

**REQUEST FOR PROPOSALS FOR DESIGN, BUILD, FINANCE AND OPERATE
WARREN COUNTY BROADBAND EXPANSION THROUGH A PUBLIC-PRIVATE
PARTNERSHIP AGREEMENT PURSUANT TO INDIANA CODE 5-23**

Issued: November 15, 2022

Questions Due: November 28, 2022

Responses Due: December 19, 2022 @ 4p.m. EST

Contact: Ben Dispennett, ben@warrenadvantage.onmicrosoft.com

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I. INTRODUCTION

A. Statement of Intent and Project Overview

In accordance with IC 5-23-4.5, the Warren County Local Economic Development Organization (“LEDO”) on behalf of the Warren County Commissioners in Warren County Indiana (“County” or “Warren County”), invite any and all qualified parties to submit responses (“RFP Response”) to this Request for Proposal (RFP”) regarding a proposed approach to, designing, constructing, financing, operating, and maintaining and/or transferring a development of an extension of broadband services further described below (the “Project”) under a public-private partnership. The purpose and intent of the Project is to increase the availability of high-speed broadband service for the benefit of all the citizens of Warren County.

Prospective Respondents (“Respondent”) that anticipate responding to this RFP shall indicate their intention as soon as possible by providing contact information via e-mail to the representative of the County listed below. At the time of notice, prospective Respondents will be provided access to the County data room of relevant documents. All questions or requests for information regarding this RFP should be directed only to the representative of the County as listed below. Please DO NOT contact any officials or related parties of the County.

The County is not responsible for costs or damages incurred by Respondents, members of a Respondent, subcontractors, or other interested parties in connection with the solicitation process, including but not limited to costs associated with preparing responses, qualifications, and proposals and participating in any conferences, oral presentations, or negotiations.

B. Scope, Goals and Objectives of the Project

This RFP reflects the commitment of LEDO to ensure high-speed broadband is available to as many residents and businesses in the County to further economic development. The successful Internet Service Provider or other organization responding to this RFP will be expected to deploy a network that meets the eligibility requirements set forth in the American Rescue Plan Act of 2021 (ARPA), PL 117-2 (March 11, 2021), which amends Title VI of the Social Security Act (42 U.S.C. 801 et seq.), including the Treasury Final Rule [31 CFR Part 35 RIN 1505-AC77]. Successful Respondents will demonstrate a clear and achievable plan to deliver high-speed, reliable, and affordable broadband communications services in Warren County. This RFP is the first step in a procurement process which encourages Respondents to offer innovative and creative plans to complete the Project. Through this public-private partnership, the County seeks (1) creativity in design and execution; (2) innovative approaches to delivery and financing; and (3) an expedient and integrated design and construction timeline that will create the greatest value for the County’s citizens.

C. Overview of Procurement Process

This RFP requests prospective Respondents to formally express their interest in bidding on the Development of the Project utilizing the Indiana Code § 5-23 Build Operate Transfer Model. Section II summarizes the general Project Specifications and Section IV contains the contents and required and desired Project attributes. It is the intent of the County after receipt of the responses

to this RFP to issue an award of a Public Private Agreement to select a Respondent to partner with the County in Providing high-speed broadband services to the residents of Warren County.

The County will review responses to this RFP to determine Respondents' experience, expertise, proposed approach, and creative ideas to achieving the project. In addition to submitted materials, the County will meet with selected Respondents to discuss approach and emphasized requirements of the project. The information gathered from this process will inform the award of a Public Private Agreement.

II. PROJECT SPECIFICATIONS

The County seeks Respondents' creative ideas and innovations as part of this RFP. The general aspects of the Project which Respondents should consider, and address are as follows:

A. Business Case of Services

(1) Warren County

Rural Warren County competes across Indiana as an attractive place to live or have a business. Out of 92 Indiana counties, Warren County has high rankings including the following: educational attainment of a high school degree or higher diploma (12th), in the median income(19th), and in health outcomes (4th). Warren County's success comes from its high performing K-12 school district, a local Ascension-St. Vincent hospital, and it's strong manufacturing and agricultural industries. County manufacturers and agricultural businesses engage in testing new technology and IOT advancements due to collaborations with Purdue University, Ivy Tech, and the Wabash Heartland Innovation Network ("WHIN"). County residents working at large employers such as Purdue University, Caterpillar, etc. are needing broadband connectivity to meet ongoing remote work opportunities.

