Category	Units	Unit Cost	Extended Cost
Netbotz Environmental Monitor including all sensors	Headends, all	5	\$ 850.00	\$ 4,250
OLT Management Server (CMS)	Local Networks	1	\$ 8,000.00	\$ 8,000
000-00372 - E7-2 Field Install Package (CO & ODC/RT): Shelf with Blank Card, FTA, and Field installation Kit	Chassis and spares	26	\$ 616.90	\$ 16,039
100-05529 - E7-2 XG 801 XGS-PON	Modules, XGSPON	27	\$ 11,670.00	\$ 315,090
100-04651 QSFP, 40GE Single Mode transceiver 40km, 1310nm, Duplex LC, C-Temp	Headends, all	10	\$ 6,497.00	\$ 64,970
100-05642- OIM 10G PON Laser	Modules, XGSPON	216	\$ 695.00	\$ 150,120
Generator - Generac 25 KV - 24 hour backup system	Headends, all	5	\$ 17,000.00	\$ 85,000
BATTERY STRING, 190AH	Small + Medium Headends	2	\$ 2,992.94	\$ 5,986
ELTEK FLATPKS RECTIFIER 1000W	Small + Medium Headends	8	\$ 642.35	\$ 5,139
Field Network Equipment, Subtotal				\$ 654,594
Installation Labor, Freight, Tax, and Contingency				\$ 553,736
Field Network Equipment, Total				\$ 1,208,330

ATTACHMENT 13 - DOCUMENTATION OF SUPPORTING COST ESTIMATES (CONTINUED)

DISTRIBUTION FIBER DESIGN BASIS	TOTAL	AERIAL	UNDERGROUND	UNIT COST, AERIAL	UNIT COST, UG
Straight Poles	8,598	8,598	-		
Curved Poles	2,150	2,150	-		
Total Poles	10,748	10,748	-		
Average Drop Length (feet)	840	-	-		
Path (feet)	2,301,325	1,956,126	345,199		
Cable Size 12 (feet)	1,318,408	1,120,647	197,761		
Cable Size 24 (feet)	393,253	334,265	58,988		
Cable Size 48 (feet)	251,949	214,157	37,792		
Cable Size 72 (feet)	268,969	228,623	40,345		
Cable Size 96 (feet)	274,330	233,180	41,149		
Cable Size 144 (feet)	454,513	386,336	68,177		
Cable Size 288 (feet)	-	-	-		
Cable Size 432 (feet)	-	-	-		
Cable Total (feet)	2,961,422	2,517,209	444,213		
Serving Terminal Size 4	398	338	60		
Serving Terminal Size 8	1,361	1,157	204		
Serving Terminal Total	1,759	1,495	264		
Distribution Splices at Drop Hubs and Distribution Splice Points - TOTAL	48,723	41,415	7,308		
Distribution Splices at Distribution Hubs - TOTAL	12,780	10,863	1,917		
Drop Tail Splices - TOTAL	-	-	-		
Feeder Splices at Distribution Hubs and Feeder Splice Points - TOTAL	1,724	1,465	259		
Feeder Splices at Headend - TOTAL	1,104	938	166		
Splices Total	64,331	54,681	9,650		
Splice Cases	358	304	54		
Small Headends	1	-	202		
Medium Headends	1	-	132		
Large Headends	3	-	12		
Headends Total	5	-	346		
Large Preterm Shelves - Total	31	-	-		
Small Preterm Shelves - Total	3	-	-		
Preterm Shelves Total - Total	34	-	-		
FDH Size 96	3	-	-		
FDH Size 144	-	-	-		
FDH Size 288	6	-	-		
FDH Size 432	26	-	-		
FDH Total	35	-	-		
Splitter Module Size 2 - Distribution	-	-	-		
Splitter Module Size 4 - Distribution	-	-	-		
Splitter Module Size 8 - Distribution	-	-	-		
Splitter Module Size 16 - Distribution	-	-	-		
Splitter Module Size 32 - Distribution	292	-	-		
Splitter Module Size 64 - Distribution	-	-	-		
Splitter Module All Size - Distribution	292	-	-		
Splitter Module All Size - Total	292	-	-		
Handhold Size 4 HUB	202	-	-		
Handhold Size 8 HUB	132	-	-		
Handhold Size 0 Splice	12	-	-		
Handhold Total	346	-	-		

(RETAIN FOR YOUR RECORDS)
Form 477 Filing Summary

FRN: 0023524705 | Data as of: Jun 30, 2020 | Operations: Non-ILEC | Submission Status: Original - Submitted | Last Updated: Sep 1, 2020 22:03:25

Filer Identification

Section	Question	Response
Filer Information	Company Name	All Points Broadband
	Holding Company Name	Virginia Everywhere, LLC
	SAC ID	
	499 ID	831251
Data Contact Information	Data Contact Name	[REDACTED]
	Data Contact Phone Number	(703) 554-6600
	Data Contact E-mail	[REDACTED]
Emergency Operations Contact Information	Emergency Operations Name	Don McElroy
	Emergency Operations Phone Number	(703) 554-6600
	Emergency Operations E-mail	[REDACTED]
Certifying Official Contact Information	Certifying Official Name	James Carr
	Certifying Official Phone Number	(703) 554-6600
	Certifying Official E-mail	[REDACTED]

Data Submitted

Form Section	File Name	Date & Time	Number of Rows
Fixed Broadband Deployment	FCC477-Deployment-1H2020.csv	Sep 1, 2020 12:56:17	[REDACTED]
Fixed Broadband Subscription	fcc477_20200901.csv	Sep 1, 2020 18:25:33	[REDACTED]
Fixed Voice Subscription	fcc477_voip_20200701.csv	Sep 1, 2020 18:28:08	[REDACTED]

Fixed Broadband Deployment

Census Block Counts by State, DBA Name and Technology

State	DBA Name	Technology	Blocks
Kentucky	All Points Broadband	Optical Carrier/Fiber to the End User	[REDACTED]
		Terrestrial Fixed Wireless	
Maryland	All Points Broadband	Terrestrial Fixed Wireless	[REDACTED]
Virginia	All Points Broadband	Terrestrial Fixed Wireless	[REDACTED]
West Virginia	All Points Broadband	Terrestrial Fixed Wireless	[REDACTED]

State	DBA Name	Technology	Blocks
Total			

Fixed Broadband Subscription

Fixed Broadband Subscriptions by State, Technology and End-user Type

State	Technology	Census Tracts	Subscriptions		
			Consumer	Business / Govt	Total
Kentucky	Optical Carrier/Fiber to the End User				
	Terrestrial Fixed Wireless				
Maryland	Terrestrial Fixed Wireless				
Texas	Terrestrial Fixed Wireless				
Virginia	Terrestrial Fixed Wireless				
West Virginia	Terrestrial Fixed Wireless				
Total					

Fixed Broadband Subscriptions by Bandwidths and End-user Type

Downstream Bandwidth (in Mbps)	Upstream Bandwidth (in Mbps)	Consumer	Business / Govt	Total

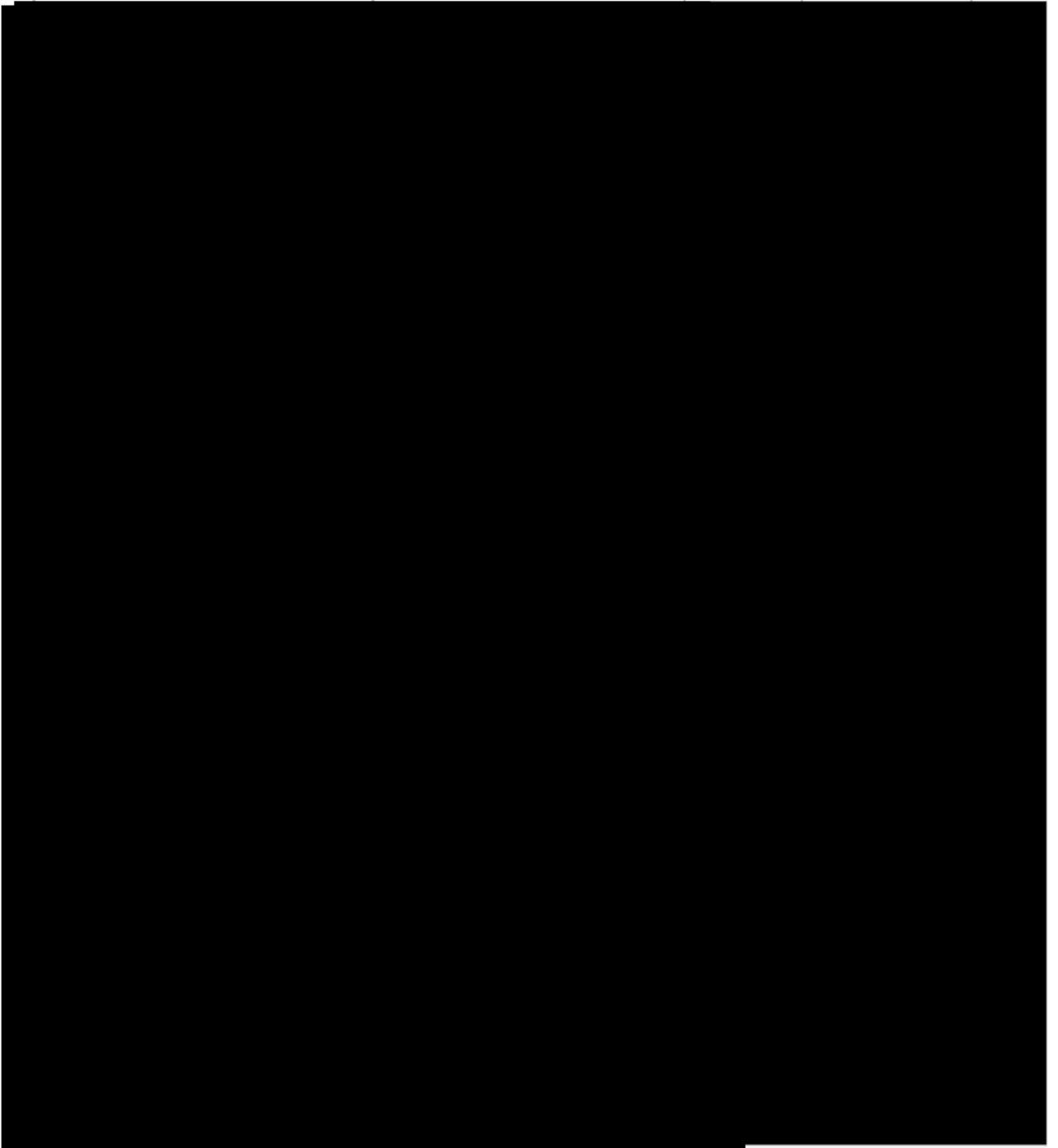
Downstream Bandwidth (in Mbps)

