

**TOWN OF JOHNSTOWN
PROFESSIONAL SERVICES AGREEMENT**

THIS PROFESSIONAL SERVICES AGREEMENT (the “Agreement”) is made and entered into this ____ day of _____, 2021 (the “Effective Date”) by and between the Town of Johnstown, Colorado, a Colorado home-rule municipal corporation (the “Town”) and Magellan Advisors, LLC, a Florida Limited Liability Company. (“Consultant”) (collectively, the “Parties”).

WHEREAS, the municipalities of Johnstown, Berthoud, Mead and Milliken jointly issued an Request for Proposals for a Regional Broadband Needs Assessment and Feasibility Study; and

WHEREAS, the municipalities of Johnstown, Berthoud, Mead and Milliken jointly entered into an Intergovernmental Agreement to share the cost of the Regional Broadband Needs Assessment and Feasibility Study for the benefit of the region and the respective communities; and

WHEREAS, on behalf of the four (4) municipalities, the Town desires to engage the services of Consultant and Consultant wishes to provide those services more fully described on Exhibit A, attached hereto and incorporated herein by reference (“Services”), for the Town; and

WHEREAS, the Parties wish to memorialize their contractual relationship.

NOW, THEREFORE, incorporating the foregoing Recitals herein, which are hereby acknowledged as being true and correct, and in consideration of the mutual promises, agreements, undertakings and covenants, as set forth herein, and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Parties hereby mutually agree as follows:

SECTION 1: PARTIES

1.01 Town. The Town is a home-rule municipal corporation located in Johnstown, Colorado.

1.02 Consultant. Consultant has the background, expertise and education to provide the Services. Consultant is a private, independent business entity who will exercise discretion and judgment of an independent consultant in the performance and exercise of its rights and obligations under this Agreement. Consultant shall use its own judgment and skills in determining the method, means and manner of performing this Agreement. Consultant shall be responsible for the proper performance of this Agreement in accordance with the terms hereof and any and all applicable federal, state, and municipal laws, regulations and orders.

SECTION 2: SERVICES, TERM AND COMPENSATION

2.01 Services. Consultant agrees to perform the Services for the Town.

2.02 Term. Unless otherwise terminated in accordance with Section 5, the term of this Agreement shall be from the Effective Date through November 1, 2021, and shall not extend beyond that date absent the written approval of the Town.

2.03 Duties and Compensation. The Consultant's duties and compensation shall be as set forth on Exhibit A. In the event of a conflict between the provisions in this Agreement and Exhibit A, the provisions in this Agreement shall control. Payment for Services shall be provided to Consultant within thirty (30) days of Consultant providing a detailed invoice to the Town reflecting work performed to the date of the invoice.

SECTION 3: OPERATIONS

3.01 Expenses: Except as provided in Exhibit A, Consultant shall not incur any expense or debt on behalf of the Town without the Town's prior written authorization.

3.02 Federal, State, and Municipal Laws and Regulations. Consultant agrees to abide by all applicable federal, state, and municipal laws and regulations and rules.

SECTION 4: INSURANCE AND INDEMNITY PROVISIONS

4.01 Insurance. Consultant shall maintain and keep in force during the term of this Agreement one or more policies of liability insurance written by one or more responsible insurance carrier(s) authorized to do business in the State of Colorado, which will include protecting and indemnifying the Town in the following amounts:

- a) Comprehensive General Liability - \$1,000,000 combined aggregate; and
- b) Workers Compensation – as required by law.

Consultant shall furnish to the Town appropriate certificates of coverage for such insurance. The Town shall be included as an additional insured on the consultant's liability policy. The insurance may not be canceled without at least fifteen (15) days' advance written notice to the Town. Any required deductible or co-insurance amount shall be paid by the Consultant.

4.02 Damage and Indemnity. Consultant assumes full responsibility for any and all damages caused by Consultant's exercise of its activities under by this Agreement. Consultant agrees that it will at all times protect, defend and indemnify and hold harmless the Town, its officers, agents, employees, tenants and their successors and assigns from and against all liabilities, losses, claims, demands, actions and court costs (including reasonable attorneys' fees), arising from or related to loss or damage to property or injury to or death to any persons resulting in any manner from the actions or failure to act of Consultant or any invitees, guests, agents, employees or subconsultants of Consultant, whether brought by any of such persons or any other person arising from Consultant's activities as authorized by this Agreement.

SECTION 5: TERMINATION

5.01 Termination. The Town may terminate this Agreement, with or without cause, by providing thirty (30) days prior written notice to Consultant. Notwithstanding the foregoing, if the Town terminates this Agreement for cause and determines that a notice period

is not in the best interests of the Town, the Town may terminate this Agreement by providing written notice to Consultant effective immediately. If the Town terminates the Agreement, Consultant shall only be entitled to recover compensation for work completed to the date of the termination.

SECTION 6: INDEPENDENT CONTRACTOR

6.01 Independent Consultant. Consultant understands and agrees that Consultant is an independent consultant and not an employee of the Town. The Town shall not provide benefits of any kind to Consultant. The Town shall not be responsible for withholding any portion of Consultant's compensation for the payment of Federal Insurance Contributions Act (FICA) tax, workers' compensation, or other taxes or benefits. CONTRACTOR IS NOT ENTITLED TO UNEMPLOYMENT COMPENSATION COVERAGE FROM THE TOWN. CONTRACTOR IS OBLIGATED TO PAY FEDERAL AND STATE INCOME TAX ON MONEYS PAID PURSUANT TO THIS AGREEMENT. As long as there is not a conflict of interest with the Town, Consultant may engage in any other lawful business activities during the term of this Agreement.

SECTION 7: NOTICE

7.01 Notices. All notices, demands, or other documents required or desired to be given, made or sent to either Party under this Agreement shall be made in writing, shall be deemed effective upon receipt and shall be personally delivered or mailed postage prepaid, certified mail, return receipt requested as follows:

TO THE TOWN:
Town of Johnstown
Attn: Town Manager
450 S. Parish Avenue
Johnstown, CO 80534
Email: mlecerf@townofjohnstown.com

TO CONTRACTOR:
Magellan Advisors, LLC
Attn: John Honker
999 18th Street, Suite 3000
Denver, CO 80202
Email: jhonker@magellan-advisors.com

The addresses for notices may be changed by written notice given to the other Party in the manner provided above. Notice may also be sent via e-mail delivery and shall be effective upon confirmation of receipt of the email.

SECTION 8: MISCELLANEOUS

8.01 Time. Time is of the essence of this Agreement and of each covenant hereof.

8.02 Non-Appropriation of Funds. Pursuant to Section 29-1-110, C.R.S., as amended, financial obligations of the Town payable as set forth herein, after the current fiscal year, are contingent upon funds for that purpose being appropriated, budgeted, and otherwise made available. This Agreement shall be terminated effective January 1 of the first fiscal year for which funds are not appropriated.

8.03 Illegal Aliens. Consultant shall comply with the statutory provisions prohibiting employment of illegal aliens, as set forth on Exhibit B, attached hereto and incorporated herein by such reference.

8.04 Assignment; Third Party Rights. Consultant may not assign, delegate or subcontract any part of its rights, duties or obligations under this Agreement. The Parties do not intend to confer any benefit hereunder on any person or entity other than the Parties hereto.

8.05 Amendment. This Agreement may not be amended or modified except by a subsequent written instrument signed by both Parties.

8.06 Severability. If any part, term or provision of this Agreement is declared unlawful or unenforceable, the remainder of this Agreement shall remain in full force and effect, except that, in the event any state or federal governmental agency or court authoritatively determines that the relationship between the Town and Consultant is one of employment rather than independent consultant, this Agreement shall become null and void in its entirety.

8.07 Waiver. No consent or waiver, express or implied, by a Party to or of any breach or default by the other Party in the performance by the other Party of its obligations hereunder shall be deemed or construed to be a consent or waiver to or of any other breach or default by the non-defaulting Party. Failure on the part of any Party to complain of any act or failure to act or to declare any other Party in default, irrespective of how long such failure continues, shall not constitute a waiver by such Party of its rights hereunder.

8.08 Governmental Immunity. The Parties agree that the Town is relying on, and does not waive or intend to waive by any provision of the Agreement, the monetary limitations or any other rights, immunities, and protections provided by the Colorado Governmental Immunity Act, §§ 24-10-101 et seq., 10 C.R.S., as from time to time amended, or otherwise available to the Town, its officers, or its employees.

8.09 Applicable Law and Venue. This Agreement shall be construed according to the laws of the State of Colorado. Venue for any claim, proceeding or action arising out of this Agreement shall be in Weld County, State of Colorado.

8.10 Mediation. In the event of any dispute arising under this Agreement, the Parties shall submit the matter to mediation prior to commencing legal action and shall equally share the cost of the mediation.

8.11 Costs and Attorney's Fees. If any judicial proceedings may hereafter be brought to enforce any of the provisions of this Agreement, the Town, if the prevailing party, shall be entitled to recover the costs of such proceedings, including reasonable attorney's fees and

reasonable expert witness fees.

8.12 Entire Agreement. The provisions of this Agreement represent the entire and integrated agreement between the Town and the Consultant and supersede all prior negotiations, representations and agreements, whether written or oral.