Local and regional economic development is strong and is expected to significantly increase due to several advanced manufacturing plants coming online near Purdue University. A recently announced semi-conductor plant represents a \$1.8B investment and will create 750 high earning jobs. Additional supply chain industries are expected to follow. INDOT will begin widening SR26 in 2023 which will further increase connectivity to the Purdue University and these advanced manufacturers. The combination of these factors is necessitating broadband expansion to support current needs and this forecasted growth. The Indiana Economic Development Corporation ("IEDC") has awarded \$30M toward attracting and retaining talent in Warren, Tippecanoe, Carroll, Benton, Fountain, and White counties. The County intends for it's funding share to go toward broadband solutions. The County is largely unincorporated with a relatively low population density rate. Large areas are dedicated to agriculture in row crop, animal production, and timber. Pine Creek and the Wabash River watershed represent significant areas and create terrain changes along with densely forested areas. While these characteristics make the county attractive to residents, these same items also contribute to the challenge of providing broadband services.

A survey collected 2021-2022 by the Warren County Economic Development Organization demonstrated strong market demand for broadband improvements with the following highlights:

- More than 60% indicated that their current internet service was NOT meeting their needs
- Speed test showed 70% were receiving less than 25mbps download
- Majority indicated improved upload/download would be primary reason to switch providers
- 50% indicated paying \$50-\$99 per month, 20% indicated paying more than \$100 per month
- 60% indicated a willingness to pay additional \$10-\$20+ per month for better services

Additional maps and information demonstrating market demand available in Data Room.

(2) Expansion Opportunities of Project

The economic development organization of Warren County and Vermillion County have discussed collaborations and funding opportunities to provide broadband services along the I-74 corridor for current businesses and future development. In addition, broadband services are needed to cover residential, educational, and business needs that stretch north from The Rise industrial park to the residential subdivisions along the Vermillion and Warren County border. Warren County is also part of a 6-county region that received \$30M in funding from the states READI program aimed at attracting and retaining talent. The funds are being invested in projects to improve quality of life, such as broadband.

(3) Available Project Incentives

LEDO acknowledges that creating adequate broadband in the unserved areas would likely require a private enterprise to invest capital and operational expense in advance of demonstrated, adequate market demand for the defined products. As such, the County is prepared to invest up to \$5 million to catalyze a broadband solution with qualified and committed partners. The award may be granted to one provider in full or distributed among multiple Respondents that commit to meeting the goals and conditions outlined in the subsequent RFP and in attendant negotiations. Up to \$3M of County's capital investment may utilize ARPA funds with its associated requirements. The purpose of the funding will be to defray the cost of the infrastructure necessary to meet the requirements of the RFP. The County has an expedited permitting process for broadband builds and will provide resources to assist with the project's success.

(4) Desired Broadband Solution

LEDO seeks to make available high-speed broadband services to as many premises in the County as possible, specifically to underserved or unserved households and businesses. The network is intended to support remote learning, remote workers, telehealth, precision agriculture, and advanced manufacturing to bolster the county's economic growth.

The high-speed broadband services shall specifically provide a service designed to reliably meet, or exceed, a symmetrical speed of 100 Mbps download and 100 Mbps upload; or in cases where the symmetrical 100/100 Mbps service is not practicable, provide a service designed to reliably meet or exceed 100 Mbps download and at least 20 Mbps upload speeds, and be scalable to a minimum of 100 Mbps download and 100 Mbps upload. Final Rule [31 CFR Part 35 RIN 1505-AC77].

The Project is technology agnostic. Both wireless and wireline solutions will be considered, but any awards made must consider guidelines for broadband infrastructure included in the American Rescue Plan Act. Additionally, LEDO requires the following:

- a) universal coverage across a Respondent’s identified project geography;
- b) delivery of desired levels of broadband services at affordable price points; and
- c) systems to ensure reliable service uptime with consideration of environmental factors.

