



RECEIVED

AUG 19 2010

PUBLIC SERVICE
COMMISSION

Jeff R. Derouen, Executive Director
KY Public Service Commission
P.O. Box 615
211 Sower Boulevard
Frankfort, Kentucky 40602-0615

August 18, 2010

Re: WK&T CPCN Application

2010 - 00336

Dear Director Derouen,

Attached for your review is an Application for a Certificate of Public Convenience and Necessity for the construction of fiber-to-the-home (FTTH) in the current operating areas of West Kentucky Rural Telephone Cooperative Corporation, Inc. (WK&T).

On August 4, 2010 WK&T was notified that the USDA Rural Utilities Service (RUS) had accepted an application filed by the Company on March 29, 2010 for a grant/loan award of \$123.8 million. The application was filed in response to the 2009 American Recovery and Reinvestment Act, signed into law by President Obama in February 2009. With this funding, WK&T will bring FTTH throughout its entire service area. It will create new opportunities in employment, education, and entrepreneurship by wiring homes and businesses with facilities to transmit data at 10-100x greater speeds that could be possible with the latent copper-based network.

Please find one original application, 2 additional original maps, and 10 copies.

Under the RUS guidelines the Company is required to have all certifications in place before funds can be appropriated, and construction can commence. We thus request expedited consideration for approval. Thank you.

Sincerely,

Martin Clift
Regulatory Manager

CASE NO: 2010-00336

CONTAINS

LARGE OR OVERSIZED

MAP(S)

RECEIVED ON: August 19, 2010

**COMMONWEALTH OF KENTUCKY
BEFORE THE PUBLIC SERVICE COMMISSION**

RECEIVED

AUG 19 2010

PUBLIC SERVICE
COMMISSION

In the Matter of:

**THE APPLICATION OF WEST KENTUCKY)
RURAL TELEPHONE COOPERATIVE)
CORPORATION, INC. FOR A CERTIFICATE)
OF PUBLIC CONVENIENCE AND NECESSITY)
FOR THE CONSTRUCTION OF FIBER-TO-)
THE-HOME IN CALLOWAY, FULTON,)
GRAVES, HICKMAN, MARSHALL, AND)
MCCRACKEN COUNTIES, KENTUCKY)**

Case No. 2010 -
00336

**APPLICATION FOR CERTIFICATE OF PUBLIC CONVENIENCE AND
NECESSITY FOR CONSTRUCTION OF FIBER-TO-THE HOME**

West Kentucky Rural Telephone Cooperative Corporation, Inc. d/b/a WK&T, pursuant to KRS 278.020 AND 807 KAR 5:001, Sections 8 and 9, hereby submits this application for a certificate of public convenience and necessity (CPCN) for the construction of Fiber-to-the-Home (FTTH) in Calloway, Fulton, Graves, Hickman, Marshall, and McCracken Counties, Kentucky.

1. The full name and address of WK&T is West Kentucky Rural Telephone Cooperative Corporation, Inc., 327 N. 8th Street, Mayfield, Kentucky 42066.
2. A copy of WK&T's Articles of Incorporation is attached as Exhibit A. The Cooperative was incorporated in 1950.
3. WK&T provides telephone service in fifteen exchanges in the aforementioned counties in West Kentucky. Those exchanges are: Cunningham, Fairdealing, Fancy Farm, Farmington, Folsomdale, Hardin, Hazel, Kirksey, Lowes, Lynn Grove,

Lynnville, New Concord, Sedalia, West Plains, and Wingo. The Company provides telephone service to 12,524 lines.

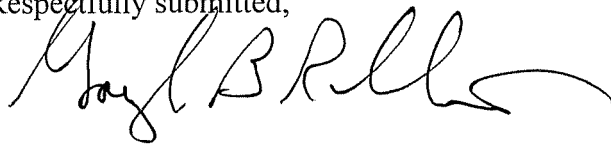
4. On February 13, 2009 the American Recovery and Reinvestment Act (Stimulus Act) was signed into law, providing for federal funds to enable broadband services in rural areas. The Rural Utilities Service (RUS) was instructed to administer a portion of those funds. RUS published the application instructions in a “Notice of Funds Availability” (NOFA) on January 22, 2010. On March 29, 2010, WK&T submitted a Broadband Initiatives Program (BIP) application for a combination of a grant and loan with the RUS under those directives. The application proposed to construct a fiber optic network (FTTH) throughout the current WK&T operating territories in West Kentucky and Northwest Tennessee. The network would pass 21,071 residential and business premises and 99 critical community users.
5. The WK&T application requested funding in the amount of \$123.8 million, split equally between grant (\$61.9 million) and loan (\$61.9 million). \$95.1 million of that amount is for FTTH construction in Kentucky. The FTTH construction in Kentucky will encompass 2,477 route miles. By RUS award standards, the project has to be “substantially complete” in two years and “complete” within three years.
6. The FTTH construction will enable WK&T to provide enhanced broadband services (additional capacity and faster speeds). WK&T will offer broadband at 20mbps. The Company projects that its broadband customers will increase from 8,000 today to 14,500 over the next five years.
7. The proposed project will provide the citizens of West Kentucky with the most advanced broadband infrastructure technically feasible. Fiber optics will be the economic engine for long term economic growth and will create new opportunities in employment, education, and entrepreneurship by wiring homes and businesses with facilities to transmit data at 10-100x greater speeds than could be possible with the

latent copper-based network. Additional summary information, construction plans, cost detail, along with all other financial information, is provided in its application which is attached hereto (attachments 20 and 22). The engineering attestation by Sam Stitcher, professional engineer, is shown in Attachment 15.

8. On August 9, 2010, WK&T received a letter from RUS announcing that it had approved WK&T's application. On August 13, 2010, WK&T replied to RUS that it had accepted its offer. A copy of the offer and acceptance letter is attached as Exhibit B. According to the RUS specifications in that letter, the loan portion of the award will be funded at a "Cost of Money" interest rate over a 26 year term. WK&T anticipates starting construction on this project within 180 days.
9. Pursuant to 807 KAR 5:001, section 9(2)(b), WK&T does not require franchise approval from any public authority to deploy the facilities described herein.
10. Although landline telephone service is available in approximately 12% of premises in the service area from lines provided by competitive carriers, none of those facilities are fiber-optic. There will be no duplication of fiber-optic facilities in the proposed service area.
11. At this time, WK&T does not anticipate any local telephone service rate adjustments associated with the project.
12. A map showing the route of the FTTH construction is included in Exhibit C.
13. WK&T requests expedited treatment of this application in order to meet its commitments with RUS.

