

Memorandum of Understanding
Between
The Washington Utilities and Transportation Commission
And
CenturyLink, Inc.

Purpose

The Washington Utilities and Transportation Commission (UTC) and CenturyLink, Inc. (CenturyLink) enter into this Memorandum of Understanding to describe their respective roles in implementing a separate Memorandum of Understanding entered into by officials of Washington State, the Quileute Tribal Council, and CenturyLink on June 15, 2018. The parties entered into that Memorandum of Understanding to facilitate the expansion of broadband service to areas in and around La Push and Neah Bay, Washington

Duties of the Parties

1. Provision of funds
 - a. The UTC shall contribute up to \$800,000 in residual monies from the Qwest Performance Assurance Plan (QPAP) funds remaining in the Public Service Revolving Fund to reimburse CenturyLink for investments made to facilitate the expansion of broadband service to areas in and around La Push and Neah Bay, Washington.
2. Provision of broadband services
 - a. CenturyLink shall provide new fiber-optic transport and related broadband capable facilities to areas in and around La Push, Washington, including:
 - i. Areas in the vicinity of the Move to Higher Ground Project, and
 - ii. Areas in the vicinity of the residential and commercial areas of the lower village.
 - iii. The scope of work for the new facilities that CenturyLink shall provide in and around La Push is described in Attachment A to this Memorandum of Understanding.
 - b. CenturyLink shall provide upgrades to its existing broadband facilities in and around Neah Bay, including:

- i. To a site at Diaht Hill Road, and
 - ii. To a site at Cape Flattery.
 - iii. The scope of work for the upgrades that CenturyLink shall provide in and around Neah Bay is described in Attachment A to this Memorandum of Understanding.
- c. CenturyLink shall provide an upgrade to its facility at 282051 Makah Passage near Neah Bay, Washington, if a sufficient amount of the \$800,000 QPAP funds remain after completing the projects described in Sections 2.a and 2.b of this Memorandum to perform a meaningful upgrade. The scope of work for the upgrade at 282051 Makah Passage is described in Attachment A to this Memorandum of Understanding.
- d. All new or upgraded broadband facilities provided by CenturyLink under this Memorandum of Understanding shall be capable of providing at least 25 mbps, subject to reductions due to conditions outside of network control, such as customer location and the limits of other existing facilities.
- e. CenturyLink shall strive to complete the new facilities and the upgrades to its existing facilities in a timely manner, consistent with permitting, right-of-way acquisition, and construction schedules.

3. Billing

- a. CenturyLink shall submit letters to the UTC to certify the investments it has made to perform the duties described in Section 2 of this Memorandum. CenturyLink shall submit with these letters copies of relevant invoices or business records. CenturyLink shall submit these letters:
- i. After the investment of no less than \$100,000, but requesting reimbursement for no more than \$250,000; and
 - ii. Quarterly after the initial letter.
- b. The UTC shall reimburse CenturyLink for the investments described in CenturyLink's letters, subject to the provisions of Section 3.c of this Memorandum of Understanding. The UTC shall render this reimbursement to the address designated by CenturyLink.
- c. The UTC may, in its sole discretion, withhold reimbursement for investments made by CenturyLink if CenturyLink fails to complete the work or account for money invested as described in the letter certifying the investment.

- d. The UTC shall not make payments in advance or in anticipation of services or supplies to be provided by CenturyLink.

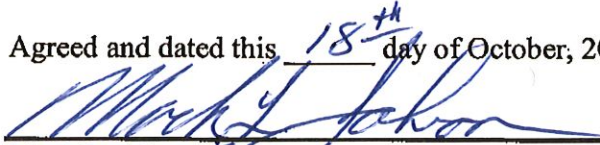
Duration

This Memorandum of Understanding shall remain in effect for a period of five years and may be renewed or amended with the consent of the parties. Any party may terminate this Memorandum of Understanding by providing the other party with six months' written notice.

Limitations

This Memorandum of Understanding creates no rights enforceable by non-signatories.

Agreed and dated this 18th day of October, 2018.



Mark L. Johnson, Executive Director, Washington Utilities and Transportation Commission



Mark Reynolds, Vice President NW Region, CenturyLink, Inc.



Attachment A

La Push

Fiber has been extended from Three Rivers, Mora Rd & Hwy 110 (aka La Push Rd.), to the current location of the town and Tribal Center. Fiber splice points allow access for CenturyLink to provision for future service order requests.

CenturyLink will intercept existing fiber on Hwy 110 to feed approximately 200 future homes and provide broadband service to existing homes and businesses in La Push. A C7 HDT/E7-2 & E7-20 Collector bay equipped with 10GE-4 cards will be placed in the Forks Central office and connect to the C7 Gateway to provision for the upgraded facilities. A 52E Qual Comm Remote cabinet equipped with a fiber distribution panel and an interface will be placed near the location of the proposed Move to Higher Ground project.

Neah Bay

Neah Bay is currently capped for new broadband customers due to bandwidth exhaust. To alleviate this issue, Neah Bay will utilize the same collector/gateway in Forks that is being deployed to enable broadband service in La Push. A new Optical Network Terminal in the Neah Bay Central Office will terminate on the E7-2 in Neah Bay and route back to the Forks Central Office. A 10GE4 card will be placed in the Beaver Central Office to establish a 10G ring between the E7-2 Collector and the E7-2 shelf. A 20G Link Aggregation will be established between Beaver and the 7750 switch in Montesano for the new broadband uplink. A second 10GE4 card will be placed for redundancy in the Neah Bay Central Office to establish a 10G between Neah Bay and Beaver to create a ring using the existing 10G chain (Beaver/Clallam Bay/Neah Bay).

CenturyLink will place approximately 23,000' of buried fiber and will replace the existing copper fed DLC remote cabinets at both Diaht Hill Rd RT and Cape Flattery locations. Customers will be cutover to new fiber fed CALIX EC48 DSLAM's.

A third location at 282051 Makah Passage will require an additional 10,500' of buried fiber and a new fiber fed CALIX EC48 DSLAM to enable broadband service in that portion of Neah Bay. This element of the Neah Bay build is tentative depending on the final amounts expended on the La Push and other Neah Bay projects to ensure there are sufficient funds to cover project costs.