

Applicant Information

| | |
|--------------------------------------|--|
| Company Name | WINDSTREAM NORTH CAROLINA, LLC |
| Address | Windstream 4001 North Rodney Parham Road Little Rock, AR 72112 |
| Website | WWW.Windstream.com |
| Federal Tax ID | |
| DUNS # | 790955616 |
| System Award Management (SAM.Gov) ID | DD9YCCLNSNJ4 |

| Authorized Representative | | Authorized Representative (Alternative) | |
|---------------------------|-------------------------------|---|-----------------------------------|
| Full Name | Jason Tompkins | Full Name | Paul Jarvis |
| Contact Title | Principal-Government Programs | Contact Title | Staff Manager-Government Programs |
| Phone Number | 5015172341 | Phone Number | 5017483511 |
| E-Mail | jason.tompkins@windstream.com | E-Mail | Paul.F.Jarvis@Windstream.com |

Grant Administrator & Company Name(if applicable):

| | |
|----------------|--|
| Full Name | |
| Contact Title | |
| Telephone | |
| E-Mail | |
| Website | |
| Federal Tax ID | |
| Address | |

Project Information

| | | | |
|--|--------------------------------------|--------|-----|
| Project Title | Windstream North Carolina, LLC – Lee | | |
| Project Cost | \$344,949 | | |
| County | Lee | Tier # | 002 |
| Estimated # of Households with improved access | 85 | | |
| Estimated # of businesses with improved access | 2 | | |
| Base Speed - Minimum Download/Upload | Greater than 100:100 Mbps | | |

Project Description (provide a brief summary of the project)

Project Summary – Windstream North Carolina, LLC – Lee County
Windstream proposes to bring 87 eligible locations (85 Households and 2 Businesses), to a speed of 1 gigabyte symmetrical service. The cost of this project is estimated to be \$344,949, which would result in funding of \$172,475, at 50% match. The engineering model used for this design is the current Windstream version of Fiber to the Premise (FttP) and reflects Windstream Engineering's view of the most cost-effective approach to maximizing broadband in the funded areas. Construction will begin upon contract award and be complete 24 months after the final contract execution date.

Windstream's proposed project contains eligible locations in Lee County, North Carolina. Lee County has committed to providing a 49% funding of Windstream's required match, up to \$22,050, from the county's Federal ARPA funds, should Windstream be awarded this project.

Has the applicant entered into a partnership for this project as defined in S.L. 2019-230?

No

Checklist Details

1) Statement of Qualifications (Please provide a detailed description of qualifications and experience with the deployment of broadband):

Windstream is a long-trusted community partner for telecommunications and has been delivering broadband service in the State of North Carolina and Lee County for several years.

Today, Windstream offers internet access to more than 4.5 million locations across our footprint.

Windstream has a track record of successful fiber broadband and gigabit last-mile networks deployments with next generation fiber-to-the-premises (FttP) infrastructure passing more than 1,115,000 sites, including approximately 958,000 consumer and 157,000 business locations company-wide.

Windstream added more than 55,000 broadband subscribers in 2021, while delivering its 15th consecutive quarter of consumer broadband growth. Of those 55,000, about 65% of the new subscriber growth was on fiber.

The company supplies core transport solutions on a local and long-haul fiber network spanning more than 169,000 route miles.

Checklist Details

Windstream provided telecommunications service to 1.29 million active consumer customers by the end of 2021. The number of total broadband customers within the company has grown to approximately 1.1 million.

In addition to DSL and FttP infrastructures, Windstream also offers cable broadband access to 114,000 households in five markets with about 41,300 active cable broadband customers.

Windstream Benefits

- Windstream has a track record of successful fiber broadband deployments in rural areas.
- We can optimize our builds to deliver a premium solution for the lowest investment.
- Our existing fiber network is a great foundation for expansion in local communities.
- We have some of the best engineers and in-house construction leaders in the industry.
- Our scale allows us to buy materials in bulk ensuring the best materials possible at attractive prices.
- We have deep roots in the communities we serve.

Windstream's expertise extends beyond the executive, technical and operational. We are also experienced at identifying locations in need of improved broadband services, securing grant agreements, and satisfying build requirements for local, state, and federal network communications construction projects.

