

Marshall, Karen

From: Gordon Mathews [gmathews@vermontel.com]
Sent: Friday, September 28, 2012 6:29 PM
To: 'Will Dodge'; Michel Guite; Groschner, Holly
Cc: Marshall, Karen
Subject: RE: Contract [DRM-ID.FID639317]
Attachments: VTel VTA Elect Comm Prop License Joint Effort Version 9 21 2012.DOCX

Thanks Will. In speaking with Michel VTel would still request clarification in Exhibit C that any adjustment to the State's base price will not affect a License Fee currently in place. The suggested addition to Exhibit C, included in the attached, is:

[REDACTED]

Gordon Mathews
Site Acquisition
Vermont Telephone Co., Inc.
Phone: [REDACTED]
Mobile: [REDACTED]
E-Mail: gmathews@vermontel.com

-----Original Message-----

From: Will Dodge [mailto:wdodge@drm.com]
Sent: Friday, September 28, 2012 4:44 PM
To: Michel Guite; 'Groschner, Holly'
Cc: 'gmathews@vermontel.com'; 'Marshall, Karen'; Gordon Mathews
Subject: RE: Contract [DRM-ID.FID639317]

Correct: all that happens is that 8 years from now, if VTel decides to take another site, the VTA is not guaranteeing that the price will be the same as what we take today.

The consideration for each given license agreement (e.g., [REDACTED]) is stated in Section K(1) of the agreement, and that controls over any language in Exhibit C (which is just a general policy that is being used as a guideline at a fixed point in time). Holly and I are discussing tweaking K(1) to make that point clearer and will recirculate.

William J. Dodge | Downs Rachlin Martin PLLC Director | Energy & Telecommunications - Real Estate, Land Use and Environmental Group
199 Main Street, PO Box 190 | Burlington, VT 05402-0190
Direct: 802-846-8395 | Mobile: 802-324-2114 | Main: 802-863-2375 | Fax: 802-658-0905
wdodge@drm.com | www.drm.com

Admitted in VT, NH

Downs Rachlin Martin PLLC is the exclusive member firm for Vermont of Lex Mundi, the world's leading association of independent law firms(www.lexmundi.com)

-----Original Message-----

From: Michel Guite [mailto:mguite@vermontel.com]
Sent: Friday, September 28, 2012 4:37 PM
To: Groschner, Holly; Will Dodge
Cc: gmatthews@vermontel.com; Marshall, Karen; Gordon Mathews
Subject: RE: Contract

Yes, I understand. But if VTel contracts today at [REDACTED]

If that is what is

intended then we need a small clarification.

Michel Guite
President
Vermont National Telephone Co, Inc.
354 River Street
Springfield, VT 05156
Phone: [REDACTED]
Mobile: [REDACTED]
E-Mail: mguite@vermontel.com

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From: Groschner, Holly [hgroschner@telecomvt.org]
Sent: Friday, September 28, 2012 4:33 PM
To: Michel Guite; wdodge@drm.com
Cc: gmatthews@vermontel.com; Marshall, Karen
Subject: RE: Contract

Hi Michel,

That is a necessary term of the State policy that refers to the base rate. If [REDACTED]

Happy Friday. Will, are you available by phone?

Holly Groschner
General Counsel
Vermont Telecommunications Authority
[REDACTED] hgroschner@telecomvt.org

-----Original Message-----

From: Michel Guite [mailto:mguite@vermontel.com]
Sent: Friday, September 28, 2012 4:19 PM
To: wdodge@drm.com; Groschner, Holly
Cc: gmatthews@vermontel.com
Subject: Contract

Hi guys,

Thanks you for sending the contract, that I am now reading. Looks good except one perhaps small oversight.

Exhibit C says, regarding price, "[REDACTED]

I understand the intent is the State can change the pre-contract estimated price, as needed, but the intent is not that the State can change the price agreed, post-contract. May I suggest we add the following clarification to appear in both "Exhibit C, Section 3. Pricing," and "Exhibit A":

"[REDACTED]

Michel Guite
President
Vermont National Telephone Co, Inc.
354 River Street
Springfield, VT 05156
Phone: [REDACTED]

Mobile: [REDACTED]
E-Mail: mguite@vermontel.com

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Marshall, Karen

From: Michel Guite [mguite@vermontel.com]
Sent: Wednesday, October 03, 2012 5:00 PM
To: Marshall, Karen; Allen, Susan; Lofy, Bill
Cc: Miller, Elizabeth; Campbell, Chris
Subject: RE: presser tomorrow

OK will be there.

Michel Guite
President
Vermont National Telephone Co, Inc.
[REDACTED]

E-Mail: mguite@vermontel.com

From: Marshall, Karen [<mailto:Karen.Marshall@state.vt.us>]
Sent: Wednesday, October 03, 2012 4:28 PM
To: Michel Guite; Allen, Susan; Lofy, Bill
Cc: Miller, Elizabeth; Campbell, Chris
Subject: presser tomorrow

Hi all,
We are targeting 2:15 tomorrow for a presser, 109 State Street, Montpelier , 5th floor conference room.
2p briefing session with the Governor in advance.
Sue Allen will draft a press release this afternoon, we can circulate and add comments and detail to finalize through the evening.
Thanks everyone, more to follow.

Karen L. Marshall , Chief
Connect Vermont, Broadband and Mobile

Agency Of Administration | Pavillion Building
109 State Street | Montpelier, VT 05609

[REDACTED]
karen.marshall@state.vt.us

Marshall, Karen

From: Marshall, Karen
Sent: Wednesday, October 03, 2012 9:13 PM
To: Groschner, Holly
Subject: RE: Error

Thanks Holly

Karen L. Marshall, Chief
Connect Vermont, Broadband and Mobile

[REDACTED]
karen.marshall@state.vt.us


From: Groschner, Holly
Sent: Wednesday, October 03, 2012 6:13 PM
To: Michel Guite; 'Will Dodge'; Marshall, Karen; Campbell, Chris
Cc: Malko, David; 'Peter Van Oot'
Subject: RE: Error

Michel,

You'll be delighted to know that I have a morning meeting with Will tomorrow and I'm sure this item and how to fix it is on his list.

I'd like to see if Will and I can work out something that keeps the policy separate from the references to the VTel document. In the state policy we need to be able to adjust the base price for rent in coming years. But in the license document we can certainly make it clear that no adjustments of the "Rate Plan" (the state policy) affects the License Fee (the applicable rent). I've just explained the issue to Karen, regarding the cross referencing of this VTel license into the pricing policy, and obtained her input. I think we can solve this without referencing the provisions of your license.

I appreciate your focus on getting this done.


Holly Groschner
General Counsel
Vermont Telecommunications Authority
[REDACTED]

From: Michel Guite [<mailto:mguite@vermontel.com>]
Sent: Wednesday, October 03, 2012 5:42 PM
To: Groschner, Holly; 'Will Dodge'; Marshall, Karen; Campbell, Chris
Cc: Malko, David; 'Peter Van Oot'
Subject: Error

Holly, Chris, Karen, Dave,

Help!!!!

Good news is the FCC award, and it results from all working together.

This email deals with a problem so small I have trouble believing the electricity needed to send it is well spent.

However this tiny matter has become not-so-tiny, Will reports.

The VTA contract which is generally excellent has a small oversight in it, that I stumbled upon.

VTA Schedule C correctly and properly says the VTA can change its prices every year, for any new contracts, or new elements, or new ground space, etc. But this can be read by a third party to mean VTA can change its price for existing contract elements that have been accepted, negotiated, agreed, **after** contracts are signed.

Holly tells Will Schedule C can't be changed. I can think of a dozen ways to fix this. For example we can perhaps change the contract language that says Schedule C takes precedence over the contract, to instead say Schedule C takes precedence except that the intent of the parties is that VTA's right to annually change prices in Schedule C applies before contracts are signed, but not after contracts are signed.

Michel Guite

President

Vermont National Telephone Co, Inc.

354 River Street

Springfield, VT 05156

E-Mail: mguite@vermontel.com

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Marshall, Karen

From: Marshall, Karen
Sent: Thursday, October 04, 2012 7:38 AM
To: Michel Guite; Allen, Susan
Subject: Re: 901 Auction

Hi sue and Michel. I have a meeting beginning at 9:30 today and will be unavailable until 115 or so. Hope the basics of the press release are ok. I will leave it to the two of you to finalize.

Sent from my iPhone

On Oct 4, 2012, at 6:45 AM, "Michel Guite" <mguite@vermontel.com> wrote:

> Thanks Chris. FYI the FCC requirement is for 4G LTE voice on 75 percent of road miles "won" plus low-speed data. Justin can you confirm? Nonetheless this helps a lot because every piece is incremental, and augments the breadth and survivability of the network. But PLEASE remember \$2 million is "only" \$2 million, and a single tower on a remote mountain can easily cost \$1.5 million.

