

**Schedule D-3**

**TRANSITION CRITICAL MILESTONES SCHEDULE**

**Schedule D-3**  
**Transition Critical Milestone Schedule**

Milestones include the completion of all tasks, deliverables and interim milestones associated with such Milestone as set forth in the Detailed Transition Plan. Each Major Milestone, indicated with an “M” includes by reference all related Minor Milestones. For example, M-001 includes 001-a and 001-b. Each milestone number references the corresponding line item of the Detailed Transition Plan in the form labeled Microsoft Office Project – CoPA T Plan – 106-09 D3 Version1.mpp.PDF.PDF. The Earn Back Period is 30 calendar days from the Critical Milestone Due Date and applies to those Transition Milestones indicated with a “Y” in the Earn Back column. The Acceptance Criteria for each Critical Transition Milestone includes operability described in Attachment B and Attachment C of the Contract.

| Critical Transition Milestone Number | Critical Transition Milestone                             | Critical Transition Milestone Due Date | Acceptance Criteria  | Critical Transition Milestone Credit | Earn Back | Dependency on Commonwealth     |
|--------------------------------------|---|--|--|--------------------------------------|-----------|--------------------------------|
| M-001                                | Due Diligence   | 3/12/10                                | <ul style="list-style-type: none"> <li>all interim milestone and acceptance criteria completed</li> <li>Completion of Data Gathering and creation of Gap analysis from original SOW to include data from DD</li> </ul> | \$50,000                             | Y         | •                              |
| 001-a                                | CoPA Subject Matter Expert (SME) Confirmation Discussions | 2/12/10                                | <ul style="list-style-type: none"> <li>eBonding preparation – data gathering complete</li> <li>knowledge transfer – process review completed</li> </ul>  |                                      |           |                                |
| 001-b                                | CoPA TPV & Carrier Discussion                             | 3/12/10                                | <ul style="list-style-type: none"> <li>secured letters of agency</li> </ul>  |                                      |           | • CoPA to provide required LOA |

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|--------------------------------------|--------------------------------------|--|---|--------------------------------------|-----------|--|
| <b>M-002</b>                         | <b>Transition Preparation</b>        | <b>3/31/10</b>                         | <ul style="list-style-type: none"> <li>all interim milestone and acceptance criteria completed</li> </ul>     | \$200,000                            | Y         | •  |
| 002-a                                | Kickoff                              | 3/3/10                                 | <ul style="list-style-type: none"> <li>VzB review and accept final Detailed Transition Plan</li> </ul>        |                                      |           | •  |
| 002-b                                | Project Plan                         | 3/3/10                                 | <ul style="list-style-type: none"> <li>internal VzB kickoff final Detailed Transition Plan session</li> </ul> |                                      |           | •  |
| 002-c                                | Process and Procedure Manual (PPM)   | 3/31/10                                | <ul style="list-style-type: none"> <li>CoPA acceptance of final PPM</li> </ul>                                |                                      |           | <ul style="list-style-type: none"> <li>Deliver current CoPA PPM for overall CoPA organization (OA/IT) as well as by agency PPM, to the extent one exists (</li> <li>Deliver any Standard Operating Procedures for overall CoPA organization (OA/IT) as well as by agency SOP, to the extent one exists</li> <li>CoPA to submit comments and revisions within 30 calendar days of receipt of PPM</li> </ul> |
| 002-c-01                             | Submit PPM draft                     | 2/12/10                                | <ul style="list-style-type: none"> <li>Submit PPM initial draft for review</li> </ul>                         |                                      |           | •  |
| 002-c-02                             | Finalize Change Management Process   | 3/1/10                                 | <ul style="list-style-type: none"> <li>joint team meeting to finalize process</li> </ul>                      |                                      |           | •  |
| 002-c-03                             | Finalize Incident Management Process | 3/1/10                                 | <ul style="list-style-type: none"> <li>joint team meeting to finalize process</li> </ul>                      |                                      |           | •  |

