OMB CONTROL NUMBER: 0660-0037

AWARD NUMBER: NT10BIX5570129 EXPIRATION DATE: 12/31/2013 DATE: 05/23/2013 QUARTERLY PERFORMANCE PROGRESS REPORT FOR BROADBAND INFRASTRUCTURE PROJECTS **General Information** 1. Federal Agency and Organizational Element to 2. Award Identification Number 3. DUNS Number Which Report is Submitted Department of Commerce, National Telecommunications and Information NT10BIX5570129 074746439 Administration 4. Recipient Organization Rockbridge, County of 150 S. Main St., Ste 6, Lexington, VA 24450-2359 6. Is this the last Report of the Award Period? 5. Current Reporting Period End Date (MM/DD/YYYY) 03-31-2013 No 7. Certification: I certify to the best of my knowledge and belief that this report is correct and complete for performance of activities for the purposes set forth in the award documents. 7a. Typed or Printed Name and Title of Certifying Official 7c. Telephone (area code, number and extension) 5404649656 Daniel Grim 7d. Email Address GIS Manager dan_grim@co.rockbridge.va.us 7b. Signature of Certifying Official 7e. Date Report Submitted (MM/DD/YYYY): 05-23-2013 Submitted Electronically

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Project Indicators (This Quarter)

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

The project's activities during this quarter have continued to be project management, cabinet site construction, fiber network construction, installing and testing fiber and DSL equipment, and reporting. The fiber contractor is making substantial progress on the construction of the network. Project management duties have included compliance and reporting documentation, Rockbridge Area Network Authority (RANA) board meetings, making contact with interested service providers, managing the delivery and inventorying of the DSL and fiber equipment, and managing the construction of both the cabinets and the fiber network. There has been 17 new backbone network miles deployed, bringing the total miles to 47 installed out of 63 total backbone miles. We have 1 new signed service provider agreement for a total of 1 signed service provider agreement. The project connected 10 CAIs during Q1 2013 bringing the total CAIs installed to 21. The project completed 10 DSL cabinets during Q1 2013 for a total of 23 DSL cabinets completed throughout the County.

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	78	The project has spent over 78% of the total project funds through this quarter. This is slightly less than the anticipated progress update provided in the subsequent 2012 Q4 PPR. Negative variance is due to the fact that our drawdown request at the end of this quarter was not reflected in this quarters finances.
2b.	Environmental Assessment	100	No variance
2c.	Network Design	100	No variance
2d.	Rights of Way	100	No variance
2e.	Construction Permits and Other Approvals	100	No variance
2f.	Site Preparation	80	No variance from the previous PPR. Negative variance from the baseline is explained by the delay in cabinet construction due to the environmental assessment submission and approval delay. It can also be attributed to the delay in the legal review of the cabinet site construction bid documents and the delay in contract preparation. The cabinet construction contract is signed and construction is underway. We are expecting CenturyLink to get back to us on the cabinet placement requirements for the remaining cabinets during the next quarter and for the cabinet contractor to be cleared to work in the remaining cabinet sites.
2g.	Equipment Procurement	100	No variance
2h.	Network Build (all components - owned, leased, IRU, etc)	80	No variance from the previous PPR. Negative variance from the baseline is due to delays with the environmental assessment, delay with the legal review of the network construction bid documents, delay in the legal preparation and review of the construction contracts, and lengthy data center contract negotiations. The data center construction is now complete. The cabinet and fiber network construction is underway. The fiber contractor has finished construction in downtown Lexington and they are making substantial progress throughout the County.
2i.	Equipment Deployment	60	No variance from the previous PPR. Negative variance from baseline is due to delays with the environmental assessment and legal reviews of the bid documents and the construction contracts. Cabinet and fiber network construction are underway and both contractors have been making substantial progress towards completion.

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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)
2j.	Network Testing 40		Previous PPR anticipated 50% completion of this milestone by the end of this quarter. Negative variance is due to scheduling issues with equipment vendors for installation and initial configuration of the fiber equipment. That has now been completed and network testing is underway. Negative variance from the baseline is due to delays with the environmental assessment and legal review of the network construction bid documents and preparation of the construction contracts, cabinet construction is underway but no DSL network equipment has been deployed. The data center contract negotiations also delayed the start of the data center construction, which is now complete.
2k.	Other (please specify): Grant Administration	91	No variance

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).