Upstream Bandwidth (in Mbps)

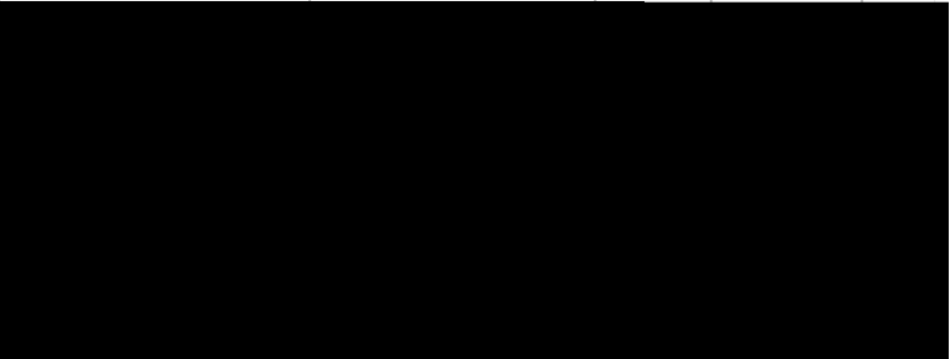
Consumer

Business / Govt

Total



Fixed Broadband Subscriptions by Technology, Bandwidths and End-user Type

Technology	Downstream Bandwidth (in Mbps)	Upstream Bandwidth (in Mbps)	Consumer	Business / Govt	Total
Optical Carrier/Fiber to the End User					

Technology	Downstream Bandwidth (in Mbps)	Upstream Bandwidth (in Mbps)	Consumer	Business / Govt	Total
Terrestrial Fixed Wireless					

Technology	Downstream Bandwidth (in Mbps)	Upstream Bandwidth (in Mbps)	Consumer	Business / Govt	Total
Total					

Fixed Voice Subscription

VGE Lines and VoIP Subscriptions by State and End-user Type

State	Total VGE Lines	Consumer VGE Lines	Total VoIP Subscriptions	Consumer VoIP Subscriptions
Kentucky				
Virginia				
Total				

Fixed Voice Subscription (iVoIP)

Over-the-top VoIP Subscriptions by State and End-user Type

State	Total	Consumer	Business / Govt
Kentucky			
Virginia			
Total			

All other VoIP Subscriptions by State, End-user Type, Bundle and Last-mile Medium

State	Total	by End-user Type		by Bundle		by Last-mile Medium				
		Consumer	Business / Government	Sold w/ Internet	Sold w/o Internet	FTTP	Coax	Fixed Wireless	Copper	
Kentucky										
Virginia										
Total										

(RETAIN FOR YOUR RECORDS)
Form 477 Filing Summary

FRN: 0023524705 | Data as of: Dec 31, 2020 | Operations: Non-ILEC | Submission Status: Original - Submitted | Last Updated: Mar 16, 2021 15:11:37

Filer Identification

Section	Question	Response
Filer Information	Company Name	All Points Broadband
	Holding Company Name	Virginia Everywhere, LLC
	SAC ID	
	499 ID	831251
Data Contact Information	Data Contact Name	[REDACTED]
	Data Contact Phone Number	(703) 554-6600
	Data Contact E-mail	[REDACTED]
Emergency Operations Contact Information	Emergency Operations Name	Don McElroy
	Emergency Operations Phone Number	(703) 554-6600
	Emergency Operations E-mail	[REDACTED]
Certifying Official Contact Information	Certifying Official Name	James Carr
	Certifying Official Phone Number	(703) 554-6600
	Certifying Official E-mail	[REDACTED]

Data Submitted

Form Section	File Name	Date & Time	Number of Rows
Fixed Broadband Deployment	fcc477Deployment_20201231.csv	Mar 16, 2021 15:01:06	[REDACTED]
Fixed Broadband Subscription	fcc477_20201231.csv	Mar 16, 2021 15:01:27	[REDACTED]
Fixed Voice Subscription	voip_20201231.csv	Mar 16, 2021 15:01:46	[REDACTED]

Fixed Broadband Deployment

Census Block Counts by State, DBA Name and Technology

State	DBA Name	Technology	Blocks
Kentucky	All Points Broadband	Optical Carrier/Fiber to the End User	[REDACTED]
		Terrestrial Fixed Wireless	
Maryland	All Points Broadband	Terrestrial Fixed Wireless	
Virginia	All Points Broadband	Terrestrial Fixed Wireless	
West Virginia	All Points Broadband	Terrestrial Fixed Wireless	

State	DBA Name	Technology	Blocks
Total			

Fixed Broadband Subscription

Fixed Broadband Subscriptions by State, Technology and End-user Type

State	Technology	Census Tracts	Subscriptions		
			Consumer	Business / Govt	Total
Kentucky	Optical Carrier/Fiber to the End User	[REDACTED]			
	Terrestrial Fixed Wireless				
Maryland	Terrestrial Fixed Wireless				
Texas	Terrestrial Fixed Wireless				
Virginia	Terrestrial Fixed Wireless				
West Virginia	Terrestrial Fixed Wireless				
Total					

Fixed Broadband Subscriptions by Bandwidths and End-user Type

Downstream Bandwidth (in Mbps)	Upstream Bandwidth (in Mbps)	Consumer	Business / Govt	Total
[REDACTED]				

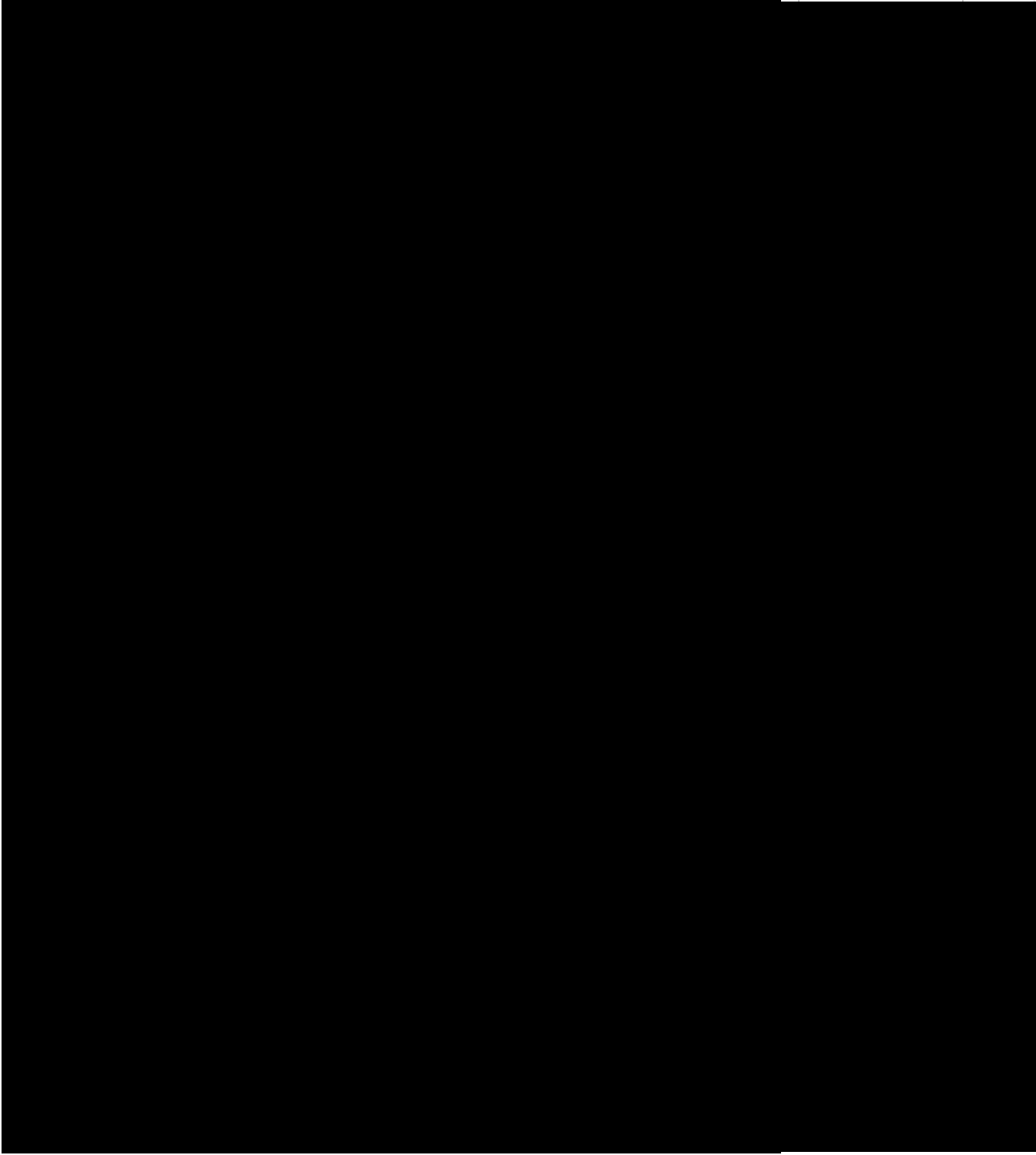
Downstream Bandwidth (in Mbps)

