

Applicants should also review the instructions for certification included in the regulations before completing this form. Signature on this form provides for compliance with certification requirements under 15 CFR Part 28, 'New Restrictions on Lobbying.' The certifications shall be treated as a material representation of fact upon which reliance will be placed when the Department of Commerce determines to award the covered transaction, grant, or cooperative agreement.

LOBBYING

As required by Section 1352, Title 31 of the U.S. Code, and implemented at 15 CFR Part 28, for persons entering into a grant, cooperative agreement or contract over \$100,000 or a loan or loan guarantee over \$150,000 as defined at 15 CFR Part 28, Sections 28.105 and 28.110, the applicant certifies that to the best of his or her knowledge and belief, that:

(1) No Federal appropriated funds have been paid or will be paid, by or on behalf of the undersigned, to any person for influencing or attempting to influence an officer or employee of any agency, a Member of Congress in connection with the awarding of any Federal contract, the making of any Federal grant, the making of any Federal loan, the entering into of any cooperative agreement, and the extension, continuation, renewal, amendment, or modification of any Federal contract, grant, loan, or cooperative agreement.

(2) If any funds other than Federal appropriated funds have been paid or will be paid to any person for influencing or attempting to influence an officer or employee of any agency, a Member of Congress, an officer or employee of Congress, or an employee of a member of Congress in connection with this Federal contract, grant, loan, or cooperative agreement, the undersigned shall complete and submit Standard Form-LLL, 'Disclosure Form to Report Lobbying,' in accordance with its instructions.

(3) The undersigned shall require that the language of this certification be included in the award documents for all subawards at all tiers (including subcontracts, subgrants, and contracts under grants, loans, and cooperative agreements) and that all subrecipients shall certify and disclose accordingly.

This certification is a material representation of fact upon which reliance was placed when this transaction was made or entered into. Submission of this certification is a prerequisite for making or entering into this transaction imposed by section 1352, title 31, U.S. Code. Any person who fails to file the required certification shall be subject to a civil penalty of not less than \$10,000 and not more than \$100,000 for each such failure occurring on or before October 23, 1996, and of not less than \$11,000 and not more than \$110,000 for each such failure occurring after October 23, 1996.

As the duly authorized representative of the applicant, I hereby certify that the applicant will comply with the above applicable certification.

* NAME OF APPLICANT

LIBERTY COMMUNICATIONS OF PUERTO RICO LLC

* AWARD NUMBER

NTIA-MMG-2022

* PROJECT NAME

STRENGTHENING OF THE TELECOM CORE INFRASTRUCTURE OF LCPR

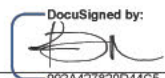
Prefix: [] * First Name: [REDACTED] Middle Name: []

* Last Name: [REDACTED] Suffix: []

* Title: [REDACTED]

[REDACTED SIGNATURE] * DATE: 11/08/2022

FORM CD-450 (REV. 10/18)	U.S. DEPARTMENT OF COMMERCE	X GRANT	COOPERATIVE AGREEMENT
FINANCIAL ASSISTANCE AWARD		FEDERAL AWARD ID NUMBER	
		72-40-MM972	
RECIPIENT NAME Liberty Communications of Puerto Rico LLC		PERIOD OF PERFORMANCE 07/01/2023 - 06/30/2025	
STREET ADDRESS 279 Avenida Juan Ponce de Leon		FEDERAL SHARE OF COST \$9,303,468.52	
CITY, STATE ZIP San Juan, PR 00918-0000		RECIPIENT SHARE OF COST \$9,683,201.93	
AUTHORITY 47 U.S.C. Sec. 1741		TOTAL ESTIMATED COST \$18,986,670.45	
CFDA NO. AND NAME 11.033 Middle Mile (Broadband) Grant Program			
PROJECT TITLE: Strengthening of the Telecommunications Core Infrastructure of LCPR			
<p>This Award Document (Form CD-450) signed by the Grants Officer constitutes an obligation of Federal funding. By signing this Form CD-450, the Recipient agrees to comply with the Award provisions checked below and attached. Upon acceptance by the Recipient, the Form CD-450 must be signed by an authorized representative of the Recipient and returned to the Grants Officer. If not signed and returned without modifications by the Recipient within 30 days of receipt, the Grants Officer may unilaterally withdraw this Award offer and de-obligate the funds.</p> <p>X DEPARTMENT OF COMMERCE FINANCIAL ASSISTANCE STANDARD TERMS AND CONDITIONS</p> <p>R & D AWARD</p> <p>FEDERAL-WIDE RESEARCH TERMS AND CONDITIONS, AS ADOPTED BY THE DEPT. OF COMMERCE</p> <p>X SPECIFIC AWARD CONDITIONS</p> <p>X LINE ITEM BUDGET</p> <p>X 2 CFR PART 200, UNIFORM ADMINISTRATIVE REQUIREMENTS, COST PRINCIPLES, AND AUDIT REQUIREMENTS, AS ADOPTED PURSUANT TO 2 CFR § 1327.101</p> <p>X 48 CFR PART 31, CONTRACT COST PRINCIPLES AND PROCEDURES</p> <p>MULTI-YEAR AWARD. PLEASE SEE THE MULTI-YEAR SPECIFIC AWARD CONDITION.</p> <p>X OTHER(S): GENERAL TERMS AND CONDITIONS for the NTIA MIDDLE MILE GRANT PROGRAM, April 2023 (see attached).</p>			
SIGNATURE OF DEPARTMENT OF COMMERCE GRANTS OFFICER		DATE	
Darren Olson		Digitally signed by DARREN OLSON Date: 2023.06.15 08:27:18 -06'00'	
PRINTED NAME, PRINTED TITLE, AND SIGNATURE OF AUTHORIZED RECIPIENT OFFICIAL		DATE	
Fernando Ortiz In House Counsel		7/20/2023	

DocuSigned by:

 992A427820D44C5...

Award Number: 72-40-MM972, Amendment Number 0

Federal Program Officer: Christopher Holt

Requisition Number: MM972

Employer Identification Number: [REDACTED]

UEI Number: RMGRDEKLDG25

Recipient ID:

Requestor ID:

Award ACCS Information

Bureau	FCFY	Project-Task	Organization	Object Class	Obligation Amount
61	2023	4720001-000	06-00-0000-00-00-00-00	41-19-00-00	\$9,303,468.52

Award Contact Information

Contact Type	Contact Name	Email	Phone
[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]

NIST Grants Officer:

Andrew Rittgers
100 Bureau Drive, MS 1650
Gaithersburg, MD 20899-1650

NIST Grants Specialist:

Damion Hart
100 Bureau Drive, MS 1650
Gaithersburg, MD 20899-1650
(301) 975-3766

NIST Financial Assistance Award Number: 72-40-MM972

Amendment: NEW

Recipient: Liberty Communications of Puerto Rico LLC

**NATIONAL INSTITUTE OF STANDARDS AND TECHNOLOGY
MIDDLE MILE GRANT PROGRAM
FINANCIAL ASSISTANCE
SPECIFIC AWARD CONDITIONS**

1. Introduction:

The National Institute of Standards and Technology (NIST), servicing for the National Telecommunications and Information Administration (NTIA), hereby enters into this Grant number 72-40-MM972 with Liberty Communications of Puerto Rico LLC to support the work described in the proposal entitled “Strengthening of the Telecommunications Core Infrastructure of LCPR” dated 10/25/2022, and any revisions received during the application review, which are hereby incorporated into this award by reference. Where the terms of this award and the proposal differ, the terms of this award shall prevail.

2. Recipient Contact Information:

Technical/Administrative:

[REDACTED]

3. NTIA Contact Information:

Federal Program Officer

Christopher Holt
National Telecommunications and Information Administration
US Department of Commerce
1401 Constitution Ave., NW, Ste. 4078
Washington, DC 20230
Telephone: 202-482-4884
Email: cholt@ntia.gov

4. NIST Contact Information:

Grants Officer:

Andrew Rittgers
National Institute of Standards and Technology
325 Broadway
Boulder, CO 80305
Telephone: 303-497-7307
Email: andrew.rittgers@nist.gov

NIST Financial Assistance Award Number: 72-40-MM972

Amendment: NEW

Recipient: Liberty Communications of Puerto Rico LLC

Grants Specialist:

Damion Hart

National Institute of Standards and Technology

100 Bureau Drive, Mail Stop 1650

Gaithersburg, MD 20899-1650

Telephone: 301-975-3766

Email: damion.hart@nist.gov

5. Award Payments:

This award is hereby funded through advanced payments using the Department of Treasury’s Automated Standard Application for Payments (ASAP) system. Payments will be issued in accordance with 2 CFR § 200.305 and the Department of Commerce Financial Assistance Standard Terms and Conditions, B.02, dated November 12, 2020.

Payments for allowable costs may be drawn down as needed by the Recipient enrolled in ASAP. Funds may be requested through ASAP by the authorized *Payment Requestor* who is the individual designated by the Recipient to access Federal funds.

This award has the following control or withdrawal limits set in ASAP:

- None
- Agency Review required for all withdrawals (see explanation below)
- Agency Review required for all withdrawal requests over \$ _____ (see explanation below)
- Maximum Draw Amount controls (see explanation below)
 - \$ _____ each month
 - \$ _____ each quarter
 - \$0.00 Max drawdown amount

Explanation:

Environmental Assessment & National Historic Preservation Act Compliance Requirements restriction

The total amount of Federal funding is hereby withheld until the requirements identified in the National Institute of Standards and Technology General Terms and Conditions for the NTIA Middle Mile Grant Program, Term #11 – Environmental Assessment and #12 – National Historic Preservation Act (Six-Month Expenditure Plan), are satisfied.

Also, Federal funding in the amount of \$332,000 is hereby withheld until approval of SAC #21 Contingency Costs to request drawdown of funds designed specifically for contingency costs.

6. Return Payments for Funds Withdrawn through ASAP:

Funds that have been withdrawn through ASAP may be returned to ASAP via the Automated Clearing House (ACH) or via FEDWIRE. The ACH or FEDWIRE transaction may only be completed by the Recipient’s financial institution. Full or partial

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Amendment: NEW

Recipient: Liberty Communications of Puerto Rico LLC

amounts of payments received by a Payment Requestor/Recipient Organization may be returned to ASAP. All funds returned to the ASAP system will be credited to the ASAP Suspense Account. The Suspense Account allows the Regional Financial Center to monitor returned items and ensure that funds are properly credited to the correct ASAP account. Returned funds that cannot be identified and classified to an ASAP account will be dishonored and returned to the originating depository financial institution (ODFI). The Payment Requestor/Recipient Organization should notify the NIST Grants Office and provide a reason whenever return payments are made.

It is essential that the Payment Requestor/Recipient Organization provide its financial institution with ASAP account information (ALC, Recipient ID and Account ID) to

which the return is to be credited. Additional detailed information is accessible at: <https://www.fiscal.treasury.gov/asap/>.

7. Period of Performance and Funding Limitations:

The period of performance and budget incorporated into this award cover a 2 year period of performance and provide for a maximum total amount of \$9,303,468.52 in Federal funding. This award is being fully funded via this award action.

The maximum amount of NTIA funding in support of this award will not exceed the amount specified in the award documents, unless otherwise amended in writing by the NIST Grants Officer. The Department of Commerce is not liable for any obligations, expenditures, or commitments which involve any amount in excess of the Federal funds being made available pursuant to this award.

8. Federal and Non-Federal Cost Sharing:

As directed by Section 60401(f) of the Infrastructure Act, each recipient must commit to a non-federal cost share of no less than 30 percent of the total project cost, unless exempted through a partial or complete waiver for Tribal governments and Native entities.

Pursuant to this award, NIST hereby approves the committed non-federal cost share in the amount of \$9,683,201.93 per the proposal's budget on the part of the recipient and becomes a binding requirement under subject award (*see* 2 CFR §200). The cost sharing ratio for this award is 49% Federal share and 51% Non-Federal share. See 2 CFR §200.306 and Department of Commerce Financial Assistance Standard Terms and Conditions, Section B.03 for the treatment of cost sharing.

9. Letter of Credit and Opinion Letter

Pursuant to the NOFO, the recipient must submit an irrevocable standby letter of credit in a value of no less than 25% of the award amount. The recipient also must provide with its letter of credit an opinion letter from its legal counsel clearly stating, subject only to customary assumptions, limitations, and qualifications, that in a proceeding under Title

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Amendment: NEW

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11 of the United States Code, 11 U.S.C. § 101 *et seq.* (the “Bankruptcy Code”), the bankruptcy court would not treat the letter of credit or proceeds of the letter of credit as property of the winning bidder's bankruptcy estate under Section 541 of the Bankruptcy Code.

The recipient may obtain a new letter of credit or renew its existing letter of credit to reduce its value in accordance with the following limitations:

- Upon demonstrating to the satisfaction of the Assistant Secretary that it has completed the buildout of 40 percent of project miles, an eligible entity may obtain a new letter of credit or renew its existing letter of credit so that it is valued at no less than 20 percent of the award amount.
- Upon demonstrating to the satisfaction of the Assistant Secretary that it has completed the buildout of 60 percent of project miles, an eligible entity may obtain a new letter of credit or renew its existing letter of credit so that it is valued at no less than 15 percent of the award amount.
- Upon demonstrating to the satisfaction of the Assistant Secretary that it has completed the buildout of 80 percent of project miles, an eligible entity may obtain a new letter of credit or renew its existing letter of credit so that it is valued at no less than 10 percent of the award amount.

10. Notice of Funding Opportunity – Middle Mile Grant Program

The Department of Commerce, National Telecommunications Information Administration Notice of Funding Opportunity (NOFO) No. NTIA-MMG-2-2022, Middle Mile Grant Program, dated May 13, 2022, is incorporated by reference into this award. It is accessible at: <https://www.grants.gov/web/grants/view-opportunity.html?oppId=340300>. Select “Closed” or “Archived” Opportunity Status to view the NOFO.

11. Department of Commerce Pre-Award Notification Requirements for Grants and Cooperative Agreements:

The Department of Commerce Pre-Award Notification Requirements for Grants and Cooperative Agreements as published in the Federal Register on December 30, 2014 (79 FR 78390) is incorporated by reference into this award. It is accessible at: <http://www.gpo.gov/fdsys/pkg/FR-2014-12-30/pdf/2014-30297.pdf>.

12. Department of Commerce Financial Assistance Standard Terms and Conditions:

As indicated on the Form CD-450 for this award, the Department of Commerce Financial Assistance Standard Terms and Conditions (ST&C) issued November 12, 2020 are incorporated by reference into this award. The Department’s ST&C, as well as a link to 2 CFR Part 200, are accessible at: <https://www.commerce.gov/oam/policy/financial-assistance-policy>

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Amendment: NEW

Recipient: Liberty Communications of Puerto Rico LLC

13. Bi-annual Performance and Financial Reporting Requirements

The Recipient must submit a Federal Financial Report (SF-425), and Performance Progress Report on a semi-annual basis for the periods ending March 31 and September 30, or any portion thereof.

Reports are due no later than 30 calendar days following the end of each reporting period. A final SF-425 and Performance Progress Report (Closeout) must be submitted within 120 days after the expiration of the period of performance. Subrecipients are required to submit their final performance report to the pass-through entity within 90 calendar days unless an extension has been granted.

All SF-425 and Performance Progress Reports must, at minimum, comply with the reporting requirements and contain all information and certifications specified in the NOFO.

All SF-425 and Performance Progress Reports must be submitted to the NTIA Grants Portal at <https://grants.ntia.gov/>, with copy to the Federal Program Officer, within the prescribed timeframes identified in the terms and conditions of the award.

The Recipient organization name, NIST award number, and reporting period must be included in the submission. The Recipient contact information should be included in the body of the message. To the greatest extent possible, SF-425 and Performance Progress Reports should be submitted together in the same submission.

SF-425 and Performance Progress Reports must not be sent directly to NIST/NTIA personnel, other than when copying the Federal Program Officer on submissions to the <https://grants.ntia.gov/> Portal.

Any SF-425 or Performance Progress Reports sent directly to NIST/NTIA personnel will be returned to the sender with instructions on how to submit through the <https://grants.ntia.gov/> Portal.

No other correspondence may be sent through this Portal; timely responses to any other inquiries received in this mailbox are not guaranteed. The Portal will not be used for any other purpose *except* for purposes identified above.

Eligible entities that receive an award shall comply with any other reasonable reporting requirements determined necessary by the NTIA Assistant Secretary.

14. Department of Commerce Financial Assistance Standard Terms and Conditions Section B.06 Indirect or Facilities and Administrative Costs:

NIST will reimburse the Recipient for indirect or F&A costs in accordance with 2 C.F.R. § 200.414 and Section B.06. of the Department of Commerce Financial Assistance Standard Terms and Condition, dated November 12, 2020.

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If an indirect cost rate has not been established, and NIST is identified as the cognizant agency for indirect costs in accordance with 2 C.F.R. § 200.1, “Cognizant agency for indirect costs,” within 90 calendar days of the award start date, the Recipient must electronically submit to gmdaudit@nist.gov the documentation (indirect cost rate proposal, cost allocation plan, etc.) necessary to allow NIST to perform an indirect cost rate proposal review. Organizations that have previously established indirect cost rates with NIST must submit a new indirect cost rate proposal for indirect costs within six months after the end of the organization’s fiscal year.

If your submission includes Personally Identifiable Information (PII) or Business Identifiable Information (BII), please send an email to gmdaudit@nist.gov to request a secure link.

The requirements for determining the relevant cognizant agency and for developing and submitting indirect (F&A) cost rate proposals and cost allocation plans are contained in 2 C.F.R. § 200.414 and in Appendices III-VII to 2 C.F.R. Part 200. For additional guidance on preparing indirect cost proposals, please review the Department of Labor’s Guide for Indirect Cost Determination at: <https://www.dol.gov/oasam/boc/dcd/np-comm-guide.htm>. Section I.B and I.C lists the various types of indirect cost rates and the circumstances under which such rates would apply. The guide also addresses common indirect cost problems and contains useful FAQs.

15. Unfunded Grant Actions Mailbox (UGAM):

Requests for unfunded award actions, which include, but are not limited to, requests for no-cost extension, change in key personnel, change in scope of work, budget revisions, award transfer, and novation, must be submitted to: UGAM@nist.gov, within the prescribed timeframes identified in the terms and conditions of the award.

Unfunded award action requests and related correspondence, including justification to support the request, sent to the mailbox *must* contain the following information in the email subject line: (1) Recipient name; (2) NIST award number; (3) Principal Investigator/Project Director; and (4) Action being requested (e.g. no cost extension, change in key personnel, etc.).

Unfunded award action requests must not be sent directly to NIST personnel (e.g. Grants Specialist, Grants Officer, Administrative Assistant, GMD Division Chief, Federal Program Officer, etc.).

Any requests sent directly to NIST personnel will be returned to the sender with instructions on how to submit through the UGAM@nist.gov mailbox.

No other correspondence may be sent through this mailbox; timely responses to any other inquiries received in this mailbox are not guaranteed. The mailbox will not be used for any other purpose *except* for purposes identified above.

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Recipient: Liberty Communications of Puerto Rico LLC

Requests that are processed will be authorized via a Form CD-451 Amendment to the Financial Assistance Award or a Non-Funded Administrative Change Letter.

16. Climate Resilience

Because retrofitted and new infrastructure for broadband might be expected to have a lifetime of 20 years or more, the Recipient must account not only for current risks but also for how the frequency, severity, and nature of these extreme events may plausibly evolve as our climate continues to change over the coming decades.

Accordingly, the recipient must develop a plan for regularly assessing the changing weather and climate risks that could impact the network. Such a plan must demonstrate that the risks are understood and characterized to account for and respond to these areas for the 20 years following deployment, utilizing at least one resource or tool at <https://toolkit.climate.gov/content/understanding-climate-risk-resources-ntia-applicants>. The plan should also detail how the weather and climate risks identified are addressed through avoidance and/or mitigation for the network. The plan should articulate how this process of evaluating the updated climate and weather risk and incorporating that information into the network design, maintenance, upgrades, or similar will be performed at least once during the period of performance and periodically over the life of the project.

The recipient is to report on its climate risk reanalysis in the biannual performance reports.

17. No Duplication of Federal Funding

No federal funds may be used to duplicate costs, services, connections, facilities, or equipment that have been authorized through another federal program. To the extent that a Middle Mile Program project is later deemed to include duplicate funding from another federal program, the NIST Grants Office and NTIA reserve the right to disallow the costs associated with the duplication of federal funds or service and/or to reallocate the funds to allowable activities within the project.

18. Signage and Public Acknowledgements:

The Recipient is required to post project signage and to include public acknowledgments in published and other collateral materials (e.g., press releases, marketing materials, webpages, plaques) satisfactory in form and substance to NIST, that identifies the nature of the project and indicates that “the project is funded by the Bipartisan Infrastructure Act. The Recipient employing project signage is required to use the official Investing in America emblem in accordance with the Official Investing in America Emblem Style Guide: <https://www.whitehouse.gov/wp-content/uploads/2023/02/Investing-in-America-Brand-Guide.pdf>. Costs associated with signage and public acknowledgments must be reasonable and limited. Signs or public acknowledgments should not be produced, displayed or published if doing so results in unreasonable cost, expense, or recipient burden. The Recipient is encouraged to use recycled or recovered materials when

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procuring signs. Any construction site signage should be displayed throughout the construction phase of the project in an easily visible location directly linked to the work taking place. The Recipient is responsible to maintain the signage in good condition throughout the construction period.

19. Pre-Award Costs:

Pre-award costs in the amount of \$50,000.00 are acceptable only to the extent of reimbursing reasonable pre-application expenses, which include expenses related to preparing an application that are incurred after the publication date of the subject NOFO and prior to the date of issuance of this grant award, except the lobbying costs and contingency fees are not reimbursable. The approved pre-award costs are a portion of, **not in addition to**, the approved total budget.

Pre-award costs are approved for the period 05/13/2022 through 6/30/2023.

20. Equipment:

A. Estimated Useful Life and Compliance with 2 C.F.R. § 200.313. For purposes of this award, the estimated useful life of the equipment to be acquired by the recipient varies from the date that such equipment is placed into service on the project. Additional useful life guidance will be forthcoming. During the estimated useful life of the equipment, the recipient must adhere to the requirements contained in the terms and conditions of the award, including adherence to the use, management, and disposition requirements set forth in 2 C.F.R. § 200.313.

B. UCC-1 Filing & Attorney's Certification. Pursuant to 2 C.F.R. § 200.316, within 30 calendar days of acquiring all or any portion of the equipment under this award, the recipient shall properly file a UCC-1 with the appropriate State office where the equipment will be located in accordance with the State's Uniform Commercial Code (UCC). The UCC filing(s) must include the below or substantively similar language providing public notice of the Federal Interest in the equipment acquired with NTIA Middle Mile funding. Also, a clear and accurate inventory of the subject equipment must be attached to and filed with the UCC-1.