Based on the foregoing, and in accordance with KRS 278.020 and 807 KAR 5:001, sections 8 & 9, WK&T respectfully requests that the Commission issue a CPCN to deploy a fiber optic transmission network across all of its operating areas in West Kentucky.

Respectfully submitted,

A handwritten signature in black ink, appearing to read "Gayle B. Robbins". The signature is fluid and cursive, with a long horizontal flourish extending to the right.

Gayle B. Robbins
Robbins & Robbins, Attorneys at Law
101 South Seventh Street
Mayfield, KY 42066
Attorney for WK&T

Wingo, Kentucky, was this day produced to the undersigned and delivered by B. T. Plumlee, President, and Neville B. Mays, Cashier of Bank of Wingo, Kentucky, a corporation, and to be their act and deed as President and Cashier of said corporation respectively, all of which is certified to the proper office for record.

Witness my hand, this 11th day of December, 1950.

Seal

G. B. Henson, Notary Public
Graves County, Kentucky
My commission expires 12-21-50

Original copy filed and recorded December, 18, 1950.

George Glenn Halcher
Secretary of State of Kentucky
Frankfort, Kentucky

By S. S. S.

STATE OF KENTUCKY
Sct

COUNTY OF GRAVES

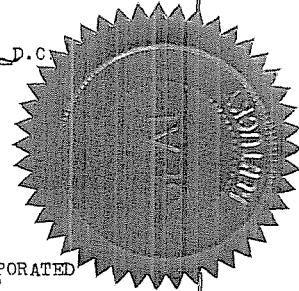
I, R. B. Huie, clerk of the county court in and for the state and county aforesaid do certify that this amendment to Articles of Incorporation was lodged in my office for record on the 20th day of December, 1950, and the same and the foregoing and this certificate have been duly recorded in Articles of Incorporation Book 3 page 259 and 260, in the Graves County Court Clerk's Office, this the 21 day of December, 1950.

R. B. Huie, Clerk,

BY A. Hausman D.C.

I, Bary Kennerly, Graves County Clerk, do hereby certify that the foregoing is a true and correct copy of an instrument as it appears of record in my office in Articles book 3 page 260, this 5th day of March, 20 10.
Bary Kennerly, Clerk
By D. W. Bond C.

ARTICLES OF INCORPORATION
OF



WEST KENTUCKY RURAL TELEPHONE COOPERATIVE CORPORATION, INCORPORATED

We, the undersigned, being natural persons and citizens of the Commonwealth of Kentucky, do hereby execut these articles of Incorporation for the purpose of organizing a nonprofit cooperative corporation (herein call the "Cooperative") under the laws of the Commonwealth of Kentucky, pursuant to an Act entitled "An Act relating to a telephone cooperative, nonprofit corporations, rural telephones and telephone services", approved March 25, 1950, as included in Kentucky Revised Statutes, Chapter 279.

FIRST, the name of the Cooperative is West Kentucky Rural Telephone Cooperative Corporation, Inc.

SECOND, the address of the principal office of the Cooperative is Mayfield, Graves County, Kentucky.

THIRD, the names and addresses of the incorporators of the Cooperative are:

Names	Addresses
Luck Burt	Route # 1, Lynn Grove, Kentucky
Loyd Collie	Route # 5, Benton, Kentucky
Ralph C Edrington	Arlington, Kentucky
Roy Lowe	Lowes, Kentucky
L W Murdock	Route # 1, Farmington, Kentucky

FOURTH, the names and addresses of the persons who shall constitute the first Board of Trustees of the Cooperative are:

NAMES	ADDRESSES
Luck Burt	Route # 1, Lynn Grove, Kentucky
Loyd Collie	Route # 5, Benton, Kentucky
Ralph C Edrington	Arlington, Kentucky
Roy Lowe	Loves, Kentucky
L W Murdock	Route # 1, Farmington, Kentucky

FIFTH, The operations of the Cooperative are to be conducted in the Counties of Calloway, Carlisle, Graves, Hickman, and Marshall, and in such other counties as such operations may from time to time become necessary or desirable in the interest of this Cooperative or of its members.

W. L. Parr, Mayfield, is hereby named process agent.

IN TESTIMONY WHEREOF, We have hereunto subscribed our names this 16th day of July, 1951.

Luck Burt
Loyd Collie
Ralph C Edrington
Roy Lowe
L W Murdock

ACKNOWLEDGMENT

STATE OF KENTUCKY
COUNTY OF GRAVES, SS.

I, Farland Robbins, notary public for the state of Kentucky-at-large, do certify that the foregoing Articles of Incorporation were produced to me in said state and acknowledged by Luck Burt, Loyd Collie, Ralph C. Edrington, Roy Lowe, and L W Murdock, to be their free act and deed and the free act and deed of each of them as incorporators of West Kentucky Rural Telephone Cooperative Corporation, Inc.

Witness my hand, this the 16th day of July, 1951.

Seal

Farland Robbins, Notary Public
State - At - Large, Kentucky
My commission expires Sept. 7, 1954

Original Copy filed and recorded, July 23, 1951,

George Glenn Hatcher
Secretary of State of Kentucky
Frankfort, Kentucky

By S S S, Deputy

STATE OF KENTUCKY
COUNTY OF GRAVES, Sct.

I, R. B. Huie, clerk of the county court in and for the state and county aforesaid do certify that the foregoing Articles of Incorporation was lodged in my office for record on the 25 day of July, 1951, and the same and the foregoing and this certificate in Articles of Incorporation book 3 page 260 have been duly recorded in my office/this 26 day of July, 1951.

R. B. Huie, clerk

By A. H. Housman D.C.