8.13 Public Official Personal Liability. Nothing herein shall be construed as creating any personal liability on the part of any elected official, officer, employee or agent of the Town.

8.14 No Presumption. Each Party acknowledges that it has carefully read and reviewed the terms of this Agreement. Each Party acknowledges that the entry into and execution of this Agreement is of its own free and voluntary act and deed, without compulsion. Each Party acknowledges that it has obtained, or has had the opportunity to obtain, the advice of legal counsel of its own choosing in connection with the negotiation and execution of this Agreement and with respect to all matters set forth herein. The Parties agree that this Agreement reflects the joint drafting efforts of all Parties and in the event of any dispute, disagreement or controversy arising from this agreement, the Parties shall be considered joint authors and no provision shall be interpreted against any Party because of authorship.

8.15 Headings. The headings in this Agreement are inserted only for the purpose of convenient reference and in no way define, limit or prescribe the scope or intent of this Agreement or any part thereof.

[Remainder of page intentionally left blank.]

IN WITNESS WHEREOF, the parties have executed this Agreement on the date first written above.

TOWN OF JOHNSTOWN, COLORADO

ATTEST:

By: _____
Diana Seele, Town Clerk

By: _____
Matthew S. LeCerf, Town Manager

MAGELLAN ADVISORS, LLC

By: _____
Name: John Honker
President & CEO

STATE OF COLORADO)
COUNTY OF Summit) ss

SUBSCRIBED AND SWORN to before me this 26th day of April, 2021, by John Honker as the President & CEO of Magellan Advisors, LLC

WITNESS my hand and official seal.

My commission expires: 04/30/2022

Johanne M. Picken
Notary Public

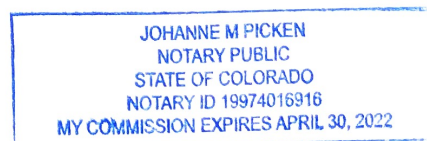


EXHIBIT A

RFP SUBMITTAL TO BE ADDED HERE

TOWN OF BERTHOUD
TOWN OF JOHNSTOWN
TOWN OF MEAD
TOWN OF MILLIKEN



2021 Regional Broadband Needs Assessment and Feasibility Study

Prepared for:
Town of Johnstown, Town Manager's
Office
450 S. Parish Avenue
Johnstown, CO 80534
970-587-4664
<https://johnstown.colorado.gov>

Prepared by:
John Honker
Magellan Advisors
jhonker@magellan-advisors.com
786-208-8952
www.magellan-advisors.com

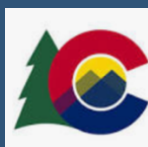


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Cover Letter

March 23, 2021

Towns of Berthoud, Johnstown, Mead, and Milliken

To Whom this May Concern:

Magellan Advisors is pleased to submit our response to the Towns of Berthoud, Johnstown, Mead, and Milliken. We work exclusively with municipalities, regional entities and municipal utilities to develop strategic plans to design fiber networks that support the growing needs of their internal departments and external community organizations. We design these networks with the latest technologies and best practices that we've gained through our extensive work with municipalities across the US. Our studies are action plans that communities utilize to create networks and build reliable, resilient, affordable broadband access for their anchors, businesses and citizens.

Over our 16 years in business, we've worked with over 400 municipalities, with over 1 million miles of municipal fiber designed and 50 municipal fiber networks built and active today. This experience has shaped the way we serve our clients' needs. It's led us to develop a consultative and collaborative approach to municipal fiber design, ensuring your departments are engaged, rights of way are carefully utilized, and the community as a whole is protected when the network is constructed.

Magellan's team has worked with Colorado communities since our inception. Through our work with the City of Loveland, Fort Collins and Boulder, we have a good understanding of the local environment, geography, construction costs, and road systems. We are also well versed in the



new requirements of Senate Bill 167 and how it applies to municipal fiber engineering and construction. We have deep experience in planning and applying for permits with local, county, Colorado Department of Transportation, and Burlington Northern Railway and Regional Transportation District. All of this local expertise will give you a partner that is well-versed in

the area to develop the most effective fiber design for the Towns. We are a Denver-based firm with extensive fiber planning, engineering and construction experience on the Front Range. Our recent experience includes:

City	Project
City of Boulder, CO	<ul style="list-style-type: none"> 65-Mile Fiber Backbone Covering 200 City Sites Engineering Design, Fielding, Construction Prints Construction Management, Inspections, Close-Out
City of Centennial, CO	<ul style="list-style-type: none"> Planned and designs 55-Mile Fiber Backbone Covering 50 City Sites High-Level Design & Cost Estimates
City of Golden, CO	<ul style="list-style-type: none"> 20-Mile Fiber Backbone Covering 50 City Sites High-Level Design, Costing, Construction Phasing
City of Loveland, CO	<ul style="list-style-type: none"> 70-Mile Fiber Backbone, High-Level Design High-Level Design, Costing, Construction Phasing
City of Hillsboro, OR	<ul style="list-style-type: none"> 80-Mile Fiber Backbone Engineering Design, Fielding, Construction Prints Construction Management, Inspections, Close-Out

When you select Magellan, you work with a partner that understands the needs, priorities and constraints of municipal broadband planning and has actual experience planning and building fiber networks in the municipal environment. Our success is based on the large number of cities that now own these innovative networks and whose communities are reaping the rewards. We look forward to becoming your trusted broadband partner and helping you make this network a reality for your community.

If you have any questions or we can be of assistance in any way, please feel free to contact me with any questions or comments. You can reach me directly at 786-208-8952 or Jhonker@magellan-advisors.com.

Sincerely,



John Honker, President & CEO, Magellan Advisors

Company Qualifications

ABOUT MAGELLAN ADVISORS

Magellan Advisors, LLC is a Denver-based firm with local offices in Miami, Los Angeles, and Kansas City. Magellan's primary address is 999 18th Street, Suite 3000 Denver, CO 80202. Magellan's web address is www.magellan-advisors.com. Magellan Advisors, LLC was founded in January of 2004 and has been in operation as a Limited Liability Company since inception. Our Federal EIN is 65-1218484. Magellan maintains a staff of 40 full and part time employees. Magellan's office number is 888-960-5299. The contact for this contract is President & CEO John Honker 786-208-8952, Jhonker@magellan-advisors.com. Magellan Broadband Solutions is a division of Magellan Advisors, LLC.

Magellan provides leading wireless, broadband, Smart City, turnkey design and engineering, and project and construction management to public and private organizations. We are a full spectrum planning and implementation firm that brings together technology, communications and utility consulting to create smart gigabit cities of tomorrow.

Our professionals bring years of experience from the broadband, telecom, information technology and government sectors. We are thought leaders and real-world implementers of broadband and smart city networks that keep communities competitive in the digital world.

Unlike most consulting firms, we partner with our clients every step of the way, whether they are deploying institutional fiber networks, developing broadband public-private partnerships or deploying Smart City networks. We are a "hands-on" firm with strong project management abilities and implementation skills to see our clients' projects through from concept to completion.

We are only successful when our clients are successful. Our goal is to deliver practical broadband and technology solutions that our clients are capable of implementing in their communities. Our combination of unmatched broadband, telecom, business and operational experience creates actionable strategies that communities use to realize their broadband and Smart City objectives. We have led the planning, funding, construction and management of over 50 fiber-to-the-premise networks passing over 1 million homes and connecting more than 1,000 schools, hospitals, government offices and community organizations. Our work has resulted in over \$1 billion in new broadband investments nationwide. Magellan has helped more communities successfully plan, implement and manage gigabit broadband networks than any other firm in the market.

OUR TURNKEY FIBER & WIRELESS SOLUTIONS



Broadband Planning

Fiber master plans, business plans and implementation roadmaps that give you real-world guidance and results you can count on when deploying fiber and broadband.

[Learn more →](#)



Feasibility Studies

Honest, unbiased and independent advice from the firm that has more experience implementing fiber and broadband networks.

[Learn more →](#)



Grants & Funding

Funding strategy, grant writing and compliance for all major federal and state fiber and broadband grant programs.

[Learn more →](#)



Design Engineering

Cutting edge fiber and broadband engineering to connect more sites, more devices and more customers at the speed of light.

[Learn more →](#)



Turnkey Implementation

A single, trusted partner to manage your entire network implementation, with over 50 fiber and broadband deployed networks across the US.

[Learn more →](#)



Construction Management

We manage the entire construction process to ensure your fiber and broadband networks are built to specification and your construction standards are followed, while minimizing impact to the community.

[Learn more →](#)



Network Management

We take the heavy lift out of managing fiber and broadband networks by providing centralized resources to provide monitoring, tech support and emergency repairs.

[Learn more →](#)




Retail ISP Services

LightSpeed, powered by Magellan Advisors serves your community with fast, reliable and affordable internet services, built on a culture of delivering superior service.