Upstream Bandwidth (in Mbps)

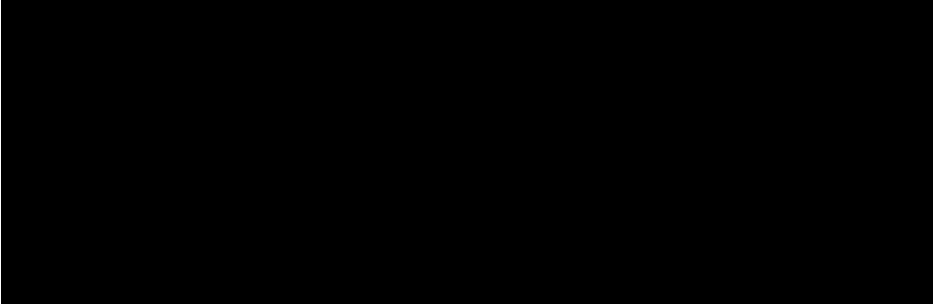
Consumer

Business / Govt

Total



Fixed Broadband Subscriptions by Technology, Bandwidths and End-user Type

Technology	Downstream Bandwidth (in Mbps)	Upstream Bandwidth (in Mbps)	Consumer	Business / Govt	Total
Optical Carrier/Fiber to the End User					

Technology	Downstream Bandwidth (in Mbps)	Upstream Bandwidth (in Mbps)	Consumer	Business / Govt	Total
Terrestrial Fixed Wireless	[REDACTED]				

State	Total	by End-user Type		by Bundle		by Last-mile Medium			
		Consumer	Business / Government	Sold w/ Internet	Sold w/o Internet	FTTP	Coax	Fixed Wireless	Copper
Total									

Attachment 16 – RSSI Projection Shapefiles

-This page intentionally left blank as this is not a Wireless Project-



FTTH Rapid Assessment

Follow Up Results

TAKE RATE SURVEY

Altman Solon has conducted a Rapid primary research study to assess ARPU and take rate viability in underserved areas

Target Audience Process

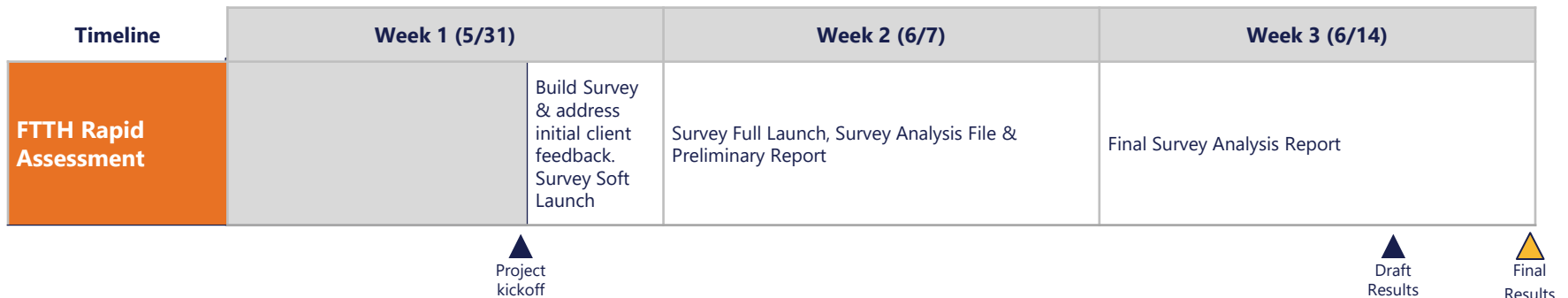
We targeted Zip Codes to address the following priorities:

- **Priority #1 (Underserved BB HHs):** Required 50% of HH within a zip code to have no cable or fiber availability

Qualification Criteria

Must

- Be above 18 years of age
- Purchase Wireless Phone or Home Internet
- Be either solely or partially involved in these purchasing decisions
- Not have access to Cable



Sources: Underserved BB Survey (N=1042), Altman Solon Research & Analysis

In our conjoint, respondents are asked to select product packages they are most likely to purchase

Sample Choice Based Conjoint (CBC) Question

If these were your only options, which would you choose?
(1 of 12)

	Satellite Internet (e.g. HughesNet, ViaSat)	Fiber (e.g. Verizon FiOs, MetroNet)	Fixed Wireless / Wireless Broadband (e.g. Belwave, Wisper, Nextlink)	DSL (e.g. Centurylink, Frontier, AT&T, Windstream)
Internet Technology				
Internet Speed	10 Mbps	1 Gbps	100 Mbps	5 Mbps
Landline Phone Offer	Not included	Unlimited	Not included	Unlimited
Monthly Offer Price	\$60	\$225	\$80	\$30
	Select	Select	Select	Select

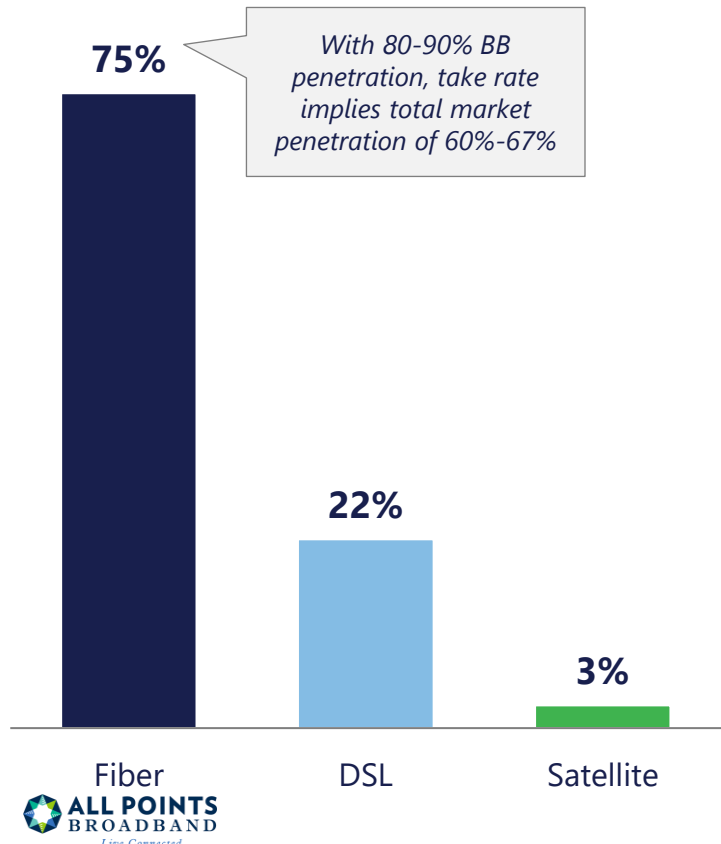
Given what you know about the market, would you really buy the Internet Package you chose above?

- Respondents see 10-12 screens, and on each must select their **favored option out of the given options**, and indicate whether they would purchase this option in the marketplace
- A conjoint has two pieces:
 - **Attributes** (e.g., Internet Technology and Monthly Price)
 - **Levels** (e.g., DSL, Fiber, or \$60, \$120) which define the different options an attribute can take on
- By showing multiple randomized packages, conjoint surveys can determine the **relative value of product features based on survey-taker tradeoffs**
- Altman Solon uses Hierarchical Bayes estimations to determine **relative importance of each attribute and level**

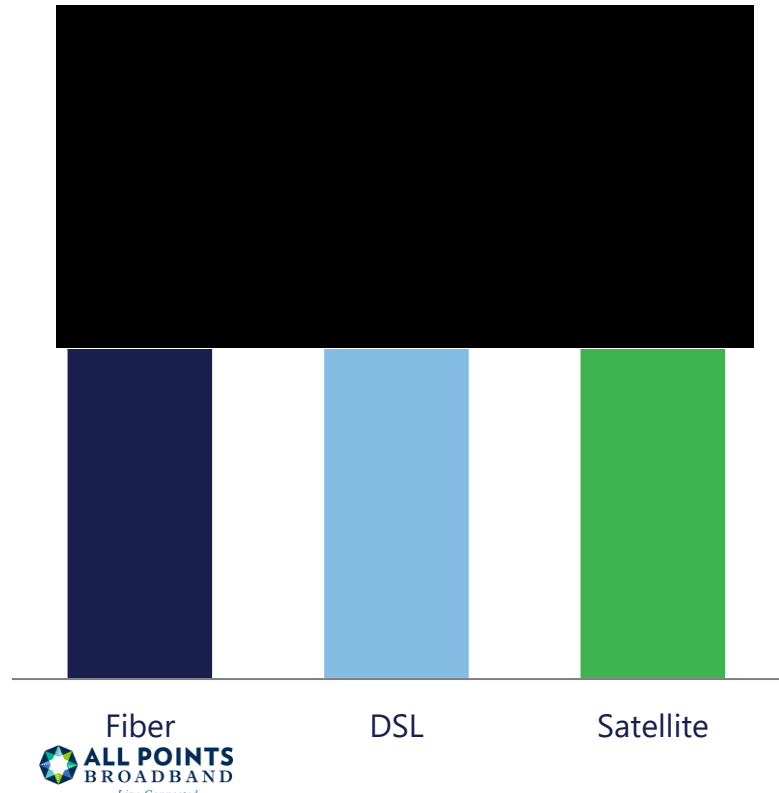
Note: This page would be preceded by a description page which defines each attribute and level, including the channels included in each channel package
Sources: Underserved BB Survey (N=1042), Altman Solon Research & Analysis