Exhibit B



COPY

United States Department of Agriculture
Rural Development

Mr. Trevor Bonnstetter
Chief Executive Officer
West Kentucky Rural Telephone
Cooperative Corporation, Inc.
237 North 8th Street
Mayfield, Kentucky 42066

AUG 6 2010

Dear Mr. Bonnstetter:

We are pleased to inform you that the Rural Utilities Service (RUS) has approved a loan/grant combination to your organization under the Broadband Initiatives Program. We are offering you a grant in the amount of \$61,899,999 and a loan in the amount of \$61,900,001. The loan portion will be at the Cost of Money interest rate for a term of 26 years. This award is subject to the terms of the enclosed Loan/Grant and Security Agreement and Promissory Note. The RUS designation for this project is Kentucky 1107-B40. This designation should be referenced in all future correspondence concerning this award.

Please review the enclosed documents and indicate your acceptance of this offer by having the President sign the second copy of this letter and, within 7 calendar days, return it to:

Mr. Kenneth Kuchno
Rural Utilities Service/USDA
Stop 1599, Room 2868, South Building
1400 Independence Avenue, SW
Washington, DC 20250-1599
Fax: (202) 690-4389

Additionally, please provide the following information for incorporation into the final executed versions of the legal documents: (1) your company's organization number; (2) the name of a parent company, if any; and (3) the names of all subsidiaries, if any. Upon receipt of this information and the signed offer letter, RUS will then send executed versions of the legal documents.

Sincerely,

JONATHAN ADELSTEIN
Administrator
Rural Utilities Service

CONCURRENCE:

West Kentucky Rural Telephone
Cooperative Corporation, Inc.

By: Anthony Goodman
Name: Anthony Goodman
Title: President
Date: 08/12/10

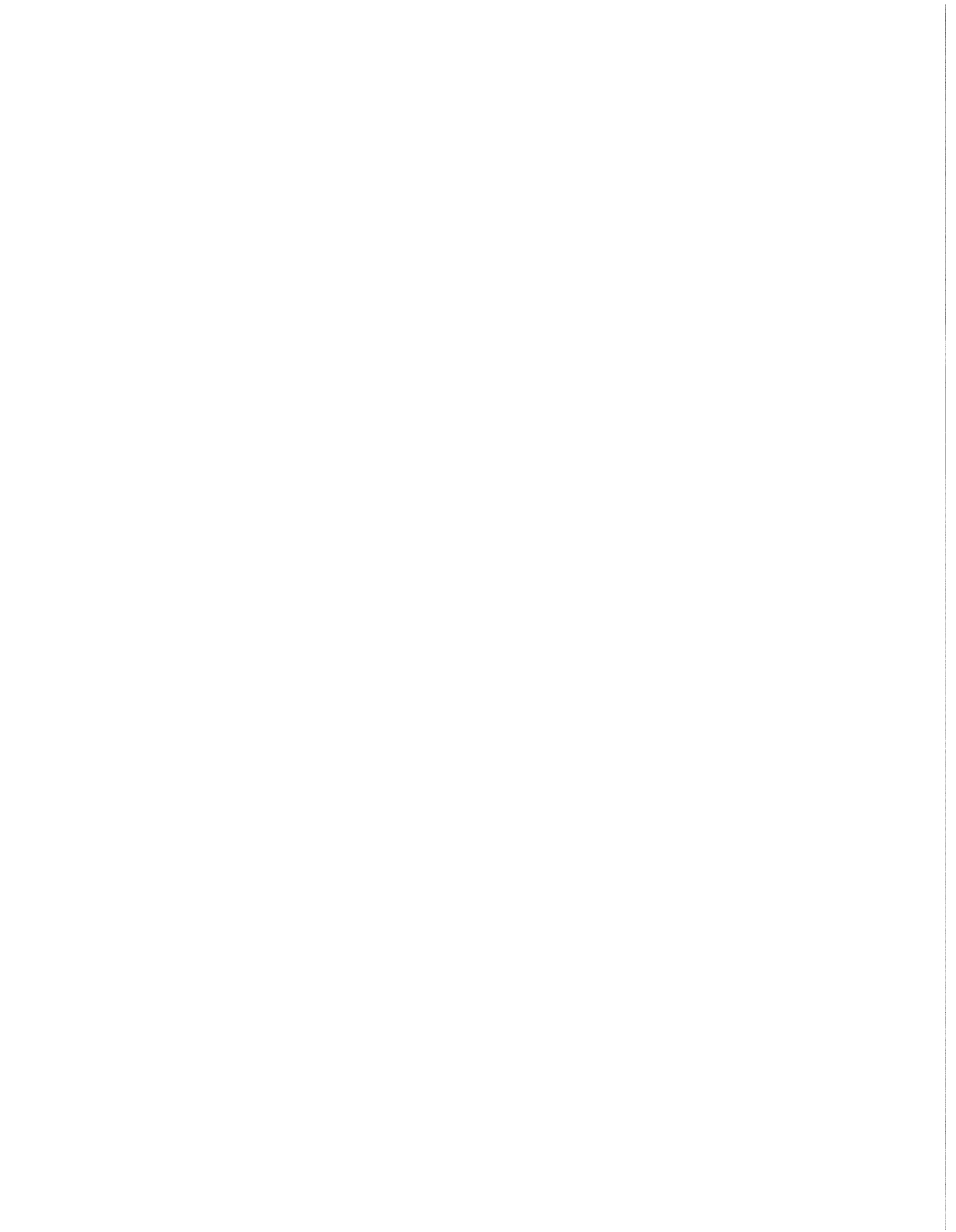
Enclosures

AA# BB475

1400 Independence Ave, S.W. - Washington DC 20250-0700
Web: <http://www.rurdev.usda.gov>

Committed to the future of rural communities.

"USDA is an equal opportunity provider, employer and lender."
To file a complaint of discrimination, write USDA, Director, Office of Civil Rights,
1400 Independence Avenue, S.W., Washington, DC 20250-9410 or call (800) 795-3272 (Voice) or (202) 720-6382 (TDD).





**Broadband Infrastructure Application
Submission to RUS – Broadband Infrastructure Program**

Submitted Date: 3/29/2010 2:10:00 PM	Easygrants ID: 5370
Funding Opportunity: Broadband Initiatives Program	Applicant Organization: WEST KENTUCKY RURAL TELEPHONE COOPERATIVE CORPORATION INC
Task: Submit Application - BIP	Applicant Name: Mr. Martin Waterman Clift Jr.