[Learn more →](#)

Some of our clients

		FEASIBILITY STUDY	FIBER MASTER PLAN	BROADBAND BUSINESS PLAN	GRANT DEVELOPMENT	BROADBAND POLICY	ENGINEERING DESIGN	PERMITTING	PROCUREMENT	CONSTRUCTION MANAGEMENT	CONSTRUCTION INSPECTIONS	STARTUP & LAUNCH	OPERATIONS & MANAGEMENT	SALES & MARKETING	BROADBAND EXPANSION
CUSTOMER	STATE	BROADBAND PLANNING				ENGINEERING			TURNKEY IMPLEMENTATION						
City of Manhattan Beach	CA	•					•								
City of Mission Viejo	CA	•					•								
City of Ventura	CA	•					•								
City of Oxnard	CA	•					•								
City of La Mesa	CA	•					•								
City of Santa Clarita	CA	•					•								
City of Chula Vista	CA	•					•								
City of Hayward	CA	•					•								
City of Concord	CA	•					•								
City of Alameda	CA	•					•								
City of Inglewood	CA	•					•								
City of San Leandro	CA	•					•								
City of Davis	CA	•					•								
City of Woodland	CA	•					•								
City of Carlsbad	CA			•		•									
City of Winters	CA	•					•								
City of West Sacramento	CA	•					•								
City of Lodi	CA	•			•		•								
City of Stockton	CA					•									
City of Sacramento	CA					•									
City of Santa Ana	CA	•					•								
City of Fairfield	CA	•					•								
City of Glendale	CA	•					•								
City of West Hollywood	CA		•	•		•									
City of Golden	CO	•	•				•								
City of Yuma	CO	•	•		•		•								
City of Wray	CO	•	•		•		•								
City of Fort Morgan	CO	•			•		•								
City of Boulder	CO	•	•				•	•	•			•			
City of Centennial	CO		•		•		•								
City of Loveland	CO	•			•		•								
City of Fort Collins	CO	•			•		•								
City of Salem	OR	•													
City of Hillsboro	OR						•	•	•	•	•				
City of Walla Walla	WA	•			•		•								

References

FIBER DESIGN & CONSTRUCTION REFERENCE: CITY OF BOULDER, CO



CONTACT

Steve Catanach
 Director of Utilities
 P: 303.441.3274
 E: catanachs@bouldercolorado.gov

"The city's vision is to provide a world-class community telecommunications infrastructure to Boulder for the 21st Century and beyond. Broadband connectivity is a critical infrastructure service for quality of modern life, as is the case with roads, water, sewer and electricity."

CHALLENGE

The City of Boulder, CO is an innovative city with many diverse needs for connectivity, from traffic signalization to public housing, to smart utilities to next-generation broadband. The City needed a comprehensive engineering design for a citywide fiber backbone to expand on the City's original fiber network that was installed nearly 15 years ago. The City's objectives were to build this new network to meet the needs of the City and community over the next 10-15 years, with special focus on how building the fiber backbone could create a foundation for residential fiber to the home broadband services. The City needed an engineering partner with specific experience in municipal fiber and broadband services and in 2019, Magellan was retained to develop the design.

MAGELLAN'S SOLUTION

In 2019, Magellan first conducted a comprehensive review of departmental needs within the City, including transportation, public works, public housing, police and fire, utilities, information technology and open space mountain parks. Through this assessment, over 200 new City-owned sites were identified to be connected to fiber. Magellan developed the full engineering design package and optimized the fiber backbone to support fiber to the home distribution, to support broadband programs that the City would consider in the future. Our unique design lowered the bar for deployment of new fiber to the home by reducing the cost to build this infrastructure. We also found miles of unused City conduit during the design process, which we integrated into the final engineering design, saving the City approximately \$1 million in new construction. We provided detailed fielding, utility assessment, permitting, make-ready, prints, costing and as-builts for each phase of construction. To enable seamless deployment of the network, the City also selected Magellan to manage construction, given our deep experience constructing municipal fiber and our collaborative approach with the City's internal departments.

OUR CLIENT'S SUCCESS

Today, the first two phases of construction are complete. Over the next 24 months, Magellan will manage the construction of the remaining 50 miles of fiber, connect 114 traffic signals, 23 public housing sites, 2 data centers, 7 towers and 25 other city facilities. Over this time, it will lead to significantly improved capabilities for the City's departments and a new fiber resource to support future broadband applications for residents and businesses.

FIBER DESIGN & CONSTRUCTION REFERENCE: CITY OF CENTENNIAL, CO



CONTACT

Eric Eddy
Assistant to the City Manager
P: 303.754.3334
E: eeddy@centennialco.gov

“Council’s goal with the Fiber Master Plan was to provide an opportunity to increase competition by completing a fiber backbone that could deliver superior and competitive choices and services for consumers. Through partnerships with the private sector, our residents and existing and future businesses will enjoy faster internet services and possibly lower prices”
-Ken Lucas, Centennial City Council

CHALLENGE

The City of Centennial, Colorado is a rapidly growing community on Colorado’s Front Range. With this growth came new broadband connectivity needs for internal departments and external stakeholders, including transportation, public safety and education. The City also saw opportunities to drive new economic development opportunities by ensuring its business corridors were equipped with fiber infrastructure. The City believed a municipal fiber backbone would help drive broadband innovation and needed to find an engineering partner with deep experience planning citywide fiber networks.

MAGELLAN’S SOLUTION

In 2017, the City retained Magellan Advisors to develop a high-level design and fiber master plan for the backbone. Magellan approached the project from the ground up, seeking input from internal departments, two school districts, local libraries, two regional public safety organizations and the local business community. Upon identifying the needs of these organizations, Magellan developed a citywide fiber backbone that connected all organizations to a new underground, high-capacity fiber network with multiple layers of redundancy and connections to key data centers around Centennial. Magellan provided a full assessment and optimization of routes, network construction phasing and cost estimates for the network. In late 2017, Magellan presented the findings to the City’s Fiber Steering Committee and City Council, who both adopted the plan and design and authorized construction of the network.

OUR CLIENT’S SUCCESS

The City completed construction on its 50-mile, 432 strand fiber backbone in December 2018 and has attracted three new internet service providers to Centennial, driving competition and creating additional choice for residents and businesses. Today, Ting Internet, United Private Networks and Avata networks lease fiber from the City to supply broadband services to homes, businesses and community organizations. Ting launched its fiber to the home service in 2019 and provides gigabit internet services to homes and businesses. The City also provides fiber to the Cherry Creek School District and Intermountain Electric.

FIBER DESIGN & CONSTRUCTION REFERENCE: CITY OF HILLSBORO, OR



CONTACT

Greg Mont
Information Services Director
P: 503.681.5401
E: greg.mont@hillsboro-oregon.gov

"The partnership between the City and HSD is all about what's best for our community. We have a long history of working together to best serve our students and families, and this is another opportunity for us to do the right thing and make our schools and our community stronger."

-Mike Scott, Hillsboro Schools District Superintendent

CHALLENGE

The City of Hillsboro and Hillsboro School District envisioned a joint partnership for a community owned fiber network to support schools' connectivity needs and enable a platform for world-class broadband. In 2017, the City and School district signed an agreement to co-build the network. The next step was to identify a partner that understood municipal fiber projects and could manage the complex engineering process at hand, creating two networks from one.

MAGELLAN'S SOLUTION

The City of Hillsboro hired Magellan in 2017 to develop a citywide fiber backbone and fiber to the home broadband network. Magellan approached the design by working with School District staff to determine their most important needs – high bandwidth, reliability and redundancy across all schools. Through the planning process, Magellan designed a highly redundant, multi-ring fiber backbone to connect 34 schools with dark fiber.

Concurrently, Magellan engineered an optimal fiber to the home architecture using the backbone network as a launchpad for broadband. Our design furnished the City with a blueprint for broadband across 44,000 homes and businesses. We provided detailed fielding, utility assessment, permitting, make-ready, prints, costing and as-builts for each phase of construction. The design delivers 1 and 10 gigabit capabilities natively in the network. To enable seamless deployment of the network, the City also selected Magellan to manage construction, given our deep experience constructing municipal fiber and our collaborative approach with the City's internal departments.

OUR CLIENT'S SUCCESS

Today, 34 schools are connected to the network, providing nearly unlimited bandwidth to support their current and future needs, while reducing its operating budgets by \$200,000 annually. The fiber backbone and the first phase of fiber to the home construction have been completed to enable the City to launch its gigabit internet services to the first homes in Hillsboro.

FIBER MASTER PLAN, FUNDING & REFERENCE: SOUTH BAY CITIES COUNCIL OF GOVERNMENTS, CA



CONTACT

Jacki Bacharach
Executive Director
P: 310.293.2612
E: Jacki@southbaycities.org

“Magellan has continuously devoted its time, energy and most importantly, its expertise and ingenuity to keep our fiber project moving forward – no matter how many obstacles we and our cities have put in the way.”

– *Jacki Bacharach, Executive Director - SBCCOG*

CHALLENGE

Magellan Advisors was initially retained by the South Bay Cities Council of Governments (SBCCOG) to complete a Fiber Master Plan for 15 cities in the South Bay Region of Los Angeles, CA. The Fiber Master Plan Study was funded by the South Bay Workforce Investment Board through a workforce development grant. The study assessed the current state of workforce development and job retention in the region through focus group discussions with cities, businesses and anchor institutions.

