AWARD NUMBER: NT10BIX5570047

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

| DATE: 11/22/2011 | | | | EXPIRATION DATE: 12/31/2013 | | |
|---------------------------------------------------------------------------------------------------|----------------------|--------------|----------------|------------------------------------------------|---|--|
| QUARTERLY PERFORMANCE PROC | RESS REPOR | FOR BI | ROADBAN | D INFRASTRUCTURE PROJECTS | | |
| General Information | | | | | | |
| Federal Agency and Organizational Element to Which Report is Submitted | ation Num | ber | 3. DUNS Number | | | |
| Department of Commerce, National Telecommunications and Information Administration | NT10BIX557004 | 17 | | 127973282 | | |
| 4. Recipient Organization | | | | 1 | _ | |
| Northwest Open Access Network 5802 Overlook | Avenue NE, Tacc | oma, WA 9 | 8422-1435 | | | |
| 5. Current Reporting Period End Date (MM/DD/YYY | Υ) | 6. Is this t | he last Repoi | rt of the Award Period? | _ | |
| 09-30-2011 | | | | ○ 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 | correct and | complete for performance of activities for the | | |
| 7a. Typed or Printed Name and Title of Certifying O | fficial | | 7c. Telephoi | ne (area code, number and extension) | | |
| Dave Spencer | | | 2083436477 | 7 | | |
| | | | 7d. Email Ad | ddress | _ | |
| | | | noanet@ch | nrsolutions.com | | |
| 7b. Signature of Certifying Official | | | 7e. Date Rep | port Submitted (MM/DD/YYYY): | | |
| Submitted Electronically | | | 11-22-2011 | | | |
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AWARD NUMBER: NT10BIX5570047

DATE: 11/22/2011

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

Project Indicators (This Quarter)

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

Construction was a primary focus and accomplishment over the third quarter time-frame. During the quarter, 175 miles of conduit and aerial miles were constructed, with accelerated production from multiple aerial, plow, and bore crews working statewide. Continuous permitting, Tribal approval, rights-of-way acquisition and bidding of the remaining segments were another focus for NoaNet and their Sub Recipients as we wind down this activity of the project. In Kind assets were attributed to the project to bring the percentage of Match Funds to Grant Funds in line with projections.

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 | 31 | With the 'booking' of our In Kind Match this metric improved from the last quarter actual. Though actual compared to baseline projection is lagging, progress towards meeting the Broadband Technologies opportunity Program guidelines is being made. Northwest Open Access Network anticipates a considerable amount of productivity towards narrowing the current gap between actual and baseline numbers over the next year and will reach the project timeline outlined by the BTOP Program. |
| 2b. | Environmental Assessment | 100 | No Variance. |
| 2c. | Network Design | 95 | No Variance. |
| 2d. | Rights of Way | 85 | Rights of Way acquisition continued as we approach the final phase of the three year time frame. Anticipation is to bring this metric in line with Baseline by the end of quarter one 2012. |
| 2e. | Construction Permits and Other Approvals | 85 | No Variance. |
| 2f. | Site Preparation | 55 | Site preparation will continue into the final year of the project as construction slated for year three of the project will have Site Preparation completed early into next year. This metric will be projected to meet Baseline by quarter two of 2012. |
| 2g. | Equipment Procurement | 80 | No Variance. |
| 2h. | Network Build (all components - owned, leased, IRU, etc) | 16 | Network Build metric will continue to lag as construction was originally forecasted to start much earlier in the project life cycle. All available resources will be utilized to bring this metric to baseline projections by the end of year three. The end of the quarter reflected over one hundred seventy miles of conduit and fiber placed bringing the percent completed to sixteen. Northwest Open Access is taking an aggressive approach to installing conduit so that when the February arrival of fiber is received, it can be expeditiously installed. |
| 2i. | Equipment Deployment | 35 | Equipment deployment will follow the Network Build metric and will attain the projections by quarter three of 2012. |
| 2j. | Network Testing | 10 | Network Testing will be performed as the build progresses and services are turned up. Current projections indicate this metric will lag until quarter three of the last year of the project timeline and follow the same metric as Network Build. |
| 2k. | Other (please specify): | 0 | N/A |

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).

An aggressive Baseline projection coupled with unanticipated challenges with cultural clearance and easement acquisition have created an on going challenge as it relates to measuring performance to the metrics originally forecasted. With delays in fiber shipments until February of 2012, Northwest Open Access has pursued an aggressive approach to putting in conduit and accomplished over 175 miles of conduit and fiber installation. With this reporting period we are seeing much higher weekly production

AWARD NUMBER: NT10BIX5570047

DATE: 11/22/2011

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

with over a dozen crews working statewide. We understand the issues surrounding this is beyond NTIA's control, but any assistance that can be provided would be greatly appreciated.