The company has dedicated teams with the experience needed to support government broadband programs and design, construct, and operate middle-mile and last-mile infrastructure meeting project standards. Windstream also has experienced groups that deal directly with government programs including a Kinetic Strategy/Program Management team focused on analytics, governmental project development and program administration. A Community Engagement and State Government Affairs team is dedicated to building relationships with communities, local governments, legislators, electric cooperatives, and others to support the deployment of rural broadband. The company recently created a new engineering and fiber construction organization to manage broadband expansion across its footprint.

Windstream maintains working relationships with contract engineering and outside plant construction companies, in order to deliver upon its continued commitment to expand its fiber network. A mix of internal and external labor will be utilized to complete projects by the committed timeframe.

Project Management teams oversee deployment efforts. They monitor the different aspects of a project to see that it is completed to specifications, on time and in budget. A highly trained group of technicians and specialists make up the Local Operations division. Once construction of a project is completed, this team provides local support and maintenance to ensure customers receive quality service.

Windstream has a long history of partnering with and exceeding expectations of governmental agencies to further broadband speeds across rural America. Most of the grant projects we have undertaken also included financial investments from Windstream in varying levels of matching funds. Windstream has participated in national programs such as Connect America Fund Phase II (CAF II), CARES and the Rural Digital Opportunity Fund (RDOF) Phase I auction. The company is also participating in NTIA and ARP grant programs.

Windstream fully met its obligations under CAF II by the program deadline. CAF II, which began in 2015, allowed the company to bring program-required or better speeds to more than 400,000 rural homes across 17 states.

Windstream was the recipient of state CARES Act grants in Arkansas and Nebraska. These programs focused on deploying symmetrical gigabit speed access via FttP in expedited timelines with total supported locations of 1,500 in Arkansas and 1,000 in Nebraska. The project results far exceed their Community Connect commitment to build FttP to 239 locations. The next round of Arkansas CARES just awarded Windstream \$46 million to deliver fiber to 5,000 eligible households. This work will benefit another 10,000 households that exceed the state required minimum speed but are still unserved by 1 gigabit symmetrical fiber service. Though the program allows for up to 100% of the cost to be billed to the program, Windstream is contributing \$17 million of its own capital to the projects.

Most recently, Windstream was awarded funding for 12 fiber projects in the Nebraska BRIDGE program.

Windstream has been an active participant in the FCC's Rural Digital Opportunity Fund (RDOF) Phase I auction, a program designed to bring broadband to rural locations across the country. Windstream was the fifth-largest winner in the auction, targeting \$523 million to bring fiber to the home services to needy locations in and adjacent to the existing Windstream footprint. To date in 2022 the FCC has formally authorized Windstream's bids in 16 states covering 172,000 locations. Authorization is expected in the remaining 2 states within the next month, bringing the total covered locations to 193,000.

In another example of working with local governments, Windstream and the City of Grayson, Kentucky recently announced an ambitious initiative to transform Grayson into one of the Bluegrass State's few "Gig Cities" with a broadband expansion project which will extend high-speed internet access to 1,422 households and businesses. Grayson designated \$250,000 of its American Rescue Plan Act (ARPA) funds toward the fiber project, and Windstream will invest more than \$685,000.

Windstream is a private company operating on a sound financial basis and is backed by a \$500 million secured revolving credit facility.

2) Assessment of the current level of broadband access in the proposed deployment area – supporting data may be uploaded if applicable:

Current Level of Broadband Access

Windstream is submitting a proposal (under our subsidiary Windstream North Carolina, LLC) to build fiber to 87 locations in Lee County, North Carolina. All 87 locations meet the following criteria:

Located within a census block that is unclaimed or claimed at speeds that are less than 25 Mbps download and 3 Mbps upload (25/3 Mbps) per non-

Checklist Details

Windstream provider Form 477 data.

Located within a census block that is non-RDOF.

Located outside of other NC GREAT ineligible areas.

