

The North American Portability Management LLC Transition Oversight Plan

The NAPM LLC has developed this transition oversight plan (the "**Plan**") in satisfaction of the March 27, 2015 Order of the Federal Communications Commission ("**FCC**").¹ The Plan outlines the steps that the NAPM LLC will take to ensure that the transition to a new local number portability administrator ("**LNPA**") is a success for all stakeholders. The Plan describes the oversight structure and methodology, risk management, timelines, performance benchmarks and incentives, dispute resolution, testing, stakeholder outreach and education, and steps to ensure security and reliability. As described in greater detail below, the NAPM LLC will update the Plan as appropriate and will identify as confidential information that is classified, business sensitive (proprietary, trade secret), or that could compromise transition efforts if publicly available. Updates to the Plan will be published on the public portion of the NAPM LLC's website as specific changes to the Plan are made.

I. Oversight Structure and Methodology

The NAPM LLC has selected PricewaterhouseCoopers ("**PwC**") as the independent third party with communications infrastructure, project management, and change management experience (the "**Transition Oversight Manager**" or "**Manager**") that the FCC directed the NAPM LLC to engage in the LNPA Selection Order for the purpose of assisting the NAPM LLC in overseeing the transition from the incumbent LNPA, Neustar, to the incoming LNPA, iconectiv. The Manager will assist the NAPM LLC throughout the transition in, among other things, (i) determining and enforcing the relative responsibilities of Neustar and iconectiv to maintain all porting, law enforcement assistance, and other services, and (ii) establishing a plan to ensure that, throughout the transition, network security and public safety are protected.

The Manager will assist the NAPM LLC to ensure the transition adheres to the Plan, and work with the NAPM LLC to incorporate relevant information from Neustar, iconectiv, and all stakeholder groups, including small providers and consumers, as appropriate to their needs with respect to decisions regarding management of the transition. (**See Attachment 1**)

¹ *Telcordia Technologies, Inc. Petition to Reform Amendment 57 and to Order a Competitive Bidding Process for Number Portability Administration; Petition of Telcordia Technologies, Inc. to Reform or Strike Amendment 70, to Institute Competitive Bidding for Number Portability Administration, and to End the NAPM LLC's Interim Role in Number Portability Administration Contract Management; Telephone Number Portability, Order, WC Docket Nos. 07-149, 09-109 and CC Docket No. 95-116, FCC 15-35, ¶¶ 158-59 (rel. Mar. 27, 2015) (the "Order").*

The NAPM LLC and PwC executed a Letter of Engagement on August 7, 2015, and PwC has started to provide service as the Manager.

The Plan will serve as the key document to track progress of the transition, with classified or confidential information contained in separate attachments for viewing solely by the relevant entities and parties pursuant to appropriate confidentiality protections, including, but not limited to, the protective order previously issued by the FCC in this docket.

II. Risk Management

The NAPM LLC, working with the Manager and with the oversight of the FCC Transition Team, will adopt and refine risk management processes commensurate with the level of risk and complexity of the transition. The NAPM LLC, working with the Manager and with the oversight of the FCC Transition Team, will ensure comprehensive risk management and oversight of third-party relationships involving critical activities that could cause the industry and the public to face significant risk if iconectiv or Neustar (or the Manager) fails to meet expectations.

During negotiation of the contract with iconectiv and the transition statement of work or amendment (the "**Transition SOW/Amendment**") with Neustar, initial transition risks will be identified and prioritized, and the NAPM LLC will, with the assistance of the Manager and the oversight of the FCC Transition Team, develop and implement mitigation plans for each of the identified and prioritized risks that are agreed to by each of the relevant parties (*e.g.*, iconectiv, Neustar, the Manager, and the relevant federal agencies and bureaus, as appropriate). The NAPM LLC will engage in outreach efforts with the North American Numbering Council (the "**NANC**") and the LNPA Transition Outreach (the "**LTO**")(**See Attachment 5**) to ensure that all potential risks have been properly identified and prioritized along with potential mitigation plans. The NAPM LLC will also engage in outreach efforts with all interested stakeholder groups to allow for widespread participation and input into the transition process.