In Satellite + DSL markets with baseline prices, we observe 75% take rate and an ARPU well in line with APB targets

Take Rate by Technology
N=1042, % of simulated respondents



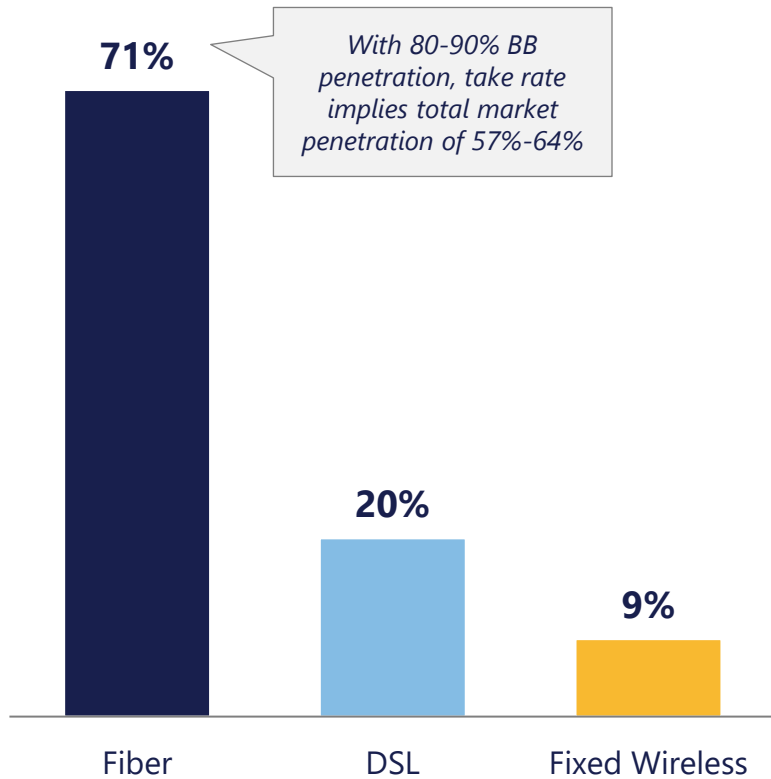
ARPU by Technology
N=1042, Simulated ARPU¹



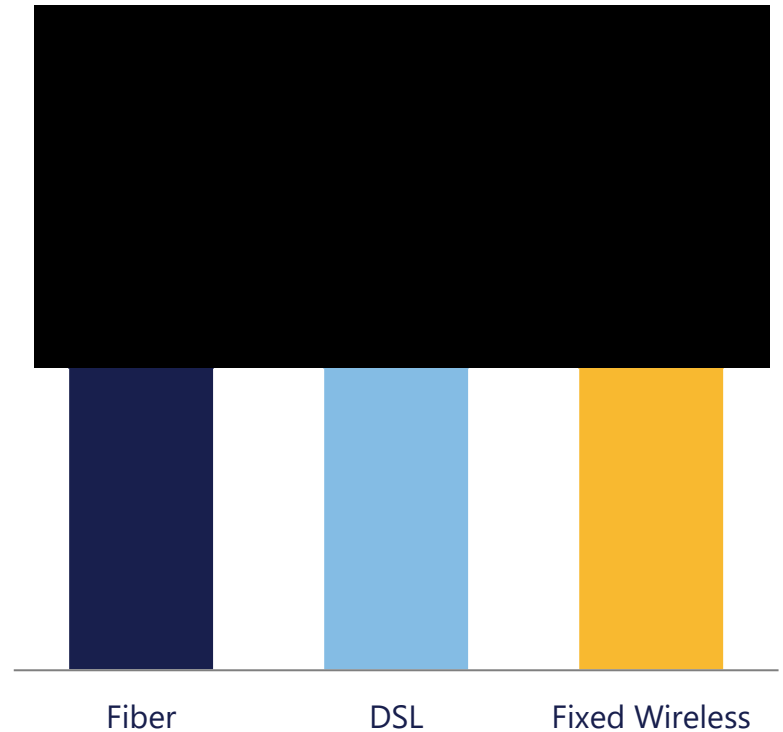
Notes: Calculated by multiplying take rate of each existing promo offer by cost of the promo offer
Sources: Underserved BB Survey (N=1042), Altman Solon Research & Analysis

In DSL + Fixed Wireless markets, we observe 71% take rate and an ARPU well in line with APB targets

Take Rate by Technology
N=1042, % of simulated respondents



ARPU by Technology
N=1042, Simulated ARPU



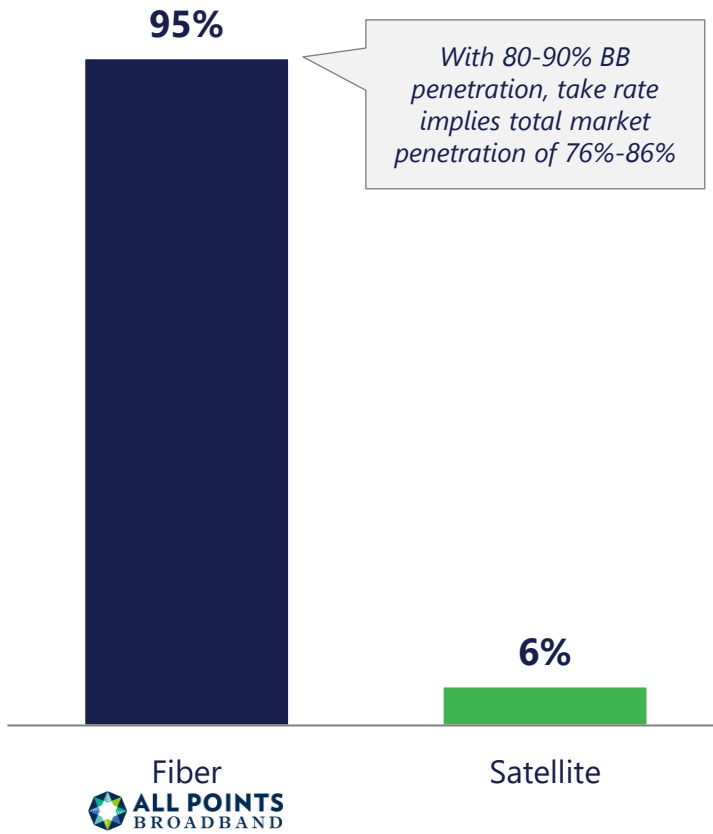
Notes: Calculated by multiplying take rate of each existing promo offer by cost of the promo offer
Sources: Underserved BB Survey (N=1042), Altman Solon Research & Analysis



In satellite only markets, we observe 95% take rate

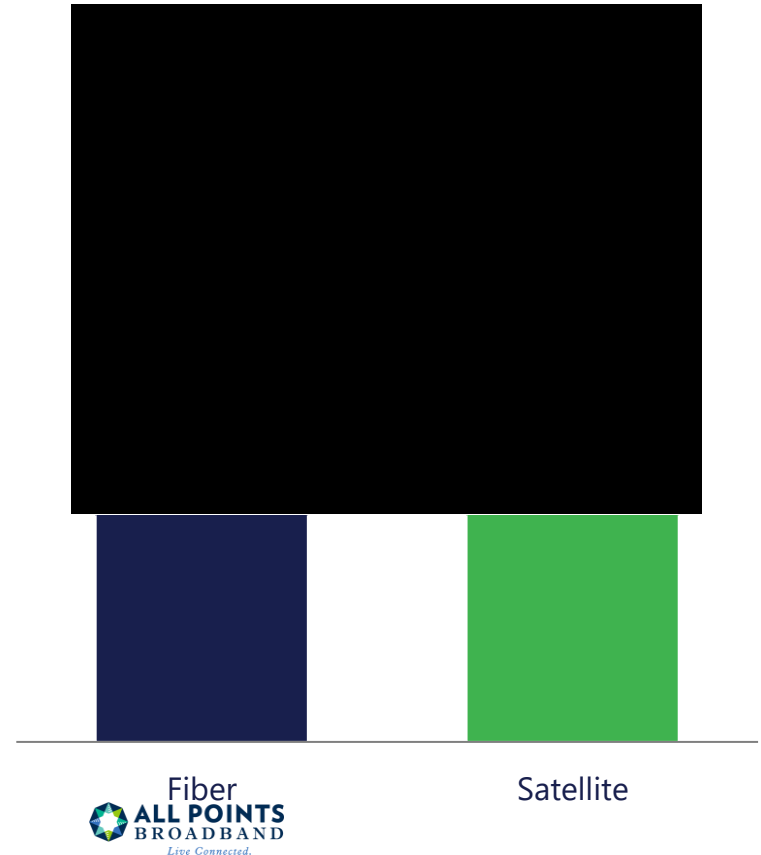
Take Rate by Technology

N=1042, % of simulated respondents



ARPU by Technology

N=1042, Simulated ARPU¹



Notes: Calculated by multiplying take rate of each existing promo offer by cost of the promo offer
Sources: Underserved BB Survey (N=1042), Altman Solon Research & Analysis

Live Connected.