> Sent via BlackBerry by AT&T

>

> From: "Campbell, Chris" <ccampbell@telecomvt.org>

> Date: Wed, 3 Oct 2012 23:31:32 -0400

> To: Marshall, Karen<Karen.Marshall@state.vt.us>; Miller,

> Elizabeth<Elizabeth.Miller@state.vt.us>; Spaulding,

> Jeb<Jeb.Spaulding@state.vt.us>; Lofy, Bill<Bill.Lofy@state.vt.us>

> Cc: 'Michel Guite'<mguite@vermontel.com>; Porter,

> James<James.Porter@state.vt.us>

> Subject: RE: 901 Auction

>

> Yes, we will have the TCs impacted by tomorrow morning. Many congratulations, Michel to you and your team.

>

> cjc

>

> From: Marshall, Karen

> Sent: Wednesday, October 03, 2012 3:13 PM

> To: Miller, Elizabeth; Spaulding, Jeb; GPS; Lofy, Bill

> Cc: Campbell, Chris; 'Michel Guite'; Porter, James

> Subject: RE: 901 Auction

>

> http://apps.fcc.gov/auction901/map/auction_result_ext.html

> Attached is a link to a map of the VTEL award areas from the FCC Auction.

>

> Essentially, VTEL will extend its wireless 700 MHZ WOW network for mobility purposes first, with the ancillary benefit that these installations will also provide more, deeper fixed wireless broadband and smart grid coverage.

> The benefit to Vermont and our mission to expand cellular is that this \$2M in funding through the FCC Mobility Fund will expand cell coverage in several of our target corridor areas. Notably, Orange and Caledonia County.

> Vtel will have the ability to be both the retail cellular service provider in these areas, as well as the wholesale/ roaming partner for the agreements that they have established with two carriers.

>

> While these funded areas look like disparate puzzle pieces, they contribute to further completion of the entire WOW network puzzle.

> Additionally, the VTA investment of \$800 K in the Orange County Fiber Connector becomes a key infrastructure piece to provide backhaul capacity to wireless installations.

>

> Kudos, Michel, to your team for acting so quickly. You are proving the power of small, rural telcos to meet the big challenges of coverage extension.

>

> Chris, can we identify/ overlay the specific cell target corridors that this impacts?

> Thanks

>

>

>

> Karen L. Marshall , Chief

> Connect Vermont, Broadband and Mobile

>

> [REDACTED]

> karen.marshall@state.vt.us<mailto:karen.marshall@state.vt.us>

>

>

> From: Miller, Elizabeth

> Sent: Wednesday, October 03, 2012 11:28 AM

> To: Spaulding, Jeb; GPS; Marshall, Karen; Lofy, Bill

> Subject: FW: 901 Auction

>

> Thought you'd be interested in this good news... PSD/PSB quick with

> regulatory support; Karen and her team with other support. Liz

>

> From: Michel Guite [mailto:mguite@vermontel.com]

> Sent: Wednesday, October 03, 2012 11:22 AM

> To: Porter, James

> Cc: Miller, Elizabeth

> Subject: RE: 901 Auction

>

> Thanks for your help on this Jim. It 'made it happen'.

>

> Michel Guite

> President

> Vermont National Telephone Co, Inc.

>

> [REDACTED]

>

> E-Mail: mguite@vermontel.com<mailto:mguite@vermontel.com>

> From: Porter, James [mailto:James.Porter@state.vt.us]

> Sent: Wednesday, October 03, 2012 11:21 AM

> To: Michel Guite

> Cc: Miller, Elizabeth

> Subject: RE: 901 Auction

>

> Congratulations!

>

> From: Michel Guite [mailto:mguite@vermontel.com]

> Sent: Wednesday, October 03, 2012 11:11 AM

> To: 'Karen M'; Porter, James; Campbell, Chris; 'Mendelson, Keith'; Diane Guite; 'Charlie Davenport'; 'Kimberly Gates'

> Cc: Sharon Combes-Farr; Sam Coleman; Fran Stocker; 'Will Dodge'; 'Peter Van Oot'; Nancy Malmquist (NMalmquist@drm.com<mailto:NMalmquist@drm.com>); 'John Marshall'

> Subject: FW: 901 Auction

>
> Good morning,
>
> Good news (I hope) is that we were today successful in FCC Auction 901 results to bring more mobile voice, using 4G/LTE 700 MHz, to 941 miles of Vermont un-served roads, at an average VTel cost of \$2,184/mile. The award is \$2,055,084.
>
> 38 of 56 bidders in the auction won something.
>
> The FCC had showed Vermont with 1,100 miles of un-served roads, representing 0.167% of the U.S. 650,000 miles of un-served roads. Had the \$300,000,000 been awarded solely based on "miles" Vermont as a state would have received \$501,000. Our VTel Wireless bid was at \$2,184/mile, and thus 39% below the average of \$3,593/mile, generating \$2,055,084, which is 410% over Vermont's theoretical pro-rata share.
>
> Help from Jim Porter at DPS, and full PSB help, and Karen Marshall as always, and Chris Campbell, with Nancy M. and John Marshall, and Bennett Ross and Scott Delacourt, all moving like lightning was essential.
>
> Charlie Davenport at Topsham Telephone was tremendously helpful, and more of the un-served wireless road miles are in his region than in any other region. We look forward to working with Charlie to make this a helpful model of how wired/wireless Telco's can cooperate for mutual survival in rural America.
>
> Thanks all.
>
> Michel Guite
> President
> Vermont National Telephone Co, Inc.
> [REDACTED]
> [REDACTED]
> E-Mail: mguite@vermontel.com<mailto:mguite@vermontel.com>
> From: Justin M. Robinson
> Sent: Wednesday, October 03, 2012 10:07 AM
> To: Michel Guite; Fran Stocker; Delacourt, Scott
> (SDelacourt@wileyrein.com<mailto:SDelacourt@wileyrein.com>); Sam
> Coleman
> Subject: RE: 901 Auction
>
> [cid:image001.png@01CDA1BF.38551D20]
>
> Justin M. Robinson
> VP Engineering
> Vermont Telephone Co., Inc.
> [REDACTED]
> [REDACTED]
> E-Mail: jmrobins@vermontel.com<mailto:jmrobins@vermontel.com>
> From: Justin M. Robinson
> Sent: Wednesday, October 03, 2012 9:58 AM
> To: Michel Guite (mguite@vermontel.com<mailto:mguite@vermontel.com>);
> Fran Stocker (stockerf@vermontel.com<mailto:stockerf@vermontel.com>);
> Delacourt, Scott
> (SDelacourt@wileyrein.com<mailto:SDelacourt@wileyrein.com>); Sam
> Coleman (scoleman@vermontel.com<mailto:scoleman@vermontel.com>)
> Subject: 901 Auction
>
> Looks like we were a winner in the auction...

>
>
> justin
> <image001.png>

Marshall, Karen

From: Michel Guite [mguite@vermontel.com]
Sent: Thursday, October 04, 2012 8:54 AM
To: Allen, Susan; Marshall, Karen; Porter, James; Miller, Elizabeth; Lofy, Bill
Subject: RE: Final draft of today's press release. Please send any changes by noon. Sue

I love it.

Michel Guite
President
Vermont National Telephone Co, Inc.


E-Mail: mguite@vermontel.com

From: Allen, Susan [mailto:Susan.Allen@state.vt.us]
Sent: Thursday, October 04, 2012 8:51 AM
To: Marshall, Karen; Porter, James; Miller, Elizabeth; Michel Guite; Lofy, Bill
Subject: Final draft of today's press release. Please send any changes by noon. Sue

For Immediate Release
Oct. 4, 2012

Contact: Susan Allen
802-828-6463

Gov. Shumlin, Sen. Leahy announce \$2 million federal award to expand wireless phone service
Award program will enable VTEL to provide 4G wireless service to 491 miles

MONTPELIER – Gov. Peter Shumlin and Vermont's Congressional delegation today announced the award of more than \$2 million to bring more mobile voice and data service, using 4G/LTE 700 MHz, to 941 miles of Vermont roads that currently lack cellular access. The funding is the result of a first-ever auction by the Federal Communications Commission to fund cost-effective wireless projects in unserved areas of the country, including Vermont.

"Vermont and VTEL worked quickly to capitalize on this opportunity to bid for federal funding to extend wireless phone service to areas of Vermont that are currently black holes for cellular phone service," said Gov. Shumlin. He said the funding would help Vermont expand broadband, cellular and smart grid telecommunications capacity, adding another \$2 million to the almost \$60 million of federal, state, Smart Grid, and VTEL resources that are building this project.

"Advances in wireless technology are vital to Vermont's economy, and good coverage and quality are important in Vermonters' daily lives. Rural areas have lagged the rest of the country as networks have built out broadband access and mobile phone coverage, and Vermont's terrain also has been a longstanding factor," said Sen. Patrick Leahy. "Vermonters deserve the same 3G and 4G coverage that is available in other parts of the country. I am pleased that VTel has won these new resources to bring us closer to full coverage in Vermont."

Sen. Bernie Sanders said, "Largely as a result of aggressive federal investment over the past few years, Vermont is well on its way to extending universal and affordable broadband to all areas of the state. This new award will get us closer to

that goal, and will bring the many benefits of high-speed internet connectivity to more Vermonters, including businesses, schools, first responders, healthcare providers, and more.”