The Equipment set forth at Attachment A hereto was acquired with funding under a financial assistance award (Award Number 72-40-MM972) issued by the National Institute of Standards and Technology, U.S. Department of Commerce. As such, the U.S. Department of Commerce retains an undivided equitable reversionary interest (Federal Interest) in the Equipment for the estimated useful life thereof, from when the equipment is placed into service on the project.

In addition, within 15 calendar days following the required UCC filing(s), the recipient must be ready if requested by the Grants Officer to provide the Grants Officer with complete and certified copies of the filed UCC forms and attachments for the equipment acquired with NTIA Middle Mile funding, along with a certification from legal counsel,

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licensed by the State within which the filings were made (Attorney's Certification), that the UCC filing was properly executed and filed in accordance with applicable state law. The Attorney's Certification must include the below or substantively similar language:

NIST Award Number: 72-40-MM972

Pursuant to 28 U.S.C. § 1746, I hereby certify as follows:

I am legal counsel at _____.

I am licensed to practice law in the State of _____ having been a license holder of said state and in good standing since _____.

Attached hereto is a certified copy of UCC-1 form(s) reflecting that this document was filed in the _____ on _____, 202x, bearing the following filing information [insert filing data, e.g., instrument number, etc.] and consists of _____ recorded pages as certified by the Secretary of State of _____.

I certify that this UCC-1 form(s) has/have been validly executed and properly recorded as noted above.

I certify under the penalty of perjury that the foregoing is true and correct.

Executed on this ____ day of _____.

(Attorney name and title)

(Address and phone number)

In addition, during the estimated useful life of the equipment, the recipient is hereby authorized and directed by the Grants Officer to timely file any necessary UCC-3 continuation statements (or other filings) for the subject equipment consistent with the requirements set forth in this specific award condition. If requested by the Grants Officer, copies of all filed UCC continuation statements, together with an Attorney's Certification, must be submitted to the Grants Officer within 15 calendar days following each such filing. The UCC filing(s) and the accompanying Attorney's Certification(s) must be acceptable in form and in substance to the NIST Grants Officer. If the Grants Officer does not request the UCC filing(s) and Attorney's Certification, the recipient must continue to maintain records of the filing(s) and Attorney's Certification in compliance with 2 CFR § 200.334 Retention requirements for records.

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Amendment: NEW

Recipient: Liberty Communications of Puerto Rico LLC

21. Contingency Costs:

To the extent provided in the approved budget, contingency costs are generally allowable under the Middle Mile Program.

The Recipient's use of federal award funds for contingency costs must be pre-approved by the Grants Officer prior to the Recipient drawing down federal award funds for such costs. A Recipient request to draw down federal award funds for contingency costs must be made in writing to the Grants Officer, who shall approve or disapprove the Recipient's request in writing.

End of Specific Award Conditions

**U.S. DEPARTMENT OF COMMERCE
NATIONAL INSTITUTE OF STANDARDS AND TECHNOLOGY
GENERAL TERMS AND CONDITIONS
for the
NTIA MIDDLE MILE GRANT PROGRAM**

April 2023

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1. **Project Management Conference**

Shortly after approval of the award, NIST (on behalf of NTIA) may contact the Recipient to arrange a project management conference. The purpose of the project management conference is to explain to the Recipient its post-approval responsibilities for administration of the award, including its responsibilities with respect to the Terms and Conditions of the award and applicable Federal requirements. The Recipient's authorized representative, architect/engineer, financial representative, and possibly the Recipient's legal counsel should attend.

2. **Property Trust Relationship and Public Notice Filings for Grant-Acquired Property**

In accordance with 2 CFR § 200.316 (Property trust relationship), real property, equipment, and intangible property, that are acquired or improved with a Federal award must be held in trust by the non-Federal entity (*i.e.*, Recipient or Subrecipient) as trustee for the beneficiaries of the project or program under which the property was acquired or improved. This trust relationship exists throughout the duration of the property's estimated useful life, as determined by the Grants Officer in consultation with the Program Office, during which time the Federal Government retains an undivided, equitable reversionary interest in the property (Federal Interest). The non-Federal entity must comply with all use and disposition requirements and restrictions as set forth in 2 C.F.R. §§ 200.310 (Insurance coverage) through 200.316 (Property trust relationship), as applicable, and in the terms and conditions of the Federal award.

The Grants Officer may require a non-Federal entity (*i.e.*, a Recipient or Subrecipient) to execute and to record (as applicable) a statement of interest, financing statement (Form UCC-1), lien, mortgage or other public notice of record to indicate that real or personal property acquired or improved in whole or in part pursuant to a Middle Mile Grant Program award is subject to the Federal Interest, and that certain use and disposition requirements apply to the property. The statement of interest, financing statement (Form UCC-1), lien, mortgage or other public notice must be acceptable in form and substance to NTIA and to the NIST Grants Officer and must be placed on record in accordance with applicable State and local law, with continuances re-filed as appropriate. In such cases, the NIST Grants Officer may further require the non-Federal entity to provide NTIA and the NIST Grants Officer with a written statement from a licensed attorney in the jurisdiction where the property is located, certifying that the Federal Interest has been protected, as required under the award and in accordance with applicable State and local law. The attorney's statement, along with a copy of the instrument reflecting the recordation of the Federal Interest, must be promptly returned to the Grants Officer. The non-Federal entity may use model documentation made available by NTIA.

Without releasing or excusing the non-Federal entity from these obligations, the non-Federal entity, by execution of the financial assistance award or by expending Federal financial assistance funds (in the case of a subrecipient), authorizes NTIA and/or the NIST Grants Officer to file such notices and continuations as it determines to be necessary or convenient to disclose and protect the Federal Interest in the property. The NIST Grants Officer may elect not to release any or a portion of the Federal award funds until the non-Federal entity has complied with this provision and any other applicable award terms or conditions, unless other arrangements satisfactory to the NIST Grants Officer are made.

3. **Land, Easements, and Rights of Way**

The Recipient must disclose all encumbrances to NIST. NIST will not accept any encumbrance that interferes with the construction, intended use, operation, or maintenance of the project during its estimated useful life.

4. **Project Sign**

The Recipient is responsible for constructing, erecting, and maintaining in good condition throughout the construction phase of the project a sign(s) satisfactory to NIST that identifies the project and indicates that the project is Federally funded. The sign shall:

- Be designed in accordance with the guidelines and design specifications found in the Building A Better America Brand Guide found here: <https://www.whitehouse.gov/wp-content/uploads/2022/08/Building-A-Better-America-Brand-Guide.pdf>
- Be placed in an easily visible location that can be directly linked to the work taking place; and,
- Identify the project as a “project funded by President Biden’s Bipartisan Infrastructure Law.”

The recipient should use best effort to use recycled or recovered materials when procuring signs. The recipient shall also ensure costs associated with signage are reasonable and limited,

NIST also may require that the Recipient maintain a permanent plaque or sign at the project site with the same or similar information.

5. **Eminent Domain**

In accordance with Executive Order 13406, “*Protecting the Property Rights of the American People*” (June 28, 2006), the Recipient agrees:

- (a) Not to use any power of eminent domain available to the Recipient (including the commencement of eminent domain proceedings) for use in connection with the Project for the purpose of advancing the economic interests of private parties;
- (b) Not to accept title to land, easements, or other interest in land acquired by the use of any power of eminent domain for use in connection with the Project for such purposes; and
- (c) Any use of the power of eminent domain to acquire land, easements or interests in land, whether by the Recipient or any other entity that has the power of eminent domain, in connection with the Project without prior written consent of NIST constitutes an unauthorized activity and/or use of funds under the award, and subjects the recipient to appropriate enforcement action by the Grants Officer, including but not limited to the disallowance of award costs and the termination of an award.

6. Construction Contract Security Bond

Pursuant to 2 CFR § 200.326, for construction or facility improvement contracts or subcontracts exceeding the Simplified Acquisition Threshold (currently \$250,000), the Recipient may submit its bonding policy and requirements to the Grants Officer for a determination whether the Federal Government's interest is adequately protected. If such a determination has not been made, the minimum bonding requirements of 2 CFR § 200.326 (Bonding requirements) shall apply.

7. Inspection And Testing of Materials

The Recipient shall ensure that all materials and equipment used in the completion of the work shall be subject to adequate inspection and testing in accordance with accepted standards. Materials of construction, particularly those upon which the strength and durability of any structure may depend, shall be subject to inspection and testing to establish conformance with specifications and suitability for intended uses. The Recipient shall ensure that documentation of same is cataloged and retained.

8. Energy Efficiency

The Recipient shall apply, where feasible, sustainable, and energy efficient, design principles for the purpose of reducing pollution and energy costs and optimizing lifecycle costs associated with the construction.

9. Requirements During Construction

During construction, the Recipient is responsible for:

- (a) Ensuring project completion in accordance with approved plans and specifications;
- (b) Monitoring project progress and reporting progress to NTIA and NIST;
- (c) Providing for required construction permits and adequate construction inspection;
- (d) Promptly paying costs incurred for the project purposes;
- (e) Monitoring contractors' compliance with Federal, State, and local requirements; and
- (f) Constructing and maintaining in good condition throughout the construction period, of a sign or signs, at the project site in a conspicuous place indicating that the Federal Government is participating in the project.

10. Recipient and Contractor Compliance with Applicable Requirements

The Recipient shall comply, and must require each subrecipient or contractor, including lower tier subrecipients or subcontractors, to comply with all applicable Federal, state, and local laws and regulations. The Recipient is responsible for ensuring that all contracts necessary for design and construction of the Project facilities are implemented in compliance with the Terms and Conditions of this Award.

11. Environmental Assessment

The Recipient must comply with all environmental standards and identify to NTIA any impact a proposed infrastructure project may have on the environment. The Recipient may not expend

any federal infrastructure funds other than for engineering design, permitting and work related to environmental, historical and cultural reviews, and limited, preliminary procurement funds, as described below, prior to the following:

- The completion of environmental review and issuance of a Categorical Exclusion (Cat Ex) Decision Memo, Record of Consideration (REC), Finding of No Significant Impact (FONSI), or Record of Decision (ROD) (hereinafter “decision documents”) that meets the requirements of the National Environmental Policy Act of 1969 (42 U.S.C. 4321, *et seq.*);
- The completion of any required consultations, to include consultations with the State Historic Preservation Office (SHPO) and the appropriate federally recognized Native American tribes, under Section 106 of the National Historic Preservation Act of 1966 (16 U.S.C. 470, *et seq.*) (NHPA), and/or consultations with the U.S. Fish and Wildlife Service (USFWS) under Section 7 of the Endangered Species Act (16 U.S.C. 1531, *et seq.*), and/or consultations with the U.S. Army Corps of Engineers (USACE) under Section 404 of the Clean Water Act (33 U.S.C. 1251, *et seq.*); and/or
- Demonstration of compliance with all other applicable federal, state, and local environmental laws and regulations.

Project implementation (site preparation, demolition, construction, ground disturbance, or any other project implementation activities) may not begin prior to the completion of the above activities. The completion of a draft environmental assessment (EA) or equivalent document, and completion of any required consultations under Section 106 of the NHPA, must be completed no later than six months after the award date unless a formal request for extension is submitted and approved by the Grants Officer. The Recipient must comply with all conditions placed on the project as the result of consultation processes.

Subject to the Grants Officer’s approval of the Recipient’s 6-month expenditure plan (described below), the allowable use of award funds prior to beginning project implementation includes, but is not limited to, activities necessary for the completion of the following:

- Pre-construction project planning, including collecting environmentally-related information;
- Applications for environmental permits;
- Studies such as an Environmental Assessment (EA), and any wetland delineations, biological assessments, archaeological surveys, or other required analyses;
- Administrative costs;
- Pre-award application costs; and/or
- Required consultation activities.

The allowable use of funds for limited, preliminary procurements prior to beginning project implementation includes, but is not limited to, the initiation of activities necessary to meet the project completion requirements as specified in the award, including the following:

- Purchase or lease of equipment, or entering into binding contracts to do so;

- Purchase of applicable or conditional insurance; and/or
- Funds used to secure land or building leases, including right-of-way easements.

The allowable use of preliminary procurement funds is limited; must not result in an irrevocable commitment of resources; and is only allowed after inclusion in and approval of an initial 6-month expenditure plan. The initial 6-month expenditure plan is due in advance of any infrastructure funds draw down from ASAP and will be reviewed by the Federal Program Officer, who will make recommendations to the Grants Officer (who has final approval authority) to ensure all proposed procurement funds are reasonable and necessary to ensure that the project completion deadline requirements are met. All contracts must contain early termination clauses with termination costs clearly specified. All equipment purchased or leased in advance of project implementation and before issuance of the decision documents and completion of applicable consultations must be stored in locations other than the proposed project site and where there will be no impact to the environment, human health, or cultural resources (in most cases, this means equipment must be stored in existing warehouses). Under no circumstances will grant funds be drawn down for clearing or excavating land, or demolition or construction of buildings or towers, before all environmental SACs are completed and cleared. This limited, preliminary allowable use of funds for purchases and leases is designed for recipient flexibility and to streamline preparation for project implementation simultaneously during environmental review and conducting of consultations; the clause, and all applicable restrictions, is lifted once the decision document and applicable consultations are complete and approved.

While this SAC is in effect, the Recipient shall submit, in advance of any drawdowns of funds from ASAP, an initial 6-month expenditure plan that presents the proposed planning and design activities and limited, preliminary procurement activities and costs. The initial 6-month expenditure plan will be submitted via email to the Federal Program Officer, who will review it and provide recommendations to the Grants Officer for final approval to ensure that the proposed activities and expenditures are reasonable and necessary in the context of environmental compliance. The Federal Program Officer must review and recommend, and the Grants Officer must approve the initial 6-month expenditure plan prior to fund drawdowns through ASAP.

The completion of a draft EA will be submitted via email to the Environmental Federal Program Officer and Federal Program Officer. Once the environmental review has been completed, NTIA will review all documentation and determine whether the review sufficiently addresses all resource areas and whether the project may qualify for approval decision. Projects found to have significant impacts to environmental or historic resources may face de-obligation of funding if impacts cannot be mitigated. The Recipient is required to provide any information requested by NTIA to ensure both initial and ongoing compliance with environmental and historic preservation laws, regulations, and best practices. The Recipient shall notify NTIA within 24 hours upon receipt of any notices of foreclosure; notices for continuing consultation received from the SHPO, Tribal Historic Preservation Office (THPO), USFWS, or other consulting party; or notices of noncompliance received from consulting authorities or regulatory agencies.

Any change to the approved project scope that has the potential for altering the nature or extent of environmental or cultural resources impacts must be brought to the attention of NTIA and will be re-evaluated for compliance with applicable regulatory requirements.

For all ground disturbing activities that occur during project implementation in the vicinity of known archaeological sites or suspected or known burials, the Recipient must ensure that an archaeologist who meets the Secretary of the Interior's Professional Qualification Standards monitors ground disturbance, and if any potential archeological resources or buried human remains are discovered, then the Recipient must immediately cease construction in that area and notify NTIA and the interested SHPO, THPO, and tribes. Such construction activities may then only continue with the written approval of NTIA.

A revised 6-month expenditure plan is due within 30 days of submitting a FONSI to NTIA. The revised 6-month expenditure plan must outline how the Recipient plans on expending the remaining budget costs related to construction-type activities. This plan should be submitted via email to the Federal Program Officer who will review it and provide recommendations to the Grants Officer for final approval to ensure that the proposed activities and expenditures are reasonable and necessary. The Federal Program Officer must review and recommend, and the Grants Officer must approve, the revised 6-month expenditure plan prior to fund drawdowns through ASAP.

12. National Historic Preservation Act

The Recipient may not expend any federal infrastructure funds other than for engineering design, permitting and work related to environmental, historical and cultural reviews, and limited, preliminary procurement funds prior to the following:

- The completion of any required consultations, to include consultations with the State Historic Preservation Officer (SHPO) and the appropriate federally recognized Native American tribes, under Section 106 of the National Historic Preservation Act of 1966 (16 U.S.C. 470, *et seq.*) (NHPA); and/or
- Demonstration of compliance with all other applicable Federal, State, and local environmental laws and regulations.

Project implementation (site preparation, demolition, construction, ground disturbance, or any other project implementation activities) may not begin prior to the completion of the above activities. The completion of any required consultations under Section 106 of the NHPA must be completed no later than six months after the award date unless a formal request for extension is submitted and approved by the Grants Officer. The Recipient must comply with all conditions placed on the project as the result of consultation processes.

Subject to the Grants Officer's approval of the Recipient's 6-month expenditure plan (described below), the allowable use of funds for planning and design activities prior to beginning project implementation includes, but is not limited to, activities necessary for the completion of the following:

- Pre-construction project planning, including collecting culturally-related information;

- Applications for cultural resource approvals and/or permits;
- Studies and any archaeological, architectural history, or traditional cultural property surveys, or other required analyses;
- Administrative costs;
- Pre-award application costs; and/or
- Required consultation activities.

The allowable use of funds for limited, preliminary procurements prior to beginning project implementation includes, but is not limited to, the initiation of activities necessary to meet the project completion requirements as specified in the award, including the following:

- Purchase or lease of equipment, or entering into binding contracts to do so;
- Purchase of applicable or conditional insurance; and/or;
- Funds used to secure land or building leases, including right-of-way easements.

While this SAC is in effect, the Recipient shall submit, in advance of any drawdowns of funds from ASAP, an initial 6-month expenditure plan that presents the proposed planning and design activities and limited, preliminary procurement activities and costs. The initial 6-month expenditure plan will be submitted via email to the Federal Program Officer, who will review it and provide recommendations to the Grants Officer for final approval to ensure that the proposed activities and expenditures are reasonable and necessary in the context of environmental compliance. The Federal Program Officer must review and recommend, and the Grants Officer must approve the initial 6-month expenditure plan prior to fund drawdowns through ASAP.

The allowable use of preliminary procurement funds is limited; must not result in an irrevocable commitment of resources; and is only allowed after inclusion in and approval of an initial 6-month expenditure plan. The initial 6-month expenditure plan is due in advance of any infrastructure funds draw down from ASAP and will be reviewed by the Federal Program Officer, who will make recommendations to the Grants Officer (who has final approval authority) to ensure all proposed procurement funds are reasonable and necessary to ensure that the project completion deadline requirements are met. All contracts must contain early termination clauses with termination costs clearly specified. All equipment purchased or leased in advance of project implementation and before completion of applicable consultations must be stored in locations other than the proposed project site and where there will be no impact to the environment, human health, or cultural resources (in most cases, this means equipment must be stored in existing warehouses). Under no circumstances will grant funds be drawn down for clearing or excavating land, or demolition or construction, before all environmental SACs are completed and cleared. This limited, preliminary allowable use of funds for purchases and leases is designed for recipient flexibility and to streamline preparation for project implementation simultaneously during consultations; the clause, and all applicable restrictions, is lifted once the applicable consultations are complete, and decision document is issued.

Consultation documentation will be submitted via email to the Environmental Federal Program Officer and Federal Program Officer. Once the consultation activities have been completed, NTIA will review all documentation and determine whether the consultation activities sufficiently address historical and/or cultural resource impacts. Projects found to have

significant impacts to environmental or historic resources may face de-obligation of funding if impacts cannot be mitigated. The Recipient is required to provide any information requested by NTIA to ensure both initial and ongoing compliance with environmental and historic preservation laws, regulations, and best practices. The Recipient shall notify NTIA within 24 hours upon receipt of any notices of foreclosure; notices for continuing consultation received from the SHPO, Tribal Historic Preservation Officer (THPO), or other consulting party; or notices of noncompliance received from consulting authorities or regulatory agencies.

For all ground disturbing activities that occur during project implementation in the vicinity of known archaeological sites or suspected or known burials, the Recipient must ensure that an archaeologist who meets the Secretary of the Interior's Professional Qualification Standards monitors ground disturbance, and if any potential archeological resources or buried human remains are discovered, then the Recipient must immediately cease construction in that area and notify NTIA and the interested SHPO, THPO, and tribes. Such construction activities may then only continue with the written approval of NTIA.

Any change to the approved project scope that has the potential for altering the nature or extent of cultural resources impacts must be brought to the attention of NTIA and will be re-evaluated for compliance with applicable regulatory requirements.

A revised 6-month expenditure plan is due within 30 days of submitting a FONSI to NTIA. The revised 6-month expenditure plan must outline how the Recipient plans on expending the remaining budget costs related to construction-type activities. This plan should be submitted via email to the Federal Program Officer who will review it and provide recommendations to the Grants Officer for final approval to ensure that the proposed activities and expenditures are reasonable and necessary. The Federal Program Officer must review and recommend, and the Grants Officer must approve, the revised 6-month expenditure plan prior to fund drawdowns through ASAP.

13. Tribal Employment Rights Ordinances

In accordance with Departmental policy, NIST must recognize Tribal Employment Rights Ordinances (TEROs), which may provide for preferences in contracting and employment, in connection with its financial assistance awards. Tribal ordinances requiring preference in contracting, hiring, and firing and the payment of a TERO fee are allowable provisions under Federal awards and is incorporated by NTIA into Middle Mile Grant Program grants with Native American/Alaska Native/Native Hawaiian entities. The payment of the TERO fee, which supports the tribal employment rights office to administer the preferences, should generally be allowable as an expense that is "necessary and reasonable for proper and efficient performance and administration" of an award, as provided under as provided under 2 CFR § 200.403.

14. Scheduling Inspection for Final Acceptance

The Recipient will schedule its final inspection when all construction has been completed, the architect/engineer has conducted its own final inspection, and any deficiencies have been corrected. Representatives of the Recipient, the architect/engineer, and the contractor(s) will make the Recipient's final inspection. NTIA must be given advance notice of the final inspection so that a representative of NTIA may participate.

15. Build America, Buy America – Required Use of Domestic Fiber Optic Glass and Fiber Optic Cable

A. Applicability & Scope: Pursuant to the Infrastructure Investment and Jobs Act, 2021, Pub. L. No. 117-58, 135 Stat. 429 (Nov. 15, 2021) (IIJA) including the Build America, Buy America Act, Pub. L. No. 117-58, §§ 70901-52 (BABA), as well as guidance provided by Memorandum for Heads of Executive Departments and Agencies, Initial Implementation Guidance on Application of Buy America Preference in Federal Financial Assistance Programs for Infrastructure, Executive Office of the President, Office of Management and Budget (April 18, 2022) (OMB M-22-11), recipients of a federal financial assistance award from the U.S. Department of Commerce (DoC) are hereby notified that none of the funds provided under this award may be used for a Middle Mile (MM) infrastructure project unless all of the fiber optic glass and fiber optic cable used in the project is produced in the United States. The Buy America domestic content procurement preference only applies to fiber optic glass and to fiber optic cable that are consumed in, incorporated into, or affixed to a MM infrastructure project. As applicable, the requirements of this subsection must be included in all subawards and contracts, including all contracts and purchase orders for work or products pursuant to this program.