The risk management processes, which will continue throughout the life cycle of the relationships with all stakeholders, will include:

- Continuing to identify and categorize the inherent risks of each relevant activity and refining the NAPM LLC's strategy for managing those risks (**See Attachment 2**);
- Negotiating a contract with iconectiv and a Transition SOW/Amendment with Neustar that clearly outline the transition-related rights and responsibilities of the respective parties;
- Ongoing monitoring of the activities and performance of iconectiv, Neustar, and the Manager;
- Refining contingency plans for addressing unforeseen events, including the failure by Neustar or iconectiv to perform in accordance with the Plan;

- Documenting the transition (without disclosing confidential information or publishing sensitive information that could create additional risks) in a manner that facilitates:
 - reporting to, and oversight by, the FCC Transition Team,
 - accountability by all parties involved with the transition, and
 - effective monitoring and risk management.
- Establishing independent reviews by the Manager of iconectiv and Neustar so that the NAPM LLC can periodically verify that:
 - the transition process is continuing to align with the NAPM LLC's transition strategy, and
 - all relevant risks have been identified and effectively managed; and,
- Establishing periodic reviews of the Manager by the NAPM LLC, with the oversight of the FCC Transition Team, to verify that the Manager is effectively performing its role in the transition process.

The NAPM LLC will, with the assistance of the Manager and the oversight of the FCC Transition Team, track the risks and mitigation plans throughout the project, review and assess potential risks with industry stakeholders and educate the public with respect to transition progress. The final contracts with iconectiv and Transition SOW/Amendment with Neustar will have the proper incentives to make the transition successful and avoid risks that could be detrimental to the NAPM LLC, the industry, or the public. In short, the NAPM LLC will identify, assess impacts of, and implement measures to mitigate risks. With sufficient time before each critical milestone, the NAPM LLC will assess progress to determine whether adjustment of the timeline is appropriate in light of the relevant risk mitigation plans.

III. Timelines

The public and confidential versions of the transition timeline are attached hereto as **Attachments 3A and 3B**. The NAPM LLC will update the timelines to reflect the results of discussions with the Manager and negotiations with iconectiv, Neustar, and third-party testing entities, as well as feedback from stakeholders and interested parties. The goal is to complete the transition as soon as possible without creating the risk of harm to the industry or the public, which requires the NAPM LLC, with the assistance of the Manager and oversight by the FCC Transition Team, to reassess and update the timeline at strategic check points. Updates to the timeline will be published on the public portion of the NAPM LLC's website as specific changes to the timeline are made.

IV. Performance Benchmarks and Incentives

The NAPM LLC, with the assistance of the Manager and oversight by the FCC Transition Team, is currently negotiating transition performance benchmarks, incentives to encourage appropriate outcomes, and remedies, including financial penalties that will attach if either Neustar or iconectiv fails to meet its respective obligations to ensure that the interests of the industry, the public, law

enforcement, and public safety are fully protected. The contract with iconectiv and the Transition SOW/Amendment with Neustar will reflect the performance benchmarks and remedies. The Manager will be responsible for monitoring and enforcing the benchmarks and recommending remedies.

V. Dispute Resolution

With the assistance of the Manager and oversight by the FCC Transition Team, the NAPM LLC will seek to develop dispute resolution mechanisms to minimize the likelihood of delays arising from disagreements between iconectiv and Neustar, or between either of the vendors and any third party stakeholders. Provisions for dispute resolution will be clearly identified in the contract with iconectiv and the Transition SOW/Amendment with Neustar, and will require the parties first to attempt to resolve disputes informally. To the extent the parties are unable to resolve a dispute themselves, the Manager will be authorized to serve as an informal arbitrator with oversight by the NAPM LLC and the FCC Transition Team. Requiring the parties to comply with the resolutions issued by the Manager will minimize the chances of transition delays.