Welch quote is coming.

The funding, which was awarded to VTEL through a nationwide auction, will enable Vermont National Telephone Co. Inc. to deliver wireless service to unserved areas of Orange, Caledonia, Orleans, Washington and other counties (for a map of locations, see web address below). Michel Guite, president of Vermont National Telephone, said that this award will extend the 4G 700 Mhz Wireless Open World network to targeted cellular corridors such as Route 125 in Caledonia and Orange County, and other areas. The new sites can function to deliver fixed broadband and mobile broadband and voice connections, with VTEL as a retail provider of cellular services.

“It was astounding to see how fast government and the private sector could work together to make opportunity a reality in telecommunications,” said Guite, who appeared at a news conference today with the Governor and congressional representatives to announce the award. “Our mission is to support rural Vermonters, on farms and in smaller villages unserved by most of the wireless giants, and to do so at low cost and with great service. To our small company this \$2 million will be tremendously helpful, and couldn’t have been done without rapid-action support from Vermont’s DPS, PSB, Connect VT, and the Administration. Vermont is becoming a national leader in wired and wireless broadband innovation, and we are proud to play a small part.”

In announcing the awards, the FCC said as part of the auction rules, winning companies must complete projects within three years. They must also make their networks available to other providers for roaming so that as many consumers as possible can benefit from the new networks. The FCC said 38 companies and subsidiaries participated in the auction, submitting nearly 900 bids. Winners ranged from larger national carriers like T-Mobile and U.S. Cellular to smaller carriers like Pine Belt Cellular, Inc. in Alabama, and VTel Wireless, Inc.

The FCC said carriers competed against others across the country, and winners were chosen based on the lowest cost-per-mile bids to extend coverage to unserved roads. The VTel bid was \$2,184 mile.

In a release, FCC Chairman Julius Genachowski said, “For too many, dead zones in mobile Internet coverage are too common – and today’s winners will help the U.S. close those gaps. But today’s real winners are the American people, millions of whom will soon have greater access to the job, education and healthcare opportunities of America’s world-leading mobile economy. Over the last few years, the U.S. has regained global leadership in mobile innovation – and today’s successful auction will help our nation maintain that leadership in the 21st century.”

To see a map of the Vermont areas that will be impacted by the award, visit http://apps.fcc.gov/auction901/map/auction_result_ext.html, and click on the Vermont icon on the right.

For a full list of winning companies, visit http://transition.fcc.gov/Daily_Releases/Daily_Business/2012/db1003/DA-12-1566A2.pdf

Marshall, Karen

From: Michel Guite [mguite@vermontel.com]
Sent: Thursday, October 04, 2012 9:03 AM
To: 'Peter Van Oot'; Groschner, Holly; Will Dodge; Marshall, Karen; Campbell, Chris
Cc: Malko, David
Subject: RE: Error [DRM-ID.FID567135]

Holly,

Same as Pete. Thanks.

Also, we all share the identical concept that a lessee can modify the stuff he puts on a VTA pole as long as the new stuff is **not** heavier/bigger than the old stuff. You have worked patiently with us to include wind shear as a measurement factor. Will and I talking last night agreed we don't really understand the definition of wind shear 100%, and will talk to one of our RF engineers this morning.

Michel Guite
President
Vermont National Telephone Co, Inc.

[REDACTED]
E-Mail: mguite@vermontel.com

From: Peter Van Oot [mailto:PVanOot@drm.com]
Sent: Thursday, October 04, 2012 8:55 AM
To: 'Groschner, Holly'; Michel Guite; Will Dodge; Marshall, Karen; Campbell, Chris
Cc: Malko, David
Subject: RE: Error [DRM-ID.FID567135]

Holly,

Thanks.

Pete

 **Peter D. Van Oot | Downs Rachlin Martin PLLC**

Director | Chair, Regulated Entities Group
8 South Park Street, PO Box 191 | Lebanon, NH 03766-0191

[REDACTED]
pvanoot@drm.com | www.drmi.com

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From: Groschner, Holly [mailto:hgroschner@telecomvt.org]
Sent: Wednesday, October 03, 2012 6:13 PM
To: Michel Guite; Will Dodge; Marshall, Karen; Campbell, Chris
Cc: Malko, David; Peter Van Oot
Subject: RE: Error

Michel,

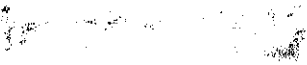
You'll be delighted to know that I have a morning meeting with Will tomorrow and I'm sure this item and how to fix it is on his list.

I'd like to see if Will and I can work out something that keeps the policy separate from the references to the VTel document. In the state policy we need to be able to adjust the base price for rent in coming years. But in the license document we can certainly make it clear that no adjustments of the "Rate Plan" (the state policy) affects the License Fee (the applicable rent). I've just explained the issue to Karen, regarding the cross referencing of this VTel license into the pricing policy, and obtained her input. I think we can solve this without referencing the provisions of your license.

I appreciate your focus on getting this done.



Holly Groschner
General Counsel
Vermont Telecommunications Authority
[REDACTED]



From: Michel Guite [<mailto:mguite@vermontel.com>]
Sent: Wednesday, October 03, 2012 5:42 PM
To: Groschner, Holly; 'Will Dodge'; Marshall, Karen; Campbell, Chris
Cc: Malko, David; 'Peter Van Oot'
Subject: Error

Holly, Chris, Karen, Dave,

Help!!!!

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The VTA contract which is generally excellent has a small oversight in it, that I stumbled upon.

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annually change prices in Schedule C applies before contracts are signed, but not after contracts are signed.

Michel Guite

President

Vermont National Telephone Co, Inc.

354 River Street

Springfield, VT 05156



E-Mail: mguite@vermontel.com

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Marshall, Karen

From: Marshall, Karen
Sent: Friday, October 05, 2012 11:50 AM
To: Michel Guite
Subject: Fwd: vetting addresses
Attachments: tblPotentiallyUnservedE911Addresses_ForWOWConfirmation.xls; ATT00001.htm

FYI. We have sent this for query against your e 911 points to determine what remains for us to tackle.

Sent from my iPhone

Begin forwarded message:

From: "Katie Budreski" <kbudreski@stone-env.com>
To: "Marshall, Karen" <Karen.Marshall@state.vt.us>, "Justin M. Robinson" <jmrobins@vermontel.com>
Subject: FW: vetting addresses

Hi Justin,

Please see attached for a listing of addresses that Connect Vermont would like to vet for future coverage, per Karen's e-mail below.

If you would like the data in a different format, feel free to contact me.

Thank you for your assistance,
Katie

Katie Budreski
Project GIS Specialist

E-Mail / kbudreski@stone-env.com <<mailto:kbudreski@stone-env.com>>

Stone Environmental, Inc.

535 Stone Cutters Way, Montpelier, Vermont 05602

Web Site / www.stone-env.com <<http://www.stone-env.com>>/aim

From: Marshall, Karen [<mailto:Karen.Marshall@state.vt.us>]
Sent: Wednesday, October 03, 2012 12:29 PM
To: 'Justin M. Robinson'; 'Sam Coleman'; 'Michel Guite'; 'Sharon Combes-Farr'
Cc: Katie Budreski
Subject: vetting addresses

Hi folks,

We continuously analyze our statewide remaining unserved address list after applying known, funded and committed projects.

The goal is to assure that we have a provider /project committed to be built.

Working with Stone Environmental, we currently have ~ 1600 addresses that we need to vet for future coverage.

A first, most logical step is to vet this against VTEL's most current iteration of network design and eliminate those that will be reached by your project.

The list is e 911 site ID coded.

Can we send this your way? And have you vet against your network design within the next week?

We are looking for two products:

1) The addresses you will reach (we can discuss at what standard of service- possibly, we use the 3' service A criteria)

2) The addresses you WON'T reach; from there, we 'll have to figure out what to do.

Who can we ship the file to? And what format do you need to perform a query?

Thanks

KM

Karen L. Marshall , Chief
Connect Vermont, Broadband and Mobile

Agency Of Administration | Pavillion Building
109 State Street | Montpelier, VT 05609


karen.marshall@state.vt.us <<mailto:karen.marshall@state.vt.us>>

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Marshall, Karen

From: Michel Guite [mguite@vermontel.com]
Sent: Tuesday, October 09, 2012 6:34 PM
To: jbc@epreconomics.com; 'ecarroll@cslaw.us'; 'Bob Flint'
Cc: Marshall, Karen; 'Brady, Ted (Leahy)'
Subject: VTel EB-5

Follow Up Flag: Follow up
Flag Status: Flagged

Jeff, Ed,

EB-5 plan is now extended. Great work by Senator Leahy.

This note is a memory jog, to try to reignite prior talks initiated by Bob Flint and me, about Jeff and Ed preparing an EB-5 economic study for telecom infrastructure investing for rural Vermont. VTel would be the client.

I am sending this email also to Karen Marshall, Ted Brady, and Jim Candido, asking for any suggestions.

Might Bill Stenger have more suggestions?