B. Waivers: When necessary, recipients may apply for, and DoC may grant, a waiver from the Buy America domestic content procurement preference applicable to MM awards. When DoC has made a determination that one of the following exceptions applies, the awarding official may waive the application of the Buy America domestic content procurement preference in any case in which DoC determines that:

- 1) applying the Buy America domestic content procurement preference to the fiber optic glass and/or fiber optic cable needed for the MM project would be inconsistent with the public interest;
- 2) the fiber optic glass and/or fiber optic cable needed for the MM project are not produced in the United States in sufficient and reasonably available quantities or of a satisfactory quality; or
- 3) the inclusion of fiber optic glass and/or fiber optic cable needed for the MM project and produced in the United States will increase the cost of the overall project by more than 25 percent.

A request to waive the application of the Buy America domestic content procurement preference must be submitted in writing. The NTIA Federal Program Officer will provide instructions on the format, contents, and supporting materials required for any waiver request. Waiver requests are subject to public comment periods of no less than 15 days and must be reviewed by the Office of Management and Budget Made in America Office. There may be instances where an award qualifies, in whole or in part, for an existing waiver accessible at: <https://www.whitehouse.gov/omb/management/made-in-america/build-america-buy-america-act-federal-financial-assistance/>.

Please note that NTIA has waived the Buy America domestic content procurement preference requirement for all iron, steel, manufactured products, and construction

materials used in MM infrastructure projects, with the exceptions of fiber optic glass and fiber optic cable. See *Limited Applicability Nonavailability Waiver of the Buy America Domestic Content Procurement Preference as Applied to Recipients of Middle Mile Grant Program Awards*, which was issued by the Assistant Secretary of Commerce for Communications and Information on April 18, 2023 and is accessible at:

<https://www.commerce.gov/oam/build-america-buy-america>.

Notwithstanding the NTIA waiver and excepting fiber optic glass and fiber optic cable used in a MM project, the Recipient should, as appropriate and consistent with law and to the greatest extent practicable, provide a preference for the purchase, acquisition, or use of goods, products, or materials produced in the United States (including, but not limited to, iron, aluminum, steel, cement, and other manufactured products). As applicable, the requirements of this subsection must be included in all subawards, including all contracts and purchase orders for work or products pursuant to this program. See 2 CFR § 200.322, *Domestic preference for procurements*.

C. Definitions:

“Construction materials” includes an article, material, or supply—other than an item of primarily iron or steel; a manufactured product; cement and cementitious materials; aggregates such as stone, sand, or gravel; or aggregate binding agents or additives¹—that is or consists primarily of:

- non-ferrous metals;
- plastic and polymer-based products (including polyvinylchloride, composite building materials, and polymers used in fiber optic cables);
- glass (including optic glass);
- lumber; or
- drywall.

In the case of construction materials, all manufacturing processes for the construction material must have occurred in the United States.²

“Domestic content procurement preference” means all iron and steel used in the project are produced in the United States; the manufactured products used in the project are produced in the United States; or the construction materials used in the project are produced in the United States.

“Infrastructure” includes, at a minimum, the structures, facilities, and equipment for, in the United States, roads, highways, and bridges; public transportation; dams, ports, harbors, and other maritime facilities; intercity passenger and freight railroads; freight and intermodal facilities; airports; water systems, including drinking water and wastewater systems; electrical transmission facilities and systems; utilities; broadband infrastructure;

¹ IJA, § 70917(c)(1).

² *Id.* at § 70912(6)(C).

and buildings and real property. Infrastructure includes facilities that generate, transport, and distribute energy.

“Project” means the construction, alteration, maintenance, or repair of infrastructure in the United States.

D. Recordkeeping and Reporting: In accord with 2 C.F.R. § 200.334, *Retention requirements for records*, the recipient is required to maintain detailed records pertinent to a MM award, including financial records, procurement records, and real property/equipment records. In this connection, the recipient is required to maintain detailed records concerning the acquisition of all iron, steel, manufactured products, and construction materials used in MM projects. For fiber optic glass and fiber optic cable used in a MM project, this includes but is not limited to the: acquisition date; acquisition price; verification of domestic sourcing (unless DoC issues a waiver); how it was used in the project; and current location. Additionally, the recipient is required to maintain detailed records concerning the acquisition of iron, steel, manufactured products, and construction materials from foreign sources that are used in a MM project, including but not limited to: acquisition date; acquisition price; efforts to source domestically; foreign source(s); how it was used in the project; and current location. NTIA may require the recipient to report such information to the Agency at a time and in the format specified by the NTIA Federal Program Officer.

E. Questions: Questions concerning the Buy America domestic content procurement preference requirements applicable to MM awards should be addressed to the NTIA Federal Program Officer.

16. Contracting with Small and Minority Businesses, Women’s Business Enterprises, and Labor Surplus Area Firms

Pursuant to 2 CFR § 200.321, the Recipient and its subrecipients must take all necessary affirmative steps (as described in 2 CFR § 200.321) to assure that minority businesses, women's business enterprises, and labor surplus area firms are used when possible.

17. Open Network Requirements

The Recipient must comply with NTIA’s open network requirements, which allows all other broadband service providers to interconnect with networks and other broadband infrastructure deployed using funds from this grant program on fair and non-discriminatory terms and conditions. The requirement to interconnect will apply to Recipients that deploy middle mile networks or submarine cable landing stations and not last mile networks.

- **Interconnection**: Recipients shall allow interconnection in perpetuity to grant-funded facilities at any technically feasible point along the network (without exceeding current or reasonably anticipated capacity limitations). This duty includes, at a minimum, the physical interconnection of the Recipient’s facilities to a requesting party’s facilities for the exchange of traffic. In addition, Recipients shall connect to the public Internet directly or indirectly and provide requesting parties with an ability to connect to the

Internet. Rates and terms for interconnection shall be reasonable and nondiscriminatory.

- **Negotiate in Good Faith:** Recipients shall negotiate in good faith with all requesting parties (*i.e.*, public, private, non-profit, or other parties) making a bona fide request for interconnection or wholesale services.
- **Wholesale Broadband Service:** NTIA encourages Recipients to offer wholesale broadband services at rates and terms that are reasonable and nondiscriminatory

18. Prohibition on Use for Covered Communications Equipment or Services

A Recipient or subrecipient may not use grant funds received under the Middle Mile Grant Program to purchase or support any covered communications equipment or service (as defined in section 9 of the Secure and Trusted Communications Networks Act of 2019 (47 U.S.C. 1608)). *See also* 2 C.F.R. 200.216 (Prohibition on certain telecommunications and video surveillance services or equipment), which also applies to this award.

19. Prevention of Waste, Fraud, and Abuse

Consistent with the principles in 2 CFR part 200, at any time(s) during the grant period of performance, NTIA may direct a Recipient's key personnel to take a Government-provided training on preventing waste, fraud and abuse. Key personnel include those responsible for managing the Recipient's finances and overseeing any contractors, sub-contractors or sub-recipients (for financial matters and/or general oversight related to the grant). NTIA will provide instructions on when and how to take such training(s), and costs incurred by a Recipient relative to the training (*e.g.*, staff time) are eligible for reimbursement pursuant to the NTIA award.

Further, recipients must monitor award activities for common fraud schemes, including but not limited to:

- false claims for materials and labor;
- bribes related to the acquisition of materials and labor;
- product substitution;
- mismarking or mislabeling on products and materials; and
- time and materials overcharging.

Should a Recipient detect any fraud schemes or any other suspicious activity, the grant recipient must contact its assigned NTIA Federal Program Officer and the Department of Commerce, Office of Inspector General Hotline, as indicated at <https://www.oig.doc.gov/Pages/Contact-Us.aspx>, as soon as possible. Additionally, in accordance with 2 CFR § 200.113, an applicant or recipient must disclose, in a timely manner, in writing to the Federal awarding agency or pass-through entity all violations of Federal criminal law involving fraud, bribery, or gratuity violations potentially affecting the Federal award. Non-Federal entities that have received a Federal award are required to report certain civil, criminal, or administrative proceedings to SAM.gov. Failure to make required disclosures can result in any of the remedies described in Section 200.339. (*See also* 2 CFR Part 180, 31 U.S.C. § 3321, and 41 U.S.C. § 2313.)

20. Protection of Whistleblowers

The Department of Commerce Financial Assistance Standard Terms and Conditions are incorporated into every NTIA grant award. Section F.05 of these Terms and Conditions states that each award is subject to the whistleblower protections afforded by 41 U.S.C. § 4712 (Enhancement of contractor protection from reprisal for disclosure of certain information).

Generally, this law provides that an employee or contractor (including subcontractors and personal services contractors) of a non-Federal entity may not be discharged, demoted, or otherwise discriminated against as a reprisal for disclosing to a person or body information that the employee reasonably believes is evidence of gross mismanagement of a Federal award, subaward, or a contract under a Federal award or subaward, a gross waste of Federal funds, an abuse of authority relating to a Federal award or subaward or contract under a Federal award or subaward, a substantial and specific danger to public health or safety, or a violation of law, rule, or regulation related to a Federal award, subaward, or contract under a Federal award or subaward.

Non-Federal entities and contractors under Federal awards and subawards must inform their employees in writing of the rights and remedies provided under 41 U.S.C. § 4712, in the predominant native language of the workforce.

A person that believes they have been the subject of retaliation for protected whistleblowing can contact the Department of Commerce, Office of Inspector General Hotline, as indicated at <https://www.oig.doc.gov/Pages/Hotline.aspx>, or the U.S. Office of Special Counsel, toll free at 1-800-872-9855.

BUDGET INFORMATION - Construction Programs

NOTE: Certain Federal assistance programs require additional computations to arrive at the Federal share of project costs eligible for participation. If such is the case, you will be notified.

COST CLASSIFICATION	a. Total Cost	b. Costs Not Allowable for Participation	c. Total Allowable Costs (Columns a-b)
1. [REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
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[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]

Middle Mile Grant Program
Detailed Budget Justification Template

OMB Control No. 0660-0046
Expiration Date: 11/30/2022

	Unit Type	Unit Cost	No. of Units	Total Cost	Federal Funds Requested	Cash Match Amount	In Kind Contribution Value	Match Type (Cash/In-Kind/Both)	Match Percentage	Allowable Total	Notes/Comments
1. Administrative and Legal Expenses											
Project management	Total project	Hour	\$50 3120	\$ 156,000.00	\$76,440	\$79,560	\$0	Cash	51%		
Compliance efforts	Total project	Hour	\$40 3120	\$ 124,800.00	\$61,152	\$63,648	\$0	Cash	51%		
Pre-application expenses (Lawyers)	Total project	Item	\$600.00 20	\$ 12,000.00	\$5,880	\$6,120	\$0	Cash	51%		
Pre-application expenses (Consultants)	Total project	Item	\$38,000.00 1	\$ 38,000.00	\$18,620	\$19,380	\$0	Cash	51%		
Total Administrative and Legal Expenses				\$ 330,800.00	\$162,092	\$168,708	\$0		51%		
2. Land, Structures, Rights-of-Way, Appraisals, etc.											
Land & Structure (New)	Adjuntas & San Lorenzo OTNs	Item	\$130,000.00 2.0	\$ 260,000.00	\$127,400	\$132,600	\$0	Cash	51%		
Land & Structure (Expansion)	Las Piedras & Ponce OTNs	Item	\$130,000.00 2.0	\$ 260,000.00	\$127,400	\$132,600	\$0	Cash	51%		
Land & Structure (Expansion)	Caguas OTN	Item	\$70,000.00 1.0	\$ 70,000.00	\$34,300	\$35,700	\$0	Cash	51%		
Total Land, Structures, Rights-of-Way, Appraisals, etc.				\$ 590,000.00	\$289,100	\$300,900	\$0		51%		
3. Relocation Expenses and Payments											
Total Relocation Expenses and Payments				\$ -	\$0	\$0	\$0		0%		
4. Architectural and Engineering Fees											
Walkouts for design	Total project	Hour	\$30.00 6240	\$ 187,200.00	\$91,728	\$95,472	\$0	Cash	51%		
Design	Total project	Hour	\$30.00 6240	\$ 187,200.00	\$91,728	\$95,472	\$0	Cash	51%		
Total Architectural and Engineering Fees				\$ 374,400.00	\$183,456	\$190,944	\$0				
5. Other Architectural and Engineering Fees											
Total Other Architectural and Engineering Fees				\$ -	\$0	\$0	\$0				
6. Project Inspection Fees											
Inspection	Total project	Hour	\$30 4680	\$ 140,400.00	\$68,796	\$71,604	\$0	Cash	51%		
Environmental inspections	Total project	Item	\$40,000.00 5.0	\$ 200,000.00	\$98,000	\$102,000	\$0	Cash	51%		
Total Project Inspection Fees				\$ 340,400.00	\$166,796	\$173,604	\$0				
7. Site Work											
Room Conditioning	Adjuntas & San Lorenzo OTNs	Other	\$80,000.00 2	\$ 160,000.00	\$78,400	\$81,600	\$0	Cash	51%		
Room Conditioning	Las Piedras, Ponce & Caguas OTNs	Other	\$55,000.00 3	\$ 165,000.00	\$80,850	\$84,150	\$0	Cash	51%		
Grounding Construction	Adjuntas & San Lorenzo OTNs	Other	\$35,000.00 2	\$ 70,000.00	\$34,300	\$35,700	\$0	Cash	51%		
Grounding Construction	Las Piedras & Ponce OTNs	Other	\$15,000.00 2	\$ 30,000.00	\$14,700	\$15,300	\$0	Cash	51%		
Grounding Construction	Adjuntas OTN	Other	\$30,000.00 1	\$ 30,000.00	\$14,700	\$15,300	\$0	Cash	51%		
Power construction	San Lorenzo & Las Piedras OTNs	Other	\$55,000.00 2	\$ 110,000.00	\$53,900	\$56,100	\$0	Cash	51%		
Power construction	Ponce, Adjuntas & Caguas OTNs	Other	\$30,000.00 3	\$ 90,000.00	\$44,100	\$45,900	\$0	Cash	51%		
Electric substation	San Lorenzo, Ponce & Caguas OTNs	Other	\$250,000.00 3	\$ 750,000.00	\$367,500	\$382,500	\$0	Cash	51%		
Electric substation	Las Piedras OTN	Other	\$130,000.00 1	\$ 130,000.00	\$63,700	\$66,300	\$0	Cash	51%		
Electric substation	Adjuntas OTN	Other	\$70,000.00 1	\$ 70,000.00	\$34,300	\$35,700	\$0	Cash	51%		
Total Site Work				\$ 1,605,000.00	\$ 786,450.00	\$ 818,550.00	\$ -		51%		
8. Demolition and Removal											
Total Demolition and Removal											
9. Construction											
PVC FT	Routes construction	Foot	\$4.18 332,000	\$ 1,387,760.00	\$680,002	\$707,758	\$0	Cash	51%		
Fibra 864	Routes construction	Foot	\$4.32 332,000	\$ 1,434,240.00	\$702,778	\$731,462	\$0	Cash	51%		
Hand Hole	Routes construction	Foot	\$2.31 332,000	\$ 766,153.85	\$375,415	\$390,738	\$0	Cash	51%		
Hand hole installation	Routes construction	Foot	\$1.20 332,000	\$ 396,867.69	\$194,465	\$202,403	\$0	Cash	51%		
Trench	Routes construction	Foot	\$26.68 332,000	\$ 8,857,760.00	\$4,340,302	\$4,517,458	\$0	Cash	51%		
Maxcell	Routes construction	Foot	\$2.71 332,000	\$ 899,720.00	\$440,863	\$458,857	\$0	Cash	51%		
Enclosure (for 864 strands splicing)	Routes construction	Foot	\$0.03 332,000	\$ 11,074.46	\$5,426	\$5,648	\$0	Cash	51%		
864 Fiber SM PE JKT (for 864 strands splicing)	Routes construction	Foot	\$0.0014 332,000	\$ 477.42	\$234	\$243	\$0	Cash	51%		
Fiber Tray (for 864 strands splicing)	Routes construction	Foot	\$0.03 332,000	\$ 9,662.00	\$4,734	\$4,928	\$0	Cash	51%		
Splicing	Routes construction	Foot	\$1.44 332,000	\$ 479,236.96	\$234,826	\$244,411	\$0	Cash	51%		
							\$0				

Fibra 864 - Loops	Loops construction for routes	Foot	\$4.32	49,800	\$ 215,136.00	\$105,417	\$109,719	\$0	Cash	51%	
Enclosure (for 864 strands splicing) - Loops	Loops construction for routes	Foot	\$0.03	49,800	\$ 1,661.17	\$814	\$847	\$0	Cash	51%	
864 Fiber SM PE JKT (for 864 strands splicing) - Loops	Loops construction for routes	Foot	\$0.00	49,800	\$ 71.61	\$35	\$37	\$0	Cash	51%	
Fiber Tray (for 864 strands splicing) - Loops	Loops construction for routes	Foot	\$0.03	49,800	\$ 1,449.30	\$710	\$739	\$0	Cash	51%	
Total Construction						\$ 14,461,270.45	\$7,086,023	\$7,375,248	\$0	0%	
10. Equipment											
Fiber Panel	All OTNs	Item	\$10,600.00	8.0	\$ 84,800.00	\$41,552	\$43,248	\$0	Cash	51%	
Fiber Frame	All OTNs	Item	\$5,600.00	5.0	\$ 28,000.00	\$13,720	\$14,280	\$0	Cash	51%	
Transportation equipment (Chassis Sienna)	All OTNs	Item	\$60,000.00	5.0	\$ 300,000.00	\$147,000	\$153,000	\$0	Cash	51%	
Routers (Juniper 203)	All OTNs	Item	\$32,000.00	5.0	\$ 160,000.00	\$78,400	\$81,600	\$0	Cash	51%	
Nexus (Cisco 9000)	All OTNs	Item	\$8,000.00	5.0	\$ 40,000.00	\$19,600	\$20,400	\$0	Cash	51%	
Security Equipment (Fire fighting equipment & security cameras)	All OTNs	Item	\$50,000.00	5.0	\$ 250,000.00	\$122,500	\$127,500	\$0	Cash	51%	
Air conditioning	All OTNs	Item	\$18,000.00	5.0	\$ 90,000.00	\$44,100	\$45,900	\$0	Cash	51%	
Total Equipment						\$ 952,800.00	\$466,872	\$485,928	\$0	0%	
11. Miscellaneous											
Total Miscellaneous						\$ -	\$0	\$0	\$0	0%	
12. SUBTOTAL						\$ 18,654,670.45	\$9,140,789	\$9,513,882	\$0	51%	
13. Contingencies											
Miscellaneous for routes construction	All routes (excl. Loops)	Foot	\$1.00	332,000	\$ 332,000.00	\$162,680	\$169,320	\$0	Cash	51%	
Total Contingencies						\$ 332,000.00	\$162,680	\$169,320	\$0	51%	
14. SUBTOTAL						\$ 18,986,670.45	\$9,303,469	\$9,683,202	\$0	51%	
15. Project (program) income											
Total Project (program) income											
16. PROJECT TOTAL						\$ 18,986,670.45	\$9,303,468.52	\$9,683,201.93	\$0	51%	\$0

Applicant Name: Liberty Communications of Puerto Rico LLC

Applicant Type: Telecommunications company

Proposed Period of Performance: 1/1/2024 to 12/31/2025

Total Project Costs: \$18,986,670.45

Total Federal Grant Request: \$9,303,468.52

Total Matching Funds (Cash): \$9,683,201.93.

Total Matching Funds (In-Kind): \$0

Total Matching Funds (Cash + In-Kind): \$9,683,201.93.

Total Matching Funds (Cash + In-Kind) as Percentage of Total Project Costs: 51%

The total project cost of this proposal is \$18,986,670.44 to build 63 miles and build or expand 5 hubs across the southeast region of Puerto Rico.

We are requesting 49%, or \$9,303,469.52 from the NTIA and will cash match the remaining 51%, or \$9,683,201.93.

There are two sources of revenue that will derive from this middle mile development:

- 1) Wholesale data services: by offering wholesale open, nondiscriminatory access to, and use of connectivity services to other operators and service providers.
- 2) Retail data services: by offering backbone connectivity for existing, as well as new, last mile deployments built by Liberty Communications of Puerto Rico LLC.

This project is fiscally sustainable, as it will have a positive EBITDA on its fourth year of execution. Refer to the Template Pro Forma for specifics on the fiscal sustainability of the proposal.

1. Administrative and Legal expenses- \$330,800.00

Activity	Total Time	Rate	Total Cost
Project Management	3120 hours	\$50/hr.	\$156,000.00
Compliance Efforts	3120 hours	\$40/hr.	\$124,800.00
Pre- application expenses (Consultants)	1 unit	\$38,000	\$38,000.00
Pre- application expenses (Lawyers)	20 hours	\$600/hr.	\$12,000.00

Project Management (\$156,000)- Staff time estimated 3120 (1 FTE x 1.5 years) @ \$50 per hour to manage permitting, licensing, and construction.

Compliance efforts (\$124,800)- Staff time estimated 3120 (1 FTE x 1.5 years) @ \$40 per hour to complete grant management activities such as completing reports, responding to audit requirements, conducting budgetary activities, and other activities as required by the grantor. These activities are necessary to meet the reporting and compliance requirements of the grant program.

Pre- application expenses (Consultants) (\$38,000) –Flat fee to complete the NTIA MMG application.

Pre- application expenses (Legal) (\$12,000) – 20 hours @ \$600 per hour to complete the NTIA MMG application.

2. Land, structures, rights-of-way, appraisals, etc.- \$590,000.00

3. Description	Unit Basis	Unit Cost	Number of Units	Total Cost
Land & Structure (New)	Item	\$130,000	2	\$260,000.00
Land & Structure (Expansion)	Item	\$130,000	2	\$260,000.00
Land & Structure (Expansion)	Item	\$70,000	1	\$70,000.00

Land & Structure (New) (\$260,000)- \$130,000 per unit. This is the average cost of structure construction and land acquisition for new hub constructions based on recent projects. Two hubs will be built using the following land: Adjuntas & San Lorenzo OTNs.

Land & Structure (Expansion) (\$330,000)- \$70,000 per unit for 1 site (Caguas OTN) and \$130,000 per unit for 2 sites (Las Piedras & Ponce OTNs). This is the average cost of structure construction and land acquisition in each region, based on recent projects and needed size for each hub.

4. Relocation expenses and payments
N/A

5. Architectural and engineering fees- \$374,400.00

Description	Unit Basis	Unit Cost	Number of Units	Total Cost
Walkouts for design	Hour	\$30	6240	\$187,200.00
Design	Hour	\$30	6240	\$187,200.00

Walkouts for design (\$187,200)- Estimated 6240 (1.5 FTEs x 2 years) hours @ \$30/hour to complete the walkouts necessary for network design.

Design (\$187,200)- Estimated 6240 hours (1.5 FTEs x 2 years) @ \$30/hour to complete the network design.