The Project intends to use local funds in addition to ARPA funds that are available. The ability of an Respondent’s proposal to meet all ARPA requirements is important, but not essential to Respondent involvement in the Project. However, the Respondent shall clearly and thoroughly define any proposed solutions or technical alternatives which may not meet the eligibility requirements of ARPA due to constraints with geography, topography, or excessive costs, but will expand high-speed internet to un/underserved premises.

B. Desired Service Locations

The County desires that the service extend to the maximum possible area which should include the unincorporated areas of Warren County along with the incorporated towns of Pine Village, State Line, Independence, and West Lebanon (hereinafter primarily referred to as “the Primary Service Areas”) are identified as the primary areas within the scope of this work. The incorporated town of Williamsport is a secondary service area and is not intended to receive project funding. Should Respondent see a value proposition by including Williamsport in the overall project, the Respondent must separate out these project impacts, benefits, and note if any local funding is required to subsidize Williamsport coverage.

Additional maps and county GIS layers are available in the data room.

Respondents should be aware that the Primary Service Areas are challenged by elevation changes and surrounded by densely forested areas.

LEDO understands providing broadband internet to every premise in the Primary Service Areas is challenging for a range of reasons and may require additional projects or funding to accomplish. Thus, LEDO seeks proposals that state clearly how many premises will be covered and at what levels of service. When evaluating proposals, LEDO will view favorably those that maximize the number of passings the solution would reach. Proposals not fully covering the Primary Service Areas are encouraged to include a paragraph describing requirements to expand their broadband solution to the entire Primary Service Areas.

III. SOLICITATION & RFP REQUIREMENTS

A. Submission Deadline

RFP Responses must be received by the County as provided below by

Responses must be received by 4:00 PM local time on December 19, 2022.

(the “Submission Deadline”). Only complete RFP Responses delivered on or before the Submission Deadline will be accepted by the County. RFP Responses delivered after the Submission Deadline will be automatically rejected and returned unopened to the Respondent.

B. Delivery of Response

All RFP Responses shall be delivered as an electronic PDF to the following person via e-mail (“Contact”): Ben Dispennett, ben@warrenadvantage.onmicrosoft.com

C. Questions and Requests for Clarification

Ben Dispennett, ben@warrenadvantage.onmicrosoft.com

D. Data Room

A data room has been set up with additional information and studies regarding the County broadband needs. Upon receipt of RFP Notice of Interest receipt from a Respondent, access to these materials will be granted for Respondent review in preparation of their response. Send Notice of Interest to Ben Dispennett, ben@warrenadvantage.onmicrosoft.com

E. Anticipated Procurement Schedule

| KEY NEXT STEP | EXPECTED TIMING |
|--|------------------------|
| RFP Issued | November 15, 2022 |
| Deadline for Questions regarding the RFP | November 28, 2022 |
| Approximate Date for County’s response to Questions/ Clarifications | December 5, 2022 |
| RFP Responses Due | December 19, 2022 |
| Committee Announcement of Respondents Selected for Further Due Diligence and Negotiations | January, 2023 |
| Sign Confidentiality Agreements with Qualified Respondents | January 2023 |
| Anticipated Negotiation with Responsible Respondents | January-February 2023 |
| Best and Final Proposals Due to County (if required) | March 15, 2023 5pm |
| County Recommends Respondent as its Developer for the Project | April 1, 2023 |

This schedule is for illustration purposes only and should not be construed as binding; except that all RFP Responses shall be submitted by or before December 19, 2022.

IV. FORMAT AND CONTENT OF RFP RESPONSE

A. Format of Response

The RFP Response shall be typed, single sided, on 8 1/2" x 11" paper in English using no less than 11-point font with 1" margins on all sides. The RFP Response shall include a table of contents, which identifies the major RFP Response sections as outlined herein, and any illustrations, tables, charts, graphics or exhibits included in the RFP Response. The RFP Response shall not exceed 25 pages, excluding exhibits.

Respondents shall submit one (1) electronic copy via e-mail in searchable and printable format.

B. Content of Response

All RFP Responses must clearly and thoroughly address each of the components listed below. Respondents are advised to provide a level of thoroughness that will enable Warren County to clearly understand how the proposal will allow Warren County to achieve its objectives. Respondents should focus their responses on Warren County-specific elements as opposed to including generalized or marketing statements and collateral.

