**Associate Members**

**Instructions to complete requirements to be included in the ATS NTIA application:**

There are two items for you to approve to authorize ATS to include your Tribe in its application to the NTIA.

**NOTE: With over 100 resolutions in our application, receiving your document by September 1st is essential for completing our application. Please make all efforts to return by then, but in any case by October 1st at the very latest.**

1. **Tribal Resolution (Page 2)**

Place the language below on your Tribal letterhead with proper Tribal resolution number and edit the date to match the date the resolution is approved. Return the signatured resolution document to members@aktribalspectrum.org

1. **Associate Membership agreement Signature (Page 4)**

Fill out the information for your Tribe at the top of page 4, and on page 7. Sign on page 7 of the agreement. Return the signatured membership agreement document to members@aktribalspectrum.org

**Note: The resolution and membership agreement are provided in word (Docx) format to make it easy for you to cut and paste onto your letterhead or add your contact information in the yellow highlighted areas. The wording of the resolution and the agreement is very specific to satisfy NTIA and FCC requirements. Please do not change the wording of the resolution or the membership agreement.**

**End of Instructions**

**DIRECTIVE AND AUTHORIZATION TO PARTICPATE IN ALASKA TRIBAL SPECTRUM BROADBAND FUNDING EFFORTS AS AN ASSOCIATE MEMBER**

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| **WHEREAS**: | Our community is a federally recognized Tribe which has an unserved population, with no possible access to at least 25/3 broadband speeds at affordable prices which qualifies our Tribe to be eligible for NTIA broadband related grant funding.  |
| **WHEREAS**: | The mission of the nonprofit Tribally controlled Alaska Tribal Spectrum (ATS) is to 1. Leverage the FCC awarded Tribal 2.5GHz spectrum to obtain last mile wireless infrastructure funding to create and expand a statewide Alaska Tribal Network (ATN) that will connect to any available middle mile to deliver sustainable, affordable "Broadband for All" everywhere in the State of Alaska.
2. Obtain funding to significantly reduce the cost of middle mile for all rural Alaskans NOW.
 |
| **WHEREAS**: | Alaska Tribal Spectrum (ATS) is currently writing and submitting a grant to the NTIA as a large Tribal entity under the TRIBAL BROADBAND CONNECTIVITY PROGRAM for “Broadband Infrastructure Deployment Project” funding and “Adoption and Use” funding. As an ATS member, our Tribe will be included in this NTIA ATS application. If awarded, ATS will supply funding for our Tribe to be used for the installation of last mile wireless network equipment in our member community, as part of an overall statewide Alaska Tribal Network (ATN) that will support speeds of 25/3 or greater. If awarded, our ATS member community will also receive significantly reduced pricing to offer affordable long-term satellite broadband at speeds of at least 25/3 to broadband enable our wireless network. |
| **WHEREAS**: | An NTIA application is required with our Tribe participation in order for our Tribe to qualify for at least $500,000 of Treasury funding that otherwise may not be available later. |
| **NOW THEREFORE BE IT RESOLVED:** | Our Tribe, by this resolution, is affirming its membership in the Alaska Tribal Spectrum as an Associate member and directing the signature by a Tribal representative on the attached Associate member agreement. We acknowledge that ATS is offering our Tribe the ability to use spectrum that ATS reserved in their application during the 2.5GHz FCC Tribal window. The ATS application included our Tribal minimum statistical area (MSA) for our benefit. We acknowledge that while we do not own the spectrum, because we did not apply, as an ATS Associate member, ATS will apportion our MSA area of their spectrum for our use and benefit. We acknowledge our desire to be included as a member Tribe in the ATS application to NTIA for grant funding under the TRIBAL BROADBAND CONNECTIVITY PROGRAM for “Broadband Infrastructure Deployment Project” funding and “Adoption and Use” funding. We acknowledge that ATS will write and submit the NTIA grant on our behalf as a member of ATS.By this resolution, we are agreeing to support the installation of the granted equipment for the Alaska Tribal Network for use on our Tribal Lands.We believe our participation in this large statewide Tribal grant application will increase the overall value proposition to the NTIA for all participating Tribes to provide “Broadband for All” in rural Alaska NOW.By this resolution, we are affirming that our Tribe has presence in the FCC defined minimum statistical area (MSA) where our village resides, which defines the area for installing network equipment on our Tribal lands. By this resolution we are affirming the unserved broadband status of our community. We are affirming that we have no affordable access to reliable service at speeds of at least 25/3 within the proposed service area of our Tribal lands. We also are affirming that a GEO HTS or LEO satellite solution is the only possible middle mile to serve these unserved areas of our community to receive affordable broadband in the near future. We fully support the use of new wireless infrastructure for our community. We understand and accept that GEO will have a latency of over 100ms and LEO will have less than 100ms latency.By this resolution, we are affirming that (a) our Tribe is not under any other Enforceable Buildout Commitment and (b) our Tribe is not under any other grant program which includes a Tribal Government Resolution between our Tribal Government of our Tribal Lands in the proposed service area, or its authorized agent, and a service provider offering “qualifying broadband service of 25/3” to unserved households on our Tribal Lands. We are also affirming that our Tribe is not applying for last mile wireless or satellite subsidies under any other NTIA application. By this resolution, our Tribe is authorizing NTIA to provide its Tribal Broadband Connectivity Program application information and supporting documents as an ATS member to Treasury for consideration in connection with an award from Treasury’s Coronavirus Capital Projects Fund.We are agreeing to assist ATS representatives in the collection of data related to completing the NTIA applications to the best of our ability. It is understood that there is no guarantee of a successful application award or exact timing or order for actual deployment, other than it will be as soon as possible in the near term after award. ATS will be applying for many grants related to its mission to benefit its membership.Our Tribe, by this resolution, is agreeing to work with ATS, as an ATS member, in support of all future ATS grant funding application efforts, in support of the ATS mission, for the next five years.  |