6. Other architectural and engineering fees
N/A

7. Project Inspection fees- \$340,400.00

Description	Unit Basis	Unit Cost	Number of Units	Total Cost
Inspection	Hour	\$30	4680	\$140,400.00
Environmental Inspection	Item (per municipality)	\$40,000	5	\$200,000.00

Inspection (\$140,400)- 4680 hours (1.5 FTEs x 2 years) at \$30 an hour to complete inspections along the proposed route.

Environmental Inspection (\$200,000)- 5 municipalities at \$40,000 each to complete environmental inspections along the proposed route.

8. Site work- \$1,605,000.00

Description	Unit Basis	Unit Cost	Number of Units	Total Cost
Room Conditioning	Other	\$80,000.00	2	\$160,000.00
Room Conditioning	Other	\$55,000.00	3	\$165,000.00
Grounding Construction	Other	\$35,000.00	2	\$70,000.00
Grounding Construction	Other	\$15,000.00	2	\$30,000.00

Grounding Construction	Other	\$30,000.00	1	\$30,000.00
Power construction	Other	\$55,000.00	2	\$110,000.00
Power construction	Other	\$30,000.00	3	\$90,000.00
Electric substation	Other	\$250,000.00	3	\$750,000.00
Electric substation	Other	\$130,000.00	1	\$130,000.00
Electric substation	Other	\$70,000.00	1	\$70,000.00

Room Conditioning - (\$325,000)- 2 hubs x \$80,000/hub and 3 hubs x \$55,000 to condition the room as required to build or expand hubs. This includes physical construction, relay racks, cable racks, fiber management system, painting, bathrooms, and office equipment.

Grounding Construction - (\$130,000) - 2 hubs x \$35,000 /hub, 2 hubs x \$15,000 /hub and 1 hub x \$30,000 to develop the ground delta construction. This includes the preparation of the site to complete the electric grounding connections, as well as the halo enhancement inside the room, and adapt the ground for the buildup of the OTN.

Power Construction - (\$200,000) – 2 hubs x \$55,000/hub and 3 hubs x \$30,000/hub to build the power distribution inside of the OTN. This includes power rectifiers, cables, fuses, connections to the equipment, and lights.

Electric Substation - (\$950,000)- 3 hubs x \$250,000 / hub, 1 hub x \$130,000 and 1 hub x \$70,000 to design, build, fence, connect to the grid, connect to the hub, and start up operations of an electric substation next to the hub, in order to feed the site with the power to operate.

9. Demolition and removal

N/A

10. Construction- \$14,461,270.45

Description	Unit Basis	Unit Cost	Number of Units	Total Cost
PVC FT	Foot	\$4.18	332,000	\$1,387,760.00
Fiber 864	Foot	\$4.32	332,000	\$1,434,240.00
Hand Hole	Foot	\$2.31	332,000	\$766,153.85

Hand hole installation	Foot	\$1.20	332,000	\$396,867.69
Trench	Foot	\$26.68	332,000	\$8,857,760.00
Maxcell	Foot	\$2.71	332,000	\$899,720.00
Enclosure (for 864 strands splicing)	Foot	\$0.03	332,000	\$11,074.46
864 Fiber SM PE JKT (for 864 strands splicing)	Foot	\$0.0014	332,000	\$477.42
Fiber Tray (for 864 strands splicing)	Foot	\$0.03	332,000	\$9,662.00
Splicing	Foot	\$1.44	332,000	\$479,236.96
Fiber 864 - Loops	Foot	\$4.32	49,800	\$215,136.00
Enclosure (for 864 strands splicing) - Loops	Foot	\$0.03	49,800	\$1,666.17
864 Fiber SM PE JKT (for 864 strands splicing) - Loops	Foot	\$0.0014	49,800	\$71.61
Fiber Tray (for 864 strands splicing) - Loops	Foot	\$0.03	49,800	\$1,449.30

- **PVC FT \$4.18/ft-** The average price LCPR currently pays for this material.
- **Fiber 864 - \$4.32/ft-** The average price LCPR currently pays for this material.
- **Hand Hole- \$2.31/ft-** The average price LCPR currently pays for this material.
- **Hand hole installation- \$1.20/ft-** Cost quoted by a current contractor to complete this project.
- **Trench- \$26.68/ft** Cost quoted by a current contractor to complete this project with concrete & asphalt cut-concrete & asphalt back-fill, concrete & asphalt restoration. This includes the placement of conduits, push-pull cables and restoration to original condition and disposal of leftover dirt and materials which require a vacuum excavator.
- **Maxcell- \$2.71/ft-** The average price LCPR currently pays for this material.
- **Enclosure (for 864 strands splicing)- \$0.03/ft -** Cost quoted by a current contractor to complete this project. Install new fiber optic enclosure.
- **864 Fiber SM PE JKT (for 864 strands splicing)- \$0.0014/ft-** The average price LCPR currently pays for this material.

- **Fiber Tray (for 864 strands splicing)- \$0.03/ft-** The average price LCPR currently pays for this material.
- **Splicing- \$1.44/ft-** Cost quoted by a current contractor to complete the splicing of the middle mile of this project.
- **Fiber 864- Loops – \$4.32/ft-** The average price LCPR currently pays for this material.
- **Enclosure (for 864 strands splicing) – Loops -\$0.03/ft-** Cost quoted by a current contractor to install the fiber optic enclosures installation for this project.
- **864 Fiber SM PE JKT (for 864 strands splicing) – Loops- \$0.0014/ft-** The average price LCPR currently pays for this material.
- **Fiber Tray (for 864 strands splicing) – Loops- \$0.03/ft-** The average price LCPR currently pays for this material.

11. Equipment- \$952,800.00

Description	Unit Basis	Unit Cost	Number of Units	Total Cost
Fiber Panel	Item	\$10,600.00	8.0	\$84,800.00
Fiber Frame	Item	\$5,600.00	5.0	\$28,000.00
Transportation equipment	Item	\$60,000.00	5.0	\$300,000.00
Routers (Juniper 203)	Item	\$32,000.00	5.0	\$160,000.00
Nexus (Cisco 9000)	Item	\$8,000.00	5.0	\$40,000.00
Security Equipment (Firefighting equipment & security cameras)	Item	\$50,000.00	5.0	\$250,000.00
Air conditioning	Item	\$18,000.00	5.0	\$90,000.00

- **Fiber Panel- \$10,600/item-** The average price LCPR currently pays for a fiber panel.
- **Fiber Frame- \$5,600/item-** The average price LCPR currently pays for a fiber frame.
- **Transportation Equipment- \$60,000/item-** The average price LCPR currently pays for transportation equipment for its hubs.
- **Routers (Juniper 203)- \$32,000/item-** The average price LCPR currently pays for a Juniper 203 router.
- **Nexus (Cisco 9000)- \$8,000/item-** The average price LCPR currently pays for a Cisco 9000 router.

- **Security Equipment- \$50,000/item-** The average price LCPR currently pays for its security equipment for OTNs.

12. Miscellaneous

13. SUBTOTAL (sum of lines 1-11)

\$18,654,670.44

14. Contingencies- \$332,000.00

Description	Unit Basis	Unit Cost	Number of Units	Total Cost
Miscellaneous for routes construction	Foot	\$1.00	332,000	\$332,000.00

Miscellaneous for routes construction (\$332,000) - \$1.00/foot x 332,000 construction feet, budgeted for miscellaneous expenses on contingencies occurred during the construction of the proposed routes

15. SUBTOTAL





\$18,986,670.45

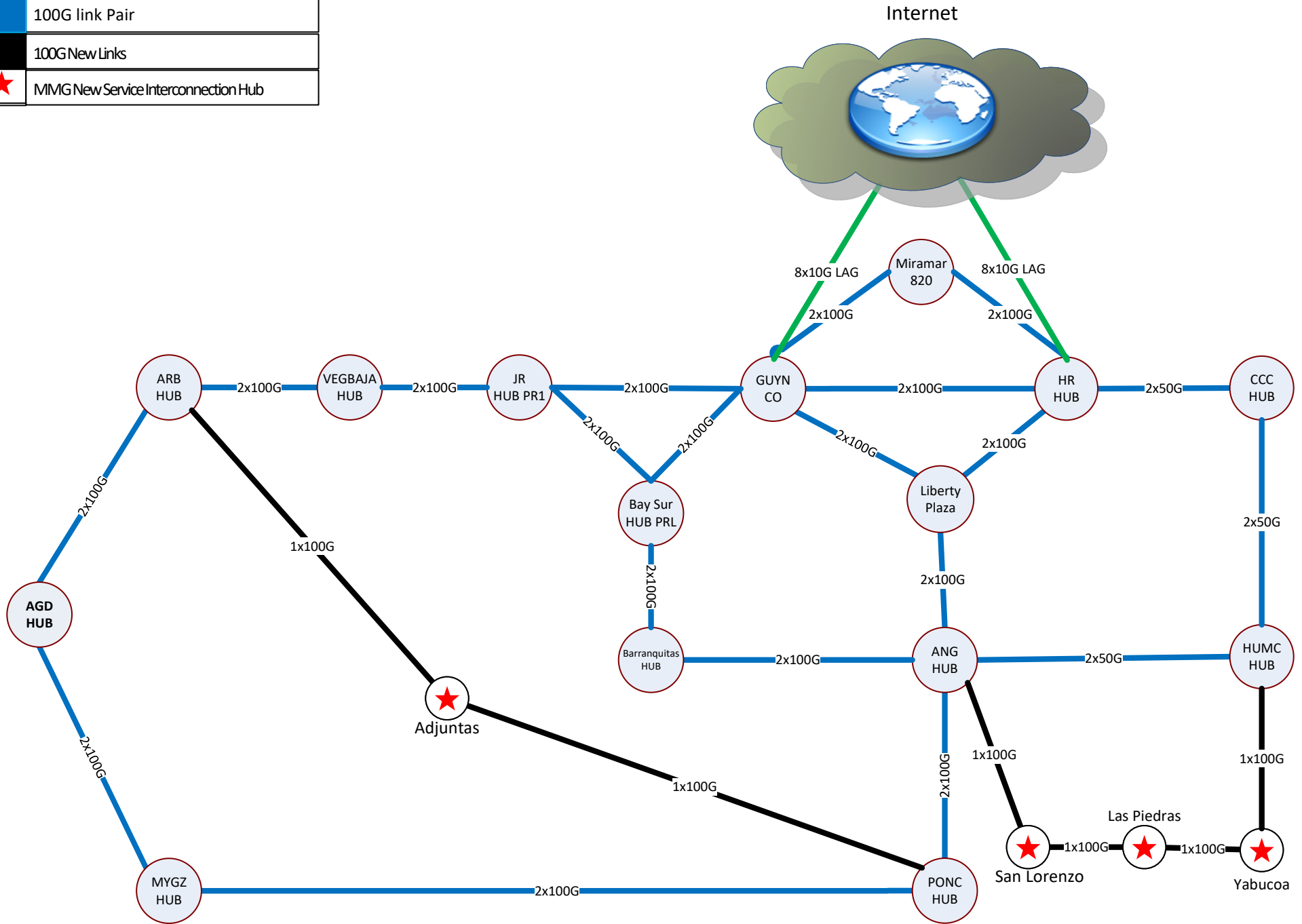
16. Project (program) income

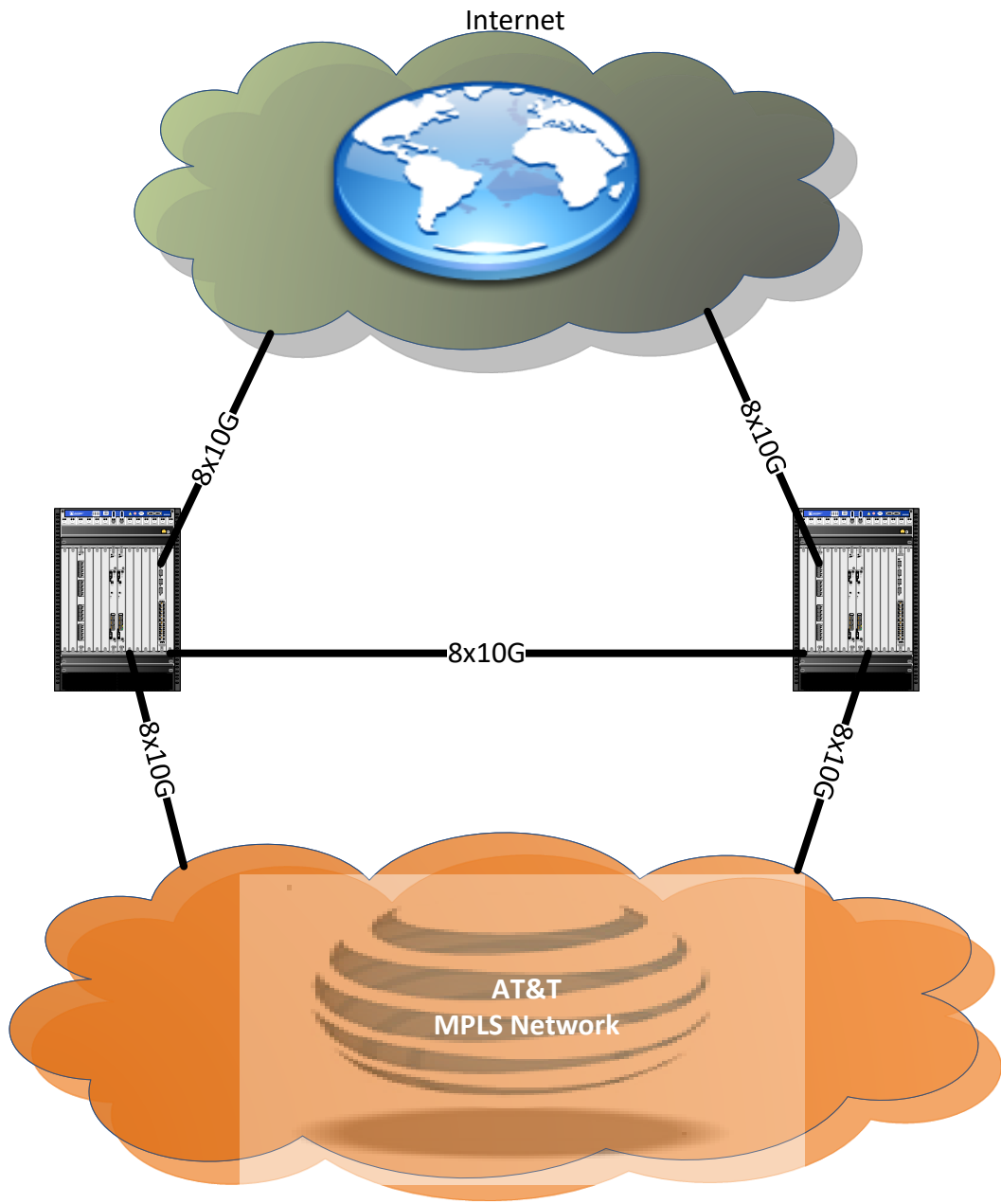
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17. TOTAL PROJECT COSTS

\$18,986,670.45

Diagram Legend	
	Existing Service Interconnection Hub
	100G link Pair
	100G New Links
	MMG New Service Interconnection Hub





Federal Financial Report

(Follow form instructions)

1. Federal Agency and Organizational Element to Which Report is Submitted U.S. DEPARTMENT OF COMMERCE		2. Federal Grant or Other Identifying Number Assigned by Federal Agency (To report multiple grants, use FFR Attachment) 72-40-MM972	
3. Recipient Organization (Name and complete address including Zip code)			
Recipient Organization Name: Liberty Communications of Puerto Rico LLC			
Street1: 279 Avenida Juan Ponce de Leon			
Street2: 			
City: San Juan		County: 	
State: Puerto Rico		Province: 	
Country: 		ZIP / Postal Code: 00918-000	
4a. UEI RMGRDEKLDG25	4b. EIN 	5. Recipient Account Number or Identifying Number (To report multiple grants, use FFR Attachment) 	
6. Report Type <input type="checkbox"/> Quarterly <input checked="" type="checkbox"/> Semi-Annual <input type="checkbox"/> Annual <input type="checkbox"/> Final	7. Basis of Accounting <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual	8. Project/Grant Period From: 7/1/23 To: 6/30/25	9. Reporting Period End Date 09/30/2023
10. Transactions			Cumulative
<i>(Use lines a-c for single or multiple grant reporting)</i>			
Federal Cash (To report multiple grants, also use FFR attachment):			
a. Cash Receipts			0.00
b. Cash Disbursements			0.00
c. Cash on Hand (line a minus b)			0.00
<i>(Use lines d-o for single grant reporting)</i>			
Federal Expenditures and Unobligated Balance:			
d. Total Federal funds authorized			9,303,468.52
e. Federal share of expenditures			0.00
f. Federal share of unliquidated obligations			0.00
g. Total Federal share (sum of lines e and f)			0.00
h. Unobligated balance of Federal Funds (line d minus g)			9,303,468.52
Recipient Share:			
i. Total recipient share required			9,683,201.93
j. Recipient share of expenditures			26,390.00
k. Remaining recipient share to be provided (line i minus j)			9,656,811.93
Program Income:			
l. Total Federal program income earned			0.00
m. Program Income expended in accordance with the deduction alternative			0.00
n. Program Income expended in accordance with the addition alternative			0.00
o. Unexpended program income (line l minus line m or line n)			0.00

11. Indirect Expense						
a. Type	b. Rate	c. Period From	Period To	d. Base	e. Amount Charged	f. Federal Share
	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
g. Totals:				0.00	0.00	0.00

12. Remarks: Attach any explanations deemed necessary or information required by Federal sponsoring agency in compliance with governing legislation:

13. Certification: By signing this report, I certify to the best of my knowledge and belief that the report is true, complete, and accurate, and the expenditures, disbursements and cash receipts are for the purposes and objectives set forth in the terms and conditions of the Federal award. I am aware that any false, fictitious, or fraudulent information, or the omission of any material fact, may subject me to criminal, civil or administrative penalties for fraud, false statements, false claims or otherwise. (U.S. Code Title 18, Section 1001 and Title 31, Sections 3729-3730 and 3801-3812).

a. Name and Title of Authorized Certifying Official

Prefix: First Name: Middle Name:
 Last Name: Suffix:
 Title:

b. Signature of Authorized Certifying Official

c. Telephone (Area code, number and extension)

d. Email Address

e. Date Report Submitted

14. Agency use only:

Application for Federal Assistance SF-424

* 1. Type of Submission: <input type="checkbox"/> Preapplication <input type="checkbox"/> Application <input checked="" type="checkbox"/> Changed/Corrected Application	* 2. Type of Application: <input checked="" type="checkbox"/> New <input type="checkbox"/> Continuation <input type="checkbox"/> Revision	* If Revision, select appropriate letter(s): _____ * Other (Specify): _____
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* 3. Date Received: 11-11-2022	4. Applicant Identifier: _____
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5a. Federal Entity Identifier: _____	5b. Federal Award Identifier: _____
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State Use Only:

6. Date Received by State: _____	7. State Application Identifier: PR (P) 23-99-0921-062-S
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8. APPLICANT INFORMATION:

* a. Legal Name: Liberty Communications of Puerto Rico LLC		
* b. Employer/Taxpayer Identification Number (EIN/TIN): _____	* c. UEI: RMGRDEKLDG25	

d. Address:

* Street1:	279 Avenida Juan Ponce de Leon
Street2:	_____
* City:	San Juan
County/Parish:	_____
* State:	Puerto Rico
Province:	_____
* Country:	USA: UNITED STATES
* Zip / Postal Code:	00918-0000

e. Organizational Unit:

Department Name: _____	Division Name: _____
----------------------------------	--------------------------------

f. Name and contact information of person to be contacted on matters involving this application:

Prefix: _____	* First Name: _____
Middle Name: _____	
* Last Name: _____	
Suffix: _____	
Title: _____	
Organizational Affiliation: _____	
* Telephone Number: _____	Fax Number: _____
* Email: _____	

Application for Federal Assistance SF-424

* 9. Type of Applicant 1: Select Applicant Type:

Q: For-Profit Organization (Other than Small Business)

Type of Applicant 2: Select Applicant Type:

Type of Applicant 3: Select Applicant Type:

* Other (specify):

* 10. Name of Federal Agency:

US Department of Commerce (DOC)

11. Catalog of Federal Domestic Assistance Number:

11.033

CFDA Title:

Middle Mile Grant Program

* 12. Funding Opportunity Number:

NTIA-MMG-2022

* Title:

Middle Mile Grant Program

13. Competition Identification Number:

Title:

14. Areas Affected by Project (Cities, Counties, States, etc.):

Add Attachment

Delete Attachment

View Attachment

* 15. Descriptive Title of Applicant's Project:

Strengthening of the Telecommunications Core Infrastructure of LCPR

Attach supporting documents as specified in agency instructions.

Add Attachments

Delete Attachments

View Attachments

Application for Federal Assistance SF-424

16. Congressional Districts Of:

* a. Applicant

* b. Program/Project

Attach an additional list of Program/Project Congressional Districts if needed.

17. Proposed Project:

* a. Start Date:

* b. End Date:

18. Estimated Funding (\$):

* a. Federal	<input type="text" value="9,303,468.52"/>
* b. Applicant	<input type="text" value="9,683,201.93"/>
* c. State	<input type="text" value="0"/>
* d. Local	<input type="text" value="0"/>
* e. Other	<input type="text" value="0"/>
* f. Program Income	<input type="text" value="0"/>
* g. TOTAL	<input type="text" value="18,986,670.45"/>

* 19. Is Application Subject to Review By State Under Executive Order 12372 Process?

- a. This application was made available to the State under the Executive Order 12372 Process for review on
- b. Program is subject to E.O. 12372 but has not been selected by the State for review.
- c. Program is not covered by E.O. 12372.

* 20. Is the Applicant Delinquent On Any Federal Debt? (If "Yes," provide explanation in attachment.)

- Yes
- No

If "Yes", provide explanation and attach

21. *By signing this application, I certify (1) to the statements contained in the list of certifications** and (2) that the statements herein are true, complete and accurate to the best of my knowledge. I also provide the required assurances** and agree to comply with any resulting terms if I accept an award. I am aware that any false, fictitious, or fraudulent statements or claims may subject me to criminal, civil, or administrative penalties. (U.S. Code, Title 218, Section 1001)

** I AGREE

** The list of certifications and assurances, or an internet site where you may obtain this list, is contained in the announcement or agency specific instructions.

Authorized Representative:

Prefix: * First Name:
Middle Name:
* Last Name:
Suffix:

* Title:

* Telephone Number: Fax Number:

* Email:

* Signature of Authorized Representative: * Date Signed:

BUDGET INFORMATION - Construction Programs

NOTE: Certain Federal assistance programs require additional computations to arrive at the Federal share of project costs eligible for participation. If such is the case, you will be notified.

