AWARD NUMBER: NT10BIX5570017 DATE: 05/16/2013

QUARTERLY PERFORMANCE PROGRESS REPORT FOR BROADBAND INFRASTRUCTURE PROJECTS									
General Information									
1. Federal Agency and Organizational Element to Which Report is Submitted	2. Award Identific	ation Number	3	3. DUNS Number					
Department of Commerce, National Telecommunications and Information Administration	NT10BIX557001	17		188655898					
4. Recipient Organization			I						
Executive Office of the Commonwealth of Penns	ylvania (Office of <i>i</i>	Administration	n) 225 Cap	oitol Building, Harrisburg, PA 17120-0001					
5. Current Reporting Period End Date (MM/DD/YYY	Y)	6. Is this the I	last Report	of the Award Period?					
03-31-2013			○ Yes ● No						
7. Certification: I certify to the best of my knowledg purposes set forth in the award documents.	e and belief that th	is report is cor	rrect and co	omplete for performance of activities for the					
7a. Typed or Printed Name and Title of Certifying O	fficial	7c.	Telephon	e (area code, number and extension)					
Holly Caudill		7174257650							
	7d.	7d. Email Address							
Administrative Officer		hcaudill@state.pa		ate.pa.us					
7b. Signature of Certifying Official		7e.	7e. Date Report Submitted (MM/DD/YYYY):						
Submitted Electronically		05	05-16-2013						

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Project Indicators (This Quarter)

1. Please describe significant project accomplishments completed during this quarter (600 words or less).

During the first quarter of 2013, we completed the environmental assessment and historic preservation review for the sites that will take our network into Sullivan County.

Our project remains at 69 of 71 microwave radio connections completed to date. The remaining two links are located in Lycoming and Sullivan counties which received significant snowfall during the first quarter preventing tower crews from accessing the sites. These two remaining links are now scheduled to be completed in May of 2013 once the snow has melted and the winds have calmed. With the completion of the switching equipment acceptance testing late in the fourth quarter, we received and paid over \$9M in invoices for equipment and services within the first quarter.

We continue to work with two last mile providers to connect community anchor institutions to our network and have finalized an agreement for our working relationship. Formal contracts remain to be signed with these entities that define the term and pricing of services provided.

The pilot project to test TV White Space equipment in the northern tier of Pennsylvania has ended without the success that we had hoped for. The vendor that we were working with was not able to resolve software issues leaving us unable to move forward. We successfully connected directly to 4 community anchor institutions during the first quarter and aggressively surveyed, planned and designed the remaining last-mile solutions.

2. Please provide the percent complete for the following key milestones in your project. Write "0" in the Percent Complete column and "N/ A" in the Narrative column if your project does not include this activity. If you provided additional milestones in your baseline plan, please insert them at the bottom of the table. Unless otherwise indicated in the instructions, figures should be reported cumulatively from award inception to the end of the most recent reporting quarter. Please provide a narrative description if the percent complete is different from the target provided in your baseline plan (300 words or less).

	Milestone	Percent Complete	Narrative (describe reasons for any variance from baseline plan or subsequent written updates provided to your program officer)
2a.	Overall Project	86	Our project made significant progress during the first quarter with the receipt and payment of invoices for the switching equipment as well as the services to install a majority of the equipment purchased as part of the project. The payment of these invoices allowed us to get to 86% complete for the overall project.
2b.	Environmental Assessment	100	This milestone is complete.
2c.	Network Design	90	This milestone is on schedule. The network design that remains to be completed is in regard to the connections to our last mile service providers and Community Anchor Institutions. The design for those connections has been determined; however, until they are complete and the invoices paid, we are unable to show an increase in progress.
2d.	Rights of Way	0	N/A This milestone does not apply to our project.
2e.	Construction Permits and Other Approvals	0	N/A This milestone does not apply to our project.
2f.	Site Preparation	96	This milestone remains on schedule.
2g.	Equipment Procurement	92	During the first quarter of 2013, we made significant progress on the Equipment Procurement milestone. With the completion of our switching equipment upgrades, we were able to receive and pay a significant number of invoices. The items remaining in this category are for connections to the last mile service providers and community anchor institutions. This milestone is on schedule.
2h.	Network Build (all components - owned, leased, IRU, etc)	100	This milestone is complete.
2i.	Equipment Deployment	84	With the completion of our switching equipment upgrades, a majority of the invoices for services were received and then paid allowing us to show 84% completion of this milestone. The remaining expenditures in this category are for the installation of switching hub equipment as well as the installation of equipment to support our connections to last mile service providers and community anchor institutions.
2j.	Network Testing	86	With the receipt and payment of invoices for the acceptance testing of our switching equipment, we were able to make progress on this milestone. The remaining items within this milestone are expected to be completed within the second quarter. The expenditures that follow will likely fall near the end of the second quarter or early third quarter.