1. Respondent and Sub-Contractor Information

- Organization name, address, phone, email, and website
- Contact person name, title, address, phone, and email (if different from the above)
- Overview of Respondent's services and statement of core business competencies, particularly any such services currently available in Warren County and/ or surrounding counties
- Brief explanation as to why the Respondent is interested in this RFP and expanding its broadband service offerings into or within Warren County, and how such network expansion fits within Respondent's broadband footprint.
- Partners or outside vendors that will be utilized to complete any portion of the Project. If a subcontractor or partner will be responsible for any portion of the services, Respondent should identify its plan for replacing the subcontractor or copartner if: (1) the subcontractor or partner's services are unsatisfactory, and/ or (2) they no longer are the subcontractor or partner. Be advised that the Warren County Commissioners must be notified of any replacement subcontractor or partner at the time the change is made and in advance of agreement execution or commencing of work under such subcontract or partner relating to the Project, as applicable.

2. Respondent Experience, Partnerships and Financials

- Overview prior experience designing, planning, constructing, financing, operating, and/ or maintaining infrastructure and projects like the Proposed project for Warren County. Respondents are further required to provide a narrative, including references and any measurable benefits, for any similar projects to that which the Respondent is proposing for Warren County.
- Overview and resumes for Respondent’s executive team and any individuals who will be directly involved in the proposed Project in Warren County.
- Three Years of Audited Financial Statements for Respondent or alternatively a comprehensive set of financial documents that would provide the County with information to satisfy the County that Respondent possesses adequate financial stability and resources to undertake and complete Respondent’s proposed solution(s).

3. Respondent Proposed Build-Out and Network Operations

- Proposed wireless and fiber network architecture, including the incorporation of existing vertical assets through mutually agreeable lease arrangements with Warren County and the construction of new vertical assets, as needed.
- If the Respondent is proposing a fiber solution, please further detail: (1) whether the network will be Gigabit Passive Optical Network (GPON) or Ethernet Passive Optical Network (EPON), or otherwise; (2) whether the fiber infrastructure will be provided to the home (“Fiber-to-the-Home” or “FTTH”)/ to the premise (“Fiber-to-the-Premise” or “FTTP”), to the node (“Fiber-to-the-Node” or “FTTN”), or other; (3) the total number of strands proposed in the network; and (4) how many of said strands will be allocated to Warren County for its use.
- If the Respondent is proposing a fixed wireless solution, please further detail: (1) the anticipated spectrum band for such deployment; (2) whether it is licensed or unlicensed; (3) whether the solution aligns with 4G/5G 3GPP standards; and (4) the approximate percentage of Broadband Infrastructure that will be new construction and the percentage of Broadband Infrastructure that will be existing County-owned or privately owned assets.
- Proposed phases, cost, and estimated timeline for each phase, if applicable; and estimated cost and timeline for full Project completion.
- Respondent should fully detail the information and/ or support that would be required from the Warren County Commissioners in order to meet the proposed timelines, including, but not limited to financial contribution, permits, consents, approvals, authorizations; access to available assets including fiber, conduits, real estate, and/ or vertical assets; public outreach and education campaigns; and network testing.

- If Respondent is seeking financial contribution from Warren County, it must detail what percentage this constitutes of the overall Project cost.
 - If Respondent is seeking access to Warren County-owned assets, it must provide a list of the asset(s) and cost that it is willing to contribute in order to be granted access to such asset(s).
- Please confirm timeline to procure material and labor to meet the installation as proposed in your solution(s). Note any supply chain and/or labor needs or issues upon which the timeline is contingent. The Respondent shall further provide its plan for training and staffing of the Project to overcome any labor shortages.
- Scalability of the proposed Broadband Infrastructure as residential, commercial, and institutional bandwidth demands in Warren County continue to increase.
- Whether the Respondent currently owns and/ or operates broadband infrastructure within Warren County and how would such infrastructure be contributed to the Project.
- The County would prefer an open access network, detail how the Respondent will ensure open access of the Broadband Infrastructure and what carriers, ISPs, data centers, etc. are currently utilizing the Respondent’s network(s) within Warren County or otherwise.
- How does the Respondent ensure user protections and the security of its network?
- Any Respondent awarded under this RFP shall deliver service of at least 100 Mbps download/ 20 Mbps upload and scalable to meet, or exceed, 100 Mbps download and 100 Mbps upload (“symmetrical”) service to end-users in Warren County. Please detail how the Respondent ensure that the requisite broadband speeds are delivered to end users and provide information of such speeds to Warren County and/or such users.
- What percent of Warren County residents will be served with 100 Mbps download/ 20 Mbps upload, or greater, broadband service upon completion of the proposed Project? What percentage of Warren County residents will be served with 100 Mbps download/ 100 Mbps upload symmetrical, or greater, broadband service upon completion of the proposed Project?