Best,

Michel Guite

President

Vermont National Telephone Co, Inc.

354 River Street

Springfield, VT 05156

E-Mail: mguite@vermontel.com

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Marshall, Karen

From: Michel Guite [mguite@vermontel.com]
Sent: Wednesday, October 10, 2012 10:03 AM
To: 'jbc@epreconomics.com'; 'ecarroll@cslaw.us'; 'Bob Flint'
Cc: Marshall, Karen; Raymond, Brent; Fran Stocker
Subject: Brent Raymond

Follow Up Flag: Follow up
Flag Status: Flagged

Categories: DUE

Jeff, Ed,

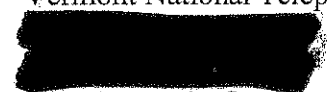
Great news that Brent Raymond is working with state on this.

Fran Stocker at VTel suggests as follows:

If Jeff invoices VTel \$10,000 to 25,000 as a retainer for economics work, and Ed \$5,000 to \$10,000 as a retainer for legal work, and we set a date 45 days from now, we can make progress. We have investors who have already expressed interest in this category, if EB-5's federal authorities approve it.

The question is "Does \$100,000,000 in infrastructure investing, in rural Vermont telecommunications wireless towers and facilities create (\$100,000,000/\$500,000 x 10) i.e. 2,000 jobs". More simply "Does \$500,000 in rural Vermont infrastructure investing in telecommunications wireless towers and facilities create 10 jobs"?

Michel Guite
President
Vermont National Telephone Co, Inc.



E-Mail: mguite@vermontel.com

From: Michel Guite
Sent: Tuesday, October 09, 2012 6:34 PM
To: 'jbc@epreconomics.com'; 'ecarroll@cslaw.us'; 'Bob Flint'
Cc: Marshall, Karen; 'Brady, Ted (Leahy)'
Subject: VTel EB-5

Jeff, Ed,

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Might Bill Stenger have more suggestions?

Best,

Michel Guite

President

Vermont National Telephone Co, Inc.

354 River Street

Springfield, VT 05156



E-Mail: mguite@vermontel.com

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Marshall, Karen

From: Justin M. Robinson [jmrobins@vermontel.com]
Sent: Friday, October 12, 2012 10:46 AM
To: Katie Budreski; Marshall, Karen
Subject: RE: vetting addresses

Follow Up Flag: Follow up
Flag Status: Flagged

Katie,

Our list has 911 addresses, but we never kept the ID attached to it... so I'm now matching street addresses and town names to try and get this into a usable format.

Justin M. Robinson
VP Engineering
Vermont Telephone Co., Inc.
[REDACTED]

E-Mail: jmrobins@vermontel.com

From: Katie Budreski [mailto:kbudreski@stone-env.com]
Sent: Friday, October 12, 2012 10:42 AM
To: Justin M. Robinson; Marshall, Karen
Subject: RE: vetting addresses

Hi Justin,

Thank you for your e-mail. Let me know if you would like additional information for these locations and/or GIS data. Do you have the E911 Esite dataset in house? The E911 Site IDs map to the Site IDs in that dataset.

Thank you for your assistance,
Katie

Katie Budreski
Project GIS Specialist
[REDACTED]
E-Mail: kbudreski@stone-env.com
Stone Environmental, Inc.
535 Stone Cutters Way, Montpelier, Vermont 05602
[REDACTED]
Web Site: www.stone-env.com/ain

From: Justin M. Robinson [mailto:jmrobins@vermontel.com]
Sent: Friday, October 12, 2012 10:38 AM
To: Katie Budreski; Marshall, Karen
Subject: RE: vetting addresses

Hi Katie – Have been working on this – having problems with matching up a handful of the addresses. Hope to have something back to you soon.

Justin M. Robinson
VP Engineering
Vermont Telephone Co., Inc.

[REDACTED]
E-Mail: jmrobins@vermontel.com

From: Katie Budreski [<mailto:kbudreski@stone-env.com>]

Sent: Friday, October 05, 2012 11:41 AM

To: Marshall, Karen; Justin M. Robinson

Subject: FW: vetting addresses

Hi Justin,

Please see attached for a listing of addresses that Connect Vermont would like to vet for future coverage, per Karen's e-mail below.

If you would like the data in a different format, feel free to contact me.

Thank you for your assistance,
Katie

Katie Budreski

Project GIS Specialist

[REDACTED]
E-Mail / kbudreski@stone-env.com

Stone Environmental, Inc.

535 Stone Cutters Way, Montpelier, Vermont 05602

[REDACTED]
Web Site / www.stone-env.com/va.htm

From: Marshall, Karen [<mailto:Karen.Marshall@state.vt.us>]

Sent: Wednesday, October 03, 2012 12:29 PM

To: 'Justin M. Robinson'; 'Sam Coleman'; 'Michel Guite'; 'Sharon Combes-Farr'

Cc: Katie Budreski

Subject: vetting addresses

Hi folks,

We continuously analyze our statewide remaining unserved address list after applying known, funded and committed projects.

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Who can we ship the file to? And what format do you need to perform a query?

Thanks

KM

Karen L. Marshall, Chief

Connect Vermont, Broadband and Mobile

Agency Of Administration | Pavillion Building

109 State Street | Montpelier, VT 05609

karen.marshall@state.vt.us

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Marshall, Karen

From: Michel Guite [mguite@vermontel.com]
Sent: Sunday, October 14, 2012 2:14 PM
To: Johan Westerberg; Marshall, Karen; Sharon Combes-Farr
Cc: Kevin Ready
Subject: Re: VTel

Follow Up Flag: Follow up
Flag Status: Flagged

Great.
Sent via BlackBerry by AT&T

-----Original Message-----

From: Johan Westerberg <johan.westerberg@ericsson.com>
Date: Sun, 14 Oct 2012 14:08:54
To: Marshall, Karen<Karen.Marshall@state.vt.us>; mguite@vermontel.com<mguite@vermontel.com>; Sharon Combes-Farr<sharoncf@vermontel.com>
Cc: Kevin Ready<kevin.ready@ericsson.com>
Subject: RE: VTel

Hi all,
The good news is that GS Sickand will join us in person on Tuesday so this will make the discussions easier!
Cheers, Johan

JOHAN R WESTERBERG
Vice President Eastern Region
Ericsson Inc
6300 Legacy Drive, Plano TX 75024
[REDACTED]

-----Original Message-----

From: Marshall, Karen [mailto:Karen.Marshall@state.vt.us]
Sent: Friday, October 12, 2012 11:59 AM
To: Johan Westerberg; mguite@vermontel.com
Cc: Kevin Ready
Subject: RE: VTel

Thanks Johan,
2P works, I will plan to join you all in Springfield then.

Karen L. Marshall , Chief
Connect Vermont, Broadband and Mobile
[REDACTED]

-----Original Message-----

From: Johan Westerberg [mailto:johan.westerberg@ericsson.com]
Sent: Friday, October 12, 2012 12:37 PM
To: Marshall, Karen; mguite@vermontel.com

Cc: Kevin Ready
Subject: RE: VTel

Michel, how about 2pm Eastern time on Tuesday? We would have GS Sickand participate via phone, he is our favorite expert.

Karen, I mention that he will be via phone so that you don't decide to be there in person for the sole reason to meet our expert and then he is not there! I am of course not discouraging you to be there, at all, just wanted you to know about our expert.

Cheers
Johan

Johan R. Westerberg
Vice President Eastern Region
Ericsson Inc
Sent from my T-Mobile Google G2 Android phone

-----Original Message-----

From: Michel Guite [mguite@vermontel.com]
Received: Friday, 12 Oct 2012, 11:28
To: Marshall, Karen [Karen.Marshall@state.vt.us]
CC: Johan Westerberg [johan.westerberg@ericsson.com]
Subject: RE: VTel

Karen,

You are most welcome.

Johan, Karen is the Governor's advisor on broadband, and Vermont Telecommunications Agency (VTA) reports to her. Any progress we can make on small cells, and on Rich Content with 4G voice for IMS Core, is deeply involved with Karen and VTA.

Can you advise if there might be a one or two hour period when we would discuss these things, when Karen could join us?

Michel Guite
President
Vermont National Telephone Co, Inc.
354 River Street
Springfield, VT 05156


E-Mail: mguite@vermontel.com

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From: Marshall, Karen [Karen.Marshall@state.vt.us]
Sent: Friday, October 12, 2012 12:16 PM
To: Michel Guite
Subject: RE: VTel

Thanks Michel, if there is a technical discussion on Tuesday , I might want to listen in (or even be present) if it is appropriate to invite me.
I have a relatively clear day on Tuesday.

Karen L. Marshall , Chief
Connect Vermont, Broadband and Mobile

[REDACTED]

-----Original Message-----

From: Johan Westerberg [mailto:johan.westerberg@ericsson.com]
Sent: Friday, October 12, 2012 11:04 AM
To: scoleman@vermontel.com; jmrobins@vermontel.com; mguite@vermontel.com
Cc: Kevin Ready; Marc Brisson; gmathews@vermontel.com; diane.r.guite@gmail.com; Malko, David; wdodge@drm.com; Marshall, Karen; Andreea Timberlake; MARK EATON
Subject: RE: VTel

Dear Michel,

This is a wonderfully visionary email which will be great as a base for our face to face discussions on Tuesday!