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	Milestone	Percent Complete	Narrative (describe reasons for any variance from baseline plan or subsequent written updates provided to your program officer)
2k.	Customer Other (please specify): Acquisition, Support and Billing	81	The remaining task within this milestone is dependent upon our final end to end test of the system which is scheduled for May of 2013. With successful completion of the test, the final invoice for the customer support and billing system will be received and paid.

3. To the extent not covered above, please describe any challenges or issues faced during this past quarter in achieving planned progress against the project milestones listed above. In particular, please identify any areas or issues where technical assistance from the BTOP program may be useful (600 words or less).

Due to the significant snowfall in the northern tier of Pennsylvania during the winter months, our crews were unable to get into many of our remote tower sites including the sites in Lycoming and Sullivan counties to complete the last two microwave radio connections. As the warmer temperatures of Spring move into Pennsylvania, we anticipate the snow will melt quickly and access will be restored. Our crews will complete these installations as quickly as the site and wind conditions allow for a tower climber to safely scale the structures.

The steep and tree-covered terrain of rural Pennsylvania continues to prove difficult for clear line-of-sight last-mile wireless solutions. GIS analysis might predict "close" line of sight, but only through manual investigation can actual radio frequency propagation be determined. In several instances, we will utilize 900MHz for fixed wireless last mile because it can penetrate up to ¼-mile of foliage obstruction. However, more potential CAIs have not materialized due to impenetrable foliage or actual ground obstruction."

4. Please report the following information regarding network build progress. Write "0" in the Total column and "N/A" in the Narrative column if your project does not include this activity. Unless otherwise indicated in the instructions, figures should be reported cumulatively from award inception to the end of the most recent reporting quarter. Please provide a narrative description if the total is different from the target provided in your baseline plan (600 words or less).

Indicator	Total	Narrative (describe your reasons for any variance from the baseline plan or any other relevant information)
New network miles deployed	0	N/A for this project. There are no NEW network miles included in the project.
New network miles leased	0	N/A for this project.
Existing network miles upgraded	1,035	We have completed 69 of the 71 microwave radio connection upgrades on the network by the close of the first quarter. This is no change from the previous quarter. The remaining two links will be completed during the spring season, once the snow and ice melt and the winds die down. The project remains on schedule.
Existing network miles leased	0	N/A for this project.
Number of miles of new fiber (aerial or underground)	0	N/A for this project.
Number of new wireless links	69	The project is on schedule with the deployment of upgraded microwave radio links. We have completed 69 of the 71 links to date with the final two scheduled for early in the second quarter of 2013.
Number of new towers	5	This key program indicator is complete.
Number of new and/or upgraded interconnection points	69	We have added two internet gateways to the network through two different last mile service providers– one in the middle of the network's footprint (KCnet), and the other at the western end (North Central). The actual nodes of the network are, literally, points of interconnection and this quarter the 69th node became operational.

For questions 5 and 6 please include information relating to agreements that you are negotiating or have entered into, or that your sub recipient, contractor or subcontractor is negotiating or entered into.