MAGELLAN'S SOLUTION

Following the Master Plan, Magellan developed and issued a Request for Proposals (RFP) for a construction and services contract to connect all cities and provide gigabit broadband at discounted prices. Magellan also assisted with securing funding from LA Metro including \$4 million in grants and continues to assist with project management as construction is underway. The South Bay Fiber Network (SBFN) lays the foundation for a regional network to provide competitive broadband support economic development, enhance workforce development and encourage job retention.

OUR CLIENT'S SUCCESS

Jacki Bacharach, Executive Director of SBCCOG, was eager to point out the benefits the network will bring to the region and its communities. Some of these benefits include reducing telecommunications spending, providing a platform for smart transportation and delivering access to world class broadband for 15 cities connected to the network. She noted that the technical expertise, design and construction management services provided by Magellan Advisors were imperative to the success of the network.

Bios

YOUR DEDICATED PROJECT TEAM



John Honker

Project Executive: Strategy & Fulfillment

John specializes in municipal fiber projects across the US. He has managed the engineering, construction and full implementation of fiber networks in 12 cities. He led the City of Boulder engineering design for 65-miles of new fiber across the City. He also led the design of the City of Centennial's network and development of their fiber master plan. John led design engineering and construction management for the City of Hillsboro fiber backbone network in Oregon. The fiber backbone was recently completed and now connects 34 Hillsboro City Schools with a fully redundant fiber network. John has also managed fiber planning and engineering and construction projects for the cities of Boulder, CO, Fort Collins, CO, Loveland, CO and Golden, CO.



Ashley Poling

Project Manager

Ashley has been a member of the Magellan Advisors team since 2014, serving in various roles including business development, marketing, project support, strategy and project management. She has been integral in supporting Magellan to source business through leading the company's request for proposal and proposal process. Ashley now supports the Executive Team in project management, client engagement and deliverable development. She has participated in over 50 broadband planning projects for local government and public utility clients. She leads stakeholder outreach sessions, develops needs analyses and state of broadband profiles for clients, assists in grant funding research and writing and leads clients in developing marketing programs for successful network launches. Ashley has a BA degree in Education with a minor in Political Science from Ohio Wesleyan University.



David Brevitz C.F.A.

Policy and Regulatory

David has decades of experience in the telecommunications industry from an extensive array of telecommunications engagements in the U.S. and internationally. This experience provides depth and capability in the subjects of broadband trends and planning, market analysis and surveillance, telecommunications stakeholder engagement, wireless and

wireless broadband trends and developments, industry financial reporting and analysis, telecommunications company operations, back office systems and business plans, interconnection and unbundled network element pricing, telecommunications service costing and universal service goals and objectives. David earned his M.B.A. C.F.A Certified Financial Analyst from in Finance, Michigan State University.



Jessica Zufolo

Vice President of Rural Broadband Strategy

Jessica joins Magellan after serving in various senior leadership roles throughout federal government and non-profit sectors for over 20 years. Prior to joining Magellan, Jessica served for over five years as the Senior Advisor for Strategic Partnerships for the Lifeline Division at the Universal Service Administrative Company (USAC) where she managed all state, federal and tribal engagements that led to the establishment of the Lifeline National Eligibility Verifier. Prior to her tenure at USAC, Jessica was appointed by former President Barack Obama to serve as the Deputy Administrator for the Rural Utilities Service (RUS) at the U.S. Department of Agriculture (USDA) where she helped oversee a \$65 billion federal loan and grant portfolio that finances water systems, telecommunications and broadband networks, precision agriculture, electric utility, smart grid and renewable energy projects in rural and tribal communities. Jessica also served as the Legislative Director for the National Association of Regulatory Utility Commissioners (NARUC) where she was responsible for developing legislative strategy for all 50 state public service commissions involving telecommunications, technology, consumer protection and water. Early in her distinguished career, Jessica worked on Capitol Hill for eight years overseeing telecommunications and energy policy for the late New York Senator Daniel Patrick Moynihan, Senator Charles E. Schumer of New York and Representative Peter A. Defazio of Oregon. Jessica earned her MBA with Honors from the University of North Carolina at Chapel Hill and a BA in military history and political science from the University of Colorado in Boulder.



Al Kamuda

Design Team Lead

Al Kamuda is a seasoned telecommunications and GIS professional with over 20 years' experience in telecommunications engineering, mapping, design and outside plant construction. Prior to joining Magellan, Al was the Senior Design Manager for the Central Florida region at Spectrum (Charter Communications), where analyses he led the planning, project management and implementation of outside plant design for various company growth projects including residential, commercial, cellular backhaul and metro WIFI. His extensive

experience with the telecommunications industry, CAD platforms and geospatial expertise along with his strategic forward thinking provides an extremely diverse skill set that allows him the valuable insight needed to understand the client's objectives in all aspects of telecommunications construction and design processes.



Matthew Southwell

Network Design and Mapping

Matthew Southwell has over 15 years in the telecommunications field. Matthew's career began as a U.S. Army Sergeant where he worked on tactical communication systems, Sat-Com radio systems, and deploying weekly COMSEC key changes OTAR (Over the Air Rekeying) with newly deployed radio systems during two Operation Enduring Freedom deployments. Matthew's private sector work includes work with a Motorola radio distributor and contractor where he supported many Federal, State, and local County entities to include: Department of Homeland Security, Immigration and Customs Enforcement, Drug Enforcement Administration, Florida Highway Patrol, Greater Orlando Airport Authority, Orange County Sheriff's Office, and the Lake County Sheriff's Office. Matthew joined Magellan Advisors in 2016 as a telecommunication analyst where he has contributed his knowledge and technical expertise to over 65 broadband projects. Matthew's current role within Magellan includes analysis of client GIS data and mapping, creating conceptual network designs and costing estimates for future fiber builds. Matthew is a Certified Fiber to the Home Professional (CFHP) and holds a Business Management Degree with High Honors from Keiser University in Orlando, FL.

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(Resumes included in Appendix A)

Scope of Work

1. COMMUNITY ENGAGEMENT

a. Development of the Community Engagement Plan:

We will work with the Towns to review all data and past community engagement to develop an outreach plan with the Towns. We will determine any additional outreach we believe is necessary to get a complete picture of the broadband environment, and to accomplish the Towns' goals of Inclusivity, High Speed, Reliability, Reasonable Cost, Future Proofed, Economic Growth, Investment, Competition and Quality of Life.

We propose to hold a broadband education workshop specifically for the client team and local stakeholders. This will allow Magellan to provide tangible examples of communities that have developed broadband strategies, benefits, obstacles and results. This education process will be geared to stimulating ideas, identifying applications and charting benefits for the community that will be incorporated into the planning process. Additionally, it will allow the client team and stakeholders to understand real-world examples of how broadband networks are planned, emerge and evolve over time. We believe that the more information the representatives are equipped with, the more successful it will be in the education process with the general community.

Educating the local stakeholders on the importance of broadband will be key to overall community support for the project. We propose to hold workshops to illustrate the benefits, short-term and long-term. We will utilize case studies and economic factors to help local businesses, residents and anchors understand how advanced broadband can make them more efficient and productive, while enabling them to compete globally. The education seminars will act to inform and rally stakeholder groups around the project. In addition, Magellan suggests that this information be made publicly available on the Towns' websites in support of the project along with project contact information. Keeping stakeholders engaged will help ensure overall effectiveness of the outreach process. We will also work with you to determine long-term education and engagement strategies to carry the message forward beyond the initial planning project.

b. Support community discussion and document:

During stakeholder engagement and through our community survey process, Magellan will determine the current broadband environment in the Towns by understanding what residents and business utilize today. We will seek to understand the current services that they use, what they pay and what they desire in their internet services. Magellan will answer the following questions for the Towns to help educate City leaders on the State of Broadband in the Towns:

1. What services are available to residents and businesses?
2. How many providers do residents and businesses have access to in Waterloo?
3. Is there a digital divide in the region and to what degree?
4. Where are the territories of each provider and do they compete?
5. What do residents and business pay today?
6. What speeds do residents and businesses receive today?
7. Are residents and businesses getting what they pay for?
8. What market share does each provider hold today?
9. What prices, speeds and services are most demanded by residents and businesses?

10. Do the Towns' residents and businesses have a desire for increased broadband services?
11. What is the view of the residents and businesses on the role that municipal government should take in providing broadband service?

Magellan will conduct residential and business surveys of the four Towns.

c. Proposal must clearly define their stakeholder evaluation process including their recommended participant level in order to reach statistically reliable results.

We propose to conduct comprehensive outreach to develop the broadband needs assessment, tailored specifically to each Towns' goals in the Regional Broadband Needs and Feasibility Assessment. The outreach will potentially include:

Community Anchor Interviews

We will hold interviews with each community anchor in each Town to gain an understanding of their current and future broadband and technology needs. The format for these may be one-on-one in some cases or group in other cases depending on the size of each community anchor and importance to the project. We will work with each Towns' team to identify community anchors across education, healthcare, municipal, public safety, state, regional and other organizations.

Enterprise Business Interviews

For large businesses in each Town, we propose to hold one-on-one interviews to understand their current and future broadband and technology needs. We find that individual interviews work best for large businesses because they are able to share more information with us one-on-one versus a group setting. Large business interviews are important to identify key business anchors that may utilize the Towns' network.