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|--------------------------------------|--|--|--|--------------------------------------|-----------|---|
| 002-d                                | Operational Readiness  | 3/17/10                                | <ul style="list-style-type: none"> <li>• knowledge transfer complete</li> <li>• physical and logical MAC support operational</li> <li>• VzB will have license for access to Remedy ticketing system</li> </ul> |                                      |           | <ul style="list-style-type: none"> <li>• access to data from CTMS, access to Remedy ticketing system</li> </ul> |
| 002-e                                | WAN (Data Network) Transition Preparation                    | 3/8/10                                 | <ul style="list-style-type: none"> <li>• complete organization and personnel matrix and customer contacts</li> <li>• complete requirements gathering</li> </ul>  |                                      |           | <ul style="list-style-type: none"> <li>•</li> </ul>   |
| 002-f                                | Voice Transition Preparation                                 | 3/8/10                                 | <ul style="list-style-type: none"> <li>• complete organization and personnel matrix and customer contacts</li> <li>• complete requirements gathering</li> </ul>  |                                      |           | <ul style="list-style-type: none"> <li>•</li> </ul>   |
| <b>M-003</b>                         | <b>Detailed Transition Implementation Schedule by Agency</b> | <b>3/31/10</b>                         | <ul style="list-style-type: none"> <li>• <b>deliver site transition schedule by agency</b></li> </ul>  | \$100,000                            | Y         | <ul style="list-style-type: none"> <li>•</li> </ul>   |

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|--------------------------------------|----------------------------------|--|--|--------------------------------------|-----------|--|
| M-004                                | IT Systems                       | 2/18/11                                | <ul style="list-style-type: none"> <li>all interim milestones and acceptance criteria completed</li> </ul>     | \$400,000                            | N/A       | <ul style="list-style-type: none"> <li>Provide all interface specifications and related information required to complete e-bonding.</li> <li>Perform all changes necessary within the Customer's current systems to support e-bonding.</li> <li>Provide the format required for Verizon's products and services to be input into the CTMS catalog.</li> <li>Complete all entry of Verizon's products and services into the CTMS catalog.</li> <li>Provide Verizon with access or an automated process to receive orders from CTMS in a timely manner.</li> </ul> |
| 004-a                                | eBonding Due Diligence - Phase 1 | <u>3/19/10</u>                         | <ul style="list-style-type: none"> <li>Pre-Implementation Kickoff</li> <li>Data and Process Mapping</li> </ul> |                                      |           | <ul style="list-style-type: none"> <li></li> </ul>   |

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|--------------------------------------|---|--|--|--------------------------------------|-----------|---|
| M-005                                | eBonding Plan Execution Phase 2                   | <u>8/20/10</u>                         | <ul style="list-style-type: none"> <li>• "Swivel chair, interim support during eBonding development"</li> <li>• Customer Development</li> <li>• Connectivity</li> <li>• Verizon Customer Setup (UAT)</li> <li>• Verizon Customer Setup (Production)</li> <li>• Integration Testing</li> <li>• User Acceptance Testing</li> <li>• Production</li> <li>• Post-Production Closeout</li> <li>• Phase out swivel chair support</li> <li>• catalog is available via CTMS as input into VzB systems enabling the ordering system</li> </ul> | \$400,000                            | Y         | •   |
|                                      |   |  | •  |                                      |           | •   |
| M-006                                | Execute CTMS Refresh and Migration Plan - Phase 4 | <u>2/18/11</u>                         | <ul style="list-style-type: none"> <li>• Order new hardware/software platforms</li> <li>• Stage/Test/Build new platform</li> <li>• Migrate existing CTMS data</li> <li>• Perform User Acceptance Testing</li> <li>• Implement bug fixes and enhancements</li> <li>• New CTMS Platform Go Live</li> <li>• Decommission legacy CTMS platform</li> </ul>  | N/A                                  | N/A       | •   |
| M-007                                | VzB HR Staffing                                   | <u>4/23/10</u>                         | <ul style="list-style-type: none"> <li>• employee on-boarding complete</li> <li>• Staff Tools/VPN fulfillment complete</li> <li>• Program Exec team complete</li> </ul>  | \$50,000                             | Y         | • Timely CoPA interviews of key steady state operations personnel |