5a. If applicable, please provide the following information with regard to agreements with broadband wholesalers and/or last mile providers as a result of your project.

Indicators	
Number of signed agreements with broadband wholesalers or last mile providers	2
Number of agreements currently being negotiated with broadband wholesalers or last mile providers	0

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OMB CONTROL NUMBER: 0660-0037 EXPIRATION DATE: 12/31/2013

			Indicators								
	0			agreements (in quarters)	Average term of signed						
5b. Please list the names of the wholesale and last mile providers with whom you have signed agreements (100 words or less). Providers: Currently we have signed agreements with two last mile providers within the norther tier of Pennsylvania: KCNet of Lockhaven, Pennsylvania and North Central Regional Planning and Development Commission of Ridgway, Pennsylvania.											
 5c. What wholesale services are being provided by this project? Please describe below. As an attachment to this report, please provide pricing plans (in \$ per month) associated with each wholesale service provided by your product (100 words or less). Wholesale services description: We are offering Layer 2 MPLS Ethernet back haul that is not distance dependent, does not incur a per-hop charge, and is straightforward in price and application. The pricing plan contractually agreed-to with our two last mile providers is a revenue share, with the larger proportion of the share going to the last mile provider. Our two last mile providers will be allocated whatever bandwidth they require. Today's optimistic estimates are <50Mbps for each. Should a retail customer need only data backhaul (no Internet), we will sell to them directly and anticipate \$45 per month per physical port plus backhaul averaging \$50/Mbps. This generic MPLS Ethernet back haul will be offered in data rate increments; 1.5/3/10/20Mbps. These speed tiers are burstable with monthly charges adjusting based upon the percentage burst. For example, a 5Mbps service at \$250/month wanting a 50% burst (to 7.5Mbps) would incur a 10% fee increase; a 100% burst increase (to 10Mbps) would incur a 25% fee increase. We will enact non-recurring charges such as administrative setup fee of \$100; network setup fee of \$200; and physical setup fee at the remote site of \$450. Customers wilb be allowed to adjust data rates within the term of the contract provided that there is a minimum of 1 month between changes. Each change requires a 2-week advance notice. We will offer customers a 10% discount off of the total price when committing to a 2-year term, or 25% off of the total price for a 3-year term. 5d. If you have designated a third party to operate all or a portion of your network, please provide the name and contact information for this third party, indicate if this entity is a sub recipient, contractor, and/or subcontractor, and des											
ed	uctions, figures should be reported	e indicated in the instru	ess otherwise reporting qu	ata according to the type of subscriber. r serve a particular subscriber type. Unl d inception to the end of the most recent provided in your baseline plan (300 wor	project does not pass of cumulatively from award						
	e your reasons for any variance from t o or any other relevant information)		Total	Access Type	Subscriber Type						
mile	agreements with wholesalers or last mile eiving new access.	We have not signed a providers who are rec	0	Providers with signed agreements receiving new access	Broadband Wholesalers or Last Mile Providers						
	o two last mile service providers. Each iding their area of service through the us		2	Providers with signed agreements receiving improved access							
		Pennsylvania project.	0	Providers with signed agreements receiving access to dark fiber							
nstead of ble. At	Please identify the speed tiers that are available and the number of subscribers for each We have connected to two last mile internet service providers. We have allowed them to tell us what speeds they need instead of making them choose from what we chose to make available. At this point, we have provisioned 2 Mbps and 5 Mbps services.										
	our Pennsylvania State Police (PSP) sta work within the first quarter of 2013.		4	Total subscribers served	Community Anchor Institutions (including Government institutions)						
-	nected to the network are not receiving r	access.	0	Subscribers receiving new access							
	e connected directly to the network are ccess through our project that also serve ne connection that was in place.	receiving improved ac	4	Subscribers receiving improved access							
	k advance notice. We will offer the total price for a 3-year term he name and contact information <i>vith</i> specificity the portion of your he network. V/A" in the Narrative column if your the network. V/A" in the Narrative column if your a cutions, figures should be reported a narrative description if the total e your reasons for any variance for or any other relevant information agreements with wholesalers or last reiving new access. o two last mile service providers. E adding their area of service through the a part of the Commonwealth of o two last mile internet service prov m to tell us what speeds they need i from what we chose to make availa ovisioned 2 Mbps and 5 Mbps service our Pennsylvania State Police (PSF work within the first quarter of 2013. nected to the network are not receit re connected directly to the network access through our project that also service through the and the service through the and the total service through the total service (PSF work within the first quarter of 2013. The connected directly to the network are service through the total service the total service the service provent to tell us what speeds they need to the network are not receited to the networ	nge requires a 2-wee ar term, or 25% off of work, please provide the tractor, and describe we ge all or a portion of t he Total column and "I e indicated in the instru- arter. Please provide a Narrative (describe baseline plan We have not signed a providers who are rec We have connected to provider will be expan- our network. N/A. Dark fiber is not Pennsylvania project. We have connected to We have connected to We have allowed ther making them choose this point, we have pri- We have connected for to our broadband network. The CAIs that we con- access. The CAIs that we have receiving improved ac	es. Each cha ing to a 2-yea on of your net ind/or subcom arty to mana Write "0" in the ess otherwise reporting qui ds or less). Total 0 2 0 2 4 0	a minimum of 1 month between change bunt off of the total price when committed ted a third party to operate all or a portion is entity is a sub recipient, contractor, a marty operates (600 words or less). monwealth has not designated a third p ata according to the type of subscriber. r serve a particular subscriber type. Unit d inception to the end of the most recent provided in your baseline plan (300 wor Access Type Providers with signed agreements receiving new access Providers with signed agreements receiving access to dark fiber Please identify the speed tiers that are available and the number of subscribers for each Total subscribers served Subscribers receiving new access	provided that there is a customers a 10% disco 5d. If you have designa third party, indicate if th network this this third p At this point, the Comm 6. Please provide the da project does not pass of cumulatively from award different from the target Subscriber Type Broadband Wholesalers or Last Mile Providers Community Anchor Institutions (including Government						