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 | 50 | Noanet, due to delayed delivery of fiber, is aggressively building conduit miles for fiber delivery in February of 2012. At the end of this reporting period NoaNet has successfully constructed 125 conduit miles. Combined, over 175 miles of aerial fiber, buried fiber, and conduit have been placed. Initial Baseline Projections had construction and Network Build components of the project starting in the third quarter of the project life cycle. All available resources within the time frame allowed will be utilized to insure completion and attainment of Baseline metric by quarter four of year two in the project. |
| New network miles leased | 0 | N/A |
| Existing network miles upgraded | 0 | N/A |
| Existing network miles leased | 0 | N/A |
| Number of miles of new fiber (aerial or underground) | 50 | See narrative under 'New network miles deployed' above. |
| Number of new wireless links | 0 | Original projections indicated that the "build" would have been higher than current actuals and is due to unanticipated delays associated with environmental, permitting, and easement processes. The wireless links will be incorporated into the project during quarter three 2012. |
| Number of new towers | 0 | Original projections indicated that the "build" would have been higher than current actuals and is due to unanticipated delays associated with environmental, permitting, and easement processes. The one new tower slated for the project will have a completion date in 2012. The additional six towers referred to in the Baseline are collocations and will be brought online with completion of the project. |
| Number of new and/or upgraded interconnection points | 3 | Original projections indicated that the "build" would have been higher than current actuals and is due to unanticipated delays associated with environmental, permitting, and easement processes. Interconnection points will be available as fiber routes are placed and services are turned up throughout the life of the project. |

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 | 43 |
| Number of agreements currently being negotiated with broadband wholesalers or last mile providers | 1 |
| Average term of signed agreements (in quarters) | 20 |

5b. Please list the names of the wholesale and last mile providers with whom you have signed agreements (100 words or less). Providers: The 43 signed agreements referred to above are comprised of 36 pre-existing wholesale customers of NoaNet with Agreement start dates pre-dating the Broadband Technology Opportunities Program award and seven (7) new agreements in the past five quarters. These contracts have non-disclosure provisions that prohibit public release of their specific names without prior consent. The list of pre-existing customers has been previously provided to NTIA under separate cover as "Privileged and Confidential" sales and marketing information.

DATE: 11/22/2011

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

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:

There are currently no wholesale services being provided as part of the construction of the project. Once service is turned up and able to allow for wholesale service, this metric will be reported.

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 describe with specificity the portion of your network this third party operates (600 words or less).

Sub Recipients:

Sawnet, c/o Sawtooth Technologies, 50 SE Cascade Ave, Stevenson, WA 98648 509-427-4865 Black Rock Cable, Inc., 1512 Fairview St., Bellingham, WA 98229 360-738-3116

Network drawings have been previously submitted.

6. Please provide the data according to the type of subscriber. Write "0" in the Total column and "N/A" in the Narrative column if your project does not pass or serve a particular subscriber type. 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 (300 words or less).

| Subscriber Type Access Type | | Total | Narrative (describe your reasons for any variance from the baseline plan or any other relevant information) | | | | |
|----------------------------------------------------------------------------|-------------------------------------------------------------------------------------------|-------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--|--|--|--|
| Broadband Wholesalers or Last Mile Providers | Providers with signed agreements receiving new access | 3 | As was indicated in previous metrics, construction of the network build will allow for wholesalers to connect and offer service as was planned. This metric will progress and exceed projections in the following quarter. | | | | |
| | Providers with signed agreements receiving improved access | 1 | As was indicated in previous metrics, construction of the network build will allow for wholesalers to connect and offer service as was planned. This metric will progress and exceed projections in the following quarter. | | | | |
| | Providers with signed agreements receiving access to dark fiber | 0 | N/A | | | | |
| | Please identify the speed tiers that are available and the number of subscribers for each | 4 | 10Mbps, 30Mbps, 50Mbps, 100Mbps, 1Gig, 10 Gig 2-10Mbps, 1-30Mbps, and 1-100Mbps | | | | |
| Community Anchor Institutions (including Government institutions) | Total subscribers served | 4 | Initial connections to Community Anchor Institutions began to take place this quarter. Initial projections had construction and subscribers starting in quarter three of year one. With the delay in construction this metric will lag into the final year of the project. The compressed construction schedule will require an accelerated rate of build to meet the allowed timeframe. | | | | |
| | Subscribers receiving new access | 3 | See narrative above. | | | | |
| | Subscribers receiving improved access | 1 | See narrative above. | | | | |
| | Please identify the speed tiers that are available and the number or subscribers for each | 4 | 2-10Mbps, 1-30Mbps, and 1-100Mbps | | | | |
| Residential / Households | Entities passed | 0 | N/A | | | | |
| | Total subscribers served | 0 | N/A | | | | |
| | Subscribers receiving new access | 0 | N/A | | | | |
| | Subscribers receiving improved access | 0 | N/A | | | | |
| | Please identify the speed tiers that are available and the number of subscribers for each | 0 | N/A | | | | |
| Businesses | Entities passed | 0 | N/A | | | | |