COST CLASSIFICATION	a. Total Cost	b. Costs Not Allowable for Participation	c. Total Allowable Costs (Columns a-b)
1. Administrative and legal expenses	\$	\$	\$
2. Land, structures, rights-of-way, appraisals, etc.	\$	\$	\$
3. Relocation expenses and payments	\$	\$	\$
4. Architectural and engineering fees	\$	\$	\$
5. Other architectural and engineering fees	\$	\$	\$
6. Project inspection fees	\$	\$	\$
7. Site work	\$	\$	\$
8. Demolition and removal	\$	\$	\$
9. Construction	\$	\$	\$
10. Equipment	\$	\$	\$
11. Miscellaneous	\$	\$	\$
12. SUBTOTAL <i>(sum of lines 1-11)</i>	\$	\$	\$
13. Contingencies	\$	\$	\$
14. SUBTOTAL	\$	\$	\$
15. Project (program) income	\$	\$	\$
16. TOTAL PROJECT COSTS <i>(subtract #15 from #14)</i>	\$	\$	\$
FEDERAL FUNDING			
17. Federal assistance requested, calculate as follows: (Consult Federal agency for Federal percentage share.) Enter the resulting Federal share.	Enter eligible costs from line 16c Multiply X _____%		\$

NTIA MMG Program Table of Funded Proje

*entries highlighted in grey are examples

Administrative Role	Organization
Applicant	Liberty Communications of Puerto Rico
Major Contractors/Suppliers	Atlantic Engineering Group
Major Contractors/Suppliers	EM TECHNOLOGY GROUP LLC
Major Contractors/Suppliers	BERMÚDEZ, LONGO, DÍAZ-MASSÓ, LLC
Major Contractors/Suppliers	ES CONSTRUCTION, INC.
Major Contractors/Suppliers	
Applicant	
Applicant	

ect Participants & Unfunded Collaborators

Street Address	City	State	Zip Code
270 PR-25	San Juan	PR	00918
4908 GOLDEN PKWY SUITE 100	Buford	GA	30518
1010 Calle Harvard, Esquina Interamericana University Gardens	SAN JUAN	PR	00917
CARR. 845 KM 0.5, CUPEY BAJO RIO PIEDRAS	SAN JUAN	PR	00926
REPARADA INDUSTRIAL DEVELOPMENT B- STREET	PONCE	PR	00732

Details on Role	Scope of Work Description:	Scope of Work: Total Project Cost
Applicant	Design, planning, construction and operation of the proposed middle mile if grant is approved	\$ 18,986,670.44
Construction contractor (VI)	Potential construction contractor	TBD
Construction contractor (PR)	Potential construction contractor	TBD
Construction contractor (PR)	Potential construction contractor	TBD
Construction contractor (PR)	Potential construction contractor	TBD

Expiration Date: 11/30/2022

Scope of Work: Federal Funding Amount Requested	Applicant's In-Kind Match Valuation	Applicant's Cash match
\$ 9,303,468.52	\$ -	\$ 9,683,201.93
\$ -	\$ -	\$ -
\$ -	\$ -	\$ -
\$ -	\$ -	\$ -
\$ -	\$ -	\$ -



Middle Mile Grant Program Bi-Annual Performance Report Form

This form will serve as a tool to capture the Middle Mile Grant Program Bi-Annual performance Report.

The report for the Middle Mile Grant Program is due on a biannual basis for the periods ending March 31 and September 30 of each year. Reports will be due within 30 days after the end of the reporting period.

Technical reports shall contain information as prescribed in 2 C.F.R. § 200.329 (<http://go.usa.gov/xkVgP>) and Department of Commerce Financial Assistance Standard Terms and Conditions (dated November 12, 2020), Section A.01.

If you have any further questions, or require technical assistance, please reach out to your assigned Federal Program Officer.

Click on the link below to view the report form.

[MMG Bi-Annual Performance Report](#)

National Telecommunications and Information Administration (NTIA)
Middle Mile Grant Program
Bi-Annual Performance Report



Note: Form instructions and definitions will be created to support the report. Instructional guidance and training will be developed. Numbering to be updated based on final approved form.

RECIPIENT NAME:
Liberty Communications of Puerto Rico LLC

OMB Control No. 4040-0008
Expiration Date: 2/28/2025

Middle Mile Grant Program Bi-Annual Performance Report

A. GENERAL INFORMATION				
GENERAL	1a. Recipient Organization:	Liberty Communications of Puerto Rico LLC	1h. Award Identification Number:	72-40-MM972
	1b. Recipient Street Address:	279 Avenida Juan Ponce de Leon	1i. Report Date (MM/DD/YYYY):	10/04/2023
	1c. City, State, and Zip Code:	San Juan, PR 00918-0000	1j. Final Report:	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>
	1d. Unique Entity Identification (UEI) Number:	RMGRDEKLDG25	1k. Report Period Start Date (MM/DD/YYYY):	7/1/2023
	1e. Award Start Date (MM/DD/YYYY):	7/1/2023	1l. Report Period End Date (MM/DD/YYYY):	9/30/2023
	1f. Award End Date (MM/DD/YYYY):	6/30/2025		
	1g. Name of Person Completing Report:	Luis Mendez - Authorized Organizational Representative		
B. PROJECT NARRATIVE				
PROJECT NARRATIVE	Please use the section below to provide a project narrative of the project(s). This section aims to help reviewers better understand what project is being proposed and steps taken to achieve this goal.			
	2a. A brief description of the recipient's organization and scope of work/project priorities:	Liberty Communications of Puerto Rico LLC is the leading provider of broadband internet and wireless services in Puerto Rico. With the support of the Middle Mile Grant Program and the NTIA, Liberty Communications of Puerto Rico LLC is committed to building 64 miles of new middle-mile infrastructure in strategic areas where we have received funding for last-mile services from the FCC's Unleash a Puerto Rico Fund, but where Unleash funding is not sufficient to cover middle-mile network costs. Liberty's goal is to extend its network capabilities to ensure high speed, reliable internet reaches underserved communities. At Liberty Communications of Puerto Rico LLC, we understand the importance of thorough research and planning during this initial stage of the project. We are actively addressing administrative tasks, conducting Environmental Assessment consultations, and adhering to the relevant rules outlined in the NOFO. Our priority is to maximize the impact of our network while utilizing funds from both Unleash and Middle Mile grants efficiently.		
	2b. An overview of the significant outputs and outcomes to be accomplished in the project:	Liberty Communications of Puerto Rico LLC's main objective is to bridge the digital divide by distributing broadband to underserved areas, ensuring equal bandwidth as better-served counterparts in Puerto Rico. With 64 miles of middle mile infrastructure connecting 7 municipalities to the network's backbone, Liberty Communications of Puerto Rico LLC aims to provide access to 367 unserved blocks and an additional 153 underserved census blocks. This infrastructure will not only benefit residences and businesses but also anchor institutions like hospitals, schools, police stations, and public housing. By extending broadband access to unserved and underserved areas, we believe that we can help bridge the digital divide, and in turn, generate educational and economic opportunity that will further benefit local communities. Our goal is to ensure equal access to vital social and economic opportunities for all residents. Additionally, by focusing on the installation of underground optic fiber, we expect this project will increase Puerto Rico's middle mile infrastructure's resilience to future atmospheric events, mitigating any loss of internet access during these crucial times and ensuring a speedier recovery of any lost access.		
	2c. How would the project meet the recipient's business and/or administrative need(s)?	LCPR's solution aims to provide fast and dependable service to both wholesale and retail customers. By utilizing best-in-class construction techniques, excellent materials, and engineering expertise, we can offer fiber broadband services with symmetrical speeds exceeding 1000 Mbps. This not only reduces latency by minimizing coastal distribution but also extends connectivity to rural areas. Additionally, through open access interconnection with other service providers, we enable faster and more affordable internet access while promoting competition in the market. LCPR has a strong track record of building and operating middle-mile infrastructure since the late 1990s. With our commitment to connecting people at the forefront of our purpose, we have successfully built 1.16 million homes (80% of the island) over the past two decades. Our request for funds is primarily aimed at strengthening the middle-mile network in remote and underserved areas through last-mile deployments in broadband and mobile connections.		
	2d. Provide an overview of key accomplishments achieved for this reporting period on the MM Infrastructure project.	Throughout this reported period, Liberty placed significant emphasis on administrative tasks, including conducting the requirements to prepare the Environmental Assessment; and managing the Procurement process. These milestones were crucial in ensuring the smooth progress of our project. Liberty is committed to continuing our efforts in these areas to maintain a high level of efficiency and effectiveness.		
	2e. Provide any roadblock experienced during this reporting period impacting the expansion of the MM Infrastructure project (i.e., supply chain, availability of labor).	No roadblocks to report during this period.		
2f. Provide any barriers to improving job quality experienced during this reporting period.	No barriers to be reported during this period; instead, Liberty took the opportunity to gain experience about requirements that we had not previously contemplated and put them into practice. This has brought many fresh opportunities for our organization.			

National Telecommunications and Information Administration (NTIA)
Middle Mile Grant Program
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C. INFRASTRUCTURE MILESTONE CATEGORIES AND PROJECT TIMELINE														
Please use the chart below to provide the start date and end date of your project.														
OVERALL PROJECT	PROJECT DURATION	3a. PROJECT START DATE	3b. PROJECT END DATE											
	730	July 1, 2023	June 30, 2025											
Please provide the duration for each milestone category of your project. The duration should be based on the start and end dates of each category. For example, if you expect to complete a particular milestone within two weeks, fill in the total days (14) in the duration field.														
Please use the table provided to indicate your EXPECTED percentage of completion on a bi-annual basis for each year of your project. Year 1 begins with your award start date.														
The percentage of completion should be based primarily on the expenditure of your project budget and should be reported cumulatively from award inception through the end of each semi-annual reporting period. For example, if you expect to complete a particular milestone within the first three periods of your project, the third period and all subsequent periods should state 100%.														
Please write "0" in the duration field if your project does not include an activity. If necessary, please insert additional milestones at the end.														
ANTICIPATED PROJECT MILESTONES				Year 1 Baseline		Year 2 Baseline		Year 3 Baseline		Year 4 Baseline		Year 5 Baseline		
3c. MILESTONE CATEGORIES	3d. DURATION (Days)	3e. START DATE	3f. END DATE	Period 1	Period 2	Period 1	Period 2	Period 1	Period 2	Period 1	Period 2	Period 1	Period 2	
Overall Project	730	July 1, 2023	June 30, 2025	4%	29%	65%	91%	100%						
Environmental Assessment	94	August 28, 2023	November 30, 2023	36%	100%	100%	100%	100%						
Network Design	124	September 29, 2023	January 31, 2024	2%	100%	100%	100%	100%						
Rights Of Way	164	November 6, 2023	April 18, 2024	0%	89%	100%	100%	100%						
Construction Permits And Other Approvals	150	January 2, 2024	May 31, 2024	0%	33%	100%	100%	100%						
Site Preparation	312	January 29, 2024	December 6, 2024	0%	26%	86%	100%	100%						
Equipment Procurement	59	October 2, 2023	November 30, 2023	0%	100%	100%	100%	100%						
Network Build (all components - owned, leased, indefeasible Rights of Use, etc.)	428	April 1, 2024	June 3, 2025	0%	0%	42%	85%	100%						
Equipment Deployment	196	June 24, 2024	January 6, 2025	0%	0%	40%	100%	100%						
Network Testing	422	May 1, 2024	June 27, 2025	0%	0%	35%	79%	100%						
Status of Procurement	101	August 21, 2023	November 30, 2023	40%	100%	100%	100%	100%						
Other (please specify):														
Please use the table provided to indicate your ACTUAL percentage of completion on a bi-annual basis for each year of your project. Year 1 begins with your award start date.														
The percentage of completion should be based primarily on the expenditure of your project budget and should be reported cumulatively from award inception through the end of each semi-annual reporting period. For example, if you expect to complete a particular milestone within the first three periods of your project, the third period and all subsequent periods should state 100%.														
Please provide a brief description of the primary activities involved in meeting each milestone (a single description should be provided for each milestone, covering all periods in years one through 5). Please write "N/A" if your project does not include an activity. If necessary, please insert additional milestones at the bottom of the chart. Please add additional milestones as applicable.														
ACTUAL PROJECT MILESTONES				Year 1		Year 2		Year 3		Year 4		Year 5		
4a. MILESTONE	4b. DESCRIPTION	Period 1	Period 2	Period 1	Period 2	Period 1	Period 2	Period 1	Period 2	Period 1	Period 2	Period 1	Period 2	
Actual Milestone Completion (Cumulative)														
Overall Project	During this initial period, Liberty Communications of Puerto Rico LLC has focused on prioritizing, coordinating, and implementing necessary measures to achieve our objectives. In particular, administrative tasks, Environmental Assessment, and Procurement processes have been given significant weight during this period. We are committed to ensuring that these milestones are effectively managed and completed in a timely manner.	4%												
Environmental Assessment	During this period, we have observed that the milestone with the greatest load was the Environmental Assessment. EA's will be identifying ways to avoid or reduce environmental damage while implementing feasible alternatives and mitigation measures. Our goal is to ensure that all significant environmental effects are disclosed to decision-makers and the public, minimizing any potential harm.	56%												
Network Design	This project requires us to plan and design a secure, reliable, and efficient network that meets all of Liberty's needs and federal-related requirements. Milestones started with identifying all business and technical requirements, followed by walkouts, external plant designs, and internal plant designs. Once those steps are completed, we move on to the actual network implementation stage.	2%												
Rights Of Way		0%												
Construction Permits And Other Approvals		0%												
Site Preparation		0%												
Equipment Procurement		0%												
Network Build (all components - owned, leased, indefeasible Rights of Use, etc.)		0%												
Equipment Deployment		0%												
Network Testing		0%												
Status of Procurement	Liberty has made significant progress during this reported period, with almost half of the milestones related to RFP Middle Mile Construction Contractors in the review phase and ongoing work on RFP External/Internal Site Preparation Works. The procurement process involves various elements such as requirements determination, supplier research, value analysis, purchase request review, conversion to purchase order, contract administration, monitoring/evaluation of received orders, three-way matching, payment fulfillment, and record keeping. Rest assured that we are diligently following these steps to ensure a smooth and efficient process.	40%												
Other (please specify):														

National Telecommunications and Information Administration (NTIA)
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List of Subrecipient(s) that received a subaward or subcontract from the eligible entity and a description of the specific project for which grant funds were provided.
Associate projects names to any subrecipient or subaward associated with grant, approved grant funds, and expenditures to date.

5a. Project Name	5b. Project Description	5c. Subrecipient	5d. Minority Business Enterprise (MBE)	5e. Women's Business Enterprise (WBE)	5f. Labor Surplus Area Firm	5g. Awarded Funds	5h. Expenditures to Date	5i. Remaining Grant Balance	5j. % of work complete
N/A	N/A	N/A	Yes <input type="checkbox"/>	Yes <input type="checkbox"/>	Yes <input type="checkbox"/>				
			Yes <input type="checkbox"/>	Yes <input type="checkbox"/>	Yes <input type="checkbox"/>				
			Yes <input type="checkbox"/>	Yes <input type="checkbox"/>	Yes <input type="checkbox"/>				
			Yes <input type="checkbox"/>	Yes <input type="checkbox"/>	Yes <input type="checkbox"/>				

D. INFRASTRUCTURE BUDGET EXECUTION DETAILS

Please provide details below on your total budget and total fund expended to date for each budget element, including detailed disbursements of both matching funds approved and federal funds obligated from project inception through end of this reporting period. Figures should be reported cumulatively from award inception to the end of the applicable reporting period.

6a. Projected Budget Element	6b. Federal Funds	6c. Non-Federal Funds	6d. Total Project Budget	6e. Total Federal Funds Expended to Date	6f. Total Non-Federal Funds Expended to Date	6g. Total Funds Expended	6h. Percent of Federal Funding Expended to Date (Cumulative)
	\$	\$	\$	\$	\$	\$	
	\$	\$	\$	\$	\$	\$	
	\$	\$	\$	\$	\$	\$	
	\$	\$	\$	\$	\$	\$	
	\$	\$	\$	\$	\$	\$	
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	\$	\$	\$	\$	\$	\$	
	\$	\$	\$	\$	\$	\$	

E. COMMUNITY BENEFIT AGREEMENT

As stated in the MM Grant Program NOFO a Community Benefit Agreement (CBA) is an agreement signed by community benefit groups and a developer, identifying the community benefits a developer agrees to deliver, in return for community support of the project.

Please use the fields below to state the Community Benefit Group and Developer Name and describe the activities in how this partnership has supported with the Middle Mile Infrastructure project (i.e. wage agreements, targeting hiring of apprentices and disadvantaged groups in labor market, education and training opportunities, sub-contracting to local small business for construction, services, and supply chain needs).

Description of Community Agreement

7A. Community Benefit Group Name: Please provide the name of the Community Benefit Group

No. - No Applicable to report during this period.

7B. Developer Name: Please provide the name of the Developer

No. - No Applicable to report during this period.

7C. Community Benefit Group and Developer Partnership: Please describe in the space below the nature of the partnership and how the MM grant funds being used are assisting to provide community support for the infrastructure project.

Liberty has a meeting with the Puerto Rico Department of Transportation and Public Works. It's encouraging to see Liberty's initiative to boost connectivity in government units and community organizations. The special liaison for telecom projects is a positive step towards an efficient process. Senator Velez was informed about the proposal and will be providing assistance in the coordination of meetings with municipalities like Caguas and Ponce, which demonstrate active local engagement.

National Telecommunications and Information Administration (NTIA)
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F. CLIMATE RESILIENCE			
CLIMATE RESILIENCE	<p>Recipients must demonstrate that they have sufficiently accounted for current and future weather and climate related risks to new MM Infrastructure projects. At present, weather and climate related risks to broadband networks include wildfires, extreme heat and cold, inland and coastal flooding, and the extreme winds produced by weather events such as tornadoes, hurricanes, and other weather events. Because retrofitted and new infrastructure for broadband might be expected to have a lifetime of 20 years or more, recipients must account not only for current risks but also for how the frequency, severity, and nature of these extreme events may plausibly evolve as our climate continues to change over the coming decades.</p>		
	Climate Resiliency Risk Mitigation		
	<p>This purpose of this section is for the recipient to demonstrate that they have sufficiently accounted for current and future weather and climate-related risks to new MM Infrastructure projects. In particular, each recipient should demonstrate how they've addressed the known and identifiable risks of current and future projected weather and climate conditions through measures such as (but not limited to) choice of a technology platform suitable to the climate risk of the region, reliance on alternatives siting of facilities (i.e., underground construction where appropriate), retrofitting, or hardening of existing assets, and use of network redundancy to safeguard against threats to infrastructure.</p>		
	<p>8a. Were any geographic areas identified for this reporting period subject to an initial and/or updated hazard screening for future weather and climate related risk? If so, please provide the date of the screening and provide related documentation as an attachment to this report.</p>		
	No. - No Applicable to report during this period.		
	8b	8c	8d
	Climate Resilience Category	Date of Most Recent Hazard Screening	Name and Title of Representative Completing Most Recent Hazard Screening
	No. - No Applicable to report during this period.		
	<p>8f. Identified Risk: For your MM project, what are the potential weather and climate hazards that may be most important to be addressed that could impact the resiliency of the middle mile infrastructure deployed (i.e. wildfires, extreme heat and cold, inland and coastal flooding, extreme winds: tornadoes, hurricanes and other weather events)?</p>		
	<p>According to NOAA, Puerto Rico will experience more frequent and severe hurricanes and flooding events in the future. Additionally, the island will suffer from coastal erosion and sea level rise.</p>		
	<p>8g. Weather and Climate Hazards: Were any significant climate or weather hazards experienced during this reporting period (i.e., floods, tornadoes) impacting infrastructure buildout or service? Briefly describe how you monitored for weather and climate caused issues for the reliability of the system. If so, please provide the date of the disaster, location and backup documentation related (i.e., news articles). <i>Liberty is glad to inform no weather hazards have been reported during this period, allowing Liberty's team to continue providing outstanding service. Maintaining network stability and delivering reliable service is our priority at Liberty. Our dedicated Network Operations Center "NOC" team will ensure minimal disruptions through routine maintenance support and prioritizing software upgrades, field technician assistance, and network failure monitoring.</i> <i>Rest assured that we are committed to ensuring uninterrupted connectivity for our valued customers.</i></p>		
	<p>8h. Risks to Deployment of New Infrastructure: Has the team identified any risks impacting the deployment of new or repaired infrastructure due to current and future weather and climate-related threats during this reporting period?</p>		
	<p>No. During the reporting period, the deployment of the project has not yet commenced.</p>		
	<p>8i. Risk Mitigation: How will the project avoid and/or mitigate the risk identified? If not applicable, please explain why.</p>		
	<p><i>At Liberty, we prioritize the environmental viability of construction areas by adhering to Puerto Rico's Environmental policy. Our focus includes evaluating riverbeds, wetlands, coastlines, and erosion-prone areas to ensure longevity and climate resiliency. We are committed to reworking our construction plans if new information suggests unsustainability in the long term. These assessments will be conducted annually with the support of the government of Puerto Rico and by consulting the resources listed in the MMIG NOFO.</i> <i>Liberty is concerned with risk mitigation and assures you that we are dedicated to implementing sustainable practices throughout our project.</i></p>		
	<p>8j. Additional Information: Is there any additional information you would like to share during this reporting period that the grant team should be aware of regarding the management of sustainable climate resiliency for your MM project?</p>		
	<p>No. - No Applicable to report during this period.</p>		
	<p>8k. Additional Resources Has the team utilized the available resources to assist with mitigation and long-term planning efforts for this reporting period? If so, which resources? 2018 National Climate Assessment NOAA's 2022 State Climate Summaries NOAA Disaster and Risk Mapping Tool NOAA's Storms Event Database NOAA Climate Explorer and Digital Coast FEMA National Risk Index Consulted FEMA-approved Hazard Mitigation Plans prepared by states in which they propose to build middle mile infrastructure to help identify key risk and hazards</p>		
	<p>Yes, during this reporting period, the Liberty NOC team has utilized web tools and resources such as NOAA's Storms Event Database for mitigation and long-term planning efforts. Unfortunately, it is important to note that FEMA does not provide a risk index assessment specifically for Puerto Rico.</p>		