VI. Testing

Testing will be divided into three major phases. Validation testing will confirm the software and processes meet the industry requirements and validate functional security requirements. Stakeholder verification testing will include functional, round robin, and data migration test activities. Production readiness testing will confirm that the platform processes and organizations are prepared for cutover to the new LNPA (**See Attachments 4A and 4B**).

The NAPM LLC, with the assistance of the Manager and oversight by the FCC Transition Team, will work with public safety services and the law enforcement community, with assistance from the Public Safety and Homeland Security Bureau, to ensure that appropriate testing and validation is conducted to guarantee that safety-of-life response and law enforcement operations remain uninterrupted. Planning for and implementation of testing will also involve industry users of the database, including small providers, rural providers, and Service Bureaus. As part of the testing process, the NAPM LLC will oversee the hiring of a third party testing entity to perform security testing within the required timeline.

VII. Stakeholder Outreach and Education

The Transition Outreach and Education Plan (the "**TOEP**") creates an inclusive means for stakeholders interested in the LNPA process to provide meaningful input, including the use of multiple channels and methods to convey targeted and timely communications to all stakeholder groups, including, but not

limited to, small carriers, state regulatory authorities, and law enforcement and public safety entities (**See Attachment 5**). One goal of the TOEP is to ensure that the NAPM LLC receives timely feedback from a representative sampling of the relevant stakeholders. Information regarding the transition process, how stakeholders can participate in the transition, customer onboarding and testing details, schedules and timelines, etc., will be provided throughout the transition.

The TOEP is designed to:

- Facilitate proactive communications based on transparency, predictability, and inclusiveness;
- Use multiple channels and methods to convey targeted and timely communications across all stakeholder groups;
- Build trust and confidence in the transition process and program.

As set forth in greater detail in the TOEP, the NAPM LLC will engage the NANC and the LTO as mechanisms through which industry stakeholders, including small providers and state regulators, can participate and ensure that their concerns have been adequately addressed. The LTO provides an open forum in which anyone can participate without paying dues, and participation can be accomplished by calling the conference calling bridge that will be opened for every meeting, or by communicating with the chairperson(s) of the LTO.

This Plan will serve as the key document to track progress of the transition, with classified or confidential information contained in separate attachments for viewing solely by the relevant entities and parties pursuant to appropriate confidentiality protections, including, but not limited to, the protective order previously issued by the FCC in this docket. The public version of the Plan will be published on the NAPM LLC's website for viewing at any time, and the NAPM LLC will provide regular update reports at the NANC meetings, as well as the LTO meetings, both of which are open to the public and all stakeholders.