Project areas were initially defined by selecting any locations in Windstream internal location data that met the eligibility criteria above and that show internal speeds of less than 25/3 Mbps. Polygons were drawn around these locations to define the project area. Locations from NC GREAT's address layer were selected if they fell within the project area polygons and run through our speed qualification tool to determine the maximum download and upload speed that our current network infrastructure could provide to each individual location (see Windstream North Carolina, LLC - Lee County – Qual Speed.xlsx). Analysis was performed to determine fiber routes, equipment, and cost estimations to serve the NC GREAT locations that currently qualify at speeds of less than 25/3 Mbps.

This process resulted in a project area of 87 eligible locations including approximately 85 households and 2 businesses. Businesses were estimated by determining eligible businesses within the project area using Windstream's internal data because there is not a business versus residential indicator in the NC GREAT location data. We could not verify that any businesses included within the application had 31 or more employees.

3)Description of Proposed Services, Advertised Speeds, and Pricing Structure for proposed broadband recipients in the eligible project area:

SERVICE AND PRODUCT OFFERINGS

Proposed Prices/Speeds for Broadband Service: Windstream's new fiber-to-the-premise consumer broadband deployments offer symmetrical download and upload speeds. Our standard symmetrical fiber speed profiles begin at 50Mbps/50Mbps with additional speed tiers available including 100 Mbps, 200 Mbps, 300 Mbps, 400 Mbps, 500 Mbps, and 1 Gbps, all of which are symmetrical speed products.

Windstream provides a competitive rate structure for broadband and offers a wide range of high-speed internet options including fiber-optic service as well as DLS and various business class internet solutions.

Below is basic pricing information. Discounts and promotions may sometimes be available and can vary by market location and sales channel.

Consumer

| Speed | Price |
|-----------------|---------|
| 50 Mbps | \$60.00 |
| 75-200 Mbps | \$70.00 |
| 300Mbps-400Mbps | \$80.00 |
| 500Mbps | \$80.00 |
| 1Gbps | \$90.00 |

| | |
|------------------|-----------|
| Modem Rental (A) | \$9.99 |
| Promo (B) | \$(15.00) |

Additional Information:

- A. Modem charge of \$9.99/month; Customer may provide modem to waive charge
- B. Windstream provides a promotional credit for first 12 months of service
- C. Windstream has no data caps on customer broadband usage
- D. Windstream provides service in the exchange areas where our proposed project is located. The above stated rates reflect current pricing for comparable Windstream exchanges, in North Carolina. Windstream expects downward pressure, and subsequent lower prices in the future reflecting increased competitive forces in the consumer broadband market.

SMB

| Speed | Pricing Range |
|-----------------|---------------|
| 50Mbps | \$102.75 |
| 100Mbps-200Mbps | \$147.75 |
| 500Mbps | \$237.75 |
| 1Gbps | \$297.75 |

| | |
|-----------|-----------|
| Phone (A) | \$20.00 |
| Promo (B) | \$(20.00) |

Additional Information:

- A. Cost to add first voice line
- B. Windstream provides a promotional credit for first 24 months of service
- C. Windstream has no data caps on customer broadband usage

Checklist Details

Windstream offers premium broadband service, voice, security, and other telecommunication services through an enhanced fiber network to residential consumers and small to midsize businesses primarily in rural areas in 18 states. Based on the market, the company offers a mixture of broadband solutions including FttP, DSL, and DOCSIS. It also provides managed communications services, including SD-WAN and UCaaS, and high-capacity bandwidth and transport services to businesses across the U.S.

Windstream provides a competitive rate structure for broadband and offers a wide range of high-speed internet options up to symmetrical gigabit speed service.

As a quality service provider, Windstream manages its network with the goal of delivering the best possible broadband internet experience to our customers. That is why Windstream's current consumer broadband service plans are designed with flexibility in mind.

Under current consumer offers no annual contract is required for residential customers and Windstream does not charge a termination fee in the event a customer decides to cancel their service. Nor do the offers contain broadband data caps or overage charges.

Windstream maintains an open internet for its customers and does not include affiliated prioritization or paid prioritization.

Windstream also offers broadband to business customers that includes quality of service management, speeds up to 1 Gbps; highly reliable, future-proof technology; no data caps; static IP address availability; 24/7 dedicated business support; and a 30-day satisfaction guarantee.