Small & Medium Business Interviews

For small and medium businesses in each Town, we propose to hold focus groups to understand their current and future business and technology needs. We find that these can often times be coordinated through local economic development personnel or the local chamber of commerce. Focus groups containing 10-20 businesses each provide valuable information that we will utilize to plan broadband strategies for each Town.

Residents

For residents, we will work with you to determine the best format for engagement. We would suggest one or two "Town Hall" meetings coupled with any additional online and paper survey tools to support any data the City may have already collected. The overarching goal of meeting with residents, is not a FTTH deployment or project, but learning about the breadth of the digital divide in Fort Lauderdale to devise digital inclusion strategies to support those that suffer from it.

This information will determine the community's need for additional broadband services and help each Town understand how its network may be used to achieve the long-term needs of its stakeholders. It will also provide an understanding of the potential customers available to the Towns, which will determine the services each Town will need to provide and for what rates.

2. CONDUCT BUSINESS CASE NEEDS ASSESSMENT

Magellan will conduct a needs assessment based on information gathered during stakeholder outreach from task 1 above and from our customized online survey. The community market survey will be dispersed to citizens, businesses and anchors in each of the Towns. Through our survey tool we will provide speed testing tools so that residents, community anchors and businesses can report ACTUAL SPEEDS and experiences, versus what is advertised on providers' websites. Our surveys are used routinely throughout our broadband planning projects and provide our clients with a realistic view of how broadband is being delivered, levels of customer satisfaction and the community's willingness to receive broadband from a municipal provider. For example, Magellan conducted a Citywide survey of the City of Loveland, CO. We received 987 valid residential responses (online and paper), which resulted in a 95% confidence interval with a 5% margin of error. For businesses, we supplemented our online surveys with a telephone calling campaign which increased our confidence interval from 86% to 94%. We'll work with each of your Town's teams to identify the right channels for survey distribution, which may include social media, Town websites and utility email lists. We will also help you ensure that the questions asked are neutral and do not draw "forgone conclusions" about broadband. Our goal is to give you a true estimate of demand for broadband in each of your communities.

We understand that the Towns would like an assessment of each Town, in the event that one or more Towns decide not to move forward past this study. We propose to create community profiles that examine the needs of each Town, current infrastructure, and identify demand for broadband in each community.

3. CONDUCT LOCAL BROADBAND AND TELECOMMUNICATIONS MARKET ASSESSMENT

Magellan will perform a detailed market assessment to identify the current state of broadband quality and coverage. Magellan will work with each Town to determine the current broadband environment, including updated maps of broadband availability, speeds and providers. The market assessment will determine the services that are available, providers, service level, pricing, and access. We will document all publicly owned and privately owned networks in the communities and build a comprehensive GIS-based broadband map to illustrate how each Town is served by broadband and what providers currently serve the market.

We will include details on all download and upload capacity and inventory on all physical transport. We will provide you with a graphical and visual representation of the current market, based on the survey and data collected for the market. This graphical representation will give you unique and valuable data on the actual broadband market in the area that will allow each Town's broadband leadership to understand the following aspects:

- Actual speeds that residents, anchors and businesses are receiving;
- Actual pricing that residents, anchors and businesses pay for services;
- Territories for providers operating in each community;
- Customer satisfaction levels with broadband providers;
- Key issues that impact customers across the Town; and
- Identify underserved and unserved areas.

Magellan will build an inventory of all community anchor, business, residential, and wholesale costs across each Town to help understand how they compare to the other peers. It will also

enable the Town to better understand the costs necessary in a community broadband network. The data and information from the market analysis will also be included in the Town Community Profiles.

The following step will be to analyze the current market and its propensity for additional broadband services. This market assessment will include businesses, schools, hospitals, clinics/doctors' offices, and other community organizations determined in the analysis. We will incorporate the current network into the comprehensive broadband map, which will allow us to begin building layers of potential customer locations on top of the current infrastructure. Layers will include businesses, schools, hospitals, clinics, government organizations, community support organizations, and others to be determined.

Based on information collected from the market assessment, we will identify the opportunities for each Town to consider a variety of options for developing a community broadband network. This analysis should build on each Town's current fiber/conduit infrastructure, other potential partners and new infrastructure that would create a network to support the greater Towns' community. Magellan will lay out the strengths, weaknesses, opportunities, and threats of the current broadband environment for the Towns to better understand the broadband market. There are many inputs to the overall feasibility and sustainability of community broadband networks and Magellan will work with each Town's teams to determine the drivers in the region that would support such a network in your Town.

4. IMPLEMENT A MAPPING TOOL THAT PROVIDES A GIS-BASED ANALYSIS FOR THE PROJECT

Magellan's technical team has in-depth experience with GIS-based mapping, inventory, analysis and reporting on broadband projects. For each of our broadband planning clients, we have implemented comprehensive GIS-based studies of service areas, including:

- Broadband inventory and analysis;
- Broadband penetration and availability;
- Broadband market data;
- Broadband service area boundaries; and
- Broadband infrastructure overlaps and overbuild information.

Magellan's GIS services will enable each Town to accurately collect, track, analyze and report on key broadband infrastructure assets throughout each of the Towns. At the project kick-off meeting, Magellan will provide the Towns with an initial data request in order to gather the necessary data to begin this process. We propose to first build a geo-correct layer for each Town's conduit and fiber, identifying placed conduit, type, size, status (occupied/vacant) and related information. A second layer will incorporate all outside plant structures owned by each Town, including vaults, handholes, manholes, pedestals, poles, transitions and related information. From these layers, we will proceed to identify all fiber-optic assets placed by each Town and document type of fiber cable, strand count, splice points, splice cases, snowshoes, terminations and related information.

5. PERFORM A GAP ANALYSIS OF THE CURRENT BROADBAND ENVIRONMENT

Based on the market analysis and information gained through the stakeholder outreach, Magellan will develop a gap analysis that identifies the key broadband issues in each Town, for residents, businesses and community anchors. Magellan will assess each communities' benefits and risks through improved and more efficient Town services.

We will identify the issues that each Town faces, focusing on:

- Available infrastructure Access
- Affordability
- Reliability
- Bandwidth Symmetry
- Redundancy
- Inclusivity

The gaps and issues identified for each Town will also be included in the Towns' Community Profiles.

6. ASSESS EACH OF THE TOWN'S REGULATORY ENVIRONMENT

Magellan will provide a regulatory analysis of the broadband environment for Colorado municipalities and municipal utilities considering deploying broadband. It will define the requirements under a range of different business models, including wholesale, retail and partnership. It will analyze FCC, State and federal law enforcement and other statutory requirements that each Town should be aware of and the potential risks and mitigation strategies that each Town can consider in the evaluation of broadband. Magellan has worked with a number of clients in Colorado and we are well versed in the new requirements of Senate Bill 167 and how it applies to municipal fiber engineering and construction. We have deep experience in planning and applying for permits with local, county, Colorado Department of Transportation, and Burlington Northern Railway and Regional Transportation District. All of this local expertise will give you a partner that is well-versed in the area to develop the most effective fiber design for the Towns.

7. DEVELOPMENT OF MARKET-DRIVEN DEMAND PLANNING TOOLS

Magellan will develop a GIS-based demand-planning tool that will enable the Town's to measure the potential opportunity for broadband demand across the region and each town. The tool will be linked directly into survey data to not only provide the physical locations of potential customers across the towns but also the data behind those customers, including demographics, propensity to buy services, current services, upload and download speeds, satisfaction with current services, and related information.

Magellan has implemented these tools with many municipalities, and we find that they provide detailed insight into the need for broadband within communities. They help municipalities plan for demand centers where services are required and prioritize within the communities. Magellan has implemented these tools with Colorado municipalities including the City of Loveland, and nationwide to measure demand and plan new network infrastructure to serve the needs of end users. All GIS information will be available to the Towns through our online GIS tools that the Towns can view in real-time.

8. DEVELOPMENT OF SOUND BUSINESS MODELS

Magellan will assist the Towns in evaluating various business models each Town should consider for their project, identifying the pros and cons for the Towns and its community. In this analysis, we propose reviewing various models, some of which include:

- | Public Policy Only
- | Infrastructure only (dark fiber, conduit, towers)
- | Open-access (dark and lit fiber, wireless)
- | Business retail provider
- | Residential retail provider
- | Public-private partnership options

Some of the key questions that we will address individually with each Town in this section include:

- | Should the Towns provide services directly or through partnership with broadband providers?
- | Will a Towns' broadband utility be sustainable if the Towns provides services directly?
- | What types of Internet services would the Towns provide and at what costs?
- | Would open-access create a sustainable business model for the Towns?
- | Should the Towns expand services to more public organizations and if so, to what extent?
- | How will joint investment in broadband infrastructure be accomplished between the Towns and private sector organizations in proposed partnerships?
- | What legal and operational structures should be considered by the Towns and private sector organizations in use of the Towns' broadband infrastructure?
- | How will the Towns balance private sector goals of revenue growth and profitability with public goals of providing affordable and available broadband services across the Town?
- | How will future system expansion be handled between the Towns and private sector providers and what contributions will the parties make to this infrastructure?
- | How will the Towns maintain neutrality and open interconnection policies with private sector providers, promoting a competitive environment that benefits the Towns' broadband user base?