Attachment - ALASKA TRIBAL SPECTRUM ASSOCIATE MEMBER AGREEMENT

**CERTIFICATION**

I hereby certify that this resolution was duly passed by the Full Board of Directors on \_\_\_\_\_\_\_\_\_\_, 2021 at \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_, Alaska and a quorum was duly established.

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Printed Name: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ Secretary/Treasurer

**ALASKA TRIBAL SPECTRUM ASSOCIATE MEMBER AGREEMENT**

THIS AGREEMENT is made and entered into by and between Alaska Tribal Spectrum, a non-profit Alaska corporation with an address of 721 Depot Drive, Suite 155, Anchorage, Alaska, 99501 (“ATS”), and \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ an Alaskan Tribal Organization (“ATO”) with an address of \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_.

WHEREAS, ATS was formed as a non-profit and submitted an application on behalf of its existing ATO Full Members to the Federal Communications Commission (“FCC”) for 2.5 GHz spectrum pursuant to the Rural Tribal Priority Window established by WT Docket No. 18-120, FCC 19-62 (“Rural Tribal Priority Window”) in September, 2020; and

WHERAS, *The on-going mission of the Alaska Tribal Spectrum nonprofit is to:*

1. Leverage the FCC awarded Tribal 2.5GHz spectrum to obtain infrastructure funding to create and expand a wireless Alaska Tribal Network (ATN) that will connect to any available middle mile to deliver sustainable, affordable broadband in all rural communities in the State of Alaska.
2. Obtain funding to significantly reduce the cost of middle mile for all of rural Alaskans NOW.; and

WHEREAS, ATS reserved spectrum in areas for Tribal populations that did not apply to the FCC individually, as part of the ATS application; and

WHEREAS, ATS would like those Tribal populations to benefit from the spectrum that ATS manages by offering those Tribes to officially become ATS Associate members;

NOW THEREFORE, the Parties agree as follows:

1. Legal Status: The Alaska Tribal Spectrum Consortium is a Tribally controlled, voluntary, nonprofit association of ATOs for the purposes set forth above. The Alaska Tribal Spectrum Consortium will conduct its activities through the contractual powers of ATS and its Members. This Agreement is not intended to be, nor shall it be construed as a joint venture, partnership, or other formal business organization. No Member of the Consortium can bind any other Member or create any relationship of principal or agent except as specifically provided herein. Nothing in this Agreement shall grant to any Associate Member the right to make future commitments of any kind for or on behalf of the other Members. No Associate Member shall have any liability for any activities of any other Member of the Consortium.
2. The ATO will be admitted into the Alaska Tribal Spectrum consortium as an Associate Member.
3. FCC License – An Associate ATS member has no license ownership and no ability to maintain or control the license due to FCC regulations, however the ATO will be afforded all of the benefits of ATS membership and is encouraged to participate through the ATS Policy Board on any issues that specifically address the areas where they have presence.
4. Membership Requirements –
	1. The ATO becomes an associate member of ATS by signing this written agreement and will be eligible for all membership benefits.
	2. There are no fees for membership of any kind.
5. Membership Benefits
	1. **Your community is part of the Alaska Tribal Network (ATN).**

The ATN is a wireless 2.5 GHz last mile network of communities that delivers affordable broadband throughout Alaska.

* 1. **Your community will generate revenue from spectrum data usage on the ATN**

As an associate member, the community will be apportioned revenue generated from spectrum data usage in the Alaska Tribal Network (ATN) that would normally be apportioned to the Spectrum Access Owner (SAO) on the ATN for their community.

Because the ATN enables affordable broadband, it is likely to be used frequently. This means the spectrum revenue benefit is maximized. This also means you earn income when anyone who subscribes anywhere on the ATN, is in your community using data over the ATS spectrum.