The following are some additional strategic products available to customers that allow them to get the most out of their service and integrate evolving technological advancements into their home and business needs:

- Kinetic Secure – Different offerings to support customers in identity theft protection, device management options, content filtering, and virus protection.
- OfficeSuite – Collaboration tool for businesses that allows for video, audio, and web conferencing as well as calls, mobility, and IM in a single platform.
- SD-WAN – Software-Defined Wide Area Network that provides businesses visibility into bandwidth utilization at an application level and can dynamically route traffic to improve application performance while reducing bandwidth usage.
- Enhanced LAN and Wi-Fi – Network management tool that offers businesses increased security, guest Wi-Fi control, and metrics around customer engagement.

Standard consumer hookup includes a \$50 activation fee. The option of an on-site professional installation of the modem is also available for \$35, with that fee normally waived. Marketing promotions such as incentives to switch from copper to fiber and speed upgrades have been offered periodically.

4) Description of Adoption Plan:

As access to new fiber services become available, Windstream utilizes various methods to make residents and businesses aware of its availability. Windstream's marketing team routinely coordinates launch events, mailers, etc. to coincide with the completion of new network builds so local communities can be aware of their new, faster speed offerings. Marketing and Community Outreach methods such as signage, door-to-door teams, direct mail, social media, and other traditional and non-traditional media outreach have been deployed and used in similar situations, in order to encourage adoption of the newly available service. Windstream is also willing to work with the North Carolina GREAT program on joint press releases.

In addition to marketing and community outreach, Windstream is proud to participate in two federal programs to provide a fast, reliable home internet connection for qualified low-income customers. These low-income programs include the Affordable Connectivity Program (ACP) and the Lifeline Assistance Program. Qualifications for both are set by the federal programs.

ACP replaced the Emergency Broadband Benefit program on Dec. 31, 2021. The new long-term ACP benefit is designed to help lower the cost of broadband service for eligible households struggling to afford internet service.

ACP provides relief where eligible households can receive a monthly credit of up to \$30, and up to \$75 per month for qualifying households on qualifying Tribal lands.

The ACP benefit also provides a discount toward a one-time purchase of a computer, laptop, or tablet and through the program a qualified Windstream customer can purchase a tablet for as low as \$20.

To be eligible for ACP, customers must meet at least one of the following criteria:

- Have an income that is at or below 200% of the Federal Poverty Guidelines;
- Participate in certain assistance programs, such as SNAP, Medicaid, Federal Public Housing Assistance, SSI, WIC, or Lifeline;
- Participate in one of several Tribal specific programs, such as Bureau of Indian Affairs General Assistance, Tribal Head Start (only households meeting the relevant income qualifying standard) Tribal TANF, or Food Distribution Program on Indian Reservations;
- Be approved to receive benefits under the free and reduced-price school lunch program or the school breakfast program, including through the USDA Community Eligibility Provision;
- Have received a Federal Pell Grant during the current award year; or
- Meet the eligibility criteria for a participating broadband provider's existing low-income program.

Eligible residents can also receive aid through the Lifeline Assistance Program, a federal program aimed at helping low-income individuals with the monthly cost of phone or internet. Lifeline discounts are limited to one per household and vary based on customer location and qualifying service.

Proof of participation in a qualifying program or proof of income must be provided. Qualifying programs may include: Supplemental Nutrition Assistance Program (SNAP), Medicaid, Supplemental Security Income (SSI), Federal Public Housing Assistance (FPHA), Veterans Pension or Survivors Pension, Tribal Programs (and live on federally recognized Tribal lands).

An eligible customer may choose to apply their Lifeline discounts to a qualifying service or carrier. Lifeline credits can only be used with one service and one provider such as Windstream. Customers must renew/recertify each year to continue in the program.