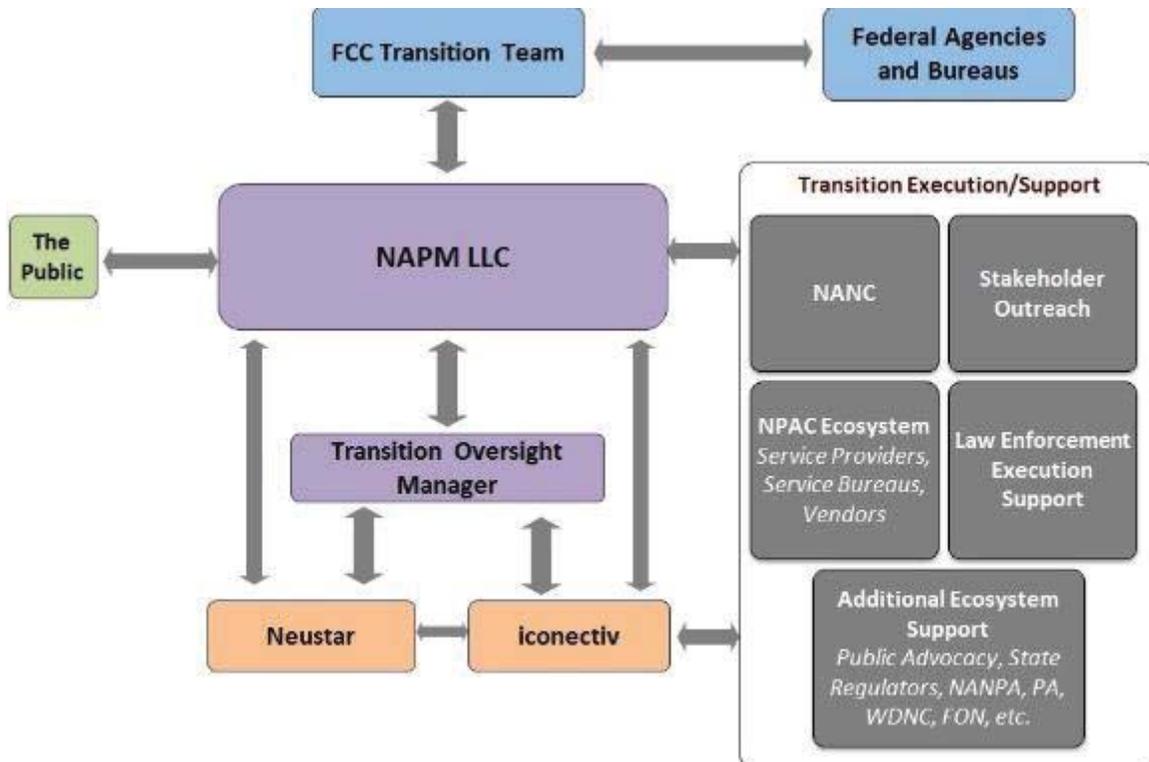
VIII. Ensuring Security and Reliability

The processes set forth in this Plan are designed to ensure security and reliability as the transition progresses. The FCC has directed the Wireline Competition Bureau, in consultation with the Public Safety and Homeland Security Bureau, to work with the NAPM LLC to ensure that the LNPA contract contains terms and conditions necessary to ensure that effective public safety services and law enforcement and national security operations are supported, and that any and all national security issues are satisfactorily addressed and mitigated. Among other things, the terms and conditions of the contract will ensure that the Government's interests are protected by a rigorous audit program that monitors for and ensures compliance, backstopped by robust enforcement tools throughout the term of the contract. Through the Public Safety and Homeland Security Bureau, the FCC will seek input from

Executive Branch entities with expertise in and responsibility for law enforcement and national security matters as these terms and conditions are developed.

The NAPM LLC's risk management controls will extend through the termination of third-party relationships, whether at the natural end of a contract or due to default or other disruption that terminates the relationship. The controls will be designed to ensure that terminations have minimal impact on customers and end users, and will address data transfer, retention and destruction, joint intellectual property, fallback procedures, incumbent turn-down procedures, mitigation of risks, and seamless adherence to applicable requirements. Moreover, the contract with iconectiv will reflect the changing risk environment and lessons learned to facilitate any future transitions.