I am typing on my mobile so that is my excuse for not providing a longer point by point response!

Regarding the contract we have several ways forward including doing a 397 amendment for the next phase if that is quicker.... we can finalize a decision on this on Tuesday.

For the microcells and related deployments we can add a few folks via phone on Tuesday to discuss ideas and alternatives, and the points you raise with various poles etc.

Regarding IMS and RCS we absolutely agree, and we would like to not only discuss but also get you to Plano where we have all this set up and working!

Again, sorry for not giving your email the full answer it deserves at this time! I look forward to seeing you on Tuesday!

Johan

Johan R. Westerberg
Vice President Eastern Region
Ericsson Inc
Sent from my T-Mobile Google G2 Android phone

-----Original Message-----

From: Michel Guite [mguite@vermontel.com]
Received: Friday, 12 Oct 2012, 9:44
To: Johan Westerberg [johan.westerberg@ericsson.com]; Sam Coleman [scoleman@vermontel.com]; Justin M. Robinson [jmrobins@vermontel.com]

CC: Kevin Ready [kevin.ready@ericsson.com]; Marc Brisson [marc.brisson@ericsson.com]; Gordon Mathews [gmathews@vermontel.com]; diane.r.guite@gmail.com [diane.r.guite@gmail.com]; dmalko@telecomvt.org [dmalko@telecomvt.org]; wdodge@drm.com [wdodge@drm.com]; karen.marshall@state.vt.us [karen.marshall@state.vt.us]
Subject: VTel

Johan,

We hope the feedback provided was helpful.

Three ideas for followup.


1. We are close to having 80 sites signed, which means almost ready to build. I am not seeing the orders to RUS for enough radios and antennae and sites, or IMS, or 3G, and worry about the timing. Also Rob O'Hara of RUS is saying to me he is worried that Ericsson thinks a non-standard contract is readily achievable. He said he agrees if one could be agreed upon it would be a good format to build on, but he reports the non-standard contract Ericsson reports as 'agreed upon' at RUS is not agreed upon at RUS. I asked Rob "Should my message to Ericsson be that the non-standard contract appears to be a greater problem than they think?" and he replied "Yes".

2. We need to put some Ericsson senior-level far-sighted brilliance for a few hours into deployment of available technology for rural U.S. micro-cells. So far I have been advocating this without much support. I feel if we can design this in Vermont Ericsson can sell 50,000 similar sites elsewhere in rural US within two years. Inside VTel I can easily see a need for 200 of these sites almost immediately. I'm not an RF engineer and not well informed about the technology choices, but some questions are: (i) One design needs to be for antennae on dedicated roadside poles, and another application needs to be antennae on poles shared with existing public utilities; (ii) Generally I think VTel will look for our own private single-user pole in public utility rights of way, at 50, 60, 70, and 80 feet. But we need to know can we use conventional low cost wood poles of the kind every highway engineer is accustomed to, and as Ted Abrams recommends, or do we need to use steel poles. Both are readily available. Is it possible to make this decision without any "old fashioned" bias that steel is always better? One is better, but I am unsure which, and here ask Ted, Gordon, Mark, and Ericsson to discuss; (iii) How do we attach to these? Ted recommends a steel hat or cannister on top of a private dedicated wood pole with antennae bolted to the cannister on three sides. This seems very logical, but we need to order the cannisters, and order connectors to go on shared wood poles below electric wires. I like wood poles with steel hats, but can be easily persuaded to adopt an alternative if someone knows a fact-based right answer; (iv) What do we attach and how? Dave Malko reports that Vanu and Coverageco with Sprint are using omnidirectional whip antennae. Mark thinks this might work well for 3G. I know of 4 foot AIR antennae with RRU's built in, and thought I heard of 2-foot AIR antennae. Alcatel and Hiawei have microcells alternatives they are both pitching. We need to develop two or three basic designs, for microcells, that can be used in many places. I think the first design should assume we have VTel fiber, we put a hat on a dedicated 50 or 60 or 70 or 80 foot wood or steel pole, we dangle from the hat microcells or femto cells for 3G and 4G, and we integrate these with minimal base stations.

3. We need to immediately build new Rich Media applications (is this the right term?) into the IMS core. We don't want the IMS core of 2 years ago, with 2013 applications to be discussed another day. We want to purchase today the Rich Content services you have today for late 2013, to take advantage of the fact that we are different to AT&T because 4G LTE is our most widespread network. I should add that Huawei came be last Friday, because I had called Bu Fan telling her I suggested to a banker who visited that Huawei should buy Fairpoint. It was a fun meeting, and they spoke highly of Ericsson, showing me their WeChat application they say is used by 500,000,000 Chinese subscribers today. Their advice was good. They said Ericsson and Huawei are the sole companies in the world able to integrate and provide the full suite of 4G/LTE Rich Content applications, and advised me to ask Ericsson about these to be built into the IMS core. They said -- as you would expect -- their IMS core fits in a small cabinet, and includes the full suite of 4G/LTE voice, videoconference, and TV media.

I have sent a copy to Karen Marshall, who is the Governor's broadband advisor, because Karen works closely with us on these topics.

Best,

Michel Guite
President
Vermont National Telephone Co, Inc.
354 River Street
Springfield, VT 05156


E-Mail: mguite@vermontel.com

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From: Johan Westerberg [johan.westerberg@ericsson.com]
Sent: Thursday, October 11, 2012 3:39 PM
To: Sam Coleman; Justin M. Robinson
Cc: Kevin Ready; Michel Guite
Subject: RE: Would you do me a favor today??

Wow! You guys rock! Thanks Sam!

JOHAN R WESTERBERG
Vice President Eastern Region
Ericsson Inc
6300 Legacy Drive, Plano TX 75024
[REDACTED]

From: Sam Coleman [mailto:scoleman@vermontel.com]
Sent: Thursday, October 11, 2012 2:37 PM
To: Johan Westerberg; Justin M. Robinson
Cc: Kevin Ready; Michel Guite
Subject: RE: Would you do me a favor today??

Complete.

Sam Coleman
Network Engineer
Vermont Telephone Co., Inc.
[REDACTED]

E-Mail: scoleman@vermontel.com

From: Johan Westerberg [mailto:johan.westerberg@ericsson.com]
Sent: Thursday, October 11, 2012 3:34 PM
To: Justin M. Robinson; Sam Coleman
Cc: Kevin Ready; Michel Guite
Subject: RE: Would you do me a favor today??

And I Thank You Sir!

JOHAN R WESTERBERG
Vice President Eastern Region
Ericsson Inc
6300 Legacy Drive, Plano TX 75024
[REDACTED]

From: Justin M. Robinson [mailto:jmrobins@vermontel.com]
Sent: Thursday, October 11, 2012 2:29 PM
To: Johan Westerberg; Sam Coleman
Cc: Kevin Ready
Subject: RE: Would you do me a favor today??
Completed!

Justin M. Robinson
VP Engineering
Vermont Telephone Co., Inc.
[REDACTED]

E-Mail: jmrobins@vermontel.com<mailto:jmrobins@vermontel.com>
From: Johan Westerberg [mailto:johan.westerberg@ericsson.com]
Sent: Thursday, October 11, 2012 3:19 PM
To: Justin M. Robinson; Sam Coleman
Cc: Kevin Ready
Subject: RE: Would you do me a favor today??

It is great when a plan comes together!!!
Many Thanks,
Johan

JOHAN R WESTERBERG
Vice President Eastern Region
Ericsson Inc
6300 Legacy Drive, Plano TX 75024
[REDACTED]

From: Justin M. Robinson [mailto:jmrobins@vermontel.com]
Sent: Thursday, October 11, 2012 2:16 PM
To: Johan Westerberg; Sam Coleman
Cc: Kevin Ready
Subject: RE: Would you do me a favor today??
Of course. Actually my survey link just arrived!

Justin M. Robinson
VP Engineering
Vermont Telephone Co., Inc.
[REDACTED]

E-Mail: jmrobins@vermontel.com<mailto:jmrobins@vermontel.com>
From: Johan Westerberg [mailto:johan.westerberg@ericsson.com]
Sent: Thursday, October 11, 2012 3:15 PM
To: Sam Coleman; Justin M. Robinson
Cc: Kevin Ready
Subject: RE: Would you do me a favor today??

Justin, Sam:
Now that Michel has led the way can I ask you to fill it in as well?
Thanks!
Johan

JOHAN R WESTERBERG
Vice President Eastern Region
Ericsson Inc
6300 Legacy Drive, Plano TX 75024
[REDACTED]

From: Michel Guite [mailto:mguite@vermontel.com]

Sent: Thursday, October 11, 2012 12:16 PM
To: Johan Westerberg; Sam Coleman; Justin M. Robinson
Cc: Kevin Ready
Subject: RE: Would you do me a favor today??
Done.