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A. General Application Information

Applicant Information	
Name and Federal ID for Applicant	
DUNS Number	005842760
CCR # (CAGE)	5KF65
Legal Business Name	WEST KENTUCKY RURAL TELEPHONE COOPERATIVE CORPORATION INC
Point of Contact (POC)	JAMES STOKES 2706741000 Ext. jstokes@wk.net
Alternate POC	BARRY ADAIR 2706741000 Ext. badair.wk@wk.net
Electronic Business POC	JAMES STOKES 2706741000 Ext. jstokes@wk.net
Alternate Electronic Business POC	BARRY ADAIR 2706741000 Ext. badair.wk@wk.net

Name and Contact Information of Person to be Contacted on Matters Involving this Application:	
Prefix	Mr.
First Name	Martin
Middle Name	Waterman
Last Name	Clift
Suffix	Jr.



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Telephone Number	270-674-1000
Fax Number	
Email	mclift@wk.net
Title	Regulatory Manager
Business Mailing Address of Applicant	237 N. 8th Street Mayfield, KY 42066

Additional Contact Information of Person to be Contacted on Matters Involving this Application:

Project Role	Name	Phone	Email
Secondary Point of Contact	Mr. James , Stokes	2706741000	jstokes@wk.net

Environmental Point of Contact

Prefix: Mr. Name: Sullivan, Craig Suffix: Telephone Number: 2706741000 Title: Plant Superintendent
--

Additional Organization Information

Type of Organization	Cooperative or Mutual
NON-CONFIDENTIAL: Summary of Organization	West Kentucky Rural Telephone Cooperative Corporation, Inc; (WK&T) is a not for profit telecommunications company formed over 50 years ago, to provide advanced telephone and related communications to rural West Kentucky at reasonable and affordable prices. It is member-owned; its customers are its owners. Today WK&T serves approximately 16,000 customers in



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	West Kentucky and West Tennessee. Being a rural area, it members must rely upon WK&T to bring advanced broadband technology to the marketplace, where competitive choice from cable and wireless carriers is non-existent and/or limited.
Is the organization a small business?	Yes
Does the organization meet the definition of a socially and economically disadvantaged small business concern as defined under section 8(a) of the SBA?	No
Congressional District of Applicant Headquarters	Kentucky - 1
If the applicant is a subsidiary, provide parent legal name	
If the applicant is a startup, name of entity with controlling interest	

Is the applicant delinquent on any federal debt?

- No
- If Yes, justification for delinquency:

Is the applicant a current or former RUS borrower or Grantee?

- Yes

Is the applicant a current or past RUS Title II borrower?

- Yes

Authorized Organizational Representative	
AOR Name	STOKES, JAMES
AOR Email	jstokes@wk.net



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Result	Applicant Authorized
---------------	----------------------

Project Title and Project Description

NON-CONFIDENTIAL: Project Title: West Kentucky and West Tennessee Broadband FTTH Initiative

NON-CONFIDENTIAL: Project Description: This project would construct fiber optic communication lines to the home(FTTH)throughout all of the current operating territories of WK&T using the most up to date technology on the market. That territory encompasses 21,072 households specified areas in eleven counties, in West Kentucky and West Tennessee. Broadband internet speeds of up to 20mps will be offered. Such construction would materially improve the economic foundation for that region for the immediate and long term foreseeable future.

NON-CONFIDENTIAL: How many jobs will be created or saved from this project? 160
Project Type: Last Mile

Other Applications

Are you or your co-applicants submitting any other applications during this round?

No

Easygrants ID	Project Title

If YES, please explain any synergies and/or dependencies between this project and any other applications.

Other Project Information

Executive Summary of the proposed project

West Kentucky Rural Telephone Cooperative Corporation, Inc. (WK&T) is proposing to undertake a \$123,800,000 fiber optic construction project to provide the most advanced broadband infrastructure that is technically feasible to the citizens of rural Southwest Kentucky and Northwest Tennessee. The project, once funded will employ 160 contractors and company personnel, currently not funded with Company financial resources. In a letter, attached as

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Exhibit 3, Kentucky Governor, Stephen L. Beshear, recognizes the economic benefits of bringing fiber-based broadband services to the citizens of West Kentucky and endorses WK&T's application herewith. And the Executive Director for Connected Tennessee also supports this project (see Exhibit 4). The project meets the objectives of the American Reinvestment and Recovery Act (The Recovery Act) for broadband deployment to underserved rural areas through the Broadband Initiatives Program (BIP) of the Rural Utilities Service (RUS). The project encompasses a 100% rural area. Broadband in the service area today is underserved, with access to internet at 5 mbps or higher at only 15% of housing units. By installing fiber throughout the service areas, broadband will become more affordable with speeds up to 20mbps.

In addition, WK&T has a partnership arrangement with West Kentucky Community Technical College (WKCTC), for conducting an extensive training program for sustainable broadband adoption (see Exhibit 2). Such training will reach out to those customers who may believe that broadband access is not-useful nor necessary, and to help those that need assistance to learn the myriad of internet applications. WK&T has laid the foundation with local governments and qualified industry contractors to commence construction immediately. All construction will be substantially completed in two years, and fully completed within three years. If approved, the project will be fully funded with 50% (\$61.9m) in grant and 50% (\$61.9m) in loans.

The funding of this application will spur a dramatic increase in data speed transmission and broadband subscribership. Today, most of WK&T's 7701 data subscribers (60%) are connected to the internet at download speeds less than 768 kps. At the conclusion of the project, WK&T expects to double its data subscribers, and have almost 90% of its customer base, over 14,000 customers, on broadband, with data speeds averaging 1.5 mps or higher.

A fiber optic network is virtually limitless in its data applications. It provides a data network framework to enable a host of advanced services be transmitted across its path, at resounding speeds. Fiber is theoretically unlimited in bandwidth capacity. Its installation will leapfrog the latent copper network, and will "future proof" new applications as they arise, in any future period that one can imagine.

The project will stimulate economic development and create jobs. This application covers the Southwest Kentucky counties of: Calloway, Carlisle, Fulton, Graves, Hickman, and Marshall; and the Northwest Tennessee Counties of Henry, Weakley, and Obion. That area has a population of 43,312. The total premises are 21,072. In addition, fiber broadband would be



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available to 99 critical public users. With a fiber installation, these organizations could be hooked into sharing and multiple networks. For example, this type of an arrangement is currently in place with the Graves County School District. WK&T has linked all schools with fiber. The affected counties and cities are all low-income areas. The medium average income of approximately \$31,577 is 35% lower than the national average; ranking the area in the lowest 10% across the nation. The unemployment rate for these counties ranges from 6.1%.to 10.6%. And a high percentage of the populace receives some form of monthly government low-income assistance.