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Subscriber Type	Access Type	Total	Narrative (describe your reasons for any variance from the baseline plan or any other relevant information)		
a	Please identify the speed tiers that are available and the number or subscribers for each	4	The four PSP stations that we connected to our network within the first quarter are each capable of receiving 40 Mbps.		
Residential / Households	Entities passed	0	N/A. This middle mile infrastructure project does not and will not connect to any residence or households directly.		
T	Total subscribers served	0	N/A. This middle mile infrastructure project does not and will not connect to any residence or households directly.		
٤	Subscribers receiving new access	0	N/A. This middle mile infrastructure project does not and will not connect to any residence or households directly.		
ę	Subscribers receiving improved access	0	N/A. This middle mile infrastructure project does not and will not connect to any residence or households directly.		
a	Please identify the speed tiers that are available and the number of subscribers for each	0	N/A. This middle mile infrastructure project does not and will not connect to any residence or households directly.		
Businesses E	Entities passed	0	N/A. This middle mile infrastructure project does not and will not connect to any businesses directly.		
T	Total subscribers served	0	N/A. This middle mile infrastructure project does not and will not connect to any businesses directly.		
٤	Subscribers receiving new access	0	N/A. This middle mile infrastructure project does not and will not connect to any businesses directly.		
٤	Subscribers receiving improved access	0	N/A. This middle mile infrastructure project does not and will not connect to any businesses directly.		
a	Please identify the speed tiers that are available and the number of subscribers for each	0	N/A. This middle mile infrastructure project does not and will not connect to any businesses directly.		

significantly longer periods of time. The contracts, currently in the signature process with our two last mile providers, are actually for twenty years with an ten year renewal option.

We will offer our customers access to the compound and space on an elevated, external platform for the placement of their own weather-proof equipment cabinet.