Added "Great company, and our Ericsson team led by Johan Westerberg and Kevin Ready are wonderful friends, who have become trusted sources of advice."

Didn't say that Huawei came to see me last Friday to talk about my idea they should by Fairpoint. Of course they won't. but I wish they would.

They also offered consulting services in category of Rich Content on 4G/LTE, saying only they and Ericsson have ability to provide full suite of applications through IMS Core, and they showed their WeChat service, which they say is used by 500 million (million!) Chinese, that permits you to click on a Facebook name, and then another up to 100, and have them all on a voice call with videoconferencing, all on 4G/LTE!!!!!!!.

It caused me to realize we need to invest more VTel time learning what we can do, that AT&T cannot do, on 4G LTE.

Michel Guite
President
Vermont National Telephone Co, Inc.

[REDACTED]
E-Mail: mguite@vermontel.com<<mailto:mguite@vermontel.com>>
From: Johan Westerberg [<mailto:johan.westerberg@ericsson.com>]
Sent: Thursday, October 11, 2012 12:16 PM
To: Michel Guite; Sam Coleman; Justin M. Robinson
Cc: Kevin Ready
Subject: Would you do me a favor today??

Gentlemen,

I am writing you to ask for a big favor! You are becoming one of my largest customers, and I really would like to see your inputs to our customer satisfaction survey. I know they are a pain to do but Ericsson reviews the outcome very seriously and we do take action to correct things we learn from the answers. Would you help me by responding today or tomorrow?? The survey closes on Sunday.

Please see the email you received from yourvoice@ericsson.com<<mailto:yourvoice@ericsson.com>> with a subject line of "Welcome to Share Your Opinion About Ericsson". It will have your personalized link. This has been sent already a few times and you should receive a fresh email today if you cannot find the earlier email!

Just so you know, it is not that I am measured on the ratings of your responses, although our top management is, it is rather that they want to see that my main customers make their opinion heard! We do not track your individual responses (except personalized verbal comments) , we only track whether you respond or not.

Thanks a lot, Johan

JOHAN R WESTERBERG
Vice President Eastern Region
Ericsson Inc
6300 Legacy Drive, Plano TX 75024
[REDACTED]

Marshall, Karen

From: Marshall, Karen
Sent: Thursday, October 18, 2012 10:41 AM
To: Will Dodge (wdodge@drm.com); Groschner, Holly
Cc: 'Michel Guite'
Subject: pole top permitting procedures for small cell technology

Follow Up Flag: Follow up
Flag Status: Flagged

Hi Will and Holly,

As a follow up to the Ericsson discussion this week, I would like to pull Will and Holly together to discuss a strategy for requesting at procedure at the PSB for 248a, deminimus for pole top installations.

Holly and I are going to be together on Monday at 9a; Will could you possibly do a conference call in the 9 – 10 30 window?

If appropriate, I could also wrap Jim Porter into the discussion.

Please advise,
Thanks

Karen L. Marshall, Chief
Connect Vermont, Broadband and Mobile

Agency Of Administration | Pavillion Building
109 State Street | Montpelier, VT 05609


karen.marshall@state.vt.us


Marshall, Karen

From: Michel Guite [mguite@vermontel.com]
Sent: Saturday, October 20, 2012 8:14 AM
To: Marshall, Karen; 'Johan Westerberg'
Cc: Kevin Ready; GS Sickand
Subject: RE: Vtel Speedtest 10-16-2012

Follow Up Flag: Follow up
Flag Status: Flagged

Thanks Karen and thanks for taking time when you son was at home.

Thanks to GS for conveying so much information, and to Johan and Kevin for making it happen.

Michel Guite
President
Vermont National Telephone Co, Inc.
354 River Street
Springfield, VT 05156


E-Mail: mguite@vermontel.com

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From: Marshall, Karen [Karen.Marshall@state.vt.us]
Sent: Friday, October 19, 2012 6:07 PM
To: 'Johan Westerberg'
Cc: Michel Guite; Kevin Ready; GS Sickand
Subject: RE: Vtel Speedtest 10-16-2012

Gentlemen-

I just wanted to thank you for your time this week and the opportunity to review the exciting technical developments on the wireless horizon.

We're building something special in Vermont! I appreciate your commitment to our state and look forward to taking a photo of VTel's first and last installations!

Best regards,
Karen

Karen L. Marshall , Chief
Connect Vermont, Broadband and Mobile

[REDACTED]

-----Original Message-----

From: Johan Westerberg [mailto:johan.westerberg@ericsson.com]
Sent: Tuesday, October 16, 2012 5:36 PM
To: Marshall, Karen
Cc: mguite@vermontel.com; Kevin Ready; GS Sickand
Subject: FW: Vtel Speedtest 10-16-2012

Here is the speedtest for the 5+5 MHz bandwidth. We will upgrade this to 10+10MHz which will double the speed!

Thanks
Johan

Johan R. Westerberg
Vice President Eastern Region
Ericsson Inc
Sent from my T-Mobile Google G2 Android phone

-----Original Message-----

From: Bradley Balthrop [bradley.balthrop@ericsson.com]
Received: Tuesday, 16 Oct 2012, 16:33
To: Johan Westerberg [johan.westerberg@ericsson.com]
CC: Paul Attard [paul.attard@ericsson.com]
Subject: FW: Vtel Speedtest 10-16-2012

Hi Johan,
Please find attached "VTEL Wireless System Speed Test 10-16-2012.docx". These are the screen shots of the speed tests taken this afternoon while Michel and Karen were onsite at the CO.

Best Regards,

Brad Balthrop
Implementation Manager II

Contractor on behalf of Ericsson Inc.
LDO
6300 Legacy Drive
75024, Plano, TX, United States

[REDACTED]
bradley.balthrop@ericsson.com
www.ericsson.com

From: tim tassinari [mailto:ttassinari@hotmail.com]

Sent: Tuesday, October 16, 2012 5:22 PM
To: Bradley Balthrop
Subject: Vtel Speedtest 10-16-2012


This email comes to you from the VTel wireless Network!

Marshall, Karen

From: Michel Guite [mguite@vermontel.com]
Sent: Saturday, October 20, 2012 3:25 PM
To: Sharon Combes-Farr; Marshall, Karen
Cc: Malko, David; Sam Coleman; Gordon Mathews; Justin M. Robinson; Kathy Benson; Fran Stocker
Subject: RE: VTA back roads broadband

Follow Up Flag: Follow up
Flag Status: Flagged

I agree with Sharon. Thank you for the good advice.

Michel Guite
President
Vermont National Telephone Co, Inc.
354 River Street
Springfield, VT 05156

E-Mail: mguite@vermontel.com

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From: Sharon Combes-Farr
Sent: Saturday, October 20, 2012 2:32 PM
To: Marshall, Karen
Cc: Malko, David; Michel Guite; Sam Coleman; Gordon Mathews; Justin M. Robinson; Kathy Benson; Fran Stocker
Subject: Re: VTA back roads broadband

Thanks so much, Karen.

I will work with Dave and get this submitted by Tuesday at the latest.

I am also copying in some members of the VTel team so that we are all on the same page.

Enjoy your weekend!

Regards,
Sharon

On Oct 20, 2012, at 1:50 PM, "Marshall, Karen" <Karen.Marshall@state.vt.us> wrote:

> I think that the most valuable pieces of information regarding progress on any VTA funded projects are contained within the site spreadsheet. I believe that Gordon and Michel are updating this regularly- which reflects communities, site acquisition, status and projected coverage.

>

> I think that the necessary steps for extension may be to write a letter to the broadband committee and board, with 1) status of the sites that are subject to the BACKROADS grant area and 2) request for extension through end of 2013 and 3) update on when equipment is targeted for installation and potential service availability.

>

> A general update on project status (all sites, % acquired, % permitted, ordering of equipment, outlook for installation timeline, steps to service availability, speed test results on core/with 700 and AWS gear may all be relevant.

> Most of this info is in the spreadsheet.

>

>

>

> Karen L. Marshall , Chief

> Connect Vermont, Broadband and Mobile

>

[REDACTED]

>

>

> -----Original Message-----

> From: Sharon Combes-Farr [<mailto:sharoncf@vermontel.com>]

> Sent: Saturday, October 20, 2012 4:24 AM

> To: Marshall, Karen

> Cc: Malko, David

> Subject: VTA back roads broadband

>

> Karen, I was reminded the other day that the original Backroads Broadband grant has a Nov 1, 2012 end date. What are the steps we need to take for that to be extended into 2013?

>

> David, Michel asked me to take the lead on the monthly reporting from now on. When you are next in our office, can we meet on what is needed in addition to the timeline?

>

> Best regards,

> Sharon

>

>

>

Marshall, Karen

From: Groschner, Holly
Sent: Tuesday, October 23, 2012 5:22 PM
To: Marshall, Karen
Subject: RE: Map

Follow Up Flag: Follow up
Flag Status: Flagged

You know, this is all about getting Terry LaValleys changes (not onerous) into the document and I had asked Will to discuss any concerns he had with me before going to his client so that we could understand his interpretation and make sure we were on the same page. :-(

-----Original Message-----

From: Marshall, Karen
Sent: Tuesday, October 23, 2012 5:20 PM
To: Groschner, Holly
Subject: RE: Map

Hmm

Not sure I follow this one,
What are they objecting to?