For the area, this proposal serves to benefit a population, in the college age category, who will need skills and knowledge to earn a college degree. Only 13.2% of the region’s population has earned a college degree. Applying broadband across this region will further advance educational possibilities into this region, through online course arrangements. WK&T has a partnership arrangement with WKCTC who has committed to development an educational courses to improve broadband awareness, expertise, and usage. Those attending the WKCTC programs will receive discounted broadband service rates.

Classified as a telephone "Cooperative", WK&T is a non-profit organization, formed for the mutual benefit of its “members”. WK&T currently serves, approximately 16,000 rural customers. As a cooperative serving a large but sparsely populated geographic area with a low income population, the corporate goal has remained the same throughout the years; to provide the best technology at affordable prices to all members and to ensure that excess revenues are put back into the company for advanced services or distributed back to members as patronage. Specifically, the demographics of this region and the provisioning of service by WK&T, meet all the guidelines for broadband initiatives as outlined in the 2009 Recovery Act. The Act sets forth the need and critical components to deploy advanced broadband as ubiquitously as possible to disadvantaged economic areas, such as those served by WK&T. The awarding of this grant to WK&T will enable WK&T to rapidly build an advanced fiber-optic network extensively throughout and to all of the populace within its service areas. In turn, this deployment will provide jobs, educational opportunities, and advance the opportunities for healthcare.

The deployment of fiber broadband across this region will greatly enhance the areas’ ability to respond to emergency situations. Recently, Southwestern Kentucky and Northwest Tennessee experienced an ice storm, in late January of 2009, that was the largest natural disaster in its recorded history. To maintain telephone service, emergency power was provided at 232 remote



**Broadband Infrastructure Application
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locations and 3339 customer service troubles were received and successfully resolved. WK&T immediately rallied to restore essential services during a critical five week period. WK&T served as the headquarters and rally point within its region, providing the operational post for governmental and military personnel to respond to the emergency. In addition, WK&T was able to continue to provide its essential telephone service throughout its area, with the assistance of other telephone cooperatives, despite its customers not having electricity. A single provider of fiber broadband network across this network would facilitate all city and governmental agencies to share information, and meet the public safety need in emergency and non-emergency situations.

WK&T is "shovel-ready" to begin building a fiber optic broadband system for all twenty-two of its exchanges. For the first five exchanges, engineering, design, bidding, and the construction contracts for the construction contractor have already been initiated. In addition the engineering design work has been initiated for two additional exchanges. In all, construction work on the first seven exchanges will begin this fall, cutover of the subscribers will begin second quarter of 2011 with full completion expected by the end of the fourth quarter of 2011. Fiber-based customer services will commence as work is completed during the second quarter of 2011. The construction of the second seven exchanges will begin in the fourth quarter of 2011. Subscribers will begin to receive fiber services into beginning in the first quarter of 2012. All work on the second set of seven exchanges will be complete in the third quarter of 2012. The work on the final eight exchanges will begin in the third quarter of 2012. Subscribers will begin to receive fiber services in the second quarter of 2013. All work will be completed by the third quarter of 2013. All of the project components will meet the Buy American provisions of the application.

Is the applicant cooperating with any other Recovery Act Awards?

- No

If the answer to the above question is "Yes," description of Cooperation with other Recovery Act Awards:

Is the applicant seeking a waiver of the Buy American provision?

- No

If YES, click "Add" to provide your justification for the waiver:

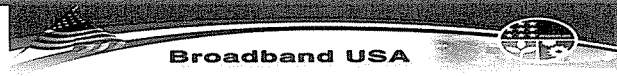


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E. Service Area Details

<p>Service Area Details</p> <p>PFSA or Non-Funded: Funded Name of Service Area: WKRT, KY Total Population in Service Area: 34001 Total Households in Service Area: 13608 Total Businesses in Service Area: 2166 Total Critical Community Facilities and Public Safety Entities in Service Area: 66 Number of Unserved Households to be served in this Service Area: 0 Premises within the rural portion of the service area, without access to 5 Mb service: 16291 Total premises within the rural portion of the service area (including without access to 5 Mb service): 18523 Total square miles within this service area: 871 Total rural square miles within this service area: 871 Shortest number of miles from non-rural area: 5</p> <p>Methodology used to determine the classifications of the service areas: The WKRT, KY service area corresponds to the current service area of West Kentucky Rural Telephone Cooperative Corporation, Inc. in the area defined by the map. None of the customers within the WK&T service area can readily subscribe to 5mps broadband. WK&T only provides internet broadband at a maximum download speed of 1.5 mbps and an upload speed of 1.0 mbps. However there are cable companies operating in the area that do provide high speed internet that meet this criteria, and those areas are identified on those maps. Exhibit 1 to this application provides a summary of the cable companies operating in each of the company exchanges and indication yes or no whether those companies offer internet at speeds greater than 5mbps. As noted in that attachment, most WK&T exchange areas do have a cable company presence offering 5 mbps or higher broadband. However the cable companies service areas within those exchanges is acutely limited. The maps included here, identify the service areas of those cable companies and have been correspondingly classified as with high speed internet. The service areas of the cable companies were determined by on-site field inspections of WK&T outside plant engineering staff. The WK&T staff, went to each area, and marked where the cable company facilities started and stopped. That information was transcribed to the maps included in this application, and serve as the basis for the calculation of premises without high speed internet.</p>
<p>PFSA or Non-Funded: Funded Name of Service Area: Henry-Weakley, TN Total Population in Service Area: 5058 Total Households in Service Area: 2040 Total Businesses in Service Area: 700 Total Critical Community Facilities and Public Safety Entities in Service Area: 15 Number of Unserved Households to be served in this Service Area: 0</p>



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Task: Submit Application - BIP		Applicant Name: Mr. Martin Waterman Clift Jr.	

B. Co-Applicant or Consortium

Are you applying with any other key institutions, organizations, or other entities for this project?