ATTACHMENT 1 Oversight Structure



ATTACHMENT 2
Risk Management
Confidential Version

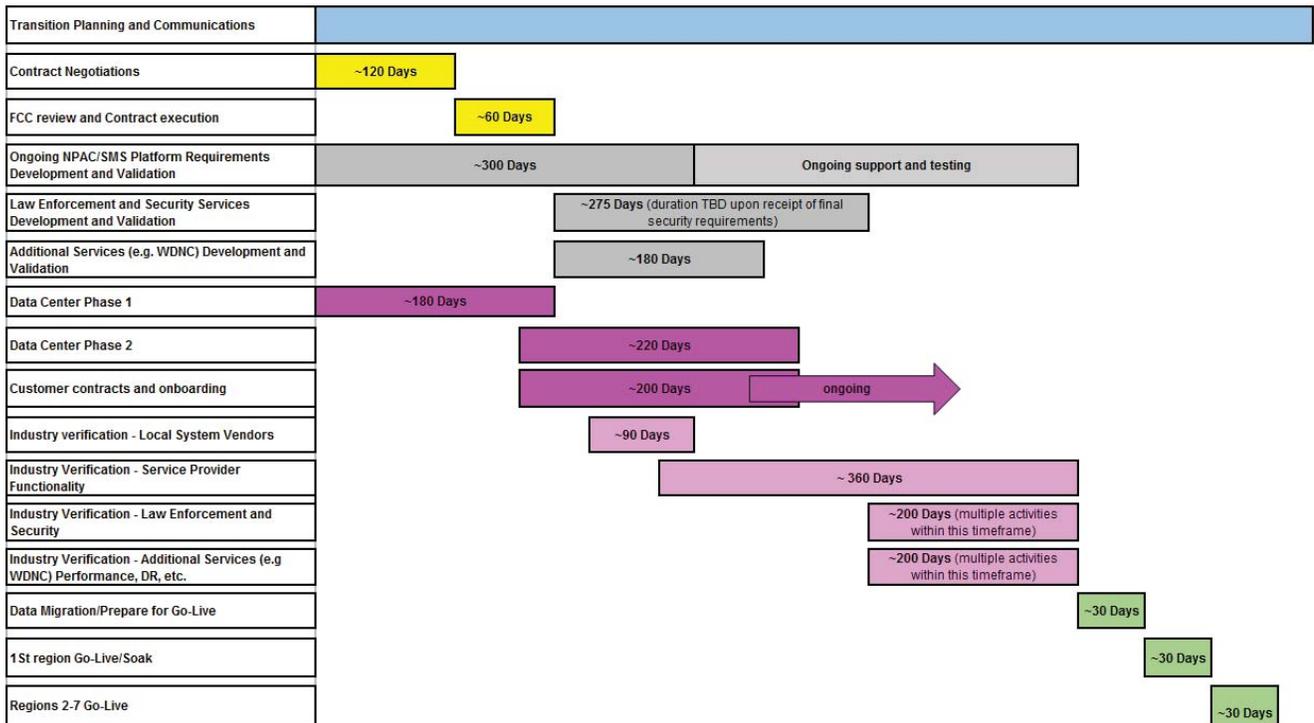
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Confidential Version Will Be Inserted When Available

ATTACHMENT 3A

Timelines

Public Version



NOTE: There will be check points 45 days prior to the beginning of each transition event to allow for progress assessment and necessary timeline adjustments. The timeline will be supplemented with relevant exit requirements, documentation requirements, and path impacting events and relationships between and among the various timeline elements.

ATTACHMENT 3B
Timelines
Confidential Version

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Confidential Version Will Be Inserted When Available

ATTACHMENT 4A

Testing

Public Version

| | | Testing Scope | | Participants |
|----------|-------------------------------------|--|---|---|
| 1 | iconectiv Validation | <p style="text-align: center;">Platform Testing</p> <ul style="list-style-type: none"> • Confirm that the software & processes meet the industry requirements | <p style="text-align: center;">Additional Testing</p> <ul style="list-style-type: none"> • Confirm completion of non-functional test cases (e.g., Data Migration, M&Ps, Performance, Backup & recovery, Data Center verification, Security, etc.) | <ul style="list-style-type: none"> • iconectiv |
| 2 | Stakeholder Verification | <p style="text-align: center;">Functional Test</p> <ul style="list-style-type: none"> • Execute the industry test cases and other agreed test execution (to include security) • Jointly confirm software & processes meet the business requirements | <p style="text-align: center;">Additional Test</p> <ul style="list-style-type: none"> • Jointly confirm that the non functional requirements are met (e.g., M&Ps, Performance, Failover, DR, Security, etc.) | <ul style="list-style-type: none"> • iconectiv • Industry Testers • SPs • SBs • Vendors • Law Enforcement • Independent 3rd Party • Telemarketers • PTRSs |
| 3 | Production Readiness | <p style="text-align: center;">Production Preparedness Test</p> <ul style="list-style-type: none"> • Confirm that platform, processes, organizations are prepared for cutover | <p style="text-align: center;">Production Soak Completion Test</p> <ul style="list-style-type: none"> • Confirm criteria to exit production soak period and enter subsequent cutovers | <ul style="list-style-type: none"> • iconectiv • Industry Testers |

ATTACHMENT 4B
Testing
Confidential Version

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Confidential Version Will Be Inserted When Available

ATTACHMENT 5

Local Number Portability Administrator (LNPA)

Transition Outreach and Education Plan

Background:

In the March 2015 LNPA Order, the Commission directed the NAPM LLC to provide the Federal Communications Commission (FCC) with a detailed Transition Oversight Plan (TOP) that should include, among other matters, stakeholder outreach and education. Below, the NAPM LLC sets forth its Transition Outreach and Education Plan (the "Plan") for the FCC's review in its oversight capacity.