| Critical Transition Milestone Number | Critical Transition Milestone                                  | Critical Transition Milestone Due Date | Acceptance Criteria   | Critical Transition Milestone Credit | Earn Back | Dependency on Commonwealth  |
|--------------------------------------|--|--|---|--------------------------------------|-----------|---|
| M-008                                | Reporting (SLA and Performance)                                | 5/7/10                                 | <ul style="list-style-type: none"> <li>all interim milestones and acceptance criteria completed</li> </ul>  | \$200,000                            | Y         | <ul style="list-style-type: none"> <li>CoPA provides examples of reporting requirements following finalization of operational processes and PPM</li> <li>CoPA review and comments of VZB formats, dashboards and report drafts, within 15 business days to allow for any changes</li> </ul>                 |
| 008-a                                | standard reporting<br>Place standard reporting into Production | 5/7/10                                 | <ul style="list-style-type: none"> <li>Determine source, frequency and delivery method</li> <li>Develop reporting, including custom reporting as required by contract.</li> <li>Review reports with customer</li> <li>Review first cycle for contractual compliance</li> <li>Address issues, review second and third cycle reporting</li> </ul> |                                      |           | <ul style="list-style-type: none"> <li></li> </ul>  |
| 008-b                                | customer reporting<br>Establish Custom Reporting process M     | 5/7/10                                 | <ul style="list-style-type: none"> <li>establish custom reporting process</li> </ul>  |                                      |           | <ul style="list-style-type: none"> <li></li> </ul>  |
| M-009                                | Financial Management   | 1/31/11                                | <ul style="list-style-type: none"> <li>consolidated billing process and form of invoice approved</li> <li>Single View operational</li> </ul>  | \$50,000                             | N/A       | <ul style="list-style-type: none"> <li>Provide billing format, EDI specifications, billing hierarchies, and related information necessary to complete billing integration</li> <li>Perform all changes necessary within the Customer's current systems to support billing integration.</li> <li></li> </ul> |

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|--------------------------------------|--------------------------------|--|--|--------------------------------------|-----------|---|
| <b>M-010</b>                         | <b>Help Desk</b>               | <b>4/2/10</b>                          | <ul style="list-style-type: none"> <li>• help desk is operational</li> <li>• all interim milestones and acceptance criteria completed</li> </ul> | \$250,000                            | Y         | <ul style="list-style-type: none"> <li>• Provide Verizon sufficient access to CTMS data to allow us to manually update all necessary records and information.</li> </ul>          |
| 010-a                                | create help desk SORs          | 1/26/10                                | <ul style="list-style-type: none"> <li>• initial draft SORs submitted to CoPA for review</li> </ul>  |                                      |           | <ul style="list-style-type: none"> <li>•</li> </ul>   |
| 010-b                                | documentation completed        | 2/22/10                                | <ul style="list-style-type: none"> <li>• all documentation completed</li> </ul>  |                                      |           | <ul style="list-style-type: none"> <li>•</li> </ul>   |
| 010-c                                | trial run testing              | 3/16/10                                | <ul style="list-style-type: none"> <li>• trial run testing completed</li> </ul>  |                                      |           | <ul style="list-style-type: none"> <li>•</li> </ul>   |
| 010-d                                | end-user communications        | 3/16/10                                | <ul style="list-style-type: none"> <li>• confirm successful cut-over</li> </ul>  |                                      |           | <ul style="list-style-type: none"> <li>•</li> </ul>   |
| 010-e                                | end-user training              | 4/2/10                                 | <ul style="list-style-type: none"> <li>• end-user trainings sessions complete</li> </ul>   |                                      |           | <ul style="list-style-type: none"> <li>•</li> </ul>   |
| <b>M-011</b>                         | <b>Internet Implementation</b> | <b>10/13/10</b>                        | <ul style="list-style-type: none"> <li>• Internet services completed, tested and operational</li> </ul>  | \$300,000                            | Y         | <ul style="list-style-type: none"> <li>• CoPA must coordinate DNS changes and IP Address assignments</li> <li>• CoPA must provide current ports and protocols policies</li> </ul> |
| 011-a                                | Internet implementation – PHL  | 10/13/10                               | <ul style="list-style-type: none"> <li>• Internet services completed, tested and operational</li> </ul>  |                                      |           | <ul style="list-style-type: none"> <li>•</li> </ul>   |
| 011-b                                | Internet implementation – PIT  | 10/13/10                               | <ul style="list-style-type: none"> <li>• Internet services completed, tested and operational</li> </ul>  |                                      |           | <ul style="list-style-type: none"> <li>•</li> </ul>   |