The fiber contractor is continuing to make substantial progress on the backbone construction. We have all of the easement issues cleared up along Forge Road and the route change that was submitted has been approved so the contractor is beginning to finish up the construction along Forge Road. Other issues have been with CenturyLink and getting them to complete their make ready but they have now begun their work that is needed and they are approximately halfway completed. This is allowing our contractor to begin doing aerial cable installation. We submitted a route change request to NTIA for approval of our business drops throughout the two cities and the county. This work was approved in our original submission we just didn't have the exact location for each drop at that time. We are currently waiting approval and once that is granted the contractor can begin construction of the connections.

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	47	The baseline plan indicated that there would be 100 new network miles deployed by the end of 2013 Q1. Negative variance is due to the delay in getting the environmental assessment submitted and approved as well as delay in the legal review of the network construction bid documents. There has also been a delay in the legal preparation and review of the fiber network construction contract and that delayed the start of construction. Also, we have submitted a couple route change requests that have reduced the total number of network miles than is shown in the baseline plan.			
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)	47	The baseline plan indicated that there would be 100 new network miles deployed by the end of 2013 Q1. Negative variance is due to the delay in getting the environmental assessment submitted and approved as well as delay in the legal review of the network construction bid documents. There has also been a delay in the legal preparation and review of the fiber network construction contract and that delayed the start of construction. Also, we have submitted a couple route change requests that have reduced the total number of network miles than is shown in the baseline plan.			
Number of new wireless links	0	N/A			
Number of new towers	0	N/A			

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Indicator	Total	Narrative (describe your reasons for any variance from the baseline plan or any other relevant information)
Number of new and/or upgraded interconnection points	1	The baseline plan indicated that there would be 2 new interconnection points deployed by the end of 2013 Q1. The 1 interconnection point that is now complete is the Data Center with fiber equipment installed and the core network equipment operating. We expect to have the 2nd interconnection point connected to the network during 2013 Q2. Negative variance is due to the delay in getting the environmental assessment submitted and approved as well as the delay in the legal review of the network construction bid documents. There has also been a delay in the legal preparation and review of the fiber network construction contract and that delayed the start of construction. Construction began in 2012 Q2.

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	1
Number of agreements currently being negotiated with broadband wholesalers or last mile providers	5
Average term of signed agreements (in quarters)	8

- 5b. Please list the names of the wholesale and last mile providers with whom you have signed agreements (100 words or less). Providers: We have a signed agreement with Rockbridge Global Village (RGV) and Shentel has committed to sign an agreement, we are still working with them to finalize the agreement. We have also been talking with Zayo, Blue Ridge Internet Works, CenturyLink, and MGW Communications about becoming service providers on the network.
- 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:

N/A

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).

RANA (Rockbridge Area Network Authority) will be operating the entire network. RANA has signed agreements with the County of Rockbridge for network handoff once construction and the grant period are complete. The current contact person for RANA information is RANA Project Lead Scott Robertson, 150 S. Main St., Lexington, VA 703-286-7415.

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	Nholesalers or Last Providers with signed agreements		The Baseline plan indicated that there would be 8 signed agreements by the end of 2013 Q1. Negative variance is due to the delay in getting the environmental assessment submitted and approved as well as the delay in the legal review of the network construction bid documents and contract. Construction began during 2012 Q2.		
	Providers with signed agreements receiving improved access	0	N/A		

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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)			
	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	0	No variance			
Community Anchor Institutions (including Government institutions)	Institutions (including Government Total subscribers served		The Baseline plan indicated that there would be 164 total CAIs served by the end of 2013 Q1. Negative variance is due to the delay in getting the environmental assessment submitted and approved as well as the delay in legal review of the network construction bid documents and the contract. We are expecting to be able to begin lighting up the CAIs in Lexington during 2013 Q2. Fiber has been installed in the completed CAIs.			
			The Baseline plan indicated that there would be 164 total CAIs served by the end of 2013 Q1. Negative variance is due to the delay in getting the environmental assessment submitted and approved as well as the delay in legal review of the network construction bid documents and the contract. We are expecting to be able to begin lighting up the CAIs in Lexington during 2013 Q2.			
	Subscribers receiving improved access	0	N/A			
	Please identify the speed tiers that are available and the number or subscribers for each	0	No variance			
Residential / Households	Entities passed	1,200	The baseline plan indicated that there would be a total of 1420 residents/households passed by the end of 2013 Q1. Negative variance is due to the delay in getting the environmental assessment submitted and approved as well as the delay in the legal review of the network construction bid documents and the contract. The network construction contract has been signed and construction is making substantial progress.			
	Total subscribers served	0	The baseline plan indicated that we would be serving a total of 560 residents/households by the end of 2013 Q1. Negative variance is due to the delay in getting the environmental assessment submitted and approved as well as the delay in the legal review of the network construction bid documents and the contract. The network construction contract has been signed and construction is making substantial progress.			
	Subscribers receiving new access	0	The baseline plan indicated that we would be serving a total of 560 residents/households by the end of 2013 Q1. Negative variance is due to the delay in getting the environmental assessment submitted and approved as well as the delay in the legal review of the network construction bid documents and the contract. The network construction contract has been signed and construction is making substantial progress.			
	Subscribers receiving improved access	0	N/A			
	Please identify the speed tiers that are available and the number of subscribers for each	0	No variance			
Businesses Entities passed		225	The baseline plan indicated that there would be a total of 260 businesses passed by the end of 2013 Q1. Negative variance is due to the delay in getting the environmental assessment submitted and approved as well as the delay in the legal review of the network construction bid documents and the contract. The construction contract has been signed and the contractor is making substantial progress.			
	Total subscribers served	0	The baseline plan indicated that there would be a total of 117 businesses served by the end of 2013 Q1. Negative variance is due to the delay in getting the environmental assessment submitted and approved as well as the delay in the legal review of the network construction bid documents and the contract. The construction contract has been signed and the contractor is making substantial progress on backbone construction. Also			

