

JOINDER AGREEMENT
TO
PHASE ONE MEMORANDUM OF UNDERSTANDING

Reference is made to that certain Phase One Memorandum of Understanding dated as of June 30, 2021 (the “MOU”), by and between Virginia Electric and Power Company dba Dominion Energy Virginia, a Virginia public service corporation (“Dominion”), All Points Broadband Partners, LLC, a Virginia limited liability company (“All Points”), Shenandoah Valley Electric Cooperative (“SVEC”), a not-for-profit electric distribution cooperative, and each of the participating localities who subsequently join the MOU in accordance with its terms. Capitalized terms used in this Joinder Agreement have the meanings set forth in the MOU.

Whereas, Rappahannock Electric Cooperative, a Virginia electric cooperative corporation (“REC”), provides electric service in portions of several of the Counties within or adjacent to the areas targeted for the expansion of broadband service in the MOU;

Whereas, REC desires to collaborate with Dominion, All Points and SVEC to expand broadband access within its electric service territory in the manner set forth in the MOU; and

Whereas, REC desires to execute this Joinder Agreement.

Now therefore, Dominion, All Points and SVEC agree as follows.

1. By its execution of this Joinder Agreement, REC adopts and joins the MOU as an Organizing Party.
2. The MOU is hereby amended to reflect that REC is an Organizing Party pursuant to the MOU. All references in the MOU to SVEC shall be deemed to also be references to REC.
3. A copy of this Joinder Agreement shall be added to the MOU as an amendment thereto and provided to any County invited to become a Participating County.

[SIGNATURE PAGE FOLLOWS]

In witness whereof, the Parties have executed this Joinder Agreement as of the date last set forth below.

VIRGINIA ELECTRIC AND POWER COMPANY
DBA DOMINION ENERGY VIRGINIA

DocuSigned by:



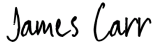
321B8BAE11604D0
Name: Augustus Johnson IV

Title: Director - Electric Distribution Grid Solutions

Date: 7/26/2021

ALL POINTS BROADBAND PARTNERS, LLC

DocuSigned by:



4C25E9262A374CA...
Name: James Carr

Title: CEO

Date: 7/25/2021

SHENANDOAH VALLEY ELECTRIC COOPERATIVE

DocuSigned by:



0A059FF02F514E1...
Name: Greg Rogers

Title: President & CEO

Date: 7/25/2021

RAPPAHANNOCK ELECTRIC COOPERATIVE

DocuSigned by:



8E9C0E273822431...
Name: Peter Muhoro

Title: vice President, Strategy and Technology

Date: 7/25/2021