At All Points Broadband, we empower communities by bringing utility grade broadband to underserved markets, deploying fiber and state-of-the-art fixed-wireless technology to homes and businesses in communities throughout Virginia, West Virginia, Maryland and Kentucky.

Register Here for Fiber to Your Home

Gig Fiber Broadband in Your Home

All Points Broadband is engaged with its electric utility partners in several large scale fiber-to-the-home projects in Virginia. We are collecting information from customers in the zones below to ensure universal coverage and to finalize our construction sequence within each zone. All Point's standard FTTH architecture is capable of offering 10Gbps service to the home.

To get started please follow these directions:

Step 1: Enter an address and press Go.

Step 2: Confirm your Pin/location is correct. If not, just grab it and move it to the correct location on the map. Press next.

Step 3: Enter your contact information. Press next.

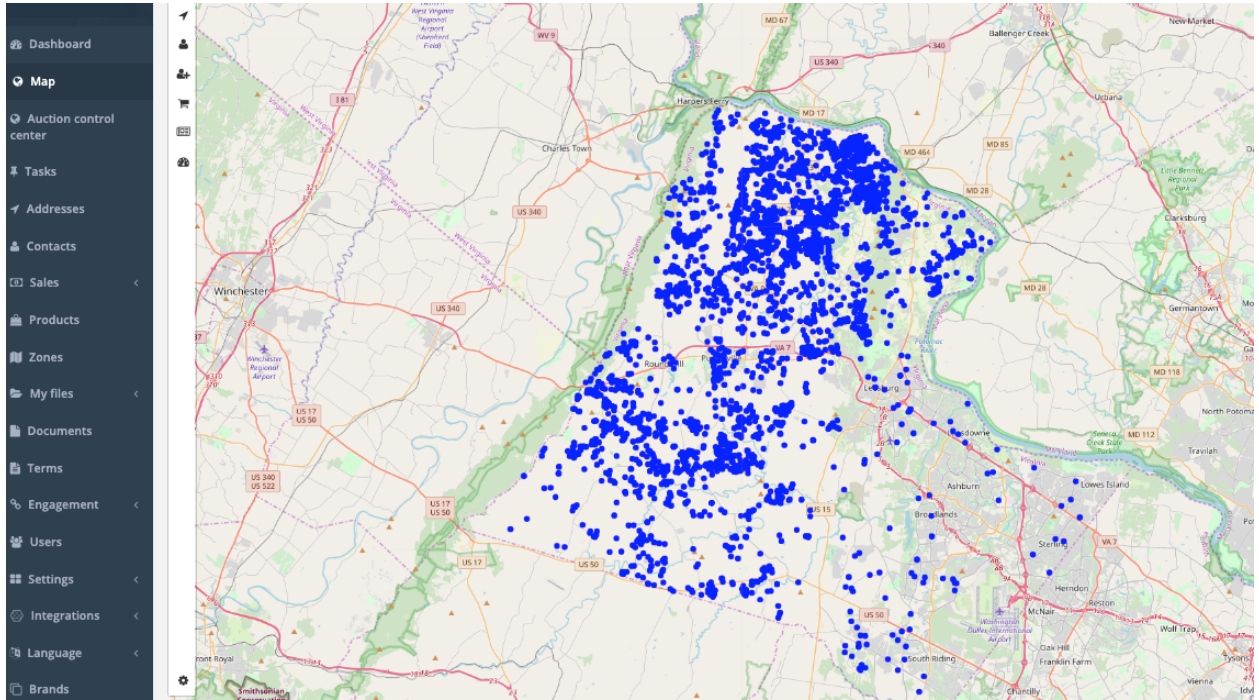
Step 4: Answer the quick questionnaire so we can provide the same great service for your friends and neighbors. Press next.

Step 5: Review your information and then tell everyone the great news and how to get registered. Submit

NO COMMITMENTS. PAY NOTHING UPFRONT. JUST SHOW YOUR INTEREST!

CROWD FIBER LANDING PAGE

Loudoun County Crowd Fiber Survey Responses



Residential Fiber Broadband Plans

At All Points Broadband, we empower communities by bringing utility grade broadband to underserved markets, deploying fiber and state-of-the-art fixed-wireless technology to homes and businesses in communities throughout Virginia, West Virginia, Maryland and Kentucky.

Please select from one of our plans below to request for service.

100 MEGABIT

\$79.99

per month

- ↕ Equipment Install & Provisioning fee of \$199 with 1 year commitment
- ↕ Download up to 50 Mbps
- ↕ Upload up to 50 Mbps

GET STARTED

500 MEGABIT

\$99.99

per month

- ↕ Equipment Install & Provisioning fee of \$199 with 1 year commitment
- ↕ Download up to 100 Mbps
- ↕ Upload up to 100 Mbps

GET STARTED

GIGABIT!

\$149.99

per month

- ↕ Equipment Install & Provisioning fee of \$199 with 1 year commitment
- ↕ Download up to 1000 Mbps
- ↕ Upload up to 1000 Mbps

GET STARTED



GET BETTER BROADBAND NOW!

HIGH SPEED BROADBAND
IN YOUR NECK OF THE WOODS!

FASTER INTERNET IS NOW AVAILABLE!

UNHAPPY WITH YOUR INTERNET?
INTERNET WHERE YOU LIVE



USE PROMO CODE

ICANSTREAM

FREE INSTALLATION WITH
A 12 MONTH TERM

FEATURES:

- ✓ *Unlimited Data Usage*
- ✓ *Reliable High Speed Internet*
- ✓ *Low Latency for Gamers*
- ✓ *24x7 Customer Support*
- ✓ *Stream your favorite programs*
- ✓ *Online Account Management*

ENJOY FAST DOWNLOADS, SMOOTH STREAMING, AND LOW LATENCY

CALL TODAY TO SCHEDULE YOUR INSTALLATION

888-888-8888

SAMPLE FLYERS

- FEATURES:**
- Unlimited Data Usage
 - Reliable High Speed Internet
 - Low Latency for Gamers
 - 24x7 Customer Support
 - Stream your favorite programs
 - Online Account Management



**ENJOY
FAST DOWNLOADS,
SMOOTH STREAMING,
& LOW LATENCY**

CALL TODAY TO SCHEDULE YOUR INSTALLATION
888-888-8888



**GET BETTER
BROADBAND NOW!**

**HIGH SPEED BROADBAND
IN YOUR NECK OF THE WOODS!
FASTER INTERNET
IS NOW AVAILABLE!**

**UNHAPPY WITH YOUR INTERNET?
INTERNET WHERE YOU LIVE**

PICK FROM ONE OF THE PROMOS BELOW

<p>USE PROMO CODE</p> <p>NEED4SPEED</p> <p>\$50 INSTALLATION, \$10 DISCOUNT FOR THE FIRST 6 MONTHS (A \$199+ SAVINGS) WITH A 12 MONTH TERM</p>	<p>USE PROMO CODE</p> <p>ICANSTREAM</p> <p>FREE INSTALLATION WITH A 12 MONTH TERM (A \$99 SAVINGS)</p>	<p>USE PROMO CODE</p> <p>GOFASTER</p> <p>\$50 INSTALLATION, \$5 DISCOUNT OFF ANY PLAN FOR 12 MONTHS (A \$199+ SAVINGS) WITH A 12 MONTH TERM</p>
---	---	--

CALL US NOW AT 888-888-8888

FRONT SIDE

**ALL POINTS
BROADBAND**
Live Connected.

**GET BETTER
BROADBAND NOW!**

**HIGH SPEED BROADBAND
IN YOUR NECK OF THE WOODS!
FASTER INTERNET
IS NOW AVAILABLE!**

**UNHAPPY WITH YOUR INTERNET?
INTERNET WHERE YOU LIVE**

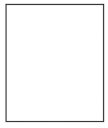
PICK FROM ONE OF THE PROMOS BELOW

<p>USE PROMO CODE</p> <p>NEED4SPEED</p> <p>\$50 INSTALLATION, \$10 DISCOUNT FOR THE FIRST 6 MONTHS (A \$199+ SAVINGS) WITH A 12 MONTH TERM</p>	<p>USE PROMO CODE</p> <p>ICANSTREAM</p> <p>FREE INSTALLATION WITH A 12 MONTH TERM (A \$99 SAVINGS)</p>	<p>USE PROMO CODE</p> <p>GOFASTER</p> <p>\$50 INSTALLATION, \$5 DISCOUNT OFF ANY PLAN FOR 12 MONTHS (A \$199+ SAVINGS) WITH A 12 MONTH TERM</p>
---	---	--

CALL US NOW AT 888-888-8888

BACK SIDE

- FEATURES:**
- Unlimited Data Usage
 - Reliable High Speed Internet
 - Low Latency for Gamers
 - 24x7 Customer Support
 - Stream your favorite programs
 - Online Account Management



**ENJOY
FAST DOWNLOADS,
SMOOTH STREAMING,
& LOW LATENCY**

CALL TODAY TO SCHEDULE YOUR INSTALLATION
888-888-8888



ALL POINTS BROADBAND
Live Connected.