8a. Have your network management practices changed over the last quarter? O Yes O No

8b. If so, please describe the changes (300 words or less).

Our network management practices have not changed. Additional information is publicly available on our website.

9. Community Anchor Institutions:

Using the table below, please provide a list by service area of the community anchor institutions (including Government institutions) connected to your network as a result of BTOP funds. Figures should be reported for the most recent reporting quarter only (NOT cumulatively). Also indicate whether your organization is currently providing broadband service to the anchor institution. Finally, provide a short narrative description with examples of how institutions are using BTOP-funded infrastructure (300 words or less).

Institution Name	Service Area (town or county)	a (town Institution (as broadband		Narrative description of how anchor institutions are using BTOP- funded infrastructure
Pennsylvania State Police	Kane	Public Safety	to be determined	This CAI has connected to the network in order to use the capacity as a redundant broadband source. The applications that the link will be used for in the future are still being determined.
Pennsylvania State Police	Dubois	Public Safety	to be determined	This CAI has connected to the network in order to use the capacity as a redundant broadband source. The applications that the link will be used for in the future are still being determined.
Pennsylvania State Police	Couderspo rt	Public Safety	to be determined	This CAI has connected to the network in order to use the capacity as a redundant broadband source. The applications that the link will be used for in the future are still being determined.

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In	stitution Name	ution Name Service Type of Anchor Area (town Institution (as or county) defined in your baseline)		as broadband our service provider		Narrative description of how anchor institutions are using BTOP- funded infrastructure
Pe	nnsylvania State Police	Ridgway	Public Safety	to deterr	be nined	This CAI has connected to the network in order to use the capacity as a redundant broadband source. The applications that the link will be used for in the future are still being determined.
Proje	ct Indicators (Next	Quarter)				
Durin servic comp	g the second quar ces into Sullivan C lete at 71 of 71.	ter of 2013, v ounty. This a	ve are schedule accomplishment	d to comp will also t	lete the l ake our i	Deletion during the next quarter (600 words or less). ast two microwave radio connections which will take our number of upgraded miles to 1,064 and the number of links
serve Spec state	d/under-served re	sidential area e project the inty; +1 publi	as. following new co c television stati	onnections on in Clea	s: +3 Su arfield Co	tate connections to community anchor institutions and un- llivan County government; +2 Cameron County government; +1 punty; +1 critical care facility in McKean County. These projecte al to 12.
ind "l bleas iwarc	N/A" in the Narrativ e insert them at the	e column if ye bottom of the nd of the next	our project does e table. Unless o reporting quarte (300 words or les	not includ otherwise i er. Please	e this act ndicated	n your project. Write "0" in the Planned Percent Complete column ivity. If you provided additional milestones in your baseline plan, in the instructions, figures should be reported cumulatively from narrative description if the percent complete is different from the
	м	ilestone	F	Percent omplete	Narra	tive (describe reasons for any variance from baseline plan or any other relevant information)
2a.	Overall Project			97	2013. T with the	to have this milestone nearly complete within the second quarter of he only expenditures that we anticipate remaining would be associated end to end testing of the network and connections to last mile service s and community anchor institutions.
2b.	Environmental Ass	sessment		100	This mile	estone is complete.
2c.	Network Design			100	We plan payment	to complete this milestone within the second quarter of 2013 with the tof all remaining invoices.
2d.	Rights of Way			0	N/A Thi	s milestone does not apply to our project.
2e.	Construction Perm	its and Other	Approvals	0	N/A Thi	s milestone does not apply to our project.
2f.	Site Preparation			100		to complete this milestone within the second quarter of 2013 with the tof all remaining invoices.
2g.	Equipment Procure	ement		99	2013. T	to have this milestone nearly complete within the second quarter of he only expenditures that we anticipate remaining would be associated connections to last mile service providers or community anchor ns.
	Network Build (all (leased, IRU, etc.)	components -	owned,	100	This mile	estone is complete.
2i.	Equipment Deployment			98	2013. T	to have this milestone nearly complete within the second quarter of he only expenditures that we anticipate remaining would be associated connections to last mile service providers or community anchor ns.
2j.	Network Testing			92	2013. T	to have this milestone nearly complete within the second quarter of he only expenditures that we anticipate remaining would be associated end to end testing of the network.
	Other (please spec	Custom	-			to complete this milestone within the second quarter of 2013 with the

3. Please describe any challenges or issues anticipated during the next quarter that may impact planned progress against the project milestones listed above. In particular, please identify any areas or issues where technical assistance from the BTOP program may be useful (600 words or less).