National Telecommunications and Information Administration (NTIA)
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G. Workforce																																	
DAVIS-BACON ACT CERTIFICATION	For projects receiving over \$5,000,000 (based on expected total cost, as determined by the U.S. Secretary of Labor by subchapter IV of chapter 31 of title 40, United States Code (commonly known as the "Davis-Bacon Act"), all laborers and mechanics employed by contractors and subcontractors in the performance of such project are paid wages at rates not less than those prevailing.																																
	Davis-Bacon Act Certification																																
	9a. Does the recipient have access to the information requested (all laborers and mechanics employed by contractors and subcontractors in the performance of such project are paid wages at rates not less than those prevailing?)											Yes <input type="checkbox"/> No <input type="checkbox"/>											No. - No Applicable to report during this period.										
LOCAL HIRE PRIORITIZATION AND IMPACT	Local Hire Prioritization and Impact																																
	Local hiring is a goal or requirement to hire people who live close to the place of work. This aim is often more specifically structured as a requirement for contractors awarded certain types of publicly funded projects to recruit a certain proportion of the people working on the project from a particular area. Please provide all direct hires and contractors supporting the MM Infrastructure project.																																
	Please use the table below to describe how the project prioritizes local hiring.																																
	Hires by Race, Ethnicity and Gender	Number of Hires																															
		Race/Ethnicity																															
		9c. Hispanic or Latino			10c. Non-Hispanic/Non-Latino										Totals																		
					10c-1. Men					10c-2. Women						10c-3. X																	
	10c-1. Men	10c-2. Women	10c-3. X	White	Black or African American	Native Hawaiian or Pacific Islander	Asian	Native American or Alaska Native	Two or More Races	White	Black or African American	Native Hawaiian or Pacific Islander	Asian	Native American or Alaska Native		Two or More Races	White	Black or African American	Native Hawaiian or Pacific Islander	Asian	Native American or Alaska Native	Two or More Races											
	Number of Local Direct Hires	0	0	0	0	0	0	0	0	0	0	0	0	0		0	0	0	0	0	0	0	0										
	Number of Non-Local Direct Hires	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0											
Percentage of Local Direct Hires on Award	0%	0%	0%	0%	0%	0%	0%	0%	0%	0%	0%	0%	0%	0%	0%	0%	0%	0%	0%	0%	0%												
Number of Local Subcontractors																						0											
Number of Non-Local Subcontractors																						0											
Percentage of Local Subcontractors on Award	0%	0%	0%	0%	0%	0%	0%	0%	0%	0%	0%	0%	0%	0%	0%	0%	0%	0%	0%	0%	0%												
DAVIS-BACON WAGES	Davis-Bacon Act Wages																																
	Please confirm if wages are at least prevailing*																																
	*As stated in the MM NOFO as determined by the U.S. Secretary Labor in accordance with subchapter IV of chapter 31 of title 40, United States Code (commonly known as the "Davis-Bacon Act"), for the corresponding classes of laborers and mechanics employed on projects of a character similar to the contract work in the civil subdivision of the State (or the District of Columbia) in which the work is to be performed.																																
	10a. Are wage rates at least the Davis-Bacon prevailing wage for all laborers?											Yes <input type="checkbox"/> No <input type="checkbox"/>											10c. Are wage rates at least the prevailing wage for all mechanics?	Yes <input type="checkbox"/> No <input type="checkbox"/>									
	10b. Please cite your source of how this information was gathered (for 10a).											No. - No Applicable to report during this period.											10d. Please cite your source of how this information was gathered (for 10c).										
10e. If you answered "No" to either 10a. or 10c., please provide an attachment reporting the wages and benefits of workers on the project by job classification, and whether those wages are less than the prevailing wage.																																	
WORKFORCE DEMOGRAPHICS	Workforce Demographic Data																																
	Jobs by Race, Ethnicity and Gender	Number of Jobs																															
		Race/Ethnicity																															
		11a. Hispanic or Latino			11b. Non-Hispanic/Non-Latino										Totals																		
					11b-1. Men					11b-2. Women						11b-3. X																	
11a-1. Men	11a-2. Women	11a-3. X	White	Black or African American	Native Hawaiian or Pacific Islander	Asian	Native American or Alaska Native	Two or More Races	White	Black or African American	Native Hawaiian or Pacific Islander	Asian	Native American or Alaska Native	Two or More Races		White	Black or African American	Native Hawaiian or Pacific Islander	Asian	Native American or Alaska Native	Two or More Races												
Jobs Created																						0											
Jobs Retained																						0											
UNIONIZED WORKFORCE	12-a. Does this project include some workforce elements that are unionized?											Yes <input type="checkbox"/> No <input type="checkbox"/>											12-c. Does your MM project utilize a project labor agreement?	Yes <input type="checkbox"/> No <input type="checkbox"/>									
	12-b. Are workers provided access to union educators/organizers on employer property or during the work day?											Yes <input type="checkbox"/> No <input type="checkbox"/>											12-d. Did workers receive additional information or training about their workplace rights in addition to already required notice postings?										

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H. Workforce Continuity Plan
National Labor Relations Act (29 U.S.C. 158 (f))

As stated in the MM NOFO, if a recipient has not provided a certification that a project either will use a unionized project workforce or included a project labor agreement, meaning a pre-hire collective bargaining agreement consistent with section 8(f) of the National Labor Relations Act (29 U.S.C. 158 (f)), then the recipient must provide a project workforce continuity plan.

Workforce Continuity Plan

13a. Please describe the steps taken to ensure the project has ready access to a sufficient supply of appropriately skilled and unskilled labor to ensure construction is completed skillfully throughout the project's life (as required in Section 8(f) of the MM NOFO). As stated in the MM NOFO, the middle mile grant recipient is capable of carrying out the proposed project in a competent manner, including a plan to attract or retain an appropriate skilled and credentialed workforce.

For your MM project, please provide a brief description of efforts made to attract, train or retain a skilled and credentialed workforce.

Has the team offered any of the following resources to assist with maintaining a sufficient supply of appropriately skilled labor force for this reporting period? If so, which resources (please provide a brief description of any of the following that apply):

- Professional Certifications
- In-House Training
- Registered Apprenticeships
- Labor-Management Partnerships
- Partnerships with entities like unions, community colleges, or community-based groups

At LORI, we prioritize attracting and retaining top talent by considering academic preparation, skills, experience, and professional certifications during our recruitment process. We collaborate with specialized schools and technical colleges to identify technically qualified candidates for specific roles. Additionally, our main contractor implements a comprehensive training program that covers safety protocols, HR policies, and industry advancements. However, I regret to inform you that we have not utilized any of the listed resources during this reporting period.

13b. Please describe below, the steps taken to minimize risks of labor disputes and disruptions that would jeopardize the timeliness and cost-effectiveness of completing the MM project.

At LORI, we have implemented a comprehensive set of measures to address these concerns.

To ensure timeliness and cost-effectiveness, we have established a robust Employee Manual that outlines policies and protocols covering various aspects such as wages, benefits, equal employment opportunities, internal hiring policy, career development, and anti-discrimination/anti-retaliation policies. Additionally, we have an open-door policy and a confidential "Speak Up" channel which allows employees to voice any concerns anonymously. Our strict enforcement of an anti-retaliation policy further encourages employees to come forward without fear.

We are committed to maintaining a harmonious work environment while prioritizing project completion. These measures aim to mitigate labor disputes and disruptions effectively.

13c. Please describe below the steps to ensure a safe and healthy workplace that avoids delays and costs associated with workplace illnesses, injuries, and fatalities.

At Liberty, we prioritize the well-being of our employees and strive to prevent delays, costs, and incidents related to workplace illnesses, injuries, and fatalities.

To achieve this, our prospective contractor for MMG continuously evaluates the safety of their construction plans. Each brigade has an empowered leader who can raise concerns to supervisors, project managers, and engineers. Our health and safety official conducts regular evaluations throughout the construction process. Additionally, periodic meetings are held where teams report safety concerns and incidents while creating plans to mitigate future occurrences. We also emphasize a culture where all levels of the workforce are encouraged and required to speak up about unsafe practices or events in order to prevent incidents.

13d. For your MM project, please provide a brief description below of efforts made to ensure a safe and healthy workplace.

Has the team offered any of the following resources to assist with maintaining a safe and healthy workplace for this reporting period? If so, which resources (please provide a brief description of any of the following that apply):

- Safety Training
- Certifications and/or Licensure Requirements for all relevant works (e.g., OSHA 10, OSHA 30, confined space, traffic control, or other training required of workers employed by contractors)
- Issues raised by workplace safety committees and their resolutions

Our prospective MMG contractor takes worker safety seriously and implements various measures to maintain a safe environment. This includes assigning dedicated health and safety officials, periodic evaluations by contractors and LORI, as well as having supervisors overseeing each group of workers. However, for this reporting period, we have not offered any of the listed resources such as safety training or certifications.

13e. Please provide the name(s) below of any subcontracted entities performing work on the project, and the total number of workers employed by each entity.

13e-1. Name of Subcontracted Entity Performing Work	13e-2. Total Number of Workers within this Subcontract	13e-3. Job Categories of Workers Supporting Project within this Subcontract
No. - No Applicable to report during this period.		

13f. Please describe below the steps taken to ensure that workers on the project receive wages and benefits sufficient to secure an appropriately skilled workforce in the context of the local and regional labor market.

No. - No Applicable to report during this period.

I. ANCHOR INSTITUTIONS

Please provide Anchor Institution (AI) data for the current period only (not cumulative). Please add rows as needed.

14a. Anchor Institution Name	14b. Street Address	14c. City	14d. State	14e. Type of Anchor Institution	14f. Interconnection within 1,000 Feet of AI Enabling Gig Symmetrical Service	14g. Narrative Description of how the Anchor Institution may benefit from the Grant Funded Infrastructure
No. - No Applicable to report during this period.						

WORKFORCE CONTINUITY PLAN
NATIONAL LABOR RELATIONS ACT

ANCHOR INSTITUTIONS

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J. BROADBAND ACCESS KEY INDICATOR: SUBSCRIBERS AND SPEED

Please use the following table to provide anticipated key indicators with the projected totals for each beneficiary category, access type and speed category for your infrastructure service or project. Except as indicated, information should be reported cumulatively from award inception through the end of the semi-annual period for Semi-Annual Indicators. Please write "N/A" if your project does not include this indicator.

PROJECTED NUMBER OF SUBSCRIBERS AND SPEED	PROJECTED NUMBER OF SUBSCRIBERS AND SPEED		Year 1		Year 2		Year 3		Year 4		Year 5	
	SUBSCRIBER TYPE	ACCESS TYPE	Period 1	Period 2	Period 1	Period 2	Period 1	Period 2	Period 1	Period 2	Period 1	Period 2
			No. - No Applicable to report during this period.									
15a. Anchor Institutions (AIs)	15a-1. Total number of AIs passed											
	15a-2. Number of AIs within 1,000 feet of the middle mile infrastructure											
	15a-3. Total number of AIs served											
	15a-4. AIs with new access											
	15a-5. AIs with improved access											
	15a-6. Total number of AIs served with speeds of at least 1/10Gbps											
15b. Broadband Wholesalers or Last Mile Providers	15b-1. Total number of broadband wholesalers or last mile providers served											
	15b-2. Broadband wholesalers or last mile providers with new access											
	15b-3. Broadband wholesalers or last mile providers with improved access											
	15b-4. Total number of broadband wholesalers or last mile providers offering speeds of at least 25/3 Mbps											
	15b-5. Total number of broadband wholesalers or last mile providers offering speeds of at least 100/20 Mbps											
	15b-6. Total number of broadband wholesalers or last mile providers offering speeds of at least 1/1 Gbps											

K. BROADBAND ACCESS KEY INDICATOR: NETWORK BUILD PROGRESS

Please use the following table to provide anticipated key indicators and progress of your infrastructure project. Except as indicated, information should be reported cumulatively from award inception through the end of the semi-annual period. Please write "N/A" if your project does not include this indicator.

PROJECTED NUMBER OF SUBSCRIBERS AND SPEED	NETWORK BUILD PROGRESS		Year 1		Year 2		Year 3		Year 4		Year 5	
	KEY INDICATOR		Period 1	Period 2	Period 1	Period 2	Period 1	Period 2	Period 1	Period 2	Period 1	Period 2
			No. - No Applicable to report during this period.									
16a. Total of new fiber miles (aerial or buried)	16a. Total of new fiber miles (aerial or buried)		■	■	■	■	■	■				
	16b. Total of fiber miles leased		■	■	■	■	■	■				
	16c. Total of existing fiber miles upgraded		■	■	■	■	■	■				
	16d. Total of new microwave links		■	■	■	■	■	■				
	16e. Total of new towers		■	■	■	■	■	■				
	16f. Total of new interconnection points		■	■	■	■	■	■				
	16g. Total of signed agreements with broadband wholesalers or last mile providers		■	■	■	■	■	■				
	16h. Total of potential agreements (i.e., agreements currently being negotiated) with broadband wholesalers or last mile providers [This Total should NOT be reported cumulatively]		■	■	■	■	■	■				

L. QUANTIFIABLE METRICS

Quantifiable Metrics - Section designed to assist with reporting and audit purpose to quantify how much progress was made and track the location of where the progress was made.

FIBER OPTIC BASED	17a. Fiber Optic Based		Year 1		Year 2		Year 3		Year 4		Year 5	
	17a-1. Is the fiber a buried/aerial or undersea application?	17a-2. Number of strands deployed	Period 1	Period 2	Period 1	Period 2	Period 1	Period 2	Period 1	Period 2	Period 1	Period 2
			No. - No Applicable to report in this period.									
17a-3. Number of miles of buried fiber deployed		0										
17a-4. Number of miles of aerial fiber deployed		0										
17a-5. Estimated capacity of fiber (i.e., throughput)		0										
17a-6. Deployment cost per mile of buried fiber optics		0										
17a-7. Deployment cost per mile of aerial fiber optics		0										
17a-8. Total Spent on Buried Fiber Deployment this reporting period		0										
17a-9. Total Spent on Aerial Fiber Deployment this reporting period		0										
17a-10. Total spent on Fiber Deployment this reporting period		0										
17a-11. Please provide any additional information about the Fiber Optic deployment (200 words or less)		No. - No Applicable to report in this period.										
17a-12. Please provide the digital mappings (e.g., CAD, Revit, KMZ, KML) for the microwave nodes created during this reporting period.												

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		Year 1		Year 2		Year 3		Year 4		Year 5		
		Period 1	Period 2	Period 1	Period 2	Period 1	Period 2	Period 1	Period 2	Period 1	Period 2	
MICROWAVE BASED	17b. Microwave Based											
	17b-1. How many microwave nodes have been deployed?	0										
	17b-2. How many microwave nodes are operating for reporting period?	0										
	17b-3. Installation cost per microwaveable node	0										
	17b-4. Number of new towers built to support microwave structure	0										
	17b-5. If applicable, what type of tower was constructed (a) Monopole (b) Self-Support, or (c) Guyed during this reporting period?	0										
	17b-6. Average cost per tower installed	0										
	17b-7. Total spend on Tower deployment this reporting period	0										
	17b-8. Total spend on microwave deployment this reporting period	0										
	17b-9. If you answered "other" to question 5a.6 or if it is a combination of multiple types, please provide a detailed narrative description detailing what type of tower or what combination of towers is used for the project and the their associated costs. (200 words or less).	No. - No Applicable to report during this period.										
17b-10. Please provide the digital mappings (e.g., CAD, Revit, KMZ, KML) for each new aerial fiber and buried fiber equipment installed during this reporting period.												
SATELLITE	17c. Satellite											
	17c-1. What satellite provider is being used?	0										
	17c-2. What is the estimated capacity of the satellite link (i.e. throughput)?	0										
	17c-3. What is the associated cost to use this satellite service?	0										
	17c-4. Please provide any additional information about the Satellite deployment (200 words or less)	No. - No Applicable to report during this period.										
17c-5. Please provide the digital mappings (e.g., CAD, Revit, KMZ, KML) for each new aerial fiber and buried fiber equipment installed during this reporting period.												
CERTIFICATIONS	Certifications											
	18. Please provide certification evidencing compliance with Federal labor and employment laws along with the requirements of Infrastructure Investment and Jobs Act and Middle Mile Grant Program, for the bi-annual period for which this report is being filed.											
	No. - No Applicable to report in this period.											
19. Please provide certification evidencing compliance with the Build America, Buy America Act. The Build America, Buy America Act requires that all of the iron, steel, manufactured products (including but not limited to fiber-optic communications facilities), and construction materials used in the project or other eligible activities are produced in the United States unless a waiver is granted.												
Not applicable. Note that BABA only applies to "non-Federal entities" receiving Federal financial assistance for an infrastructure project under Section 70912(4) of the Infrastructure Act. As elaborated in OMB M-22-11, under the definition in 2 CFR § 200.1, "non-Federal entities" means "States, local governments, territories, Indian tribes, institutions of Higher Education (IHE), and nonprofit organizations." OMB M-22-11 goes on to explain that "for-profit organizations are not considered non-Federal entities" for the purposes of the guidance. Thus, these BABA requirements only apply to MMG recipients that are non-Federal entities, and do not apply to recipients that are for-profit organizations. As LPR is a for-profit organization, BABA does not apply to it.												
MMG GRANT PROGRAM BI-ANNUAL REPORT CERTIFICATION	20. I certify to the best of knowledge and belief that this report is correct and complete for performance of activities for the purposes set forth in the award documents.											
	20a. Typed or Printed Name and Title of Authorized Certifying Official:						20c. Telephone (area code, number and extension):			██████████		
	20b. Signature of Certifying Official:						20d. Email Address:			██████████		
	██████████						20e. Date:			██████████		

Grant Request Number	GRN-000972
Funding Program Name	Middle Mile Broadband Infrastructure Grant Program
Funding Request Name	Liberty Communications of Puerto Rico LL - Middle Mile - GRN-000972
Applying Organization	Liberty Communications of Puerto Rico LLC
Applicant Name	██████████

Primary Applicant Type

Identify the primary applicant type:

Single Entity

Primary Entity Type

Type of entity: Primary entity type, (A) a State, political subdivision of a State, Tribal government, technology company, electric utility, utility cooperative, public utility district, telecommunications company, telecommunications cooperative, nonprofit foundation, nonprofit corporation, nonprofit institution, nonprofit association, regional planning council, Native entity, or economic development authority; or (B) a partnership of two (2) or more entities described in (A).

What is the primary applicant's entity type?

Telecommunications Company

Is parent/owner of applicant a foreign entity?

Yes

Please identify country.

Bermuda

Managerial Capability

Applicants shall submit to the Assistant Secretary one-page resumes for (a) all key management personnel and (b) all key personnel of subcontractors or other entities that will play substantial roles in building, managing, or operating the middle mile network built using Middle Mile Grant (MMG) Program funding.

[Redacted]

Managerial Capability

Applicants shall submit to the Assistant Secretary one-page resumes for (a) all key management personnel and (b) all key personnel of subcontractors or other entities that will play substantial roles in building, managing, or operating the middle mile network built using Middle Mile Grant (MMG) Program funding.

[Redacted]

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Program funding.

[REDACTED]

Managerial Capability

Applicants shall submit to the Assistant Secretary one-page resumes for (a) all key management personnel and (b) all key personnel of subcontractors or other entities that will play substantial roles in building, managing, or operating the middle mile network built using Middle Mile Grant (MMG) Program funding.

[REDACTED]

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[REDACTED]

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[REDACTED]

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[REDACTED]

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[REDACTED]

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[REDACTED]

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[REDACTED]

Managerial Capability

Applicants shall submit to the Assistant Secretary one-page resumes for (a) all key management personnel and (b) all key personnel of subcontractors or other entities that will play substantial roles in building, managing, or operating the middle mile network built using Middle Mile Grant (MMG) Program funding.

[Redacted]

Managerial Capability

Applicants shall submit to the Assistant Secretary one-page resumes for (a) all key management personnel and (b) all key personnel of subcontractors or other entities that will play substantial roles in building, managing, or operating the middle mile network built using Middle Mile Grant (MMG) Program funding.

[Redacted]

Managerial Capability

Applicants shall submit to the Assistant Secretary one-page resumes for (a) all key management personnel and (b) all key personnel of subcontractors or other entities that will play substantial roles in building, managing, or operating the middle mile network built using Middle Mile Grant (MMG) Program funding.

[Redacted]

Organizational Charts

Each applicant shall submit any necessary organizational chart(s) detailing all of its parent companies, subsidiaries, and affiliates.
This upload section should also be used for any letters of support from the organizations that will be involved in the project as a community stakeholder.

[Redacted]

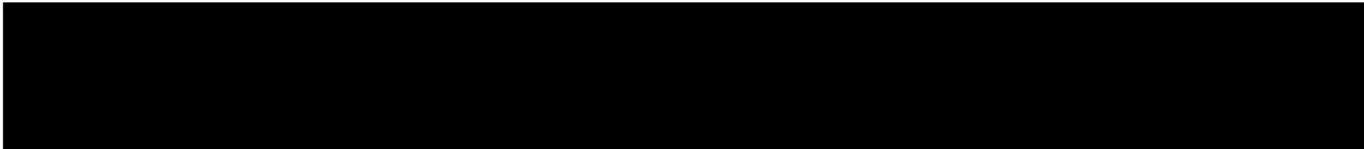
Organizational Details

Each applicant must also provide a narrative describing the applicant's readiness to manage a middle mile broadband network. This narrative should describe the experience and qualifications of key management set to undertake this project, the applicant's experience undertaking projects of similar size and scope, recent and upcoming organizational changes including mergers and acquisitions, relevant organizational policies, and ownership information consistent with 47 CFR § 1.2112.

This narrative shall denote who will own the assets at the end of award period. This response is limited to 6000 characters as an open field narrative.

LCPR is a company that has been connecting Puerto Rico with excellence for over 20 years. It started building our network in 1999, deploying a 1,500-mile fiber ring when most telcos were still focused on improving their copper, which enabled us to become the first HFC provider on the island.

In the past decade, the immediate parent company of LCPR, Liberty Communications PR Holding LP ("LCPRH"), has acquired several cable companies and most recently AT&T's mobile services in Puerto Rico and the USVI that allow us to serve a wider population with better coverage and expertise across the island. Also, Liberty Mobile USVI Inc. (a subsidiary of LCPRH and affiliate of LCPR) acquired majority ownership in Broadband VI, LLC in order to serve US Virgin Islanders with fixed and wireless broadband service.



In 2020, LCPR was awarded with \$72 million from Uniendo, under the commitment to provide high-speed broadband access to all locations within 43 of Puerto Rico's 78 municipalities over the next six years. The FCC has certified that LCPR has the capacity to undertake this large scope project, backing the buildout of 2,400 new miles of underground infrastructure, and 100,000 new homes passed with the grant support.

Our current strategic focus is building the 'Network of the Future' (NOTF) of Puerto Rico: High end technological solutions for all our customers, FTTH deployment, underground infrastructure expansion and excellence in everything we do.

LCPR will be the builder, owner, and operator of the infrastructure.