4. Respondent Pricing Components

- Respondents shall provide their proposed rate structure for the various end users to which service will be available through the proposed build-out. Respondents must provide one-time costs, such as customer premise equipment (“CPE”)

installation, and recurring costs, such as monthly service costs, for residential customers, commercial customers, and institutional/ governmental customers.

- Respondents shall detail how it will provide its pricing structure(s) to end users and how users are notified of any changes to such pricing structures.
- Network monitoring and customer support/ customer service protocols, including network redundancy, short- and long-term maintenance and upgrades to the proposed network.
- Revenue-share opportunities for Warren County from the Project are considered secondary to Warren County's priorities. However, Respondents should include any proposed revenue-share opportunities in sufficient detail for the Warren County Commissioners to analyze the potential benefit prior to issuing award under the RFP.
- If applicable, Respondent should describe additional funding opportunities that could support its efforts with Warren County (for this project or others in the future).

5. Respondent Existing and Future Operations within Warren County

- Current Respondent office(s) and/ or staff within Warren County. If so, please provide the address of the office and/ or number of staff in Warren County. If not, please provide the address of your closest office location to Warren County.
- Middle mile infrastructure currently owned, leased, or otherwise used by the Respondent in the County. If additional middle mile construction will be needed in order to provide the project contemplated herein, Respondent should detail such construction, including projected cost and timeline by phase, if applicable. Respondents shall further detail what proportion of such cost they would seek from the Warren County Commissioners as a contribution to the total Project deployment.
- Last-mile broadband service that the Respondent currently offers in Warren County, as well as what entities use and are permitted to use such service Warren County (e.g., residents, businesses, government, etc.) and the length of time that such service has been available within Warren County.
- The County's preference is to work in collaboration with the Awardee. Collaboration can take many forms. Please detail how the Respondent proposes to work with Warren County and the purported benefits of such arrangement for each party.
- How the Respondent will market the Broadband Infrastructure to users in Warren County, once available and what assistance is expected from the Warren County

Commissioners for such outreach. The Awardee shall provide clear information to end-users regarding monthly service rates and speeds supplied over the network.

- Any low-cost offers that would be made available with Respondent's service, such as the Affordable Connectivity Program ("ACP"). **NOTE:** Should the Warren County Commissioners contribute a portion of the County's ARP funds to the Project, the Awardee will be required to participate in the ACP program, per the Federal Rules.
- Any additional digital inclusion efforts included in the Respondent's Project.
- How many additional households, businesses, and institutions in Warren County will have access to broadband service as a result of this Project, and at what speed tiers and pricing level. Among the businesses and institutions, please include any small business, elementary school, higher education institution, library, healthcare facility and public safety organization that will have increased access to broadband service.
- Any additional services that will be made available in Warren County through the Respondent's proposed project. This includes, but is not limited to, Internet of Things ("IoT") use cases such as precision agriculture, smart utility monitoring, and others.

6. Specificity of Outcomes

- a. Provide connections to premises in the town limits of Pine Village, West Lebanon, State Line, and Independence
- b. Provide fiber connection between Pine Village, Williamsport, West Lebanon, State Line, and Independence
- c. Minimum speeds of 100/20 mbps
- d. At least 50% of solution should meet ARPA broadband requirements. Please indicate, to the best of Respondent's knowledge, which parts of the solution will meet those requirements.
- e. Provide connections to all premises within 300' of fiber line. (Note: with the exception of premises within Williamsport town limits)
- f. Solution that describes Respondent's proposed method or plans for future broadband growth in county toward 100% connectivity of residents and businesses.
- g. A solution that does not exceed \$5M in capital investment from the County