During the second quarter of 2013, we will be evaluating the upgraded broadband network with an "end to end" test. This testing is

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designed to ensure that the network and its components operate reliably and in a manner that is to be expected. Should any components of this test not produce the results that are expected, it will delay final payment.

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Infrastructure Budget Execution Details

Activity Based Expenditures (Infrastructure)

1. Please provide details below on your total budget, cumulative actual expenditures (for the period ending the current quarter), and cumulative anticipated expenditures (for the period ending next quarter) for each line item, including detailed disbursements of both matching funds and federal funds from project inception through end of this quarter (actual) or next quarter (anticipated). Actual and anticipated figures should be reported cumulatively from award inception to the end of the applicable reporting quarter.

В	udget for Enti	re Project			als from Projec h End of Currei Period		Anticipated Actuals from Project Inception through End of Next Reporting Period			
Cost Classification	Total Cost (plan)	Matching Funds (plan)	Federal Funds (plan)	Total Cost	Matching Funds	Federal Funds	Total Costs	Matching Funds	Federal Funds	
a. Administrative and legal expenses	\$2,993,093	\$0	\$2,993,093	\$2,410,7	31 \$0	\$2,410,731	\$2,850,400	\$0	\$2,850,400	
b. Land, structures, right-of-ways, appraisals, etc.	\$5,873,400	\$5,125,890	\$747,510	\$5,873,4	00 \$5,125,890	\$747,510	\$5,873,400	\$5,125,890	\$747,510	
c. Relocation expenses and payments	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	
d. Architectural and engineering fees	\$2,997,474	\$0	\$2,997,474	\$1,959,7	50 \$0	\$1,959,750	\$2,807,461	\$0	\$2,807,461	
e. Other architectural and engineering fees	\$495,125	\$0	\$495,125	\$415,59	5 \$0	\$415,595	\$432,645	\$0	\$432,645	
f. Project inspection fees	\$1,600,436	\$0	\$1,600,436	\$1,378,8	54 \$0	\$1,378,854	\$1,477,364	\$0	\$1,477,364	
g. Site work	\$7,291,363	\$0	\$7,291,363	\$6,051,8	35 \$0	\$6,051,885	\$7,060,248	\$0	\$7,060,248	
h. Demolition and removal	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	
i. Construction	\$2,040,021	\$498,464	\$1,541,557	\$1,958,4	70 \$498,463	\$1,460,007	\$2,036,990	\$498,463	\$1,538,527	
j. Equipment	\$12,689,105	\$1,571,649	\$11,117,456	\$11,031,9	31 \$1,042,947	\$9,988,984	\$12,237,998	\$1,568,718	\$10,669,280	
k. Miscellaneous	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	
I. SUBTOTAL (add a through k)	\$35,980,017	\$7,196,003	\$28,784,014	\$31,080,6	16 \$6,667,300	\$24,413,316	\$34,776,506	\$7,193,071	\$27,583,435	
m. Contingencies										
n. TOTALS (sum of I and m)	\$35,980,017	\$7,196,003	\$28,784,014	\$31,080,6			\$34,776,506	\$7,193,071	\$27,583,435	
2. Program Incom reporting period.	e: Please prov	vide the progr	am income yo	ou listed in	your application	n budget and a	ctuals to date	through the e	end of the	
a. Application Budget Program Income: \$1,567,257 b. Program Income to Date: \$0										