* 1. **There is no cost or fees to be an ATS member.**

Unless there are matching requirements for a particular grant opportunity, there is no cost for the opportunity to receive infrastructure, installation funding and on-going revenue for your community when ATS is successful in raising funds. Being part of a large statewide Tribal consortium, that is seeking success for all members, we are all stronger and can do so much more together.

* 1. **Your community will be offered the chance to earn additional revenue.**

As long as your Tribe meets the requirements, they can choose to be a Network Access Owner (NAO) or Virtual Service Provider (VSP) for their community and earn income.

* 1. **ATS will apply for many grants to provide significant broadband middle and last mile funding for your community.**

With a strong collective Tribal voice – ATS will apply as a Tribally owned and controlled nonprofit for potential large grant awards and subsidies for its members. This significant funding will be used to install ATN infrastructure and reduce the cost of broadband access in ATS member communities.

* 1. **Your Tribe has the ability to nominate and vote on management representatives for the Policy Board.**

The ATS Policy Board is made up of ATS Tribally elected managers that maintain the network policies of the ATN. This ensures that the ATN is managed for the maximum benefit of all Tribal members who determine their own destiny.

* 1. **Your community is poised to take advantage of mobility in the future**.

As an ATS member, your community will be poised to take advantage of mobility in the future because the ATN is designed and built to enable 5G LTE capabilities. This means that broadband could be available on any network device anywhere in your community in the future within signal range, with minimal refactoring. Phone service may be offered by VSPs to allow for additional broadband services.

* 1. **No Tribal Requirements for Broadband Network Equipment Management.**
		1. All ATS communities will be part of the ATN. Network equipment upkeep and management will be maintained by the Network Access Owners (NAO) to a standard required for top quality service. Unless the Tribe contracts to be the NAO, the Tribe need not provide any expertise or be responsible for any upkeep.
		2. Technical training/job skill training opportunities with local VSPs for Tribal members will be offered by the VSPs.
	2. **FCC requirements will be addressed for your community.**

ATS will use its best efforts to seek funding for your community build out requirements. FCC required reporting is done by Alaska Tribal Spectrum with the FCC. The Tribe has no reporting requirements of any kind.

* 1. **ATS is responsive and aware of time sensitive broadband opportunities and industry trends**.

ATS will supply a consistent Tribal voice to ensure ATS member broadband issues and needs are addressed at state and federal levels and that you are kept up to date. As broadband funding, education, and training opportunities arise, ATS will contact its members to invite their participation.

1. Membership Voting Rights – As an Associate ATS member, the member shall have the ability to nominate individuals for Policy Board seats. The ATS Associate member will also be included on the established voting process for the Policy Board seats as determined by the ATS management.
2. Resignation: Any Associate Member may resign at will from the ATS Consortium after it has provided written notice to ATS ten (10) days in advance of the effective date of the resignation. Upon resignation from the Consortium, such Associate Member shall (1) cease to be a member of ATS. Upon resignation, the Associate member will have no claim to any of the ATS Spectrum under management and no ability to disaggregate or partition any portion.
3. Publicity. Each Member acknowledges that the Consortium will be maintaining a website for the purpose of providing information to interested Tribal entities and consents to the disclosure of its name on that website as an Associate Member of the Consortium.
4. Confidentiality. Each Member agrees that, except as otherwise required by law, it will keep confidential any non-public information that it receives regarding ATS, or other Members as a result of its status as an Associate Member in the Consortium. The Alaska Tribal Spectrum agrees that, except as otherwise required by law, it will keep confidential any non-public information that it receives regarding its Members.
5. No Warranty. Alaska Tribal Spectrum and all Members disclaim any warranties, including without limitation any implied warranty for merchantability or fitness for a particular purpose, to each other, to any agency, and to third parties for actions, omissions, products, non-conformities,

defects, liabilities or infringement arising out of the Consortium. No waiver of any breach of any agreement or provision herein contained shall be deemed a waiver of any preceding or succeeding breach thereof nor of any other agreement or provision herein contained.

1. Entire Agreement. This Agreement constitutes the entire agreement of the Parties and supersede all prior and contemporaneous agreements, understandings, negotiations and discussions among the Parties, whether oral or written, with respect to the subject matter hereof.
2. Amendments: No amendment or modification of this Agreement shall be valid unless made in writing and signed by the Associate Member and ATS.

By Signature below I am certifying that to the best of my knowledge, information, and belief, all information provided to Alaska Tribal Spectrum Consortium by this agreement, is correct and that I am agreeing to all of the terms and conditions herein. I also certify that I am authorized to make this agreement for our ATO.

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| Tribal Name \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_Name \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ | Alaska Tribal SpectrumName \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ |
| Signature \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ | Signature \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ |
| Title \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ | Title \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ |
| Phone Number \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ | Date \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ |
| E-mail \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ |  |
| Date \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ |  |