The County favors solutions that include one, or more, of the following items:

- a. Additional premises served outside of the Primary Service Areas listed above. Respondent to describe county penetration level and method used to provide service.
 - i. Fiber to the premise in Williamsport— no county funds shall be used to fund
- b. 1 gbps symmetrical speeds
- c. Additional services beyond broadband such as phone, cellular services, streaming services, public wifi, etc
- d. No connections fees beyond 300 feet of fiber/road. Respondent to propose further distance.
- e. County control or ownership of fiber asset for County use or to ensure continued build toward 100% broadband coverage of County
- f. A digital inclusion program run by the Respondent

Respondents must provide a solution that meets the minimum outcomes listed. In addition, Respondents may also propose additional solutions that may include broader options for resolution of desired outcomes. Any solution proposed shall detail with specificity any additional financial or other contributions of the County which would be necessary to accomplish such solution.

7. Solution Overview Sheet

Respondent must complete and submit the Solution Overview Sheet found in Appendix A.

C. Confidential Information

If the Respondent should include any confidential information, this section shall include any confidential and proprietary information that the Respondent claims should be exempt from public disclosure. Respondent is solely responsible for reviewing the Indiana's Public Records Act, and applicable law requiring disclosure. Under no circumstances will the County be responsible or liable to Respondent/Developer or any other party as a result of disclosing materials that it determines, in its sole discretion, are not protected by the Act and/or Indiana's Public Records Act, including, without limitation, materials marked "Confidential."

V. Evaluation Criteria

RFP responses shall be evaluated based on the following criteria. This is not intended to be a comprehensive list, nor is the arrangement of the criteria meant to imply order of importance in the selection process:

- PROPOSED BUILD-OUT AND NETWORK OPERATIONS: 40 possible points
 - Number of addresses and areas covered by proposed solution
 - Service level speed and price points to end users
 - Timeline for completion and deployment of broadband solution
 - Solutions capability and future operations to achieve county goals
- FINANCIAL COMPONENTS: 25 possible points
 - County financial investment
 - Respondent's financial contribution
 - Upfront cost to end user
- RESPONDENT EXPERIENCE AND PARTNERSHIPS: 25 possible points
 - Knowledge and technical competence
 - Customer service and acquisition capabilities
 - Financial stability
- INNOVATION: 10 possible points

VI. Examination of Documents and Requirements

Each Respondent shall carefully examine the RFP and thoroughly familiarize themselves with all requirements prior to submitting a proposal to ensure that the proposal meets the intent and requirements. Before submitting a proposal, each Respondent shall be responsible for making all investigations and examinations necessary to ascertain conditions affecting the intent and

requirements. Failure to make such investigations and examinations shall not relieve the Respondent from its obligation to comply, in every detail, with all RFP provisions and requirements.

VII. Post-Proposal Discussions with Respondents

It is the Warren County Commissioners' intent to commence final negotiations with the Respondent(s) deemed most advantageous to Warren County and most likely to deploy broadband to the most County locations (the "Awardee"). Warren County reserves the right to conduct post-proposal discussions with any or multiple Respondent(s).

VIII. Terms, Conditions, Limitations and Exceptions

- This RFP does not commit Warren County to issue an award or to pay any costs incurred in the preparation of a proposal in response to this RFP.
- The proposals will become part of Warren County's official files without any obligation on Warren County's part.
- All proposals received and any or all-supporting documentation are subject to the State of Indiana Public Records Act and the provisions of Indiana Law. The County will use reasonable due diligence where lawful to protect materials clearly marked by any Respondent as "proprietary," "trade secret" or "confidential". General technology approach or business model information does not constitute "proprietary," "trade secret" or confidential information.
- Respondent(s) shall not offer any gratuities, favors, or anything of monetary value to any official or employee of Warren County.
- Respondent(s) shall not collude in any manner, or engage in any practices, with any other Respondent(s) or Third Party, which may restrict or eliminate competition or otherwise restrain trade. This is not intended to preclude subcontracts and joint ventures for the purposes of: (1) responding to this RFP, or (2) establishing a project team with the required experience and/or capability to provide the services specified herein. Conversely, Warren County can combine or consolidate proposals, or portions thereof, for the purposes mentioned herein.
- All proposals submitted must be the original work product of the Respondent. The copying or paraphrasing of the work product of another Respondent is not permitted.
- The RFP and the related responses of the selected Respondent may by reference become part of any formal agreement between the selected Respondent and Warren County. Warren County and the selected Respondent may negotiate a contract or contracts for submission to Warren County for consideration and approval. In the event an agreement cannot be reached with the selected Respondent, Warren County reserves

the right to select an alternative Respondent. The County reserves the right to negotiate with alternative Respondent(s) the exact terms and conditions of the contract.