Karen L. Marshall , Chief
Connect Vermont, Broadband and Mobile

[REDACTED]

-----Original Message-----

From: Michel Guite [<mailto:mguite@vermontel.com>]
Sent: Tuesday, October 23, 2012 12:51 PM
To: Marshall, Karen
Cc: Sam Coleman; Will Dodge
Subject: RE: Map

Of course.

Bad news is the VTA contract came back with new, previously-never-mentioned, conditions Will Dodge reports are extremely difficult to accept. More details later today.

Michel Guite
President
Vermont National Telephone Co, Inc.

[REDACTED]

E-Mail: mguite@vermontel.com

-----Original Message-----

From: Marshall, Karen [<mailto:Karen.Marshall@state.vt.us>]
Sent: Tuesday, October 23, 2012 11:10 AM
To: Michel Guite
Subject: Map

Is there possibility of getting a most recently updated propagation map with search rings and cell target corridors. I have the sept version.

Thanks.

Sent from Karen's iPad , please excuse any typos

Marshall, Karen

From: Groschner, Holly
Sent: Wednesday, October 24, 2012 1:39 PM
To: Michel Guite
Cc: Marshall, Karen
Subject: RE: VTel Capacity Reservation License Agreement [DRM-ID.FID639317]

Follow Up Flag: Follow up
Flag Status: Flagged

Michel, Do we have your permission to proceed to finalize with Will tomorrow? I don't want you to incur additional expense inadvertently. hg

From: Michel Guite [mailto:mguite@vermontel.com]
Sent: Wednesday, October 24, 2012 1:22 PM
To: Groschner, Holly
Cc: Will Dodge; Malko, David; Marshall, Karen; Gordon Mathews; Sam Coleman; Peter D. Van Oot (pvanoot@drm.com); Diane Guite; Campbell, Chris
Subject: RE: VTel Capacity Reservation License Agreement [DRM-ID.FID639317]

Holly,

I meant to say your contract of a year ago was pretty excellent. I should have signed it!!!

Best,

Michel Guite
President
Vermont National Telephone Co, Inc.


E-Mail: mguite@vermontel.com

From: Groschner, Holly [mailto:hgroschner@telecomvt.org]
Sent: Wednesday, October 24, 2012 10:09 AM
To: Michel Guite
Cc: Will Dodge; Malko, David; Marshall, Karen; Gordon Mathews; Sam Coleman; Peter D. Van Oot (pvanoot@drm.com); Diane Guite; Campbell, Chris
Subject: Re: VTel Capacity Reservation License Agreement [DRM-ID.FID639317]

Thank you Michel. The simple answer is to finish what we have begun-- and to compromise on low-risk conditions. Is it best to do an "all hands" discussion to conclude the limited issues listed by Will?


Negotiating with the state is admittedly a complex, multi-faceted task and creating this new form (to get the benefit) adds complexity. It is frustrating. That said, and although it does not help, I apologize for my contribution to the extended period of negotiation, and the late "additions" that appear to have been "the last straw." In fact they are not additions, but rather the DPS's rejection of VTel's request for reduced standards (that I attempted to promote). Please remember these terms will be available to all carriers.

With all due respect, and it is due, the form of a year ago would have been functionally incomplete in some regards that Will has identified. With further due respect, some of VTel requirements attempt to shift all risk of the unknown -- especially with regard to cost-- to the "other party" (here the State and specifically the DPS).

We have done our level best to contain fluctuating cost in this document. I believe that the biggest "risk" is the cost of reinforcing towers, and Karen has (with my support) prevailed on the DPS to not apply a stronger tower standard to reinforcements-- which is a significant "give."

If all works out the way it's supposed to, the DPS will never need it's 10% or interference language. If the DPS equipment becomes integral to VTel's equipment, the 10% redundancy would probably be meaningless -- as would the interference language (except that it applies to other carrier parties who will be signing contracts with the same language in it). Perhaps your future service agreement with DPS would say as much, releasing VTel from that risk on those sites?

Let us know how you would like to proceed.

Best Regards,
Holly Groschner
Sent from my iPhone


On Oct 24, 2012, at 9:09 AM, "Michel Guite" <mguite@vermontel.com> wrote:

Hi all,

Because I consider everyone on this list a friend, I hope all will permit me to be direct in a way that offends no one. (I added Diane in Bombay to this email, to let her know the Government of India isn't unique in being sometimes baffling.)

Vermont want to be an innovator in wireless, and we are all working together as one team, trying 100%, and sometimes even 500% to make this happen.

We all agree the "old days" of towers as few and costly, with lawyers spending \$30,000 and \$40,000 on a site for permitting, and contracts that take \$100,000 to negotiate, are becoming as obsolete as IBM 360 mainframes.

I mistakenly asked Keith Mendelson to look at the VTA contract a year ago. Keith spent many hours with Will. Will and Keith and Holly went to work on drafts again and again. I have read this contract in what I thought was final form again and again. So I take responsibility. Holly's draft of a year ago was better than anything we have done since. VTel can't financially afford these negotiations, paying so many consultants, skilled attorneys, and site experts. It is equally frustrating for Holly, and Dave, and Will, and Karen.

We seem to have agreed yesterday on final pricing and language for 20 nice sites with SBA, with a lot of help from Will and Ericsson. I will today ask SBA to translate this into 20 SBA contracts. I hope these contracts come back from SBA with NO new financial terms, and NO new unseen language, and expect they will. However the contrast between SBA and VTA is worth mentioning. SBA is no friend of ours. Yet we came to a "meeting ground." Our average price with microwave is almost exactly VTA's list price, but has no rural discount. VTA's pricing is in line with a very expensive market leader. Yet we can't get a final VTA contract for a much smaller number of sites.

For VTA to succeed its contracts and processes need to be simpler, easier, faster than the contracts of SBA and other giant competitors.

What can we do?

Michel Guite

President

Vermont National Telephone Co, Inc.

[REDACTED]

E-Mail: mguite@vermontel.com

From: Groschner, Holly [<mailto:hgroschner@telecomvt.org>]

Sent: Tuesday, October 23, 2012 7:05 PM

To: Will Dodge

Cc: Malko, David; Marshall, Karen; Michel Guite; Gordon Mathews; Sam Coleman; Peter D. Van Oot (pvanoot@drm.com)

Subject: RE: VTel Capacity Reservation License Agreement [DRM-ID.FID639317]

Dear Will,

Thank you for proposing a solution. I will check with my clients and colleagues to see if the DPS is not present and won't likely be present on any of the sites below (I believe that is true at least for Bennington (Airport Beacon), and N. Springfield (Airport Beacon), and whether the State can accept the 10/8 draft for those purposes, with the Exhibit C corrections, as a "one-off" contract. As for the rest, as you can imagine, I have a different point of view about where we were on 10/8 and where we are now.

Somehow, it seems, expectations are unaligned. As a reminder, I did call you to offer to discuss this latest draft with you and to work out some of the items listed below in advance of your discussion with your clients (and before calling this draft complete), especially with regard to Item No. 1. You may not be aware (as I was not until last week) of the thousands of dollars of operating costs directly attributable to carriers' use that the State incurs annually? As I offered in the document, this "pass through" is (1) at cost, (2) only applicable to certain "remote" locations (which would be identified in advance of signing an agreement), (3) is per capita (not by weight or antennas) and (4) is paid only once annually. In addition to these carefully chosen limitations, I have also offered to you that it can be capped to promote predictability if you provided acceptable language. I believe that your client would have encountered similar requirements on other communications sites where pass-through costs were required. It seems to me that it is not a major change – especially since it does not (I believe) apply to the sites VTel had selected (except the recently added Killington location).

Also, at the time of the 10/8 draft, I let you know that I would check with the DPS regarding reserved capacity and interference (as shown in the document comments) as I have done. Upon consideration, the DPS asserts that providing 10% at one structural element/location as VTel proposes is virtually useless; and the DPS also requires a means (on less than 30 days' notice) to resolve interference with public safety equipment (which was deleted from Attachment A without DPS permission). I will, at this request, return to the DPS to verify that understanding – but I think these two are "bedrock" issues for the agency.

Remember, please, that this document, which was viewed by others in state government as "impossible to modify," was being changed ONLY to accommodate the capacity reservation pricing that the State

has offered to VTel. You and I had agreed we would attempt to merely "clean up" some of the non-industry standard language – and we have certainly moved far beyond that.

In order to move forward it would be helpful to have a more complete explanation of your points. I understand from your separate email that you have time on Thursday to discuss the document. I will be able to meet by telephone and will remove any barriers in my calendar. Thank you for your continued effort. In no small part due to your persistence, we are, in fact, quite close to having a very sophisticated license agreement for VTel's benefit that accommodates the novel concept of capacity reservation pricing.