Our employees, executive team and board of directors have successfully shown over the past decade what we are capable of doing when we dream big, and we intend to continue planning, building, and maintaining a best-in-class telecommunications infrastructure and service for all Puerto Ricans. The description of the experience and qualifications of key personnel whose resumes have been

attached to this application is as follows:

[REDACTED]

LCPR, a Puerto Rico limited liability company, provides the following ownership information consistent with 47 C.F.R. §1.2112(a)(1)-(7), with the place of organization and citizenship of each entity/individual noted in parentheses. LCPR Ventures LLC (Delaware) and LCPR Cayman Holding Inc. (Cayman Islands) directly hold all of the ownership interests in LCPR. The following entities and individual hold 10% or greater indirect ownership interests in LCPR: Liberty Communications PR Holding LP (Delaware), LiLAC Communications Inc. (Delaware), Leo Cable LLC (Delaware), LGI International Holdings, LLC (Colorado), LiLAC Ventures Ltd. (Cayman Islands), LiLAC Services Ltd. (Bermuda), Liberty Latin America Ltd. (Bermuda) and Dr. John C. Malone (U.S.). The foregoing entities and individual hold 10% or greater interests in numerous FCC-regulated entities, which are a matter of public record. See FCC Form 602 Ownership Report of Liberty Mobile Puerto Rico Inc. (a commonly-owned affiliate of LCPR), File No.

0010194496, [REDACTED]
[REDACTED]

Form CD-511 (Certification Regarding Lobbying)

The applicant must upload a completed form that certifies that Federal funds have not and will not be used for lobbying in connection with this request for Federal financial assistance. A fillable Form CD-511 can be found in the MMG ZIP folder.

[REDACTED]
[REDACTED]
[REDACTED]

SAM.gov Registration

Applicants are asked to upload a screenshot of their SAM.gov registration.

[REDACTED]

Executive Summary

Please describe how the applicant's proposal will advance the objectives of the MMG Program, as well as the specific objectives of outlined in the Notice of Funding Opportunity (NOFO);

An overview of the proposed route or service area(s), including information regarding rurality and socio-economic indicators in the area to be served by the proposed project.

This response is limited to 12000 characters as an open field narrative.

Liberty Communications of Puerto Rico LLC ("LCPR") is pleased to submit the following proposal to construct middle mile infrastructure serving underserved areas in Puerto Rico. LCPR will provide a resilient and high-capacity middle mile fiber optic solution to facilitate the availability, reliability, and affordability of broadband access across the island of Puerto Rico.

Puerto Rico has suffered severe infrastructural setbacks in recent years including three major hurricanes (Irma and Maria in 2017, and Fiona in 2022), an earthquake swarm in 2020, and a government debt crisis from 2014, including the pending Puerto Rico Electric Power Authority (PREPA) debt crisis which will have widely felt ramifications from electrical investment. These events have crippled existing infrastructure and have made financing repairs and replacement unusually cumbersome. These recent developments coupled with a poverty rate of 43.4% compared to the national average of 12.8% highlight the necessity of investment in digital equity in Puerto Rico. A substantial middle mile investment must be prioritized to bridge the gap of broadband accessibility between remote areas of the United States as compared to their mainland counterparts. Our long-

term goal is to give every Puerto Rican access to a best-in-class connection to the internet and by doing so we assure equal access to educational and economic opportunity to the most remote areas of the island. We believe that by extending broadband access on the island we can attract capital investment that in turn further benefits local communities.

This proposal would close a ring in the center of the island that is integral to the fortification of the core network thereby creating redundancy and resilience for the entirety of the island. [REDACTED]

[REDACTED] This approach allows us to distribute broadband throughout the island to un and underserved areas with the same bandwidth as their better served counterparts.

This proposal will fund middle mile infrastructure in geographies where LCPR has been awarded Uniendo a Puerto Rico Fund ("Uniendo") from the FCC. The network being funded is the same network covered by Uniendo, but the NTIA MMG funds will go towards middle mile network costs that Uniendo funding is not sufficient to cover. Furthermore, NTIA MMG funds will help improve and accelerate the efforts to bury middle mile infrastructure in these areas, beyond LCPR's commitments with the FCC. Also, in some geographies, these funds will help improve on our current and committed performance level of 100 Mbps download and 20 Mbps upload, and elevate it to 1000 Mbps symmetrical, enabling more access to our optic fiber service to more to end-users.

Services:

LCPR will provide fast and dependable service to its wholesale and retail customers, using best in class middle mile construction techniques, excellent materials and design, construction, and engineering experts. This solution will be capable of providing LCPR and other last mile providers a fiber broadband service that reaches beyond 1000 Mbps symmetrical speeds. By extending the fiber backbone to rural areas we reduce coaxial distribution and thus reduce latency. [REDACTED]

[REDACTED] Further, LCPR will provide open access interconnection to other service providers that can enable existing providers to support faster and lower cost Internet access services and can enable additional competitive providers to enter the market. By providing open access to all competing carriers, the project will facilitate development of carrier-neutral interconnection facilities.

Coverage:

This proposal will distribute broadband to the eastern and central portions of the island and provide 63 miles of middle mile infrastructure that directly connect 7 municipalities to the network's backbone. The proposed infrastructure will facilitate connection for 367 unserved blocks and an additional 153 underserved census blocks. It will also be capable of providing service to anchor institutions including hospitals, police stations and public housing. The middle mile infrastructure will facilitate the connection of residences, businesses and community anchor institutions alike assuring equal access to vital social and economic opportunities. We believe that by extending broadband access on the island

we can attract capital investment that in turn further benefits local communities.

Climate Resilience:

Considering our changing climate and Puerto Rico's vulnerability to extreme weather events including hurricanes, flooding, and rising sea levels, all our proposed infrastructure will be water resistant and laid underground. This reduces the risk of extreme weather debilitating the network. Additionally, our proposed infrastructure includes redundancy thereby creating a more resilient network in the face of climate change.

Qualifications/Experience:

LCPR is the one of the largest fixed broadband providers in Puerto Rico able to serve over 1.16 million households across the island. LCPR has been in the cable and telecommunications industry on the island for 23 years and employs over 2,200 people. Further, LCPR is a subsidiary of Liberty Latin America Ltd. ("LLA") which operates in over 20 countries with subsea and terrestrial fiber optic cable network that connects approximately 40 markets. In addition to our relevant telecom experience, we are wholly committed to the socioeconomic development of Puerto Rico. The Liberty Foundation, our corporate social responsibility arm, supports nonprofit organizations that offer direct services to the most vulnerable populations in the areas of education, social well-being and health, art, and environmental protection. Since 1996, more than \$5.1 million have been invested in donations and contributions to facilitate opportunities and services among disadvantaged communities, in addition to providing free internet, digital video, telephony, and mobile services to non-profit organizations.

Cost:

The proposed middle mile network will cost \$18.9 million. LCPR proposes to match 51% of the total cost and seeks funding of the remaining \$9.3 million.

Level of Need

A description of the level of need in the proposed service area(s), including but not limited to communities considered unserved and/or underserved in the proposed service area(s), discussion of the competitive landscape in the area, variations among service areas if there are any, or the general economic conditions in the proposed funded service area.

This response is limited to 12000 characters as an open field narrative.

The proposed service area covers 8 municipalities in the southeast of Puerto Rico, including Ponce, Adjuntas, Utuado, Caguas, Las Piedras, San Lorenzo, Yabucoa and Juncos.

Based on our FCC 477 assessment 27% of blocks in this area are unserved and an additional 11% are underserved. Based on the NTIA's broadband need map 73% of affected census tracts are considered in a zone of broadband need. Furthermore, the municipalities covered by this proposal have an

average of 65% of the population below the poverty line which surpasses the national average of 19.4%. Such municipalities have an average NAP recipient rate of 49% compared to the national average of 11.4%

Although the FCC's Form 477 asserts that over 90% of census blocks in Puerto Rico are served, we are dubious of that claim based on our extensive industry experience and knowledge of the competitive landscape on the island. Firstly, we would like to point out that 27% of census blocks are served only by fixed wireless providers and have no access to fixed services which by all accounts provide superior end user service. Secondly, we argue that these providers are not able to provide this service neither in terms of coverage nor speed. Most providers do not have existing infrastructure in the most rural areas of the island and, in turn, are not able to provide service there.

Furthermore, even if providers have towers in rural areas, it is nearly impossible to have the density of towers required to provide these areas with 100/20 Mbps speeds. As such, LCPR has divided the FCC Form 477 map by the best available service in each block assessing fixed wireless providers as unserved and, in turn, asserting that if an area only has access to wireless service, it is highly unlikely that they would receive 100/20 Mbps service in a matter of 10 days. The NTIA itself has asserted that areas served by FWA only are to be considered unserved for purposes of the BEAD grant. In support of our assumptions, we have supplemented the FCC Form 477 data with Ookla data as well as the NTIA indicators of broadband need Ookla layer. Both sources assert that large swaths of the island are indeed underserved. We acknowledge that the Ookla data may be skewed by income levels, in that households may receive slow service based on the level of service they can afford. We assert that this disparity only highlights the need for middle mile that may allow ISPs to lower end user costs.

Currently, the middle mile infrastructure is limited and is priced at, as far as we understand, prices slightly higher than those of LCPR. The construction of open access middle mile infrastructure would increase the affordability, accessibility, and reliability of the broadband service in this area to residents, businesses, and community anchor institutions alike.

By supporting high-speed fiber-optic transport and offering carrier-neutral terms to access the middle mile network at technically feasible points, the project would facilitate the provision of broadband service to anchor institutions located within 1,000 feet of the middle mile infrastructure at speeds of at least 1 Gbps symmetrical. The introduction of this infrastructure would allow direct interconnection with anchor institutions and permit service providers to purvey fiber to the community.

The connection of the agencies under the Puerto Rico Emergency and Disaster Management Bureau is important as they have historically had difficulty maintaining reliable service, particularly in the case of extreme weather which is precisely when their work is most necessary. By providing these interconnection points, such agencies would receive the bandwidth necessary to serve their communities.

LCPR has identified Liberty Mobile Puerto Rico Inc. ("LMPR") as a wireless last mile broadband provider interested in interconnecting with the Middle Mile infrastructure to be built under this program, as shown in the commitment letter attached to this application.



State Collaboration Acknowledgement

NTIA strongly encourages prospective non-state applicants to coordinate and consult with the State Broadband Office or other coordinating body located in the jurisdiction in which the eligible entity proposes to deploy middle mile infrastructure to ensure that the proposal is consistent with the state's broadband plan and priorities. Please confirm collaboration and consultation.

Do you confirm collaboration and consultation with the appropriate organization?

Yes

State and Local Collaboration Narrative

Please provide information on the applicant's coordination with applicable State, Territory, Tribal, and local governments, including their awareness of the proposed project and any potential impact to respective service areas; and

Information regarding the applicant's involvement and coordination with community organizations or other relevant partners in the proposed service area.

This response is limited to 6000 characters as an open field narrative.

LCPR has always had an open line of consistent communication with government officials in the executive and legislative branches regarding its deployment plans and overall status of our networks. As soon as the MMG NOFO was released, we contacted the Puerto Rico Bureau of Telecommunications ("PRBT"), to express our intent to participate and talk about government priorities regarding broadband deployment.

LCPR is committed to the socioeconomic development of Puerto Rico. The Liberty Foundation, LCPR's corporate social responsibility arm, supports nonprofit organizations that offer direct services to the most vulnerable populations in the areas of education, social well-being and health, art, and environmental protection. Since 1996, more than \$5.1 million have been invested in donations and contributions to facilitate opportunities and services among disadvantaged communities, in addition to

providing free internet, digital video, telephony, and mobile services to non-profit organizations.

We discussed this proposal with several government officials, including two meetings with the Executive Director for the Puerto Rico Broadband Program, Enrique Volkens. The Puerto Rico Broadband Program was created by an Executive Order signed by the Governor of Puerto Rico, Pedro Pierluisi. It has the objective of coordinating and authorizing projects to build broadband infrastructure in Puerto Rico. In these meetings there was also representation from the PRBT.

In addition, we met and discussed in length the proposal with the President of the House of Representatives, Rafael Hernández, who is very aware of the connectivity issues facing communities since Hurricane María struck Puerto Rico. This issue was highlighted during the Covid-19 pandemic, which is one of the reasons for the deep involvement the president has regarding broadband connectivity. President Hernandez is also very interested in promoting work from home legislation, which will benefit greatly from this proposal.

We met with the undersecretary of the Puerto Rico Department of Transportation & Public Works to share our plans with such agency and discuss the way middle mile infrastructure can be used to improve connectivity in several central and municipal government entities as well as community organizations that offer essential services to the population and several communities. We also discussed the permitting process for this type of work. The undersecretary agreed to assign a special liaison for telecommunications construction projects to ensure the process moves efficiently.

Furthermore, we informed Senator Elizabeth Rosa Velez about our proposal. She is the president of the Senate Innovation, Telecommunications, and Infrastructure Commission, and has sponsored multiple projects regarding broadband improvement and coverage around Puerto Rico, including multiple public hearings regarding digital poverty and its effect on communities.

Finally, we asked for a meeting with the municipalities of Caguas and Ponce that would be favorably impacted by this project. We also discussed the project with Victor Coriano, Secretary of Administration for the municipality and talked about the benefit to municipality installations as well as communities around Caguas.

Will the project connect middle mile infrastructure to last mile networks that provide or plan to provide broadband service to households in unserved areas?

Yes

Is the project connecting non-contiguous trust lands?

No

Do you commit to offering wholesale broadband service at reasonable rates on a carrier-neutral basis?

Yes

The eligible entity adopts fiscally sustainable middle mile strategies. This strategy should be described in the Budget Narrative.

Do you attest to this?

Yes

The eligible entity commits to offering non-discriminatory interconnect to terrestrial and wireless last mile broadband providers and any other party making a bona fide request. This policy will be described in the Interconnect Policy.

Do you attest to this?

Yes

The eligible entity identifies specific terrestrial and wireless last mile broadband providers that have(i) expressed written interest in interconnecting with middle mile infrastructure planned to be deployed by the eligible entity; and ii) demonstrated sustainable business plans or adequate funding sources with respect to such interconnection. This may be demonstrated in the Level of Need narrative of the Exec Summary.

Do you attest to this?

Yes

The eligible entity has identified supplemental investments or in-kind support (such as waived franchise or permitting fees) that will accelerate the completion of the planned project. Such acceleration may be described in the Project Timeline narrative.

Do you attest to this?

No

The eligible entity has demonstrated that the middle mile infrastructure will benefit national security interests of the United States and the Department of Defense. The benefits may be explained in the Benefitting National Security Interests Narrative.

Do you attest to this?

Yes

Please describe:

LCPR's proposed middle mile reinforces broadband infrastructure critical to U.S. national security interests. LCPR knows firsthand the value of resilient infrastructure. After Hurricane Maria many of the cell sites in Puerto Rico were not operational and emergency response was stifled. We are currently dealing with the impacts of Hurricane Fiona which once again uprooted many cell sites and highlighted the need for underground infrastructure.

The proposed route connects 7 municipalities to LCPR's broadband backbone in redundant loops that fortify the resiliency in the case of damage at any given point on the core. Further, the proposal would bury both existing middle mile and new middle mile, thus, making it more resilient to climate related damages. The underground fiber to be laid would support cellular and broadband service levels to create a disaster resilient network.

Additionally, the fortification of service levels would benefit FirstNet, a broadband network dedicated to first responders and public safety. Liberty Mobile Puerto Rico Inc. ("LMPR"), sister company of LCPR, is a non-exclusive dealer of FirstNet in Puerto Rico and as such the middle mile to be deployed under the MMG will directly benefit the FirstNet network. The middle mile expansion would create a more robust backbone that would fortify the FirstNet network particularly in areas that are currently built aerially and vulnerable to climate events.

While this infrastructural expansion aids redundancy and resilience on the island, it is only able to reach its full potential in aiding national security interests with LCPR's expertise and thorough disaster planning.

LCPR's Disaster Prevention and Response Plan was negotiated and approved by the FCC and provides robust information on construction, procurement, and emergency management.

Thus, the combination of the infrastructure and LCPR's expertise thoroughly aids U.S. national security interests in an emergency event.

Project

Duration

Number of Years

2

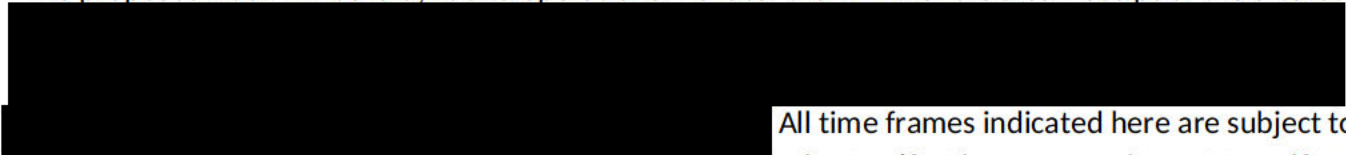
Project Timeline Narrative

The narrative requires the Applicant to describe a project with critical path, including key milestones for implementation of the project, preparations, and risk factors; and a capital investment schedule evidencing that the applicant will complete build-out and the initiation of service within five years of the date on which the entity receives the grant and will meet interim buildout requirements set forth herein and in any other binding document.

If the project is able to be accelerated with supplemental investments or in-kind support to meet a statutory purpose, this should be explained.

This response is limited to 6000 characters as an open field narrative.

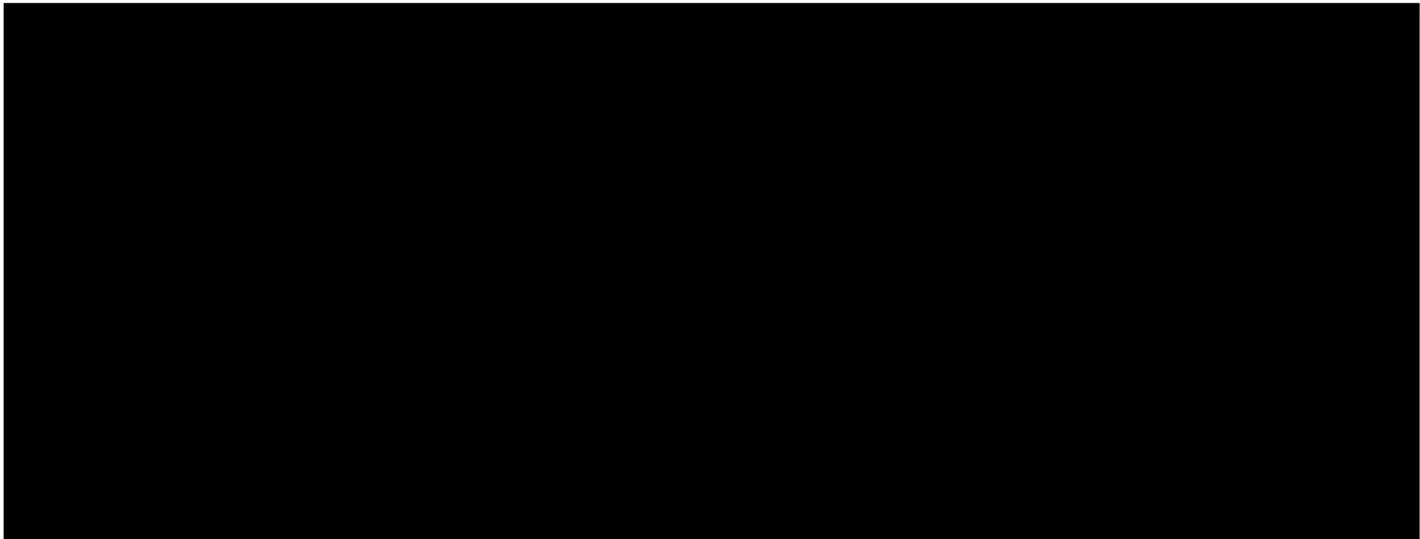
The proposed fiber will be laid, lit and operational no later than 24 months after receipt of the award.

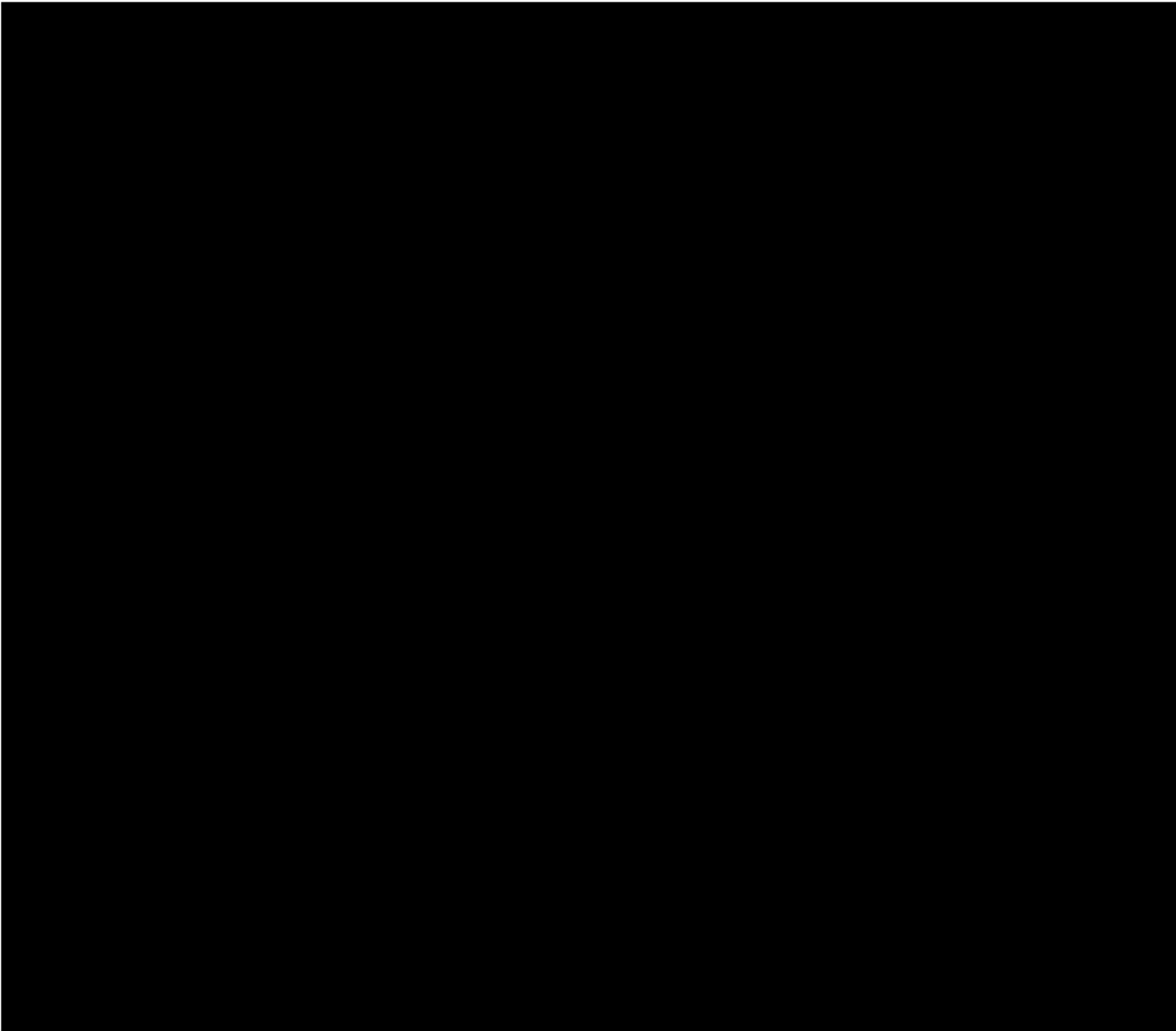


All time frames indicated here are subject to

change given unforeseen circumstances. However, we remain steadfast in our commitment to swift completion of these routes. Our critical path for this project includes 3 principal phases that will occur as follows:

1. Network and route planning and walkouts.
2. Permitting processes with local and territory government.
3. The simultaneous construction of inside and outside plant.