Milestone

Complete

other relevant information)

AWARD NUMBER: NT10BIX5570047

OMB CONTROL NUMBER: 0660-0037 EXPIRATION DATE: 12/31/2013 DATE: 11/22/2011

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|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Subscriber Type | | Access Type | • | Total | N | arrative (describe your reasons for any variance from the baseline plan or any other relevant information) |
| | Total subscri | bers served | | 0 | N/A | |
| | Subscribers | receiving nev | v access | 0 | N/A | |
| | Subscribers | receiving imp | roved access | 0 | N/A | |
| | Please identi available and subscribers f | the number | | 0 | N/A | |
| Please describe any None at this time in th | - | ngs you may | provide <mark>(600 w</mark> | ords or les | ss). | |
| 8a. Have your network | management | practices cha | inged over the | last quarte | er? | Yes No |
| 8b. If so, please descri N/A | be the change | s (300 words | or less). | | | |
| connected to your netw cumulatively). Also ind | please provide vork as a resul· licate whether | t of BTOP fur your organiz | nds. Figures s ation is curren | hould be re | eported ng broad | or institutions (including Government institutions) for the most recent reporting quarter only (NOT dband service to the anchor institution. Finally, provide a ed infrastructure (300 words or less). |
| Institution Name | Service Area (town or county) | Type of And Institution defined in y baseline | (as broad your service e) for institu | also the dband provider this ution? | Narrativ | e description of how anchor institutions are using BTOP- funded infrastructure |
| Deming Library | Deming | Librarie | s Yo | es | Broadba | and connections to assist schools and libraries with better connection speeds. |
| Kalama Library | Cowlitz | Librarie | s Y | es | Broadba | and connections to assist schools and libraries with better connection speeds. |
| Hoodsport Library | Mason | Librarie | s Ye | es | Broadba | and connections to assist schools and libraries with better connection speeds. |
| Mt. Baker School District | Deming | K-12 Scho | pol Ye | es | Broadba | and connections to assist schools and libraries with better connection speeds. |
| Project Indicators (Nex | rt Quarter) | | | | | |
| Continued construction completion of Rights of the contest throughout the three year time frame. New Network Miles Down Network Miles Les Total CAI Subscribers Number of Signed agree. Please provide the pand "N/A" in the Narrates | n activities will of Way and pe state. Sub Re Key indicator eployed- Burice eased-N/A Served (CAI's reements with percent comple ive column if y | I be the focu rmitting. Add cipient proje projections ed-314 Ae s Connected broadband vete for the foll your project d | s for the next ditional sites w cts will continu for the end of rial-219 To)- 10 wholesale or la lowing key mile loes not includ | quarter ald vill be reach ue to programme this quarter of tal-533 ast mile pressones in le this activ | ong with hed and ress as er are p oviders your provity. If y | oject. Write "0" in the Planned Percent Complete column ou provided additional milestones in your baseline plan, |
| | end of the nex | t reporting qu | uarter. Please | | | tructions, figures should be reported cumulatively from e description if the percent complete is different from the |
| | | | Percent | Narrati | ve (desc | cribe reasons for any variance from baseline plan or any |