<image001.jpg>

Holly Groschner

General Counsel

Vermont Telecommunications Authority

From: Will Dodge [mailto:wdodge@drm.com]

Sent: Tuesday, October 23, 2012 5:25 PM

To: Groschner, Holly

Cc: Malko, David; Marshall, Karen; 'Michel Guite' (mguite@vermontel.com); 'Gordon Mathews'; Sam Coleman (scoleman@vermontel.com)

Subject: RE: VTel Capacity Reservation License Agreement [DRM-ID.FID639317]

Holly:

Let me first say that VTel greatly appreciates the time and effort that you and others at the state have put into the document. There are obviously a number of competing concerns from different agencies that need to be taken into account in putting this together, and it can't be easy to finalize comments when the thinking from state personnel is constantly evolving.

With that said, VTel cannot accept the latest version of the changes to the License Agreement draft. The main groupings of critical issues we have from this new draft include:

- * The open-ended nature of the "operational costs for services" language in Section K and Exhibit B.
- * Definition of Applicable Structural Standard, the bifurcation between DPS / non-DPS towers, and the Reserved Capacity "at all elevations" definition and technical specification
- * Conflicting interference resolution standards in the License Agreement and Exhibit A.
- * Loss of State Asset Expansion Adjustment except where remaining capacity is 20% or greater.

The revisions to Exhibit C should be acceptable – I will confer on that point with Gordon Mathews.

With the understanding that we had reached an agreement with the last version sent on 10/8/2012 after extended discussions, VTel's preference would be to proceed with using the 10/8 version (with the updated Exhibit C) for the five current sites of interest:

[REDACTED] if that is not possible (or

it's only an available option for some of the sites), please let us know, and you can include all addressees on the response.

William J. Dodge | Downs Rachlin Martin PLLC

Director | Energy & Telecommunications - Real Estate, Land Use and Environmental Group
199 Main Street, PO Box 190 | Burlington, VT 05402-0190

<image002.jpg>

wdodge@drmm.com | www.drmm.com

Admitted in VT, NH

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From: Groschner, Holly [<mailto:hgroschner@telecomvt.org>]

Sent: Friday, October 19, 2012 1:51 PM

To: Will Dodge

Cc: Malko, David; Marshall, Karen

Subject: VTel Capacity Reservation License Agreement

Dear Will,

My apologies for the length it took me to return this to you. It would have happened earlier but for a family health emergency on Wednesday. The attached has three parts: The License with changes accepted (I trust you will run your own redline), the revised State Capacity Reservation Rate Policy – October 2012 (unfortunately the agreement has an older version, the terms have not materially changed), and a redline of Exhibit C from your original and the revised State Capacity Reservation Rate Policy (shown separately because it is the vast majority of the redlined changes from the document as you last saw it).

I would suggest that we finalize this document in any way possible. I am suggesting to my colleagues that we accept the September 2012 version of Exhibit C if that is your strong preference with regard to sites that are currently applied for. I am requesting here, as a matter of convenience, that Dave Malko look at the October 2012 version and fill in the missing weights of panel antennas and TMAs/RRUs for us so that we can apply the discounts uniformly.

Thanks Will.

<image001.jpg>

Holly Groschner

General Counsel

Vermont Telecommunications Authority

Marshall, Karen

From: Marshall, Karen
Sent: Thursday, October 25, 2012 3:14 PM
To: 'Michel Guite'; 'isandblast@aol.com'
Subject: RE: Hockey

Follow Up Flag: Follow up
Flag Status: Flagged

Thanks Michel, Amanda is an incredible talent that we have all cheered on and followed her success to this point!
Congrats on her accomplishments John.

Karen L. Marshall , Chief
Connect Vermont, Broadband and Mobile

[REDACTED]
karen.marshall@state.vt.us

From: Michel Guite [<mailto:mguite@vermontel.com>]
Sent: Thursday, October 25, 2012 3:11 PM
To: 'isandblast@aol.com'; Marshall, Karen
Subject: Hockey

Hi John and Karen,

I never introduce Person A to Person B, in a field I don't understand. However

John Pelkey is coaching director for all Vermont hockey, and he reports today his daughter Amanda Pelkey is on US hockey national team.

Karen's son is I think at Junior Bruins.

These are two hockey champions in one state.

Parent of Hockey Champion A may I introduce you to Parent of Hockey Champion B.

Best,

Michel Guite
President
Vermont National Telephone Co, Inc.
354 River Street
Springfield, VT 05156
[REDACTED]


E-Mail: mguite@vermontel.com

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Marshall, Karen

From: Marshall, Karen
Sent: Friday, October 26, 2012 8:07 AM
To: Justin M. Robinson
Subject: Re: AWS Speed Test 10-25-2012

Follow Up Flag: Follow up
Flag Status: Flagged

They must have opened up full throttle. The one we saw last week was 27/8 at 5 meg open. Awesome, can't wait to have this up in the air and on!!!!

Sent from Karen's iPad , please excuse any typos

On Oct 25, 2012, at 10:09 PM, "Justin M. Robinson" <jmrobins@vermontel.com> wrote:

Hi Karen – not sure if I should be sharing this, but thought you might be interested. This was one of the LTE speed tests performed today on our AWS spectrum. Not too shabby for wireless ☺

Justin M. Robinson
VP Engineering
Vermont Telephone Co., Inc.



E-Mail: jmrobins@vermontel.com

From: Timothy Tassinari [<mailto:timothy.tassinari@ericsson.com>]
Sent: Thursday, October 25, 2012 12:44 PM
To: Paul Attard; Christer Hiort; MARK EATON; Bradley Balthrop; Kevin Ready; Sam Coleman; Michel Guite; Justin M. Robinson; Marc Brisson
Subject: AWS Speed Test 10-25-2012

All,

Please see attached word doc. It is a screen shot of the Speed Test just performed on the AWS MBR in the switch. We connected at a ping speed of 35ms, Upload of 14.62 Mbps and Download of **60.61Mbps**

Tim Tassinari
Site Development Manager II
Ericsson- VTel Project



Timothy.Tassinari@ericsson.com

<MBR speedtest 400 AWS 10-25-2012.docx>

Marshall, Karen

From: Marshall, Karen
Sent: Friday, October 26, 2012 8:10 AM
To: Michel Guite
Subject: Re: waitsfield, route 17 west to Buells Gore/ Starksboro TOWER

Follow Up Flag: Follow up
Flag Status: Flagged

Heather M. Douglas

*Territory Manager-Business Development
Northeast (New England/NY/NJ)*

American Tower Corporation

10 Presidential Way

Woburn, MA 01801

[REDACTED]

heather.douglas@americantower.com

Sent from Karen's iPad , please excuse any typos

On Oct 25, 2012, at 6:35 PM, "Michel Guite" <mguite@vermontel.com> wrote:

Karl, rumor is it is American Tower (ATC) and they are being required to tear it down because lease with state means it needs to have tenants. Your info matches the photo, and that AT&T is using it, but rumor from a government Public Safety source is it is ATC and failed lease terms.

Mark can you heck if this might be SBA? If so we could use it toward our 20.

Michel Guite

President

Vermont National Telephone Co, Inc.

[REDACTED]

E-Mail: mguite@vermontel.com

From: Lazykarl@aol.com [<mailto:Lazykarl@aol.com>]

Sent: Thursday, October 25, 2012 5:49 PM

To: Michel Guite; Karen.Marshall@state.vt.us; Gordon Mathews; Sam Coleman

Subject: Re: waitsfield, route 17 west to Buells Gore/ Starksboro TOWER

Yes.

I think it belongs to SBA & is in Buells Gore, Huntington, VT. Near the Mad River Ski Area.

It is not a very good site as it was built about 50 years ago just for point to point microwave for AT&T.

44.211066

72.931013

2389 AMSL

From memory the tower is somewhere between 60' & 120.

I will try to find out more ASAP.

Cheers.

Karl A. Rinker
President
Rinkers Communications
103 South Main Street
Barre, VT 05641


rinkers.com

Consulting
FCC License Work

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HARRIS
ICOM
RAM
TOWERS
VERTEX
WHELEN
WILSON
ZETRON

In a message dated 10/25/2012 12:04:57 P.M. Eastern Daylight Time,
mguite@vermontel.com writes:

YES ABSOLUTELY. Sam and Karl do we know this tower?

Michel Guite

President

Vermont National Telephone Co, Inc.





E-Mail: mguite@vermontel.com

From: Marshall, Karen [<mailto:Karen.Marshall@state.vt.us>]

Sent: Thursday, October 25, 2012 11:54 AM

To: Michel Guite; Gordon Mathews

Subject: waitsfield, route 17 west to Buells Gore/ Starksboro TOWER

Hi

I have knowledge that there is a tower without occupants at the crest of route 17 going from Waitsfield west to buells gore.

This looks to correspond with site #225 on your list.

Would you have an interest in speaking with the tower owner?

Karen L. Marshall , Chief

Connect Vermont, Broadband and Mobile

Agency Of Administration | Pavillion Building

109 State Street | Montpelier, VT 05609


karen.marshall@state.vt.us