Financial Planning for Each Business Model

Magellan proposes using our Broadband Financial Sustainability Model to ensure that the Towns have a full understanding of the business and financial sustainability of various broadband business models. Using these tools will allow the Towns to evaluate different business models and make informed decisions on which are most adequate for the Towns and their communities – including environments that require no funding.

Our models are widely used tools to model feasibility and financial performance for over 50 municipal broadband providers. Magellan's financial modeling tools have been utilized to plan and manage broadband network investments for over \$1 billion of broadband investments in the US.

Using our financial tools, we suggest using the following process to conduct the business model analysis and make recommendations. We would propose using a 20-year period to analyze business

models:

1. Develop the cost model for the network, including one-time and ongoing capital expenditures to build the network.
2. Develop the cost model for operations, including O&M, network operations, field services, staffing, billing and customer service.
3. From the market analysis and outreach, determine the customer segmentation and growth on the network, across each type of customer (business, school, hospital, etc.).
4. Determine customer growth rates for the network, based on benchmarking analysis from other utility and municipal providers.
5. Determine a proposed competitive rate schedule for potential services, using pricing information from the market analysis and benchmarking information.
6. Develop financial statements, pro-formas, depreciation schedules, and cash flows.
7. Conduct comprehensive financial analysis on the project to determine overall financial sustainability using key metrics such as free cash flow, debt service coverage, operating margin, and net income.
8. Use scenario analysis to evaluate different business models and determine which are feasible for the Towns to consider.
9. Recommend the most feasible business model based on overall business and financial sustainability, community benefit, and long-term value to the Towns. This model will be designed to generate revenue for the Towns for a self-sustained broadband maintenance and development program. Our pro formas will indicate the cost of resources both internally and externally, as estimated based on previous similar engagements.

We will provide comprehensive pro formas based on a detailed set of assumptions and forecasts to project financial outcomes for each individual Town's options. We will provide a dynamic model with over 140 assumptions that can be varied to determine the impact to financial performance. From these 140 assumptions, we provide you with the 10-20 most sensitive variables in the model that when altered, significantly impact financial performance. Output from the model is expected to include, but not limited to:

- | Assumptions and documentation
- | Broadband Financial Dashboard
- | Financial Ratio Analysis
- | Break Even Analysis
- | Income Statement
- | Balance Sheet
- | Rate Sheet
- | Capital Plan
- | Personnel Plan
- | Operating Costs

- | Renewal and Replacement Reserves
- | Borrowing Summary
- | Borrowing Tables
- | Sales Forecasts
- | Cumulative Demand

Magellan Advisors will conduct a Business Model Workshop to educate those involved and collaboratively work to determine the appropriate business models to analyze financially.

9. RECOMMENDATION ON BROADBAND STRATEGY

Magellan will deliver actionable strategies and recommendations to the Towns at the culmination of the project. Magellan will highlight our final recommendations based on our work with local stakeholders and the City that highlights what we believe will be the best steps forward for the Towns, giving the Towns a roadmap to move forward. Our recommendations will include business models, policy and strategic partnership opportunities all gathered from our outreach and analysis of the City's current infrastructure, broadband environment and gaps that need to be addressed in both wired and wireless networks across the City.

The culmination of each Town study will lay out the core strategies for their Town in development of its municipal and community broadband initiatives. The Plan will craft the most effective strategies for each Town (or through a regional partnership) to adopt to bring next-generation broadband to its communities, leveraging the Town's infrastructure, smart public policies and key partnerships among public and private organizations.

We believe that the following approach will create the most feasible municipal and broadband opportunities for each individual Town, while mitigating risk to each Town:

- | Document, structure and formalize the Town's current conduit, fiber-optic and tower assets;
- | Identify immediate opportunities to use these assets to positively impact local broadband, in conjunction with broadband providers;
- | Work with local broadband providers to employ the use of the Town's current fiber assets, if any
- | Demonstrate "small wins" utilizing each Towns' current assets;
- | Develop the policies needed to build additional infrastructure and grow the network;
- | Identify business cases to expand the network for municipal cost reductions, improved capabilities and broadband improvements;
- | Develop a true broadband enterprise with established rate structures, policies, procedures and products;
- | Market the network and interconnect with multiple broadband providers to serve more community needs;
- | Consider more intensive business models such as open access to identify the impact to the community and feasibility of entering into this business;

Continually evaluate the performance of the broadband network, its impact to each and opportunities of each community, and revise the strategy appropriately. The recommended

strategy(s) will determine the Towns employ community-wide deployment or a phased deployment approach. Each client we work with is unique, and no broadband implementation strategy is identical. Magellan will work collaboratively with the Towns to assist in making these important decisions regarding business models, financing, and broadband deployment.

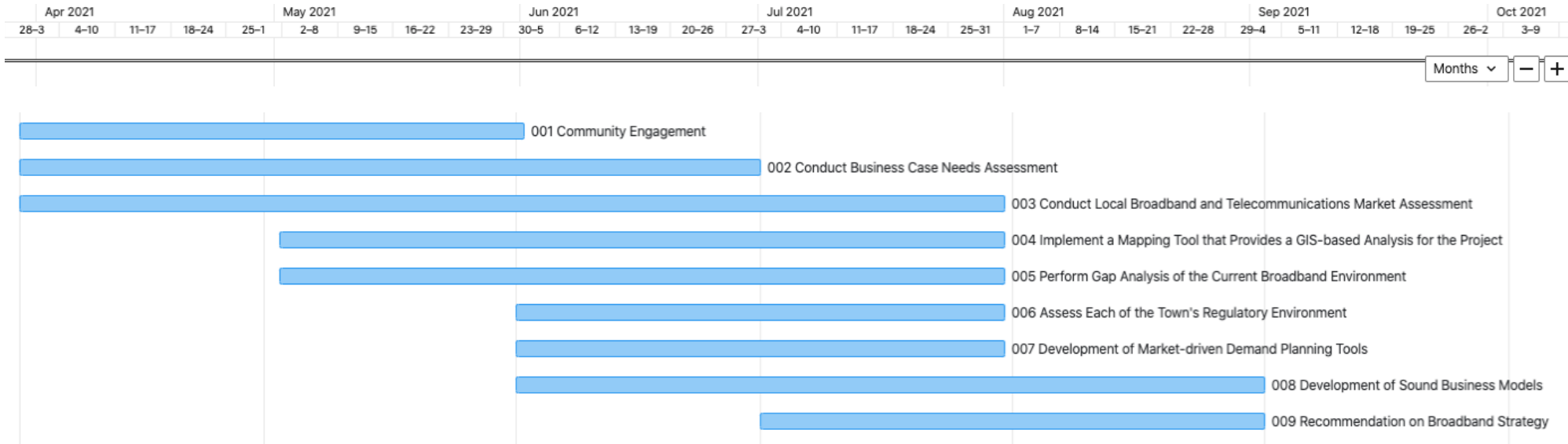
The recommended strategies will include:

- Two (2) recommended approaches to broadband implementation for a regional partnership among all four entities, that is scalable in case one or two entities decline to move forward.
- One (4 total) recommendations for each entity if the Towns determine to approach the projects culmination individually (not a joint partnership).

Evaluate Financing and Funding Availability

Magellan's senior consultant and grant expert, Jessica Zufolo, will be participating and working with each Town to analyze any grant opportunities for each Town. Jessica has over 20 years' experience in in broadband planning, fundraising, deployment and operational management.

Timetable



Appendix A: Resumes

John P. Honker – President

Education:

Master in Business Administration, Executive Program
University of Miami – Miami, FL

Bachelor of Arts in Philosophy
Stetson University – Deland, FL

Strengths:

- Strategic Planning
- Multinational Expansion
- Business Development
- Market Planning
- Business Strategy Formulation
- Financial Planning
- Investor Marketing & Identification
- P&L Management
- Operations Planning

John has over ten years of executive management with new, growing and well-established firms, in the Telecommunications, Information Technology and Outsourcing sectors. Strong expertise in managing rapidly growing companies with responsibility for P&L, Business Strategy and Operations. Insightful execution of business strategy with a clear focus on achieving goals through concise management of people and resources. Significant entrepreneurial experience through the founding of several successful firms in the consulting and outsourcing sectors.

Magellan Advisors LLC – Denver, CO

President & CEO - Founding and current member of the firm, organized to capture strong demand from public and private sector clients requiring strategic telecommunications planning services. Responsible for core business strategy, P&L, operations, technology and finance. Leadership position that requires a unique combination of executive tactics, hands-on processes and a team-based orientation.

Clear Connect Inc. – Miami, FL

Chief Operating Officer - Clear Connect is a contact center and business process outsourcing provider uniquely positioned to deliver vital business services at savings beyond what is seen in today's outsourcing market. Combining strong domain experience with a world-class workforce and adaptive technology, Clear Connect provides solutions to meet our customer's most challenging business needs.

Founding member of the firm, specializing in contact center and business process outsourcing services for Fortune-200 based US companies. Built the firm's operations, finance and technology from greenfield into a 210-employee firm in 18-months, providing services to several large Fortune-200 companies. Responsibility for all departments, with 8 top-level manager reports.