- Respondents, their authorized representatives, and their agents are responsible for obtaining, and will be deemed to have full knowledge of the conditions, requirements, and specifications of the RFP at the time a proposal is submitted to Warren County.
- Warren County may terminate its review of a Respondent's proposal or an Awardees' performance under a contract in the event of a default by the Respondent or Awardee and a failure to cure such default after receiving notice of default from Warren County. Default may result from the Respondent's or Awardee's failure to perform under the terms of the contract or from the Respondent or Awardee becoming insolvent, having a substantial portion of its assets assessed for the benefit of creditors, or having a receiver or trustee appointed.

Warren County reserves the right to unilaterally disqualify any Proposal which in Warren County's opinion fails to provide information or data requested or which provides materially inaccurate or misleading information or data or, in the County's sole discretion, is determined to not be responsive or responsible. Further, Warren County reserves the right to unilaterally disqualify any Respondent based on any real or apparent conflict of interest that is disclosed by the proposal submitted or any other data or information available to Warren County. This disqualification is at the sole discretion of Warren County. By submission of a proposal hereunder, the Respondent waives any right to object now, or at any future time, before any body or agency, including but not limited to, Warren County's elected officials, officers, agents, or employees, or any court, as to the exercise by Warren County of such right to disqualify or as to any disqualification by reason of real or apparent conflict of interest determined by Warren County.

Warren County shall have the unilateral right to reject any Respondent RFP response including, but not limited to the following:

- 1. Failure to submit the RFP response for Warren County to receive it by the deadline of Friday, December 19, 2022 at 4:00pm Eastern.**
- 2. Failure to submit the RFP response to the correct location.**
- 3. Failure to submit the RFP response in the prescribed formats and number of copies.**
- 4. Failure to include all requested information.**
- 5. Taking exception to the terms, conditions, and specifications herein.**

NOTE: Any deviation/ omission from the preceding list may void a Respondent response.

The issuance of this RFP and the acceptance of a proposal does not constitute an agreement by Warren County that any contract or other agreement will be entered into by Warren County. The County expressly reserves the right to:

- 1. Reject any or all proposals.**
- 2. Reissue the RFP.**
- 3. Accept portions of individual or multiple RFP responses.**
- 4. Request more information and/or clarification of proposals from any or all Respondents.**
- 5. Waive immaterial defect(s) or informality(ies).**

The foregoing granting of negotiation rights does not commit Warren County to accept all or any of the terms of the proposal(s). Final terms of any agreement will be agreed upon during negotiations. Negotiations may be terminated at any time by Warren County for failure to reach mutually acceptable terms.

- Warren County reserves the right to request clarification of any proposal after all proposals have been received.
- Warren County reserves the right to select elements from different individual proposals and to combine and consolidate them in any way that best serves Warren County's interest. Warren County reserves the right to reduce the scope of the project and evaluate only the remaining elements from all proposals. Warren County reserves the right to reject specific elements contained in all proposals and to complete the evaluation process based only on the remaining items.
- Any disputes arising out of this agreement that result in litigation shall attorn to the jurisdiction of an appropriate court either state or federal, for Warren County, Indiana.
- This RFP, the responses thereto, and any awarded contract thereunder shall for all purposes be construed and enforced in accordance with the laws of the State of Indiana and the United States of America without regard to conflict of law principles. All Respondents shall comply with any and all applicable orders, rules or regulations of the Federal Communications Commission ("FCC"), Public Utilities Commission of Indiana ("PUCO"), and Federal and State law in submitting a response to this RFP, and during the term and in performance of any contract awarded as a result of this RFP. The Awardee shall adhere to the requirements of the American Rescue Plan Final Rules, and the requirements of all further guidance issued by the U.S. Department of Treasury, or other applicable federal agency, on the American Rescue Plan, should Warren County utilize American Rescue Plan funds in issuing an award under this RFP.
- Entities submitting proposals must have the capacity to enter into a legally binding contract. All contract(s) amount(s), if any, resulting from this solicitation will be paid

directly to the entity submitting accepted proposal(s). In any accepted proposal(s), to authorize payments directly to another third party upon contracting the proposing entity may be required to fully execute such proper payment authorization forms as acceptable to Warren County.