HIGH SPEED BROADBAND
IN YOUR NECK OF THE WOODS!

FEATURES:

- UNLIMITED DATA USAGE
- RELIABLE HIGH SPEED INTERNET
- LOW LATENCY FOR GAMERS
- 24X7 CUSTOMER SUPPORT
- STREAM YOUR FAVORITE PROGRAMS
- ONLINE ACCOUNT MANAGEMENT

ENJOY FAST DOWNLOADS, SMOOTH STREAMING, AND LOW LATENCY ➡

USE PROMO CODE:
ICANSTREAM

FREE Installation with a 12 Month Term
(a \$199 Savings)

Call Today to Schedule your Installation
888-888-888

ALL POINTS BROADBAND
Live Connected.

CALL TODAY TO SCHEDULE YOUR INSTALLATION
Call us now at 888-888-888!



HIGH SPEED BROADBAND IN YOUR NECK OF THE WOODS!

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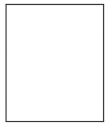
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



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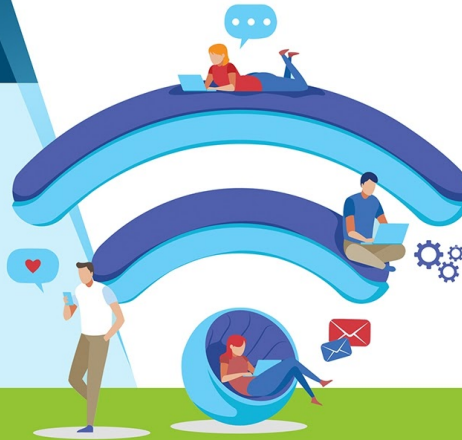


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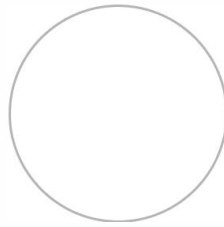
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Attachment 18 - All Points Broadband Digital Inclusion Academy Sample

My classes >

All Points Broadband Digital Inclusion Academy 

Class code: 7byvf6 

Lessons

People

CURRENT LESSONS

+ Add lessons

Google Workspace: Gmail

Learn the basic components of Gmail to help you send and receive emails.

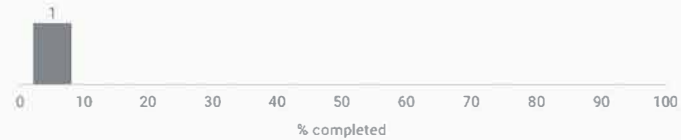
 1 activity

[View lesson](#)

[View materials](#)

Progress summary

Number of students and percent completed



[Videos watched](#)

[Projects submitted](#)

[Quiz results](#)

Use Digital Tools for Everyday Tasks

Learn to communicate more efficiently through emails, internet search, and digital documents.

 7 activities

Progress summary

Number of students and percent completed

1

Avoid Online Scams

Learn to identify and avoid online scams by analyzing a real-life situation in a group.

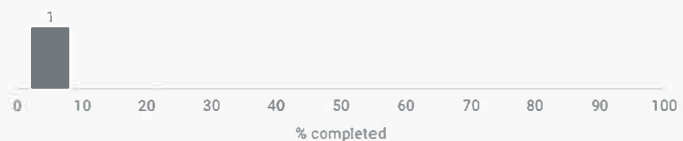
1 activity

[View lesson](#)

[View materials](#)

Progress summary

Number of students and percent completed



[Videos watched](#)

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[Quiz results](#)

Build Healthy Digital Habits

Create a healthy technology balance by reflecting on digital habits with one of three creative projects.

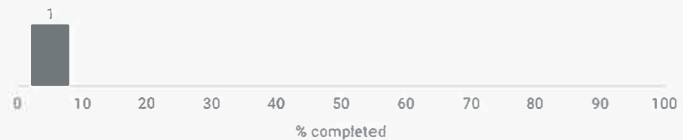
4 activities

[View lesson](#)

[View materials](#)

Progress summary

Number of students and percent completed



[Videos watched](#)

[Projects submitted](#)

[Quiz results](#)

Edit Your Resume

your resume to make it stronger and more appealing to an employer.

Progress summary

Number of students and percent completed

Use Google to Get a New Job

Conduct a successful job search using digital tools.

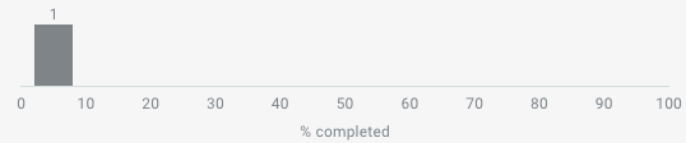
7 activities

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[View materials](#)

Progress summary

Number of students and percent completed



[Videos watched](#)

[Projects submitted](#)

[Quiz results](#)

Create a Budget in Google Sheets

Learn to make good financial decisions by researching and comparing costs and spending in a spreadsheet.

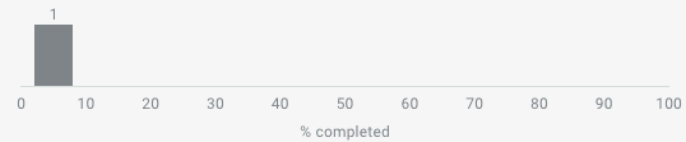
5 activities

[View lesson](#)

[View materials](#)

Progress summary

Number of students and percent completed



[Videos watched](#)

[Projects submitted](#)

[Quiz results](#)

Plan and Budget

alyze spending, research costs, and plan for purchases using a spreadsheet.

Progress summary

Number of students and percent completed

[View lesson](#)

[View materials](#)

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Google

Track Your Monthly Expenses

Use a spreadsheet to track your monthly expenses.

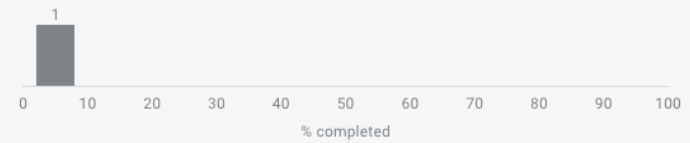
1 activity

[View lesson](#)

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Progress summary

Number of students and percent completed



[Videos watched](#)

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Connect and Collaborate From Anywhere with Digital Tools

Improve your digital collaboration and communication skills using online tools.

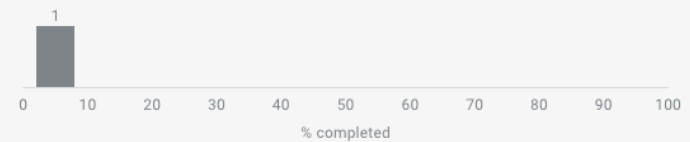
1 activity

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Progress summary

Number of students and percent completed



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My classes

All Points Broadband Digital Inclusion Academy 

Class code: 7byvf6

Current lessons

- [Google Workspace: Gmail](#)
0/1 activities completed
- [Use Digital Tools for Everyday Tasks](#)
0/7 activities completed
- [Avoid Online Scams](#)
0/1 activities completed

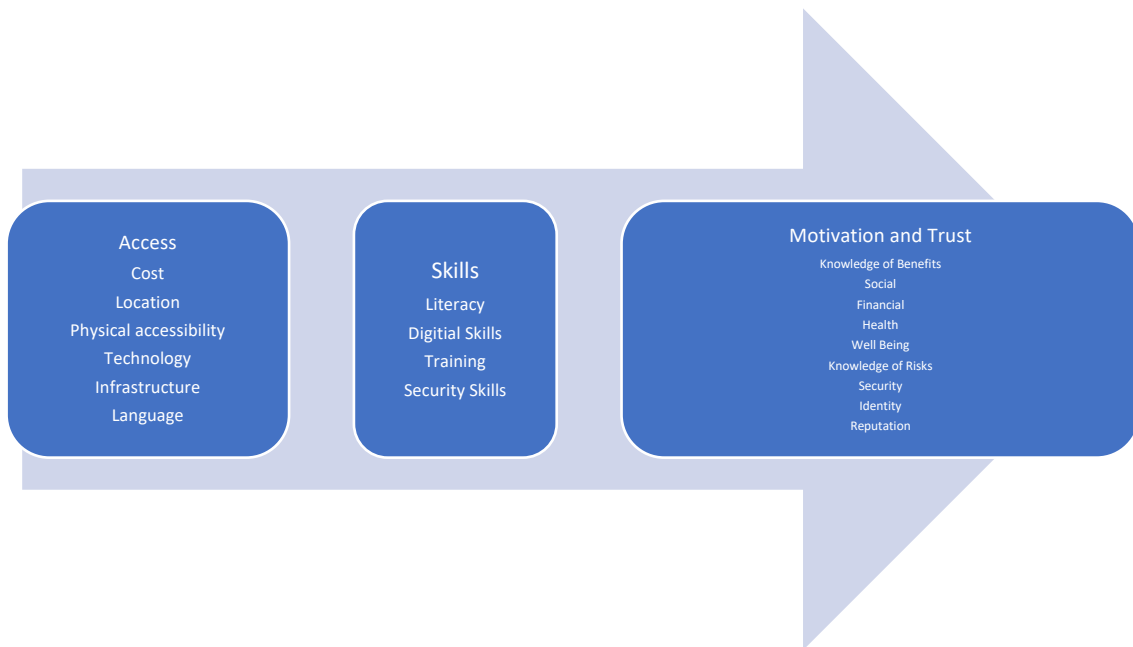
Loudoun County Digital Inclusion Strategy

Background

The Internet has transformed almost every aspect of private, public, and work life. It has underpinned the economy; from changing the way workplaces communicate to creating entire new industries. Through the Loudoun County Digital Inclusion Strategy, the public service is improving the effectiveness and efficiency of its internal processes, better supporting front line services across all channels, and improving service outcomes for staff and customers. As the Government moves towards more digital services, we need to ensure that residents are equipped with the access, skills, motivation, and trust to go online, to help those who want to be digitally capable to make the most of the internet for not only County, State, Health and Human services but for equity opportunities for education and business.