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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)
			another reason for delay has been the extensive approval process by the Environmental Assessment team on the requested business connection locations. Once we have final approval on the business connections, construction will begin.
	Subscribers receiving new access	0	The baseline plan indicated that there would be a total of 117 businesses served by the end of 2013 Q1. Negative variance is due to the delay in getting the environmental assessment submitted and approved as well as the delay in the legal review of the network construction bid documents and the contract. The construction contract has been signed and the contractor is making substantial progress on backbone construction. Also another reason for delay has been the extensive approval process by the Environmental Assessment team on the requested business connection locations. Once we have final approval on the business connections, construction will begin.
	Subscribers receiving improved access	0	N/A
	Please identify the speed tiers that are available and the number of subscribers for each	0	No variance
7. Please describe any s N/A	special offerings you may provide (600 w	vords or less).	
8a. Have your network i	management practices changed over the	last quarter?	○ Yes No
8b. If so, please describ N/A	e the changes (300 words or less).		
9 Community Anchor I	netitutions:		

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)	Type of Anchor Institution (as defined in your baseline)	Are you also the broadband service provider for this institution? (Yes / No)	Narrative description of how anchor institutions are using BTOP-funded infrastructure
N/A	N/A	N/A	N/A	N/A

Project Indicators (Next Quarter)

1. Please describe significant project accomplishments planned for completion during the next quarter (600 words or less).

For the next quarter, 2013 Q2 (April 1 through June 30), fiber construction is expected to continue and near completion. Cabinet site construction is also expected to continue and near completion. Both contractors are making substantial progress on construction and we expect that to continue. Once we receive final approval for the route change request for business connections, that construction work is expected to begin. We are expecting to be able to light up portions of the network as the initial testing of the fiber equipment is completed. We anticipate the project will be 95% complete during 2013 Q2 and 100% complete during 2013 Q3. We are anticipating to have 90 miles if backbone and drop connections installed, we plan to have 35 CAIs connected, and we are expecting to have 2 service provider agreements by the end of 2013 Q2. We are projecting to have the remaining 6 DSL cabinet sites completed and ready for DSL equipment.

2. Please provide the percent complete for the following key milestones in your project. Write "0" in the Planned 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 next 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).