Purpose of the LNPA Transition Outreach and Education Plan:

The NAPM LLC has drafted this Plan with the goal of creating an inclusive means for stakeholders interested in the LNPA transition process to provide meaningful input. In addition to accepting feedback provided to the NAPM LLC by interested stakeholders, the NAPM LLC will contact groups of stakeholders representative of the interests named in the March 2015 LNPA Order, including, but not limited to, small carriers. The NAPM LLC outreach will update stakeholders regarding the LNPA transition process, create a regular forum for stakeholders to ask questions and express concerns, discuss testing requirements and schedules, and update key milestones that arise throughout the LNPA transition. The LNPA transition outreach is intended to be as inclusive as possible. The NAPM LLC will achieve this inclusive outreach by creating an open forum whereby interested participants, including service providers of various sizes and their trade associations (including, but not limited to, CCA, Comptel, ITTA, NCTA, NTCA), law enforcement, regulators, vendors, and other interested parties, may participate in meetings. The Plan, if approved by the FCC's Wireline Competition Bureau (Bureau), will be included in the Transition Oversight Plan (TOP) by amendment, and the public record updated.

Outreach Approach:

The NAPM LLC will establish a new group called the LNPA Transition Outreach (LTO), which will provide opportunities for regular participation by all interested stakeholders in the LNPA transition process. The LTO will be facilitated by the Transition Oversight Manager (TOM). The LTO meetings will be open to any interested participant. The LTO will endeavor to ensure that interested persons or entities may participate remotely, for example by telephone, email, or via the Internet, each as appropriate and in accordance with the preferences of the stakeholders.

The LTO meetings will be held separately from other industry meetings to ensure that they focus on transition outreach and provide a consistent opportunity for the stakeholders to participate via teleconferences, with other means of collaboration used as appropriate (*e.g.*, webex or webinars). Upon the appointment of the TOM, the LTO meetings initially will be held on a monthly basis, with the frequency adjusted over time as appropriate. Special additional

LTO meetings may also be held on an as-needed basis. Meetings will be led by the TOM. The TOM will focus on the goals of the group: ensuring that all interested parties have an opportunity for providing feedback regarding the LNPA transition in a dynamic and timely manner. The agenda for all LTO meetings will generally be published one-week in advance on the public portion of the NAPM LLC's website, unless a shorter timeframe is necessary due to the frequency of the LTO meetings. The LTO meetings will maintain a record of attendance, and provide meeting minutes that will be posted to the public portion of the NAPM LLC website as general information no later than one week after each LTO Meeting.² The schedule of LTO meetings will also be published on the public portion of the NAPM LLC's website as the specific LTO meetings are scheduled.

The LTO role is independent of the role of the NANC LNPA Working Group with respect to discussing technical requirements or developing specific test use cases necessary to facilitate the LNPA transition. Rather, these discussions of technical requirements will still follow the established process set forth by the NANC working group rules.

The NAPM LLC will also periodically, and at least quarterly, solicit input from interested parties, independent of formal meetings, concerning the progress of the LNPA transition. The NAPM LLC will explore the use of various means of electronic communications, including social media, to solicit such input.

In sum, establishment of the LTO will: (i) provide a clear and consistent forum for interested parties to exchange information so that the NAPM LLC understands the concerns of interested parties, including service providers of various sizes and their trade associations, law enforcement, regulators, vendors, and other interested parties and, to the extent feasible, takes steps to address relevant concerns, and (ii) help to maintain an appropriate level of transparency regarding the LNPA transition process.

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² <https://www.napmllc.org/pages/home.aspx>