Digital technologies are now part of every aspect of modern society. However, the opportunities and advantages they bring are not enjoyed by the whole of the population. Digital Inclusion is about ensuring that the internet and technology revolution is relevant and accessible to disadvantaged groups and communities. Having access to the internet has become an essential utility and those who do not are disadvantaged in many ways from supporting their children with homework, to searching for employment through to accessing public services and saving from buying online.

Evidence shows that people not online can lack one or more of the following:



There are still people who lack access and the basic digital skills to benefit from the internet, for example an individual searching for a job, a business able to sell their products online, a charity being able to seek donations online. There are broader benefits as well in tackling social issues like isolation, health, and well-being.

Our VATI application and partnership with All Points Broadband (APB) have given us context and information specific to the Loudoun County situation. This strategy sets out recommendations for digital inclusion work for affected residents.

Digital exclusion affects some of the most vulnerable and disadvantaged groups:

- older people,
- vulnerable young people,
- people with disabilities,
- social housing tenants or people in poor quality private rented sector homes,
- low-income households.

For the Loudoun County, digital inclusion means:

Small businesses and voluntary organizations can benefit from:

- Increased efficiency and productivity – in terms of employees using internet-based applications to process work more efficiently.
- Increased sales opportunities – stemming from the application of technologies to reach customers.
- Increased demand for Information and Communications Technology (ICT) products and services – more access and use of the internet will lead to greater demand.
- Increased donations and access to potential volunteers.

The wider society benefits from:

- Decreased social exclusion – through involving members of marginalized groups in mainstream society activities.
- Enhanced working environment – through fostering a more stimulating working environment as well as flexible and remote working practices.

The wider economy can benefit from:

- Increased demand for the ICT industry – driving further innovation and efficiency gains.
- Increased competitiveness – through attracting inward investment.

County Partnerships and Support

Loudoun County's desired strategy is to support low income (as defined by state and federal definitions) and ensure that they have affordable access to the internet.

To support efforts to act in promotion of digital inclusion, the Strategy outlines some key community assets that can be built upon to help overcome barriers and challenges that make it difficult for specific groups to fully engage in our digital society. We would like to partner with internal County Departments to be able to message and reach citizens in need of support.

The Digital Inclusion Strategy offers a shared vision on digital inclusion between public, private, and voluntary sectors because, given the complexity and the multiple barriers people face to getting online, any intervention will require a partnership approach. A partnership working will help ensure the needs of digitally excluded people are addressed in a sustainable way.

Priorities and Outcomes

The definition of Loudoun County's Digital Inclusion Strategy encompasses three areas:

1. **Affordability** – affordable access to the internet and digital devices is still an issue for many people in the County.
2. **Accessibility** – Ranging from broadband connectivity and assistive technology to the design and provision of services to meet all users' needs.
3. **Digital Literacy and Skills** – being able to use computers, the internet and mobile technology such as smart phones.

How this can be achieved:

If approved, the Loudoun County-APB project will make FTTH (Fiber to the Home) service available to currently unserved locations in the County. Achieving universal broadband access has been a long-term objective of the County. All Points Broadband was selected as the County's co-applicant for this application because this project includes the locations in the County that remain unserved, completing the project will achieve universal broadband in the County.

Key Priority 1: *Raise awareness of digital inclusion*

Desired Outcomes

- Increased understanding of who is digitally excluded, and what interventions stand the best chance of making a real difference.
- An accessible and comprehensive point of reference is available for all activities that support digital inclusion.
- Small businesses better understand how digital technologies can help improve their business.

Key Priority 2: *Increase digital inclusion*

Desired Outcomes

- Increased commitment to and awareness of digital inclusion and why it is important to ensure everyone has the opportunity to get online.
- A wide range of stakeholders in the private, public, and voluntary sectors working together to align plans and co-ordinate activities to help maximize the benefits for the public.
- The voluntary sector and the private sector develop a closer working relationship.

Key Priority 3: *Empower citizens to be able to take advantage of digital technologies to enhance their quality of life*

Desired Outcomes

- Citizens have affordable access, support, and the right skills to benefit from the advantages of being online.
- Specific support is provided for those people in the community whose life challenges are adversely affected by an inability to readily use or access the internet, such as the elderly, those applying for jobs etc.

Loudoun County staff will partner with APB to articulate and share information on internet usage and skills. APB has also prepared an extensive marketing campaign to ensure that customers are promptly connected to the network to begin receiving service as soon as it is available. APB has dedicated a full-time sales manager who will oversee all marketing and adoption activities within the County and APB has allocated a marketing budget for the project in its first two years.

Loudoun County is proposing to address Digital Inclusion by:

1. Driving western Loudoun broadband deployment to increase internet connectivity and equity to achieve universal coverage of internet service in the County.
2. Throughout the VATI 24-month delivery timeframe, educate personnel through online methods, libraries, schools, parks and recreation classes and communication with All Points Broadband and their partners.
3. Continual progression for online County services as they can be made available.
 - a. Cost savings and increased efficiency and productivity – stemming from increasing use of online public services.
 - b. Supporting cost savings and increased efficiency and productivity stemming from increased access to online public services. Including advocating and supporting processes moving online through automation for citizens.
 - c. The most direct benefit to Loudoun County and residents will be felt through concentrating on Connecting, Engaging, Including, Integrating and Coordinating with those who need services.
4. Improved health and wellbeing - through increased awareness and access to information which has recently been shown as an important channel during COVID-19 information sharing.

The initial, pre-construction marketing phase will begin with a series of APB mailings to all serviceable locations in the project area, as well as a series of joint-marketing events and public meetings to be conducted in conjunction with community organizations. APB will also use its website, social media platforms, and yard sign ads in the project area to market the service.

APB will also leverage NOVEC customer communication and marketing channels to inform potential customers of the project who are NOVEC members. This will include direct communications from NOVEC to NOVEC's members within the project area via email and regular mail, inclusion of information about the project in NOVEC's monthly magazine for members and use of NOVEC's website and social media channels to inform potential customers.

During the pre-construction marketing phase, all marketing communications will direct potential customers to APB's Crowd Fiber tool to register their desire to subscribe to service as soon as it is available, and to inform APB as to how each potential customer desires to be contacted in the future regarding construction progress and service availability. APB will use the Crowd Fiber tool to accept pre-registrations from customers and to keep those customers informed regarding the deployment schedule, so that these customers will be ready to subscribe and receive service as soon as it is available at their locations.

APB has developed a Digital Inclusion Academy through Google for Education, based on best practices and recommendation from the National Digital Equity Center, the National Digital Inclusion Alliance, and NTIA's BroadbandUSA toolkits, which includes courses such as "Use Digital Tools for Everyday Tasks", "Avoid Online Scams", "Build Healthy Digital Habits", "Edit Your Resume", and others of a similar nature. All Points will offer free access to this Academy and all related courses to all locations within the proposed project area and all County residents.

Key Individual	Roles and Responsibilities	Previous Experience
<i>Jimmy Carr – CEO (APB)</i>	CEO, APB	See below
<i>Sean Flora</i>	Director of Fiber Construction, APB	See below
<i>Brandon Ogilvie</i>	CFO, APB	See below
<i>Tom Innes</i>	SVP of Public-Private Partnerships, APB	See below
<i>Chuck Hogg</i>	SVP of FTTH Deployments, APB	See below
<i>Darren Glatt</i>	Partner and Co-Head of Infrastructure Investing, Searchlight Capital Partners	See below
<i>Ajit Pai</i>	Partner, Searchlight Capital Partners	See below
<i>Ed Diggs</i>	Manager, Rural Broadband, Dominion	See below
<i>Erin McClellan</i>	Loudoun County Assistant County Administrator – Project Executive Sponsor	See below
<i>John Bayliss</i>	Loudoun County Director, Information Technology – Project Department Sponsor	See below
<i>Dave Friedrich</i>	Loudoun County Assistant Director, Information Technology – Project Sponsor and Advocate	See below
<i>Chris Mullen</i>	Loudoun County Broadband Program Manager – Grant Management	See below
<i>Joyce Cruickshank</i>	Loudoun County Broadband Program – Document Management, Version Control and Marketing Support	
<i>Regina Meck</i>	Loudoun County Broadband Program Support – Financial Analyst	See below
<i>Barb Lawrence</i>	Loudoun County Grant Office	See below

Jimmy Carr, Chief Executive Officer

Jimmy is the Chief Executive Officer of All Points Broadband. In this role he is responsible for the Company’s strategic direction and is focused on expanding All Points’ portfolio of public-private partnerships to provide fiber-to-the-home access to currently unserved areas in partnership with investor-owned and cooperative electric utilities.

After growing a successful rural-focused internet service provider in another market, he founded All Points to bring state-of-the-art connectivity to underserved communities in Virginia, Kentucky and throughout the mid-Atlantic. Jimmy is a former member of the Board of Directors of the Wireless Internet Service Providers Association and former Chairman of its Government Affairs Committee. He represents the rural broadband industry on the Virginia Broadband Advisory Council and has testified before the U.S. Senate and Virginia General Assembly as an expert on rural broadband deployment.