> No

If YES, Co-Applicants are listed below:

--

C. Community Anchor Summary

NON-CONFIDENTIAL – Critical Community Facilities and Public Safety Entities

Schools (k-12)	13
Libraries	1
Medical and Healthcare Providers	6
Public Safety Entities	44
Public Housing	0
Institutions of Higher Education	1
Community Support Organization	5
Government Facilities	29
Total Critical Community Facilities and Public Safety Entities	99

D. Project Map

Project Map (Reference Number): 9763-BAAE-47E5-8AA1



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Premises within the rural portion of the service area, without access to 5 Mb service: 2898
Total premises within the rural portion of the service area (including without access to 5 Mb service): 3128
Total square miles within this service area: 203
Total rural square miles within this service area: 203
Shortest number of miles from non-rural area: 33

Methodology used to determine the classifications of the service areas: The Henry-Weakley, TN service area corresponds to the current service area of West Kentucky Rural Telephone Cooperative Corporation, Inc. in the area defined by the map. None of the customers within the WK&T service area can readily subscribe to 5mps broadband. WK&T only provides internet broadband at a maximum download speed of 1.5 mbps and an upload speed of 1.0 mbps. However there are cable companies operating in the area that do provide high speed internet that meet this criteria, and those areas are identified on those maps. Exhibit 1 to this application provides a summary of the cable companies operating in each of the company exchanges and an indication yes or no whether those companies offer internet at speeds greater than 5mbps. As noted in that attachment, most WK&T exchange areas do have a cable company presence offering 5 mbps or higher broadband. However the cable companies service areas within those exchanges is acutely limited. The maps included here, identify the service areas of those cable companies and have been correspondingly classified as with high speed internet. The service areas of the cable companies were determined by on-site field inspections of WK&T outside plant engineering staff. The WK&T staff, went to each area, and marked where the cable company facilities started and stopped. That information was transcribed to the maps included in this application, and serve as the basis for the calculation of premises without high speed internet.

PFSA or Non-Funded: Funded
Name of Service Area: Yorkville, TN
Total Population in Service Area: 4253
Total Households in Service Area: 1714
Total Businesses in Service Area: 745
Total Critical Community Facilities and Public Safety Entities in Service Area: 18
Number of Unserved Households to be served in this Service Area: 0
Premises within the rural portion of the service area, without access to 5 Mb service: 2257
Total premises within the rural portion of the service area (including without access to 5 Mb service): 2590
Total square miles within this service area: 191
Total rural square miles within this service area: 191
Shortest number of miles from non-rural area: 14

Methodology used to determine the classifications of the service areas: The Yorkville, TN service area corresponds to the current service area of West Kentucky Rural Telephone Cooperative Corporation, Inc. in the area defined by the map. None of the customers within the WK&T service area can readily subscribe to 5mps broadband. WK&T only provides internet broadband at a maximum download speed of 1.5 mbps and an upload speed of 1.0 mbps. However there are cable companies operating in the area that do provide high speed internet that meet this criteria, and those areas are identified on those maps. Exhibit 1 to this



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F. Technology Detail

Technology Feasibility

Indicate the technology that will be used to deliver services. The following items were selected:

Wireline - Fiber-optic Cable

Other:

Technology Questions

Description of Network Openness

West Kentucky Rural Telephone Cooperative Corporation, Inc. (WK&T) adheres to the guidelines set forth by Congress and the FCC for network openness and interconnection. All WK&T consumers are able to access the lawful Internet content of their choice under nondiscriminatory provisions. WK&T has no traffic shaping equipment in place and does not discriminate against nor preclude any legal use of other provider equipment or services. WK&T will ensure that all projects funded through BIP will provide open access to the public internet making no use of the funding toward any entirely private closed network. Any parties requesting access through BIP funded projects will be offered interconnection, when technically feasible, on negotiated lawful rates and terms. General network management practices include multiple net screen analyzers and packet sniffers. All network interfaces are monitored for traffic anomalies, errors, and bandwidth usage. All inbound e-mail to WK&T addresses are filtered for virus and spam detection. All interconnection, non-discrimination,



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network management and openness practices and policies already in place meet or exceed FCC guidelines, as well as the directives set forth in the NOFA as conditions for receiving BIP funding. Finally, WK&T has interconnection agreements with 14 other carriers, negotiated pursuant to Sections 251 and 252 of the 1996 Communications Act. Those agreements are on file with the Kentucky Public Service Commission and Tennessee Regulatory Authority, and those provisions would apply to all interconnecting carriers.

G. Project Budget

Project Budget						
Budget	Loan Request	Grant Request	Equity	Non-RUS Debt	Bond	Other
Network & Access Equipment	806,933	806,932				
Outside Plant	57,913,252	57,913,251				
Buildings and Land	1,562,516	1,562,516				
Customer Premise Equipment	1,617,300	1,617,300				
Billing and Operational Support Systems						
Operating Equipment						
Professional Services						
Testing						
Site Preparation						
Other						
TOTAL	61,900,001	61,899,999				



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Total Capital Project Budget: \$123,800,000
Total Requested Award: \$123,800,000
Grant Percentage of Total Award: 50.0%

Is the applicant seeking a waiver of the 75-25 grant-to-loan ratio? No

If Yes, justification for the waiver:

Premises Passed (from Proposed Funded Service Areas): 21,072
Cost per Premesis Passed: \$5,875

Is the applicant seeking a waiver of the \$10,000 per premise passed requirement? (Last Mile only): No

If Yes, justification for the waiver:

H. Self Scoring

Criteria	Method	Points	Self Score
Proportion of Rural Residents Served in Unserved Areas	Points will be awarded for serving rural residents located in unserved areas. For every 10 percent of unserved households compared to the total households to be served that will receive broadband service, 1 point will be awarded up to a maximum of 10 points. For Middle Mile projects, this will be based on the location of the interconnection points.	0 - 10	0
Rural Area Targeting	Points will be awarded for exceeding the 75 percent rural area service requirement. For every five percent increase in the total proposed funded service area that is above the 75% rural requirement, 2 points will be awarded up to a maximum of ten points. For MM projects, this will be based on the location of the interconnection points.	0 - 10	10
Distance from Non-Rural Areas	One point will be awarded for each additional 10 miles that at least one proposed funded service area is located away from the closest non-rural area, up to a total of five points. For applicants with multiple service areas, this calculation will be based on the service area closest to the non-rural area. For MM projects, this will be based on the location of the interconnection points.	0 - 5	0