NC DIT GREAT Program

Growing Rural Economies with Access to Technology Program

By checking the appropriate box, you will upload the following documents:

| | |
|--|-------------------------------------|
| 5) Description of Project Area, Identification of locations to be served, relevant maps and mapping files: | <input checked="" type="checkbox"/> |
| 6) If submitting other data sources, including field data, to identify unserved locations (households and businesses) outside of the fully unserved census blocks provided on the NC One Map, please provide a narrative describing your methodology for determining the proposed funding area is unserved and eligible for funding in this round. | <input checked="" type="checkbox"/> |
| 7) Excel Spreadsheet (NO PDF) that itemizes the eligible activities and cost estimates. Please provide an explanation of how you estimated the costs: | <input checked="" type="checkbox"/> |
| 8) Please provide your methodology or explanation of how you calculated cost per location (Households/Businesses): | <input checked="" type="checkbox"/> |
| 9) Proof of Financial Solvency | <input checked="" type="checkbox"/> |
| 10) Technical Report | <input checked="" type="checkbox"/> |
| 11) Evidence of Support for the Project (i.e. Letter of Support) | <input checked="" type="checkbox"/> |
| 12) Evidence or proof a partnership based on the definition in the guidance document and the authorizing legislation | <input checked="" type="checkbox"/> |

SCORING

The GREAT Program is a competitive grant program. Applications shall be scored based upon a system that awards a single point for criteria considered to be the minimum level for the provision of broadband service, with additional points awarded to criteria that exceed minimum levels. Applications receiving the highest score shall receive priority status for the awarding of grants.

The tool below is being provided to Applicants so that they may estimate their score to determine estimated match requirements. All final and official scores will be determined by the BIO during the review process.

| | Reviewer | Score |
|---|-----------------------------|-------|
| a1) Partnership - One point shall be given for a proposed partnership that will make available existing infrastructure that has been installed for the partner's enterprise, non-consumer broadband purposes, or any other property, buildings, or structures owned by the partner, for a proposed project. | Choose One | 0 |
| a2) Partnership - A county or nonprofit entity that proposes to provide a financial match shall be given one point. Notwithstanding Article 8 of Chapter 143 of the General Statutes, or any provision of law to the contrary, a county may use unrestricted general funds or federal American Rescue Plan Act (P.L. 117 1) funds allocated to it for the purpose of improving broadband infrastructure for a financial match. | Choose One | 0 |
| a3) Partnership - An applicant shall receive two additional points for a proposed partnership where the county's financial match is comprised entirely from federal American Rescue Plan Act (P.L. 117 2) funds intended for broadband infrastructure. | 2 – County ARP Match | 2 |
| b) Unserved Households(HH) – Using most recent FCC Data or other information or supporting data, estimated number of unserved households within the eligible county (TIER ONE) | 500 or Less | 1 |
| c) Unserved Households (HH) to be Served – Using most recent FCC Data or other information supporting data, the percentage of the total unserved households with the eligible project area | Less than 15% | 1 |
| d) Unserved Business – Using most recent FCC Data or other information by NC BIO, provide broadband service to unserved business within eligible county (TIER ONE) and project area (Documentation) | 1 and 4 | 1 |
| e1) Piedmont or Coastal Plain Region | Choose One | |
| e2) Mountain Region | Choose One | |
| f) Base Speed – Min Download : Upload | 100:20 Mbps to 100:100 Mbps | 1.00 |
| Total Score | | 5 |
| g) Community Broadband Plan defined by NCBIO | No | 0 |
| h1) For counties that received an aggregate of eight million dollars (\$8,000,000) or more directly from the federal government, the following points shall be added to the application score: | Choose One | |

NC DIT GREAT Program

Growing Rural Economies with Access to Technology Program

| | | |
|--|------------|---|
| h2) For counties that (i) received less than an aggregate of eight million dollars (\$8,000,000) directly from the federal government from the American Rescue Plan Act (P.L. 117 2) and (ii) are providing a portion of a project's matching funds using the entirety of the federal funds the county received, together with any other unrestricted general fund monies, if needed, the following points shall be added to the application score: | Choose One | |
| i1) Are the matching funds partially comprised of ARPA funds a county received directly from US Treasury? | Choose One | |
| i2) Are the matching funds entirely comprised of ARPA funds a county received directly from US Treasury? | Choose One | |
| Final Score | | 5 |

List all expenses related to the project, the amount of each expense, and the corresponding funding source(s) in the table below. The table should include all of the eligible costs such as: installation, acquiring or updating easements, equipment, fiber, construction, backhaul infrastructure for the end user, and testing costs. Ineligible costs should not be included in the project budget. The table should clearly show all planned expenditures and all funding sources for the project.

| | | | |
|--|-----------|------------------------------|-----|
| Reviewer Score: | 5 | Matching Requirement (%): | 50% |
| Based on your scoring matrix, Your minimum match requirements: | | | \$0 |
| Total Project Cost: | \$344,949 | Grant Amount Requested (\$): | \$0 |

Please indicate which documents were submitted with your application, by checking the appropriate box.