Project Timeline File

Applicants are asked to upload a timeline which will denote key milestones for implementation of the project, including but not limited to field survey, network design, equipment/material procurement, environmental assessment, permitting, construction, network testing, network activation and completion.



Is an extension being requested?

No

Special Rules for Tribal Governments and Native Entities

The Infrastructure Investment and Jobs Act permits the Assistant Secretary, in consultation with Tribal governments and Native entities, to waive, or specify alternative requirements, in connection with most directives governing the MMG Program if the Assistant Secretary finds that waiver or modification of the requirement is necessary for (a) the effective delivery and administration of middle mile grants to Tribal governments or (b) the construction, improvement, or acquisition of middle mile infrastructure on trust land.

Is a waiver or alternative requirements requested?



Fair Labor Practices

Applicants must have a demonstrated record of and plans to be in compliance with federal labor and employment laws as described in III.H in the NOFO. This will help ensure that projects are carried out in accordance with the law, assist NTIA in ensuring that a prospective awardee is capable of carrying out activities funded by an award in a competent manner in compliance with all applicable federal, state, and local laws; and promote the effective and efficient completion of high-quality middle mile broadband infrastructure projects by ensuring a reliable supply of skilled workers and minimizing disruptive and costly delays.

This response is limited to 6000 characters as an open field narrative.

[Redacted]

[Redacted]

[Redacted]

[REDACTED]

[REDACTED]

[REDACTED]

Officer Certification

In order for NTIA to evaluate an applicant's demonstrated record of and plans to be in compliance with federal labor and employment laws, each applicant must provide examples of items described in III.H in the NOFO. Applicants are asked to upload a Certification from an Officer/Director-level employee (or equivalent) of the applicant evidencing consistent past compliance with federal labor and employment laws by the applicant, as well as contractors and subcontractors.

[REDACTED]

Highly Skilled Workforce

To ensure that applicants have the technical and operational capacity to carry out the project, applicants must submit a plan for ensuring that the project workforce will be an appropriately skilled and credentialed workforce (including by the applicant and each of its contractors and subcontractors). The plan for a highly skilled workforce should include the information described in III.I in the NOFO.

This response is limited to 6000 characters as an open field narrative.

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Advancing Workforce Development

A skilled workforce is critical to meeting infrastructure buildout timelines under the Infrastructure Act and connecting households across the country to reliable, affordable, high-speed broadband. A well-trained workforce will also allow for the safe deployment of sustainable networks. To meet the workforce needs of the MMG Program, applicants must make appropriate investments to develop a skilled, diverse workforce. Each applicant must provide as part of its application examples of items described in III.J in the NOFO.

This response is limited to 6000 characters as an open field narrative.

Our people are at the core of our business, and we strive to provide our employees with first class training so they may remain safe while executing in a timely and effective manner. We also believe that many populations have been historically excluded from the telecommunications industry and we are working to bridge that gap. Today, 41% of management positions are occupied by women and, in 2021, 46% of our promotions went to women.

LCPR is committed to hiring women, people of color and LGBTQ employees, and always give hiring

opportunities to historically underrepresented groups. This diversity and inclusion positively impact our workforce. Our company's average tenure is 12 years, three times the average of the U.S. In 2018, we won local and national psychologically healthy workplace awards from the American Psychological Association as well as back-to-back Aon workplace of the year.

Furthermore, LCPR has implemented diversity and inclusion trainings to ensure that, once hired, these populations are included, respected and successful in their respective roles. By providing mentorship opportunities in which our senior leaders are paired with high potential underrepresented employees we provide exposure and coaching to ensure their growth within the company and in their career trajectory more generally. Our Pride resource group creates space for LGBTQ employees to connect, develop professionally, raise awareness through education and create companywide policy solutions to address representation challenges. We have introduced several training opportunities covering gender-based violence and implicit bias. We partner with Billie Jean King enterprises to aid us in our DEI journey.

In addition to our DEI programs, we also offer employees first class benefits. Our parental leave policy allows new parents 8 weeks of paid leave and an additional 8 weeks for birthing parents. Moreover, we offer an employee assistance program that provides employees and their families with counseling, legal and financial services, and other professional service referrals.

This project will be no exception to our commitment to uplifting underrepresented groups in the telecom industry. We will continue to work with contractors who commit to fair hiring practices and livable wages for their employees. We contract with local companies here in Puerto Rico because we are committed to investing in the island's talent. All contractors and subcontractors will pay employees a minimum of \$15 per hour on this project. We will also routinely validate that our contractors provide their employees valuable job training and registered apprenticeships to expand their skillset and ensure their safety.

Climate Resiliency

Please demonstrate that the applicant has sufficiently accounted for current and future weather- and climate-related risks to new MMG Program infrastructure projects. In particular, each applicant should clearly demonstrate how it is conducting the items listed in III.K in the NOFO.

This response is limited to 6000 characters as an open field narrative.

LCPR is committed to providing broadband service for generations to come. LCPR is acutely aware of the effects of a changing climate being based in Puerto Rico and it is taking a proactive approach to strengthen its network into the future. Hurricane Maria hit the island in 2017 and was the third most costly hurricane in U.S. history. It also caused the longest power outage on record in the U.S. In the aftermath of Hurricane Maria there were 135 failures on the power lines that currently provide service to our project area. It took 10 months to restore broadband to 95% of locations after the storm. LCPR's experience, coupled with the extensive information provided by government agencies like NOAA and FEMA, highlight the need for climate conscious infrastructure.

The National Climate Assessment asserts that demographic and economic factors leave Puerto Rico more vulnerable to extreme climate events and that the island should expect more frequent and severe weather events and in turn, outages in the future. We aim to upgrade the existing network to ensure that, in the case of severe weather, the island can remain connected, particularly to facilitate emergency response preparedness.

According to NOAA, Puerto Rico will experience more frequent and severe hurricanes and flooding events in the future. Additionally, the island will suffer from coastal erosion and sea level rise. FEMA does not provide a risk index assessment for Puerto Rico. These factors highlight the necessity of reinforcing infrastructure to create a redundant and resilient network for the future. Our proposal does just that by replacing the reliance on aerial electrical infrastructure with underground fiber. This not only reduces the exposure of the lines to the elements in that they are underground. However, the introduction of fiber significantly improves the resiliency of the infrastructure in the case of flooding given that it is not powered by electricity.

LCPR currently evaluates the environmental viability of construction areas as prescribed by the environmental policy of Puerto Rico. We particularly focus on riverbeds, wetlands, coastlines, and other erosion prone areas to ensure longevity and climate resiliency. We are willing and able to at any point reroute our construction plans, if we gain new information that points to unsustainability in the long term. These assessments will be made annually during the construction process with the help of the government of Puerto Rico as well as by consulting the resources listed in the MMG NOFO. In the case of a significant climate impact like a total uproot of the highway we would coordinate directly with state and local governments to reassess the area and our options for construction.

Furthermore, we have a detailed Disaster Response and Preparation Plan that ensures that our service area remains connected to the world in the case of a storm.

A dedicated team of analysts in our Network Operations Center ("NOC") closely follow the National Hurricane Center and NOAA for weather advisories and developments affecting Puerto Rico, while also monitoring outages, network failures, and other conditions that may require special attention to avoid degraded service. Additionally, the NOC provides software upgrades and field technician support, as part of its routine network maintenance practices.

Overall, our proposed middle mile accounts for existing risks while also looking ahead to the impending impacts of climate change. We not only commit to building effective infrastructure as we also commit to maintaining service level to the best of our abilities in the face of climate adversity.

Civil Rights and Nondiscrimination Law Compliance

Prior to distributing any MMG Program funding to a prospective awardee, NTIA will require the prospective awardee to agree, by contract or other binding commitment, to abide by the non-discrimination requirements set forth in III.J in the NOFO.

Do you agree to abide by the non-discrimination requirements?

Yes

Certification of Technical Capability

Each applicant must supply a certification attesting that it is technically qualified to complete and operate the proposed project.

[Redacted]

Interconnect Policy

The Applicant must describe in detail the nondiscrimination, interconnection, and network management practices that would be adopted for the project facilities. The Applicant should describe how it will comply with nondiscrimination and interconnection obligations, particularly with connectivity to the public Internet and physical interconnection for the exchange of traffic. In addition to describing network management practices, the Applicant should disclose any practices in place to block access to illegal or harmful content.

This response is limited to 6000 characters as an open field narrative.

LCPR commits to exceed MMG Program obligations by offering wholesale open, nondiscriminatory access to, and use of connectivity services enabled by the funded network infrastructure in perpetuity to any party on reasonable rates and terms. The offered services such as optical transport and carrier ethernet will include both the ability to connect to the public internet and physical interconnection for the exchange of network traffic, subject to technical feasibility and current or reasonably anticipated network capacity limitations. LCPR agrees to display its middle mile network interconnection points and network management policies on its website and will provide timely notice to customers of changes to these policies.

LCPR is the largest provider of network services in Puerto Rico, with redundant optical and MPLS networks providing optical or carrier ethernet transport services ranging from 10 Gbps to 100 Gbps speeds and internet transit service up to 100 Gbps delivered from our San Juan and Guaynabo internet aggregation hubs.

LCPR already provides nondiscriminatory middle mile network connectivity services to most of its competing retail and mobile service providers but seeks to expand the reach and capacity of its network with this application. LCPR will continue to use typical networking practices to manage interoperability and network service delivery with other wired and wireless networks.

LCPR's robust practices employed to block transmission of illegal and harmful content over its retail Internet access services are posted on its website as part of its network management disclosure that complies with the FCC's rules. As part of its commitment to provide nondiscriminatory open access to its funded middle mile network service infrastructure, other than a requirement that such services be used only for lawful purposes, LCPR's middle mile network connectivity service customers will have the flexibility to select their own practices for network management and the terms of service applicable to their customers.

Technical Overview

Please describe targeted last mile service objectives, including last mile service provider letters of commitment, agreements, or contracts; and a description of the proposed service offerings, including the pricing of the services to be offered over the proposed facility.

This response is limited to 6000 characters as an open field narrative.

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[Redacted text block]

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[REDACTED]

Applicants are encouraged to upload supplemental documentation.

[REDACTED]

Competitive Landscape

The Applicant should describe existing middle mile offerings in the area, if any, including competitor data if applicable. This should include a description of the proposed service offerings, including the pricing and technology of the services to be offered over the proposed facility. Where possible, Applicant’s project should be able to demonstrate a decline in middle mile costs that are likely to flow through to consumer broadband prices.

This response is limited to 6000 characters as an open field narrative.

LCPR is, as of today, one of the biggest providers of middle mile connections in the island. We have achieved this status with:

- Organic growth of our network in the past two decades.
- Strategic acquisitions of Choice Cable, OneLink and most recently AT&T.
- Construction of the federally funded project, “Uniendo a Puerto Rico” for last mile deployment, awarded in 2020 to us for the development of 43 municipalities (55% of total municipalities).

The second biggest provider of wholesale services in the island is “Claro” (owned by Mexican conglomerate America Móvil), which has built its infrastructure using similar growth strategies as LCPR, such as organic growth, acquisition of grown companies such as “Verizon Wireless” (which owned the incumbent telecom provider, Puerto Rico Telephone Company), and receiving Uniendo-related funds

to build 35 municipalities (45% of total island).

Claro provides copper last mile to the entire island and, recently, fiber last mile, and offers fiber middle mile in some municipalities. Claro wholesale services pricing is, as far as we understand, slightly higher than those of LCPR. An example of that is their partnership with “Neptuno,” a provider of Fixed Wireless Access services across the island, that primarily relies on Claro middle mile to fulfill their obligations.

Additionally, HUB Advanced Networks, LLC, provides wireless backhaul to operators, WISPs, and resellers in Puerto Rico. However, given the fact that they are government-owned and subject to bureaucracy, they are often slow to complete repairs and respond to business inquiries. There are other middle mile providers on the island, however, they are unable to provide the level of service described in this proposal.

MMG funding is needed to expand the capacity and geographic reach of middle mile services and to assure reliability and resiliency through underground construction of new routes. LCPR will implement underground fiber with 864 strands that is expected to handle increasing demand for at least 10 years into the future.

LCPR rates are aligned with the market and will continue to be for the duration of the project. Furthermore, we offer our wholesale products based on capacity requirements, not distance requirements. In our pricing structure, we do not consider the mileage required to serve a customer from their premises to our aggregation point, provided these premises are reachable within our middle mile infrastructure.

All in all, we believe that our proposal bolsters competition in Puerto Rico and that the region will benefit greatly from the grant and the added infrastructure to underserved and unserved blocks. This non-discriminatory and open-access interconnection infrastructure will allow access to more retail competitors, and this will generate, as a direct consequence, a decrease in end users prices and an increase in quality of service in the medium and long term.

Type of technology to be used in proposal:

Fiber Optic Technology

Each applicant of an award to build middle mile infrastructure using fiber optic technology shall certify that the proposed project, upon completion, will include direct interconnection facilities that will facilitate the provision of lit broadband service, at speeds not less than 1 Gigabit per second for

downloads and 1 Gigabit per second for uploads to anchor institutions located within 1,000 feet of the middle mile infrastructure, as detailed in the Template CAI below.

Do you agree to certify to the above?

Yes

Upload Template CAI. Required for Fiber Optic Technology, optional for Wireless or Other.

An eligible entity applying for a middle mile grant may seek, and the Assistant Secretary may grant, a waiver of the requirements set out in the previous paragraph, in full or in part, to the extent the eligible entity demonstrates that the requirement is not technically or economically feasible.

Do you plan to apply for a waiver? If yes, please attach the waiver application in the Application Workspace, the Application Information section, Required Documents under Required Document Question 4 "Additional Waiver Upload".

No

Network Route Maps

Applicants should provide a physical network map that includes the following (if applicable):

The Project Area and those unserved and underserved areas which it will enable.

Applicant's pre-existing service area that demonstrates current service levels.

The physical path of the network's transmission medium (e.g., backbone and lateral cable routes, microwave links), transmission type, technology, operating bandwidth, capacity (e.g., dark vs. lit strand count), and cable placement (e.g., aerial, burial) should be displayed.

Points of interconnection (purely passive and non-environmentally controlled nodes, e.g., splice points are optional):

Provider Facilities

Collocation Facilities

Private Interconnection Points with partnering service provider/private network

Wireless towers and associated coverage areas.

Anchor institutions within 1,000 feet, if desired.

Additionally, the maps should delineate between network and facilities that are:

- Part of the Applicant's/key partners' existing network;

- Proposed as part of this project;

- Leased from a third party;

Utilized under some alternative arrangement; or
Relevant to interconnection with either Last Mile or Middle Mile service providers.

PLEASE NOTE: Only ESRI Shapefiles will be accepted and uploaded.



Data Submission Specification

There is a template “Upload Template Data Submission Specification” which shall be uploaded. Applicants must complete the table with information for all interconnection points proposed for the network. This table has three required fields: Point Name, Latitude and Longitude. This should accommodate all of the points of interconnection (passive, non-environmentally controlled points of interconnection, e.g., splice points, may be excluded), collocation facilities, central offices, head ends, and other centralized facilities, network access points to Last Mile service providers, Internet peering points, and towers.



Network Diagram

The Applicant must provide a high-level network diagram to be uploaded for the project that is a representation of the network, capacities, and facilities. The diagram must clearly denote which of the network elements already exist. The diagram should show:

The links between the network nodes. The types of facilities used in connecting the network elements (fiber, wireless microwave, etc.).

The points of interconnection and collocation facilities, including Internet peering points, access to local exchange carriers, central offices, or cable head ends.

The proposed aggregation node facilities that will provide the egress point(s) from the broadband backbone to the networks of the selected service provider(s), named Last Mile service providers, and the selected named Internet Service Provider(s) in the new infrastructure.

The Applicant should show which technologies are used and include bandwidth capacity constraints.



Environmental Narrative

Any project-related activity that may adversely affect the environment must not be undertaken prior to the completion of the environmental review process prescribed by NTIA. Doing so may jeopardize consideration of the application.

All Applicants for MMG projects must comply with the National Environmental Policy Act, the National Historic Preservation Act, and the Endangered Species Act, and other applicable environmental regulations.

Please provide a service-area environmental description that describes the physical project area and its surroundings (e.g., disturbed or developed land vs. open space; adjacent natural resources, such as rivers, wetlands, or forestlands; and any protected lands or resources in or near the project area), including site photographs and aerial photographs (e.g., Google Earth or Google Maps images), if the project includes construction and/or ground disturbing activities.

This response is limited to 12000 characters as an open field narrative with image files to be uploaded.

LCPR plans to construct new underground middle backbone infrastructure in the entirety of the proposed route. Our existing aerial cables will be removed from the rented posts and will be reused or resold where possible. Otherwise, they will be disposed of using a licensed disposal company. This project will be exclusively constructed on existing roads and highways to minimize environmental disturbance and alteration. LCPR will fully trench for conduits with cables under these roads and highways and will need to use a trencher to cut the asphalt, a bulldozer to move excess dirt and asphalt and a boring machine in some cases to lay the conduits in location that cutting the roads is not permitted. To minimize disruption, LCPR will use suction and water to control dust and debris. LCPR will pause construction during rain and implement erosion control measures to prevent contamination of water sources. Furthermore, LCPR will dispose of all asphalt or dirt via our contractors who sell it or give it away to other construction companies for their use and any leftovers will be disposed of in a licensed landfill.

The proposed route would pass near Hacienda Buena Vista natural protected area and the Conservation Easement Foreman. The route would cross several rivers including Rio Grande de Loiza, Rio Guayanes, and Rio Humacao. However, it would be constructed under the existing highway and street bridges minimizing invasion of the natural environment. There is a small freshwater emergent wetland in the municipality of Yabucoa. However, given the existing highway, the route would not

directly interact with it.

Upload Map Images:

Template Table of Funded Partners and Unfunded Collaborators

List all funded and unfunded project collaborators, including partners, subrecipients, match providers, major contractors/supplies, details on role/scope of work for project. A fillable Template of Funded Partners and Unfunded Collaborators can be found in found in the MMG ZIP folder.

Certificate of Operational Capability

Each applicant must supply a certification from an officer-level employee (or individual of comparable rank) attesting to the applicant's operational capability to complete and operate the proposed project.

If the applicant has provided a voice and/or broadband internet access service, it must supply a certification from an officer-level employee (or individual of comparable rank) attesting that it has filed FCC Form 477s and the Broadband DATA Act submission, if applicable, to the extent required during this time period and otherwise complied with the Commission's rules and regulations. Alternatively, the applicant must explain any pending or completed enforcement action, civil litigation, or other matter in which it was alleged to have failed to comply with Commission rules or regulations.

If the applicant has operated only an electric transmission or distribution service, it must submit qualified operating or financial reports that it has filed with the relevant financial institution for the relevant time period along with a certification that the submission is a true and accurate copy of the reports that were provided to the relevant financial institution.

If applicable, the applicant must submit a certification from an officer-level employee (or individual of comparable rank) that is has operated a middle mile broadband network for at least two years or that it is a wholly owned subsidiary of such an entity and must specify the number of years the applicant or its parent company has been operating.

Certification of Financial Capability

Each applicant must supply a certification from an officer-level employee (or individual of comparable rank) attesting that it is financially qualified to meet the obligations associated with a project, that they will have available funds for all project costs that exceed the amount of the grant, and that they will comply with all MMG Program requirements, including service milestones.

Letter of Credit

During the application process, each applicant must submit a letter from a bank meeting eligibility requirements consistent with those set forth in 47 C.F.R. § 54.804(c)(2) committing to issue an irrevocable stand-by letter of credit, in the required form, to the applicant. The letter shall at a minimum provide the dollar amount of credit offered and the issuing bank's agreement to follow the terms and conditions of NTIA's model letter of credit. NTIA shall publish on its website a model letter of credit substantially similar to the model letter of credit established by the Federal Communications Commission in connection with the Rural Digital Opportunity Fund (RDOF - Rural Digital Opportunity Fund Order, 35 FCC Rcd at 773-77, Appx. C.).

NTIA will ensure, prior to issuing a middle mile grant award, that each eligible entity obtains an acceptable, irrevocable standby letter of credit in a value of no less than 25 percent of the award amount.

Each eligible entity shall provide with its letter of credit an opinion letter from its legal counsel clearly stating, subject only to customary assumptions, limitations, and qualifications, that in a proceeding under Title 11 of the United States Code, 11 U.S.C. § 101 et seq. (the "Bankruptcy Code"), the bankruptcy court would not treat the letter of credit or proceeds of the letter of credit as property of the winning bidder's bankruptcy estate under Section 541 of the Bankruptcy Code.

Audited Financial Statement (Previous 3 Years)

Each applicant shall submit financial statements from the most recent fiscal year that are audited by an independent certified public accountant. If the applicant is not audited in the ordinary course of business, in lieu of submitting audited financial statements it must submit unaudited financial statements from the three prior fiscal years and certify that it will provide financial statements from the three prior fiscal years that are audited by an independent certified public accountant by an NTIA

specified deadline.

***You must provide 3 years of audited financial statements.**

[REDACTED]

Historical Financial Statements (Previous 3 Years)

Each applicant shall submit financial statements from the three prior fiscal years that are audited by an independent certified public accountant. If the applicant is not audited in the ordinary course of business, in lieu of submitting audited financial statements it must submit unaudited financial statements from the three prior fiscal years and certify that it will provide financial statements from the three prior fiscal years that are audited by an independent certified public accountant by an NTIA specified deadline.

***You must provide 3 years of historical financial statements.**

[REDACTED]

Budget Narrative

Applicants will create and submit a budget narrative that adequately describes all proposed activities and costs for their grant-funded project. Applicants must complete the file template, fill in all required information, and upload the file . The file must be uploaded as a Word file, and not converted to a PDF. You can find additional guidance in the MMG Application Guidance.

[REDACTED]

Template Detailed Budget Justification

The Detailed Budget Justification spreadsheet must reflect the cost categories that appear on the SF-424 and SF-424C and include itemized calculations for each cost placed under those categories. A fillable Template Detailed Budget Justification can be found in found in the MMG ZIP folder.

Any other funding provided for this project?

No

Template Pro Forma

Pro forma financial projection and analysis related to the project's sustainability, inclusive of subscriber (e.g., last mile network connections, other wholesale services), across an eight-year forecast period. A fillable Template Pro Forms can be found in the MMG ZIP folder.