Jimmy was the principal architect of All Points’ innovative strategy to partner with investor-owned and cooperative electric utilities to achieve universal FTTH access in APB’s partner jurisdictions. He led the APB team that developed and implemented this new approach with two electric utilities and five counties on Virginia’s Northern Neck and has developed the specific electric utility partnerships that will apply this approach for this project.

Before joining the telecommunications industry, Jimmy was an associate with the law firm of Sullivan & Cromwell LLP. He previously served as Virginia’s Assistant Secretary of Transportation in two administrations, directing legislative and regulatory affairs for six agencies with an annual budget in

excess of four billion dollars. He is also the founder and principal architect of the public-private partnership to build the 55-mile Virginia Capital Trail.

Jimmy earned a law degree and an MBA at the University of Virginia, where he was the Managing Editor of the *Virginia Law Review*, President of the JD/MBA society and inducted into the Raven Society. He is an Order of the Coif graduate of the law school and received the business school's Shermet Award and Faculty Award for Academic Excellence. Jimmy graduated from Davidson College *cum laude* and with departmental honors.

Sean Flora, Director of Fiber Construction

Sean Flora is All Points' Director of Fiber Construction, overseeing the Company's OSP engineering and construction activities. Sean and his team are responsible for delivering best-in-class, fiber-to-the-home networks to All Points' partners and customers.

Prior to joining All Points, Sean spent 19 years at Cincinnati Bell in roles of increasing responsibility, including Senior Manager of OSP Construction and Contracts and Senior Manager of OSP Engineering. Sean was instrumental in Cincinnati Bell's FTTH deployments in multiple states.

Sean has been recognized as an ICT Visionary by ISE Magazine. He has served on the Fiber Broadband Association's Technology Committee, as well as the Education Subcommittee for the past 5 years. Sean holds a B.A. in Communications from Northern Kentucky University.

Brandon Ogilvie, Chief Financial Officer

Brandon leads All Points Broadband's finance and capital investment initiatives and oversees its accounting and administrative functions. He launched his career in Silicon Valley managing high-frequency product lines for telecommunications and networking applications. After relocating to Virginia, he formed a renewable energy company with a team of talented individuals where, as CFO, he led the development and financing of bioenergy facilities with rated outputs up to 50 MW. More recently he served as President and CFO of a national fuel distributor for five years.

Brandon earned an MBA from the University of Virginia's Darden School of Business where he was inducted into the Raven Society, received the Shermet Award, and was awarded the Thomas G. Labrecque Scholarship for Ethics. He graduated from Purdue University with highest distinction earning a B.S. and M.S. in Civil Engineering.

Tom Innes, Senior Vice President, Public-Private Partnerships

Tom works with All Points' partners to structure public-private partnerships that bring high-quality, FTTH broadband to unserved areas. He also manages APB's human capital functions.

Tom holds an MBA and a Master of Arts in Public Policy from the College of William & Mary. Prior to William & Mary, Tom was a civil engineer at The Louis Berger Group. He graduated from the Virginia Military Institute, where he earned a B.S. in Civil Engineering. He is a native of Richmond, Virginia and is an Eagle Scout.

Chuck Hogg, Senior Vice President for Fiber to the Home

Chuck is All Points' SVP for Fiber to the Home deployments and technical lead for All Points' groundbreaking partnerships with electric utilities. Prior to joining All Points, Chuck co-founded and spent 13 years growing Shelby Broadband, a highly successful, rural-focused ISP acquired by All Points in 2018.

Chuck is a recognized industry leader and pioneer in the conversion of fixed wireless networks to FTTH. He has served on the Board of the Wireless Internet Service Providers Association for 10 years and currently serves as its Vice Chairman. Chuck's career has included owning and partnering in various internet and technology companies, including Shelby Broadband, QuickLink Wireless, VIA Studio, FatHosting, AC Ventures, and Avolutia Ads. Chuck earned his BSBA in Information Systems from Xavier University.

Darren Glatt, Director and Operating Partner

Mr. Glatt is a Partner and Co-Head of Infrastructure Investing at Searchlight Capital Partners, overseeing the firm's efforts in the Technology, Media and Telecommunications ("TMT") sectors. Mr. Glatt is actively engaged in All Points' public-private partnerships. Prior to joining Searchlight in 2013, Mr. Glatt worked as a Partner in the Private Equity Group at Apollo Management, L.P., where he focused on both equity and credit investing in a range of industries that included TMT, Consumer, Leisure and Shipping, among others. Mr. Glatt also held positions at Apax Partners and The Cypress Group. He started his career at Bear Stearns in 1998 in New York. Mr. Glatt is currently a member of the Boards of Bezeq and B Communications Ltd., and formerly a member of the Boards of Charter Communications, Rackspace, Ocean Outdoor, PatientPoint, MediaMath, 160over90, PlayPower, Veritable Maritime and Core Media. Mr. Glatt received a BS from The George Washington University and an MBA from Harvard Business School.

Ajit Pai, Director and Operating Partner

Ajit Pai is a Partner at Searchlight Capital Partners who focuses on the firm's broadband and digital infrastructure efforts and is one of Searchlight's representatives on All Points' Board of Directors. Ajit served as Chairman of the FCC from January 2017 until January 2021. During Pai's tenure at the FCC as both Commissioner and Chairman from 2012-2021, he implemented major initiatives to help close the digital divide including the Connect America Fund and the Rural Digital Opportunity Fund; advance U.S. leadership in 5G, Open Radio Access Networks, Wi-Fi 6, and other wireless technologies; promote innovation; protect consumers, public safety, and national security; and make the agency itself more open, transparent, and data-driven. Earlier in his career, he served in various positions of increasing responsibility at the FCC, the U.S. Department of Justice, and the U.S. Senate. Before becoming a Commissioner at the FCC, he worked as a Partner at the law firm of Jenner & Block and served as in-house counsel at Verizon. Mr. Pai graduated with honors from Harvard University in 1994 and from the University of Chicago Law School in 1997.

Ed Diggs, Manager, Rural Broadband Program

Mr. Diggs is a Manager in Dominion Energy Virginia's Rural Broadband Program and will be responsible for coordinating the company's participation in this project. Mr. Diggs led Dominion's Rural Broadband Program during its pilot phase and was instrumental in creating the framework that Dominion and All Points now apply to all of their coordinated projects to deliver universal FTTH broadband in currently unserved areas.

Prior to launching Dominion's Rural Broadband Program, Mr. Diggs held a series of roles of increasing responsibility within the Company, including Project Manager, Right of Way Design Supervisor and Electric Distribution Design Supervisor.

The County personnel assigned to the project are as follows:

Erin McClellan – Assistant County Administrator

Erin McClellan - Erin McLellan oversees the Departments of Parks, Recreation and Community Services, General Services, Information Technology, the Office of Emergency Management and the Office of Mapping and Geographic Information. As the County's CFO Erin provided strategic leadership and management over key areas to include procurement, finance, debt management, capital and operating budget policy and planning, fiscal analysis, program audit and grants management. I also led organization-wide initiatives in special focus areas such as internal operations coordination, space planning, and information technology investment and fiscal analysis of land use and economic development opportunities.

John Bayliss – Director Information Technology

John Bayliss – John Bayliss has more than 20 years of professional experience in administering and managing enterprise-level information systems for local governments. He has served in several key technology roles in Arlington County, most recently as chief technology officer since 2018.

As the director of the Department of Information Technology, Mr. Bayliss oversees various programs including IT infrastructure and customer service, enterprise systems support, technology services, security, and IT project management. The department also works to promote broadband services for the residents and business of Loudoun County. The department administers the county's cable television franchises, provides staff support to the Loudoun County Communications Commission, provides technology systems and services to the county government and Loudoun County Public Schools, and radio communications services to the county's public safety agencies.

Dave Friedrich – Assistant Director Information Technology

Dave Friedrich – Dave Friedrich is a technology leader with over twenty years' skilled in all phases of a project life cycle, from design through implementation and enhancement. Successfully delivered cost-effective, high-performance technology solutions for annual multi-million-dollar budgets and managed diverse operating units that demonstrated excellent process and strategy development skills.

Chris Mullen - Broadband Program Manager – Grant Management

Chris Mullen- Chris Mullen is an accomplished Telecommunications professional with 20+ years of management experience in bringing state-of-the-art high-tech products to market. Broad experience in sales, marketing, financial analysis, and operations management. Exceptional communication, interpersonal and leadership skills. Excellent background in staffing professional teams, problem solving and negotiations.

Joyce Cruickshank - Broadband Program – Document Management, Version Control and Marketing Support

Joyce Cruickshank – Joyce Cruickshank is an innovative and consistent top performer focused on enhancing services to optimize the customer experience. Recognized for strengths in project management, operational oversight, and process improvement. Solutions-focused and driven, sought after for technical and operational expertise, valued as a business partner, and successful in delivering on the company’s mission.

Regina Meck - Broadband Program Support – Financial Analyst

Ms. Meck is a financial analyst for Loudoun County.

Barb Lawrence - Loudoun County Department of Finance and Budget

Barb Lawrence – Department of Finance and Budget for Loudoun County. For over 28 years Barb has been involved in grants management, compliance, operations, management, grant development, quality, and administration. A passionate educator, fundraiser, and public policy advocate for over 30 years Barb has also worked in public schools, higher education, the non-profit sector, and healthcare.