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Criteria	Method	Points	Self Score
Title II Borrowers	Eight points will be awarded to applications which are submitted by entities which have borrowed under Title II of the RE Act.	0 or 8	8
Other Recovery Act Awards	Five points will be awarded for any cooperation with a Recovery Act award.	0 or 5	0
Performance of the offered service	<p><u>For Last Mile Projects:</u> For wireline projects that are constructed to deliver a minimum of 5 Mbps service to the premises (upstream and downstream combined), 5 points will be awarded. For wireline projects that are constructed to deliver a minimum of 20 Mbps service to the premises (upstream and downstream combined), 10 points will be awarded. For wireless projects that are constructed to deliver a minimum of 3 Mbps service to the end user (upstream and downstream combined), 8 points will be awarded. For mobile wireless projects that are constructed to deliver a minimum of 3 Mbps service to the end user (upstream and downstream combined), 10 points will be awarded. Scoring will be based on the predominant technology used for combination systems.</p> <p><u>For Middle Mile Projects:</u> For middle mile projects that are constructed to deliver 100 Mbps service to all interconnection points in their network, 10 points will be awarded.</p>	0, 5, 8, or 10	10
Services to Critical Community Facilities and Small Disadvantaged Businesses	Points will be awarded to applications that are proposing to offer discounted rate packages to all critical community facilities in the proposed funded service area(s) that are at least 25 percent lower than the proposed base rate packages for at least three years, 4 points will be awarded. for Critical Community Facilities. For applications that are proposing to offer discounted rate packages to disadvantaged small businesses under section 8(a) of the SBA, 2 points will be awarded.	0,2, 4, or 6	6
Applicant's organizational capability	Up to ten points will be awarded based on the strength of the project's management team. RUS will evaluate past performance and accomplishments and award points accordingly. Details of these requirements will be in the Application Guide.	0 - 10	10



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Criteria	Method	Points	Self Score
Small Disadvantaged Businesses	Three points will be awarded to applicants that meet the definition of a socially and economically disadvantaged small business concern under section 8(a) of the SBA.	0 or 3	0
Leverage of outside resources	Up to 10 points will be awarded based on the amount of outside resources contributed to the total financing provided under BIP: a. 10 points if this ratio is greater than 100%. b. 7 points if this ratio is between 99% and 75%. c. 5 points if this ratio is between 74% and 50%. d. 3 points if this ratio is between 49% and 25%. e. 0 points if the ratio is less than 25%. Outside resources are limited to new investments that are proposed to support the project and do not include any existing assets that the Applicant already owns or has rights to or any revenues generating from the operations.	0, 3, 5, 7, and 10	0
Extent of grant funding	Up to 15 points will be awarded based on the amount of grants funds requested in relation to the total amount of the award requested. a. 0 points if requesting a grant greater than 70%. b. 5 point if requesting a grant between 70 and 51%. c. 10 points if requesting a grant between 50 and 16%. d. 15 points if requesting a grant between 15 and 0%.	0, 5, 10, and 15	10
Cost Effectiveness	For Last Mile projects only, up to 8 points will be awarded for projects that promote cost effectiveness of federal assistance, based on cost per premise passed. To calculate the cost per premise passed, the applicant shall divide the total award requested in the application by the total number of premises passed. a. 2 points if cost per premise passed is less than \$8,000. b. 4 points if cost per premise passed is less than \$7,000. c. 6 points if cost per premise passed is less than \$6,000. d. 8 points if cost per premise passed is less than \$5,000.	0, 2, 4, 6 and 8	6
Total		100	60



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The attachments listed on the following pages were included in the BIP application but are not included in this filing. Individual attachments can be furnished upon request.



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Uploads

The following pages contain the following uploads provided by the applicant:

Upload Name	File Name	Uploaded By	Uploaded Date
Legal Opinion	Legal Opinion.pdf	Clift, Martin	02/26/2010
Communities in PFSA	2 - Marty - Communities in PFSA.xls	Clift, Martin	03/05/2010
Recovery Act Collaboration	3-Recovery Act Collaboration.docx	Clift, Martin	03/26/2010
Equal Opportunity and Nondiscrimination	4 - EEO.pdf	Clift, Martin	03/01/2010
Certification Regarding Architectural Barriers	5 - Architectural Barriers - .pdf	Clift, Martin	03/01/2010
Uniform Relocation Assistance and Real Property	6 - Relocation.pdf	Clift, Martin	03/01/2010
Certification Regarding Debarment, Suspension etc	7 - Debarment.pdf	Clift, Martin	03/01/2010
Certification Regarding Lobbying for Contracts	8 - Lobbying.pdf	Clift, Martin	03/01/2010



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Environmental Questionnaire	Attachment 9.pdf	Clift, Martin	03/12/2010
Competitor Service Offerings	10 - Competitor Service Offerings.pdf	Clift, Martin	03/08/2010
System Design	11 - System Design.pdf	Clift, Martin	03/22/2010
Network Diagram	12 - WK&T-network diagram-0310.pdf	Clift, Martin	03/04/2010
Subscriber Projections and Service Tiers	13 - Subscriber Projections and Service Tiers.pdf	Clift, Martin	03/26/2010
Service Metrics and Network Management	14 - Service Metrics and Network Management.pdf	Clift, Martin	03/26/2010
Professional Engineer Certification	15-PE Certification-Sticher.pdf	Clift, Martin	03/03/2010
Licenses and Agreements	Attachment 16 - Licenses and Agreements.xls	Clift, Martin	03/23/2010
Licenses and Agreements	16a.pdf	Clift, Martin	03/23/2010
Licenses and Agreements	16b.pdf	Clift, Martin	03/23/2010