Columbus Networks Inc. – Miami, FL

Director of Internet Services - Columbus Networks is a telecommunications service provider that offers broadband and IP capacity services to telecom carriers, TV cable companies, Internet Service Providers and network integrators.

Built Internet Service Provider business from greenfield into \$50M business in 5 years. Multinational venture into 15 countries in Central/South America, The Caribbean and Mexico, to deliver services in new markets. Provided all operational planning,

- Investor Relations
- Technical Design
- Technical Implementations
- Operations Management
- Performance Management

development and implementation for the business unit. Organized and lead cross-functional teams under strict timelines to deliver services.

Government Technology Resources Inc. – Orlando, FL

Principal Consultant - GTR provides strategic consulting services to public sector clients, focused on leveraging emerging technologies to support the goals of local, state and federal government.

Developed consulting practice for firm, focused on expanding existing services for local and state governments. Provided business development to build a book of business to include many local government clients.

Florida Hospital Inc. – Orlando, FL

Network Engineer - Florida Hospital, comprised of eight Orlando hospitals provides a wide range of health services for the entire family, including many nationally and internationally recognized programs in cardiology, cancer, women's medicine, neurology, diabetes and rehabilitation.

Information technology liaison for the Radiology/Radiation Oncology departments. Translated specialized departmental needs into Information Technology strategies and presented to Information Systems department heads. Provided network engineering services to the Radiology and Radiation Oncology departments at 8 metro-Orlando hospitals. Worked with cross-functional medical and non-medical teams.

Ashley Poling - Consultant

Education:

BA degree in Education with a minor in Political Science from Ohio Wesleyan University

Strengths:

- Project Coordination and Implementation
- Business Communication and Publication Methods
- Data Analysis
- Research Sourcing
- Resource Management

Ashley is a technical communicator with a breadth of client relations experience. Expertise in creating, coordinating, and implementing projects across a variety of fields from defense contracting to small business planning and start-up.

Magellan Advisors LLC - Denver, CO

Project Management Analyst - Supports project management for public and private initiatives on Broadband and Smart City planning. Collects, organizes, and implements pertinent information to meet needs of organizations and develop plans tailored to fulfilling strategic goals. Provide resources to organizations pertinent to alignment of goals in technology initiatives and developing policy for enhancing fiber infrastructure for Broadband and Smart City

Business Development - Produced leads, filled sales channel, managed all inside sales including proposals and RFP generation. Built and maintained client relationships throughout life of project and beyond.

Lake County Schools – Clermont, FL

Educator/Teacher - Teacher ratings on annual evaluations, Student performance on standardized tests continually exceeds global mean.

David Brevitz C.F.A. - Policy and Regulatory

Education:

Chartered Financial Analyst, CFA Institute - Charlottesville, VA
 M.B.A., Finance, Michigan State University Graduate School of Business, East Lansing
 B.A., Justice, Morality and Constitutional Democracy, James Madison College, Michigan State University

Strengths:

- Statewide Broadband Planning
- Telco Financial Analysis, Acquisition Cases
- Telco Management & Operational Analysis
- Telecom Market Analysis & Surveillance
- Telecommunications Trend Analysis
- Cost of Service, TELRIC, LRIC and FDC
- Stakeholder Interviews and Engagement
- Competitive Policy Development

Mr. Brevitz has over 30 years of experience in the telecommunications industry based on work for U.S. and international clients, and telecommunications regulatory agencies. This experience provides depth and capability in the subjects of broadband trends and planning, market analysis and surveillance, market liberalization and competitive policy implementation, telecommunications stakeholder engagement, wireless and wireless broadband trends and developments, industry financial reporting and analysis, telecommunications company operations, back office systems and business plans, interconnection and unbundled network element pricing, telecommunications service costing and pricing, and universal service goals and objectives.

Magellan Advisors LLC – Topeka, Kansas

Senior Broadband planner/Senior Consultant - Focused on Technology, Broadband Deployment and Government Services. Performs technical consultations in the specific areas of network implementation and management, telecommunications services and information security. Assists organizations in the development of strategic management/technical plans focusing on alignment of technology initiatives with that of the business units. Coordinate and manage Data/voice/video projects for clients to include the negotiation and provisioning of carrier services from major telecommunications and upstream providers.

Brevitz Consulting Services -Topeka, Kansas; 1994 – Present

Independent Telecommunications Consultant -Mr. Brevitz has conducted numerous telecommunications engagements for national and international clients. Most recently, Mr. Brevitz completed work as the Project Leader for the State of Florida on Strategic Planning for Florida Governmental Broadband Capabilities. Mr. Brevitz has provided expert testimony on numerous issues including a number of telco local division spin-offs, acquisitions and combinations, broadband and broadband competition, telecommunications competition, industry and market structure, service bundles, substitutability of VoIP and wireless for local exchange service, resale, unbundled elements, TELRIC/cost studies, network modernization, access charges, rate design, cost allocations, universal service and other matters.

University of Florida, Gainesville - 2009 to Present

Senior Fellow, Public Utility Research Center - Mr. Brevitz has been designated as a Senior Fellow by the Public Utilities Research Center at the University of Florida. This designation is reserved for knowledgeable and experienced professionals who foster strong ties to academia, industry, and government, who embody PURC's values of respect, integrity, effectiveness and expertise, and who support PURC's mission to contribute to the development and availability of efficient utility services through research, education, and service.

KCPR, Topeka -1987-1994

- Telco Business Planning
- Competitive Pricing Analysis
- Interconnection Policy

Certifications:

- C.F.A Certified Financial Analyst

Director of Regulatory Affairs - Duties included monitoring of and participating in state regulatory affairs on behalf of twenty independent local exchange companies in Kansas that compose the partnership of KCPR. Active participation in statewide industry committees in the areas of access charges, optional calling plans/EAS, educational interactive video, dual party relay systems and private line/special access merger.

Jessica Zufolo: VP of Rural Broadband Strategy

Education:

(MBA); OneMBA Global Business Strategy and Finance
North Carolina at Charlotte
University of North Carolina Kenan-Flagler Business School
Chapel Hill, NC

Bachelor of Arts (BA), Military History and Political Science
University of Colorado Boulder, CO

Strengths:

- Strategic Employee Engagement Strategies
- Data Analytics
- Enterprise Strategy Execution
- Risk Mitigation
- Federal Procurement Strategies
- Coalition Building
- Continuous Process Improvement
- Team Leadership
- Hiring & Mentoring Talent
- Infrastructure Financing
- Industry and Regulatory Analysis
- Community and Economic Development

Experienced business executive with exceptional skills overseeing complex operations involving rural utility, broadband and precision ag projects in underserved and tribal areas. An infrastructure strategist with extensive industry and non-profit stakeholder relationships and regulatory/legislative expertise across the technology and electric utilities sector. A problem solver with a proven track record of initiating and delivering new market strategies and solutions that result in business growth and long-term profitability. Strong record of forging and developing strategic partnerships that lead to sustainable funding and client/customer loyalty.

Magellan Advisors LLC – Orlando, FL

VP Rural Broadband Strategy - Focused on rural broadband Deployment and government Services. Assists organizations in the development of strategic management/technical plans focusing on alignment of technology initiatives with that of the business units. Coordinate projects for clients to include the negotiation and provisioning of carrier services from major telecommunications and upstream providers.

Universal Service Administrative Company (USAC) – Washington, DC

Senior Advisor, Strategic Partnerships – Established and managed a new business unit comprised of 5 team members within the Lifeline program that negotiated and implemented Application Program Interface (API) connections with data owners nationally.

U.S. Department of Commerce, First Responder Network Authority (FirstNet) – Washington, DC

Director, Rural Infrastructure and Grants Strategy (Presidential Appointment) - Established FirstNet’s federal funding coordination strategy to align all federal agency program regulations and budgets governing federal and state grant programs to finance emergency communications, public safety radio equipment, devices and applications

U.S. Dept of Agriculture, Rural Utilities Service (RUS) – Washington,DC Deputy Administrator (Presidential Appointment: Sr Executive Service) -

Co-managed a \$65 billion federal loan and grant portfolio that finances water and waste treatment systems, telecommunications and broadband networks, precision agriculture, electric utility, smart grid and renewable energy infrastructure projects in rural and tribal communities across 56 states and territories

Medley Global Advisors – Washington, DC and New York, NY Sr Director, Telecom, Media & Technology (TMT) Equity Research -

- Project Management
- Cultivating Internal & External Stakeholders

Certifications and Memberships:

- Recipient of the UNC Leadership Development Initiative Program curriculum and recognition
- Inducted into the Gamma Beta Sigma Business Honors Society
-

Established an independent telecommunications and technology investment research franchise serving over 30 institutional investors and hedge funds with actionable research on the financial impact of State, federal regulatory and legislative policy risk

**National Association of Regulatory Utility Commissioners
NARUC – Washington, DC**

Legislative Director, Telecommunications and Consumer Affairs - Directed the Association's federal legislative advocacy and grassroots activities on telecommunications, consumer protection and water issues before Congress, federal agencies, the executive branch and state legislatures.