~ Reference guidelines booklet for document details ~

| | |
|---|--------------------------|
| 1) Excel Spreadsheet (NO PDF) that itemizes the eligible activities and cost estimates. Please provide an explanation of how you estimated the costs | <input type="checkbox"/> |
| 2) What is the total cost per location for the project? Please provide your methodology or explanation of how you calculated cost per location (Households/Businesses) | <input type="checkbox"/> |
| 3) Proof of Financial Solvency | <input type="checkbox"/> |

| Project Expense | GREAT Funds | Matching Funds | Total |
|--|-------------|----------------|-------|
| Easements (one-time fees) | | | 0 |
| Materials (fiber, equipment, etc.) | | | 0 |
| Construction/Installation | | | 0 |
| Testing | | | 0 |
| Engineering | | | 0 |
| Lease/Collocation Fees (one-time fees) | | | 0 |
| Other 1 | | | 0 |
| Other 2 | | | 0 |
| Other 3 | | | 0 |
| Total Eligible Project Cost | | | 0 |

Company Certifications

| | | | |
|---|--|---|-----|
| 1 | Overdue Tax Debts | Does the Company or the Related Member(s) currently have any overdue tax debts with any City, Town or County in, or with the State of North Carolina? | No |
| 2 | Occupational Safety and Health Act Violations | Does the Company, or the Related Member(s) have any citation under the Occupational Safety and Health Act that have become a final order within the past three years for willful serious violations or for failing to abate serious violations? | No |
| 3 | Loan Defaults | Is the Company, or the Related Member(s) currently in default on any loan or grant previously made by the State of North Carolina? | No |
| 4 | Incentive History | Has the Company, or Related Member(s) ever defaulted on an economic development grant or incentive or been sued by a grantor with respect to an economic development grant or incentive from the State of North Carolina? | No |
| 5 | Creditor Losses, Litigation, Government Investigations | Has any member of management or any principal of the Company, or the Related Member(s) been involved in a financial reorganization, a bankruptcy, or other situation that led to losses by creditors or bond buyers, investor lawsuits, or government investigation alleging fraud or impropriety? | Yes |
| 6 | Pending or Threatened Litigation | Is the Company, or Related Member(s) subject to any claim, suit, action, proceeding, or government investigation that is pending or threatened that, individually or in the aggregate, would reasonably be expected to have a material adverse effect on the proposed grantee's finances or operations or the ability to conduct the proposed project, or that would reasonably be expected to impact the NC DIT's decision to award a grant? | No |

Internet Service Provider (ISP) Certification and Attestation

The attached statements and exhibits are hereby made part of this application, and the undersigned representative of the applicant certifies that the information in this application and the attached statements and exhibits are true, correct, and complete to the best of the signatory's knowledge and belief. The signatory further certifies:

1. as Authorized Representative, the signatory has been authorized to file this application by formal action of the governing body;
2. agrees that if a grant is awarded, the applicant will provide proper and timely submittal of all documentation requested by the Grantor Agency;
3. that the applicant has substantially complied with or will comply with all federal, state, and local laws, rules, regulations, and ordinances as applicable to this project;
4. that the applicant certifies the financial and organizational strength regarding the ability to successfully meet the terms of the grant requirements and the ability to meet the potential for repayment of grant funds; and
5. attests that the proposed project area is eligible.

Authorized Representative

| | | | | | |
|-------|----------------|--------|-------------------------------|-------|------------|
| Name: | Jason Tompkins | Title: | Principal-Government Programs | Date: | 05/03/2022 |
|-------|----------------|--------|-------------------------------|-------|------------|