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Licenses and Agreements	16c.pdf	Clift, Martin	03/23/2010
Licenses and Agreements	16i.pdf	Clift, Martin	03/23/2010
Licenses and Agreements	16j.pdf	Clift, Martin	03/23/2010
Licenses and Agreements	16k - CPCN (Bylaws).pdf	Clift, Martin	03/23/2010
Historical Financial Statements	17 - 2008 Audit Report.pdf	Clift, Martin	03/24/2010
Historical Financial Statements	17 - 2009 Audit Report.pdf	Clift, Martin	03/24/2010
Pro-Forma 5-Year Financial Forecast - Single	18 - Pro Forma Financial Statements.pdf	Clift, Martin	03/26/2010
Pro-Forma 5-Year Financial Forecast - Multiple	19 - NA - Pro Forma 5-Year Financial Forecast - Multiple Applications.xls.docx	Clift, Martin	03/26/2010
Pro-Forma Financial Assumptions	20 - Pro Forma Financial Assumptions.pdf	Clift, Martin	03/26/2010
Consolidated Financials Reconciliation Schedule	21 - Consolidated Financials Reconciliation Schedule.docx	Clift, Martin	03/26/2010



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Project Capital Investment Workbook	Attach 22.xls	Clift, Martin	03/23/2010
Schedule of Debt and Equity Funding	23 - Schedule of Debt and Equity Funding.pdf	Clift, Martin	03/26/2010
Source Documentation for Debt and Equity Funding	24 - Source Documentation for Debt and Equity Funding.pdf	Clift, Martin	03/26/2010
Proof of Entity Type	25-Certified Art of Inc.pdf	Clift, Martin	03/05/2010
Proof of SDB Status	26 - Proof of SDB Status.docx	Clift, Martin	03/26/2010
Organization Charts	27 - WK&T Org Chart .pdf	Clift, Martin	03/25/2010
Management Team Resumes	Management Resume - Bonnsetter.doc	Clift, Martin	03/16/2010
Management Team Resumes	Management Resume - Butler.doc	Clift, Martin	03/16/2010
Management Team Resumes	Management Resume - Staley.doc	Clift, Martin	03/16/2010
Management Team Resumes	Management Resume - Sticher.doc	Clift, Martin	03/16/2010

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Management Team Resumes	Management Resume - Clift.docx	Clift, Martin	03/16/2010
Management Team Resumes	Management Resume - Huceby.docx	Clift, Martin	03/16/2010
Management Team Resumes	Management Resume - Stokes.docx	Clift, Martin	03/16/2010
Management Team Resumes	Management Resume - Sullivan.docx	Clift, Martin	03/16/2010
Management Team Resumes	Management Resume - Thomas.docx	Clift, Martin	03/16/2010
Management Team Resumes	28 - Management Related Projects.xlsx	Clift, Martin	03/19/2010
Management Team Resumes	28 - Management Team Summary.xlsx	Clift, Martin	03/29/2010
Affordability	29 - Statement of Affordability.pdf	Clift, Martin	03/25/2010
Supplemental Document	Exhibit 3 - Beshear Letter.pdf	Clift, Martin	03/25/2010
Supplemental Document	WKT KY FTTH	Clift, Martin	03/10/2010



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	EXCHANGES.pdf		
Supplemental Document	WKT TN FTTH EXCHANGES.pdf	Clift, Martin	03/10/2010
Supplemental Document	WEST KY & TN TELECOM COOP EXCHANGE MAP.pdf	Clift, Martin	03/10/2010
Supplemental Document	Exhibit 1 - WK Exchanges and Cable.pdf	Clift, Martin	03/25/2010
Supplemental Document	Exhibit 2 - WKTCC Support Letter.pdf	Clift, Martin	03/25/2010
Supplemental Document	WKT CONSTRUCTION MAPS-1.pdf	Clift, Martin	03/05/2010
Supplemental Document	Exhibit 4 - Connected TN Support Ltr.pdf	Clift, Martin	03/29/2010
Supplemental Document	Atch - 22 - Contingency Plan for Timely Completion.pdf	Clift, Martin	03/29/2010
Supplemental Document	WKT RESPONSES.pdf	Clift, Martin	03/26/2010



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Attachment 15 - Professional Engineer Certification

Easygrants ID:
Project Title:

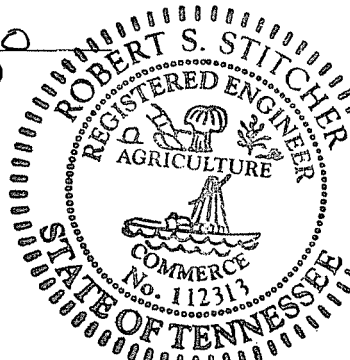
Instructions: For projects requesting more than \$1 million in funding, the Network Diagram, System Design, and Project Timeline must be certified by a Professional Engineer registered in at least one state or territory wherein the service will be provided.

Does the Applicant's proposed project fall exclusively within a state or territory without an official Professional Engineer registration system?

- Yes
- No

We the undersigned, certify that the proposed broadband system will work as described in the System Design and Network Diagram sections, and can deliver the proposed services outlined in the Service Offerings section and all premises in the proposed funded service area(s) will be offered broadband service. Moreover, the system, as designed, can meet the proposed build-out timeline, milestones, and construction schedule based on the resources designated in the Project Capital Investment Workbook, and will be substantially complete in two years, and complete within three years.

3/2/2010
(Date)



Robert S. Stitcher
(Certifying Engineer's Signature)

ROBERT S STITCHER
Name (Printed)

WKAT TELECOM COOP ENG DEPT SUP
Title

Registration Number: 112313

State of Registration: TN

(Date)

(Authorized Representative's Signature)

Name (Printed)

Title

Attachment 15 - Professional Engineer Certification

Easygrants ID:
Project Title:

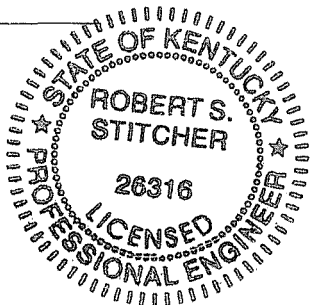
Instructions: For projects requesting more than \$1 million in funding, the Network Diagram, System Design, and Project Timeline must be certified by a Professional Engineer registered in at least one state or territory wherein the service will be provided.

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3/2/2010
(Date)



Robert S. Stitcher
(Certifying Engineer's Signature)

ROBERT S. STITCHER
Name (Printed)

WK+T TELECOM COOP ENG DEPT SUP.
Title

Registration Number: 26316

State of Registration: KY

(Date)

(Authorized Representative's Signature)

Name (Printed)

Title