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		Planned	
	Milestone	Percent Complete	Narrative (describe reasons for any variance from baseline plan or any other relevant information)
2a.	Overall Project	95	Estimated expenditures of \$9,521,000 represents over 95% of the total project funds. Baseline plan indicated 100% overall project completion by the end of the quarter. As has been explained in previous reports, delays in the submission and approval of the environmental assessment, data center design, data center contract negotiations, route engineering, delays in the legal review of the network construction bid documents and contracts, delays in getting the Rockbridge County-City of Lexington agreement and VDOT permits have set the project off of its baseline time line, and delays in the approval of the business connections approval by the Environmental Assessment team. However, data center construction is complete. Route engineering has been completed and construction for both the DSL cabinets and the fiber network are underway. All of the cabinets, conduit, and fiber is on site as well as the fiber and DSL network equipment. We are also expecting the fiber equipment testing and to begin lighting up sections of the network during 2012 Q2.
2b.	Environmental Assessment	100	No variance
2c.	Network Design	100	No variance
2d.	Rights of Way	100	No variance
2e.	Construction Permits and Other Approvals	100	No variance
2f.	Site Preparation	100	No variance
2g.	Equipment Procurement	100	No variance
2h.	Network Build (all components - owned, leased, IRU, etc.)	95	Baseline plan anticipated 100% completion of this milestone. Negative variance is due to delays with the environmental assessment, delay with the legal review of the network construction bid documents, delay in the legal preparation and review of the construction contracts, delay in the approval of the business connections approval by the Environmental Assessment team, and lengthy data center contract negotiations. The data center construction is complete. The cabinet and fiber network construction is underway. The fiber contractor has finished construction in downtown Lexington and other routes throughout the County, and they are making substantial progress now that they are working in the County.
2i.	Equipment Deployment	85	Baseline plan anticipated 100% completion of this milestone. Negative variance is due to delays with the environmental assessment and legal reviews of the bid documents and the construction contracts. Cabinet and fiber network construction are underway and both contractors have been making substantial progress towards completion. DSL equipment (DSLAMs, UPSes, patch panels, etc.) will be installed in the DSL cabinets as construction is complete at each of the 29 sites. Customers will be able to begin purchasing services on a rolling basis as soon as the equipment is installed. The data center construction is complete and W&L has installed their equipment and are operating their network out of the data center. Network equipment in fiber cabinets has begun. Portions of the network will be lit and customers will be connected on a rolling basis throughout next quarter 2013, Q2.
2j.	Network Testing	85	Baseline plan anticipated 100% completion of this milestone. Due to delays with the environmental assessment and legal review of the network construction bid documents and preparation of the construction contracts, cabinet construction is underway and DSL network equipment deployment has begun. The data center contract negotiations also delayed the start of the data center construction, which is now complete. Network testing has begun on the DSL equipment as well as the fiber equipment. Fiber vendors have completed the installation and configuration of the core and edge network equipment. The DSL equipment is continuing to be installed in the cabinets that are completed and testing of the DSL network will also be taking place during the next quarter, 2013 Q2. Network testing will continue on a rolling basis as additional fiber route segments are completed.
2k.	Other (please specify): Grant Administration	95	Negative variance is because the grant period extends into 2013 Q3 and that was not reflected in the baseline plan.

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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). CenturyLink is making progress on the make ready work that is needed for our contractor to install the aerial portions of the network. CenturyLink is also working on getting the DSL cabinet connections installed allowing the DSL cabinets to begin being online and offer services. We are currently waiting on the approval from NTIA/BTOP for the business connections. Once we have approval for the business connections construction will begin. We are expecting to be able to light up portions of the network as fiber equipment initial testing is completed.

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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.

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antioipatou rigaroo		portou ouman	activity from a	eption to the end of the applicable reporting quarter.						
В		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	\$35,150	\$0	\$35,150	\$20,806	\$6,242	\$14,564	\$25,000	\$7,500	\$17,500	
b. Land, structures, right-of-ways, appraisals, etc.	\$3,219,000	\$2,500,000	\$719,000	\$3,095,820	\$928,746	\$2,167,074	\$3,146,000	\$943,800	\$2,202,200	
c. Relocation expenses and payments	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	
d. Architectural and engineering fees	\$1,054,718	\$0	\$1,054,718	\$929,386	\$278,816	\$650,570	\$1,050,000	\$315,000	\$735,000	
e. Other architectural and engineering fees	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	
f. Project inspection fees	\$108,316	\$0	\$108,316	\$24,360	\$7,308	\$17,052	\$60,000	\$18,000	\$42,000	
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	\$2,973,056	\$497,171	\$2,475,885	\$2,096,442	\$628,933	\$1,467,509	\$2,970,000	\$891,000	\$2,079,000	
j. Equipment	\$2,239,010	\$0	\$2,239,010	\$1,474,050	\$442,215	\$1,031,835	\$2,000,000	\$600,000	\$1,400,000	
k. Miscellaneous	\$361,320	\$0	\$361,320	\$210,779	\$63,234	\$147,545	\$270,000	\$81,000	\$189,000	
I. SUBTOTAL (add a through k)	\$9,990,570	\$2,997,171	\$6,993,399	\$7,851,643	\$2,355,494	\$5,496,149	\$9,521,000	\$2,856,300	\$6,664,700	
m. Contingencies	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	
n. TOTALS (sum of I and m)	\$9,990,570	\$2,997,171	\$6,993,399	\$7,851,643	\$2,355,494	\$5,496,149	\$9,521,000	\$2,856,300	\$6,664,700	

^{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: \$1,382