Alfred Kamuda – Design Team Lead

Education:

Associate of Science (AS), Electronics Technology, Computer Processing Institute, East Hartford, CT

CompTIA PC A+ Certificate, Valencia Community College Orlando, FL

Network+ Certificate, Valencia Community College Orlando, FL

Technical Skills:

- Microsoft Office 2010: Word, Access, PowerPoint, Excel, Outlook, Visio
- Microsoft Windows DOS 3.1 – Windows 7
- Microsoft Server 2000 - Advanced Server 2008, Novell Server 3.12 - 6.0
- Bentley Comms (MicroStation V8i), MicroStation Geographics, Bentley Map Spatial, Focus DOS - 95(MicroStation 95)
- ESRI ArcInfo 9.3, ArcGIS Advanced Desktop 10.0 - 10.5, ArcGIS Server 9.3 - 10.5, ArcGIS Web Applications, ArcGIS Flex Web Builder, ArcGIS Portal, GE Smallworld GeoSpatial Analysis Pro 5.0, & Map Info Professional, ArcGIS Network Analyst
- Oracle 9 – 11g Spatial, Oracle SQL Developer, Microsoft SQL Server 2008 R2, Visual Studio Express 2010
- Adobe Illustrator 10, Adobe Photoshop, Adobe Flash Builder 4.7

Al Kamuda is a seasoned telecommunications and GIS professional with over 20 years' experience in telecommunications engineering, mapping, design and outside plant construction. Prior to joining Magellan, Al was the Senior Design Manager for the Central Florida region at Spectrum (Charter Communications), where he led the planning, project management and implementation of outside plant design for various company growth projects including residential, commercial, cellular backhaul and metro WIFI. His extensive experience with the telecommunications industry, CAD platforms and geospatial expertise along with his strategic forward thinking provides an extremely diverse skill set that allows him the valuable insight needed to understand the client's objectives in all aspects of telecommunications construction and design processes.

Magellan Advisors, LLC. – Orlando, FL

Design Team Lead - Magellan Advisors is a full-service consulting and technology services firm, specializing in telecommunications, broadband and smart city planning deployment and management for public and private sector organizations.

SPECTRUM / Bright House Networks – Orlando, FL

Senior Manager, Hybrid Fiber/Coax (HFC) Design and Drafting – Provided engineering support and direction for new or existing technologies and on-going operational initiatives to Regional, Network Operations and other cross functional leadership regarding technical operations, strategic planning of rebuilds, network operations for output to the OSP (outside plant), and new products.

HFC Design – Orlando, FL

Manager – Provided leadership, succession planning, development and performance assessment to 20 in-house design engineers. Used strong leadership skills to create a culture of teamwork to effectively manage, train, mentor and coach direct reports to meet goals and expectations. Responsible for the oversight of contractor resources, contractor invoicing, and project completion of assigned work to multiple design contractors located in separate, decentralized locations worldwide while continuing to meet the increasing production demands on time and within budget.

Time Warner Cable – Orlando, FL

Supervisor HFC Design - Supervised the activities of a team of up to 8 people, including hiring, performance management and training on HFC plant design efficiency and Bentley Microstation software. Led the data

conversion efforts to move the plant routing data stored in Dbase within Focus 95 to Oracle while successfully ensuring the timely coordination and posting of all new plant routing information during the upgrade to eliminate any impact our customer deadlines. Maintained close internal partnerships and contract resource relationship to ensure daily operations of HFC design output were on time and on budget.

Matthew Southwell – Associate Project Manager – Design

Education:

Business Management Degree with High Honors
Keiser University in Orlando, FL.

Strengths:

- In-Depth Research
- Cloud-Based Mapping
- OSP Design/Costing
- Management & Leadership
- Quantitative Analysis
- Client Assessment
- Team Development
- Conflict Resolution
- G.I.S

Memberships:

- CHFP

Matthew Southwell has over 13 years in the telecommunications field. Matthew's career began as a U.S Army Sergeant where he worked on tactical communication systems, Sat-Com radio systems, and deploying weekly COMSEC key changes OTAR (Over the Air Rekeying) with newly deployed radio systems during two Operation Enduring Freedom deployments. Matthew's private sector work includes work with a Motorola radio distributor and contractor where he supported many Federal, State, and local County entities to include: Department of Homeland Security, Immigration and Customs Enforcement, Drug Enforcement Administration, Florida Highway Patrol, Greater Orlando Airport Authority, Orange County Sheriff's Office, and the Lake County Sheriff's Office. Matthew joined Magellan Advisors in 2016 as a telecommunication analyst where he has contributed his knowledge and technical expertise to over 65 broadband projects. Matthew's current role within Magellan includes analysis of client GIS data and mapping, creating conceptual network designs and costing estimates for future fiber builds. Matthew is a Certified Fiber to the Home Professional (CFHP) and holds a Business Management Degree with High Honors from Keiser University in Orlando, FL.

Magellan Advisors, LLC. - Orlando, FL

Associate Project Manager/Design - Magellan Advisors is a full-service consulting and technology services firm, specializing in telecommunications planning, deployment and management for public and private sector organizations. Led OSP design fulfillment across multiple project engagements to include, research, GIS mapping and costing analysis.

Magellan Advisors, LLC. - Orlando, FL

Telecommunications Analyst - Provided broadband market and provider analysis. Assisted in conceptual network design, labor and material costing integrating geographical information systems.

Bandit Installations - Wake Forest, NC

Installation Manager - Led team of technicians installing access control, card readers, electronic locks, and motion detection.

Wireless Technology & Equipment - Orlando, FL

Installer II - Deployed and maintained public safety radio systems for local, state, and federal agencies.

Task Force Phoenix - Kabul, Afghanistan

Communications Sergeant - Fielded and maintained secure Sat-Com, RF, and GPS technology during forward operations.

FLANG - US Army - Orlando, FL

Sergreant-E5, Signal Support Systems Specialist-HHC 2-124 Infantry Battalion -
Provided secure radio systems support for Tactical/Emergency Operations Centers.

Cost Estimate

The total cost to the Towns of Berthoud, Johnstown, Mead and Milliken for the Regional Broadband Needs and Assessment and Feasibility Study project is \$87,150 and includes all work to be completed by Magellan as stated in this proposal.

Magellan will bill \$14,525 in six (6) equal monthly payments.

Magellan will bill on the first day of the month for the current month's services. Travel and incidental expenses will be billed as incurred at a not to exceed rate of \$5,000. Invoices are payable on net 30 terms from the date of invoice.

Task/Description	Hours	Cost
1. Community Engagement	85	\$ 17,850
2. Conduct Business Case Needs Assessment (including 4 community profiles)	100	\$ 21,000
3. Conduct Local Broadband and Telecommunications Market Assessment	20	\$ 4,200
4. Implement a Mapping Tool that Provides a GIS-Based Analysis for the Project	60	\$ 12,600
5. Perform a Gap Analysis of the Current Broadband Environment	20	\$ 4,200
6. Assess Each of the Town's Regulatory Environment	20	\$ 4,200
7. Development of Market-Driven Demand Planning Tools	20	\$ 4,200
8. Development of Sound Business Models	40	\$ 8,400
9. Recommendation on Broadband Strategy	50	\$ 10,500
Total for Magellan's Services		\$ 87,150
Travel		\$ 5,000
Total Not-to-Exceed		\$ 92,150

EXHIBIT B

REQUIRED PROVISIONS FOR CONTRACT FOR SERVICES PROHIBITING EMPLOYMENT OF ILLEGAL ALIENS

Consultant shall not:

1. Knowingly employ or contract with an illegal alien to perform work under this public contract for services; or
2. Enter into a contract with a subconsultant that fails to certify to the Consultant that the subconsultant shall not knowingly employ or contract with an illegal alien to perform work under this public contract for services.

Consultant has confirmed the employment eligibility of all employees who are newly hired for employment to perform work under the public contract for services through participation in either the e-verify program or the Department of Labor and Employment program.

Consultant is prohibited from using either the e-verify program or the Department of Labor and Employment program procedures to undertake pre-employment screening of job applicants while the public contract for services is being performed.

If Consultant obtains actual knowledge that a subconsultant performing work under the public contract for services knowingly employs or contracts with an illegal alien, the Consultant shall be required to:

1. Notify the subconsultant and the contracting state agency or political subdivision within three days that the Consultant has actual knowledge that the subconsultant is employing or contracting with an illegal alien; and
2. Terminate the subcontract with the subconsultant if within three days of receiving the notice required pursuant to subparagraph 1 of this subparagraph the subconsultant does not stop employing or contracting with the illegal alien; except that the Consultant shall not terminate the contract with the subconsultant if during such three days that subconsultant provides information to establish that the subconsultant has not knowingly employed or contracted with an illegal alien.

Consultant shall comply with any reasonable request by the Department made in the course of an investigation that the Department of Labor and Employment is undertaking pursuant to the authority established in subsection (5) of Section 8-17.5-102 of the Colorado Revised Statutes.

IF CONTRACTOR VIOLATES ANY OF THE AFOREMENTIONED REQUIREMENTS, THE TOWN MAY TERMINATE THE CONTRACT FOR BREACH OF CONTRACT. IF THIS CONTRACT IS SO TERMINATED, CONTRACTOR SHALL BE LIABLE FOR ACTUAL AND CONSEQUENTIAL DAMAGES TO THE TOWN OF JOHNSTOWN.