- The County reserves the right to conduct, for security reasons, a lawful background investigation on the selected Respondents, its principal party(ies), personnel or subcontractors. Respondents agree to cooperate with Warren County in this endeavor and to provide any permitted, reasonably necessary information. The County will, upon the Respondent's written request, provide a copy of such background investigations to the Respondents, to the extent allowable by law. Dependent upon the results of the background check, Warren County may request the Respondents to immediately remove an individual from participation on this project. Respondents shall not knowingly assign any personnel with records of criminal conviction(s) to this Project without advising Warren County of the nature and gravity of the offense. In fulfilling the obligations under this section, Warren County and the Respondents shall comply with all laws, rules, and regulations relating to the making of investigative reports and the disclosure of the information contained therein. Warren County and the Respondents shall, if allowed by law, indemnify, defend, and hold each other harmless against any wrongful disclosure by the indemnifying party, its employees, and/or agents of said reports and the information contained therein.
- All selected Respondents shall be required during the project to cooperate fully, and in any reasonable manner Warren County shall request, with all Warren County officials, officers, agents, employees, contractors, subcontractors and volunteers. Further, selected Respondents shall be required to coordinate their implementation(s) with all other selected Respondents and all other projects that are being undertaken by Warren County. If any problem or difficulty should arise regarding such attempts at cooperation and coordination, Warren County shall be immediately informed and will determine the way the parties are to proceed.

Appendix A: Solution Overview Sheet

| | | Proposed solution meeting County's minimum requirements | | Respondent Alternative Solution Proposal | |
|---------------------------|--|--|---|---|------------------|
| SERVICE OVERVIEW | | Circle answer or fill in the answer | | Circle answer or fill in the answer | |
| 1 | Does the proposal meet ARPA requirements? | Fully – Partially - No | | Fully – Partially - No | |
| 2. | Broadband service levels and cost point. Respondent should list their service plan that best matches the service speed tiers listed below. | Plan Speeds (download/upload) | Plan Price Point | Plan Speeds (download/upload) | Plan Price Point |
| | <i>Example:</i> 100/100 500/500 1G/1G | <i>Plan name</i> ABC plan ABC Plus Plan ABC Best Plan | Providers Speeds 250mb/250mb 400mb/400mb 1G/1G | Monthly cost rate \$65/mo \$85/mo \$105/mo | |
| 2a | 100/100 | | | | |
| 2b | 500/500 | | | | |
| 2c | 1G/1G | | | | |
| 2d | Low household income product | | | | |
| BUILD OVERVIEW | | | | | |
| 3, | Number of premises (passings) to be served | | | | |
| 4. | Number of premises served by wireline to the premise (specify wireline type. Ie fiber, etc) | | | | |
| 5. | Number of premises served by wireless (if any) | | | | |
| 6. | Estimated miles of fiber to be constructed (if any) | Aerial : | Buried: | Aerial | Buried |
| 7. | Number of towers to be constructed (if any) | | | | |
| 8. | Build duration (in months) | | | | |
| 9. | Ability to begin project build in 2023 | Yes – Unsure - No | | Yes – Unsure - No | |
| | | | | | |
| FINANCIAL OVERVIEW | | | | | |
| 10. | Equipment costs or startup costs to end user | | | | |
| 11. | Total capital cost of project | | | | |
| 12. | Ownership of assets and infrastructure | Respondent - LEDO/County - Shared - Other | | Respondent - LEDO/County - Shared - Other | |
| 13. | Cost per premise served | | | | |
| 14. | Total capital requested from county | | | | |
| 15. | Total Respondent investment: | | | | |
| 16. | Respondent Contribution as a Percentage of total cost | | | | |
| 17. | Likelihood to request tax abatement | Yes - No | | Yes - No | |