RECIPIENT NAME: Northwest Open Access Network

AWARD NUMBER: NT10BIX5570047

DATE: 11/22/2011

| — . | , | | EAFIRATION DATE: 12/31/2013 | | | |
|-----|--------------------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--|--|--|
| | Milestone | Planned Percent Complete | Narrative (describe reasons for any variance from baseline plan or any other relevant information) | | | |
| 2a. | Overall Project | 48 | Expenditures are lagging baseline projections as an aggressive original forecast had construction beginning in year one of the project. This metric will lag into year three of the project life cycle. All available resources along with an expedited construction schedule will allow for an on time completion. | | | |
| 2b. | Environmental Assessment | 100 | 0-98-No Variance. | | | |
| 2c. | Network Design | 100 | No Variance. | | | |
| 2d. | Rights of Way | 90 | Rights of Way acquisition and permitting near completion as we approach the final year of the project life cycle. Any remaining rights of way and construction permits will be acquired in quarter one of 2012. | | | |
| 2e. | Construction Permits and Other Approvals | 85 | Rights of Way acquisition and permitting near completion as we approach the final year of the project life cycle. Any remaining rights of way and construction permits will be acquired in quarter one of 2012. | | | |
| 2f. | Site Preparation | 70 | Currently lagging Baseline projections as we enter in the final year of the project. Some additional site preparation is scheduled for projects slated for construction next year. This metric will be met in quarter two of 2012 as routes are being completed. | | | |
| 2g. | Equipment Procurement | 85 | No Variance. | | | |
| 2h. | Network Build (all components - owned, leased, IRU, etc.) | 30 | The Network Build metric, although lagging significantly compared to original Baseline projections, will be met as required by the Broadband Technology Opportunities Program guidelines. Additional resources will be deployed to meet the projections during the final year of the project. Northwest Open Access is taking an aggressive approach to installing conduit so that when the February arrival of fiber is received, it can be expeditiously installed. | | | |
| 2i. | Equipment Deployment | 45 | Equipment is being deployed as fiber routes are completed. Delayed fiber delivery forces equipment deployment to follow final fiber splicing projected in quarter three of 2012. | | | |
| 2j. | Network Testing | 20 | Network testing will be performed as the build progresses and services are turned up. Current projections indicate this metric will lag until quarter three of year three of the project. This metric will again mirror the Network Build schedule. | | | |
| 2k. | Other (please specify): | 0 | N/A | | | |

OMB CONTROL NUMBER: 0660-0037

EXPIRATION DATE: 12/31/2013

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).

Unfavorable weather may hamper construction progress and will be considered as we plan into future quarters. With delays in fiber shipments until February of 2012, Northwest Open Access has pursued an aggressive approach to putting in conduit. We understand the issues surrounding this is beyond NTIA's control, but any assistance that can be provided would be greatly appreciated.

DATE: 11/22/2011

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

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.

| Budget for Entire Project | | | | | from Project nd of Current 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 | \$1,385,673 | \$0 | \$1,385,673 | \$0 | \$0 | \$0 | \$0 | \$0 | \$0 |
| b. Land, structures, right-of-ways, appraisals, etc. | \$3,845,935 | \$3,574,685 | \$271,250 | \$3,446,687 | \$3,438,187 | \$8,500 | \$3,600,000 | \$3,500,000 | \$100,000 |
| c. Relocation expenses and payments | \$0 | \$0 | \$0 | \$0 | \$0 | \$0 | \$0 | \$0 | \$0 |
| d. Architectural and engineering fees | \$5,193,245 | \$0 | \$5,193,245 | \$3,509,870 | \$0 | \$3,509,870 | \$4,000,000 | \$0 | \$4,000,000 |
| e. Other architectural and engineering fees | \$2,136,368 | \$0 | \$2,136,368 | \$2,962,656 | \$0 | \$2,962,656 | \$3,500,000 | \$0 | \$3,500,000 |
| f. Project inspection fees | \$8,194,858 | \$0 | \$8,194,858 | \$2,831,443 | \$0 | \$2,831,443 | \$4,000,000 | \$0 | \$4,000,000 |
| g. Site work | \$0 | \$0 | \$0 | \$0 | \$0 | \$0 | \$0 | \$0 | \$0 |
| h. Demolition and removal | \$0 | \$0 | \$0 | \$0 | \$0 | \$0 | \$0 | \$0 | \$0 |
| i. Construction | \$70,065,546 | \$11,209,538 | \$58,856,008 | \$6,870,011 | \$5,280,454 | \$1,589,557 | \$21,000,000 | \$6,000,000 | \$15,000,000 |
| j. Equipment | \$15,517,288 | \$7,414,371 | \$8,102,917 | \$13,270,584 | \$8,925,408 | \$4,345,176 | \$14,000,000 | \$9,000,000 | \$5,000,000 |
| k. Miscellaneous | \$207,678 | \$0 | \$207,678 | \$148,871 | \$0 | \$148,871 | \$160,000 | \$0 | \$160,000 |
| I. SUBTOTAL (add a through k) | \$106,546,591 | \$22,198,594 | \$84,347,997 | \$33,040,122 | \$17,644,049 | \$15,396,073 | \$50,260,000 | \$18,500,000 | \$31,760,000 |
| m. Contingencies | \$0 | \$0 | \$0 | \$0 | \$0 | \$0 | \$0 | \$0 | \$0 |
| n. TOTALS (sum of I and m) | \$106,546,591 | \$22,198,594 | \$84,347,997 | \$33,040,122 | \$17,644,049 | \$15,396,073 | \$50,260,000 | \$18,500,000 | \$31,760,000 |

^{2.} Program Income: Please provide the program income you listed in your application budget and actuals to date through the end of the reporting period.

a. Application Budget Program Income: \$0 b. Program Income to Date: \$0