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|--------------------------------------|--|--|--|--------------------------------------|-----------|--|
| M-012                                | WAN implementation – Harrisburg CORE (CoPA net connection) | 7/16/10                                | <ul style="list-style-type: none"> <li>Gb Ethernet delivery completed, tested and operational to two CoPA Net core locations in Harrisburg</li> </ul>  | \$500,000                            | Y         | <ul style="list-style-type: none"> <li>CoPANet fiber ring is in an operational state</li> <li>All appropriate as-built configurations for CoPANet equipment and fiber ring are delivered to Contractor as of the date set forth in the Detailed Transition Plan</li> </ul> |
| M-013                                | WAN implementation – State Wide Agency Core                | 9/24/10                                | <ul style="list-style-type: none"> <li>agency transformation completed, tested and operational</li> </ul>  | \$500,000                            | Y         | <ul style="list-style-type: none"> <li></li> </ul>   |
| M -014                               | WAN Private IP Agency Circuits                             | 9/17/10                                | <ul style="list-style-type: none"> <li>50% of Agency High Bandwidth, DS1 and sub DS1 Private IP circuits completed, tested and operational</li> </ul>  | \$750,000                            | Y         | <ul style="list-style-type: none"> <li></li> </ul>   |
| M-015                                | WAN Private IP Agency Circuits                             | 1/28/11                                | <ul style="list-style-type: none"> <li>100% of Agency High Bandwidth, DS1 and sub DS1 Private IP circuits completed, tested and operational</li> </ul> | \$750,000                            | N/A       | <ul style="list-style-type: none"> <li></li> </ul>   |
| M-016                                | Voice Transition and Transformation                        | 1/31/11                                | <ul style="list-style-type: none"> <li>all voice milestones and acceptance criteria completed</li> </ul>   | \$300,000                            | N/A       |  |
| M-017                                | Centrex  | 9/1/10                                 | <ul style="list-style-type: none"> <li>50% of implementations completed, tested and operational</li> </ul>   | \$300,000                            | Y         | <ul style="list-style-type: none"> <li></li> </ul>   |
| M-018                                | Centrex  | 1/31/11                                | <ul style="list-style-type: none"> <li>100% of implementations completed, tested and operational</li> </ul>  | \$300,000                            | N/A       | <ul style="list-style-type: none"> <li></li> </ul>   |

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|--------------------------------------|-------------------------------|--|---|--------------------------------------|-----------|---|
| M-019                                | Analog and ISDN               | 7/13/10                                | <ul style="list-style-type: none"> <li>50% of implementations completed, tested and operational</li> </ul>  | \$125,000                            | Y         | •   |
| M-020                                | Analog and ISDN               | 11/16/10                               | <ul style="list-style-type: none"> <li>100% of implementations completed, tested and operational</li> </ul> | \$125,000                            | Y         | •   |
| M-021                                | Voice Mailbox                 | 9/1/10                                 | <ul style="list-style-type: none"> <li>50% of implementations completed, tested and operational</li> </ul>  | \$150,000                            | Y         | •   |
| M-022                                | Voice Mailbox                 | 1/31/11                                | <ul style="list-style-type: none"> <li>100% of implementations completed, tested and operational</li> </ul> | \$150,000                            | Y         | •   |
| M-023                                | PBX Key Systems               | 9/24/10                                | <ul style="list-style-type: none"> <li>50% of implementations completed, tested and operational</li> </ul>  | \$300,000                            | Y         | •   |
| M-024                                | PBX Key Systems               | 1/31/11                                | <ul style="list-style-type: none"> <li>100% of implementations completed, tested and operational</li> </ul> | \$300,000                            | N/A       | •   |
| M-025                                | ACD                           | 8/20/10                                | <ul style="list-style-type: none"> <li>All ACD complete, timed to coincide with 800 Toll Free</li> </ul>    | \$300,000                            | Y         | <ul style="list-style-type: none"> <li>CoPA agency requirement to conduct detailed review of call flow process and ACD programming</li> </ul> |

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|--------------------------------------|---|--|---|--------------------------------------|-----------|--|
| M-026                                | 800 Inbound                             | 8/20/10                                | <ul style="list-style-type: none"> <li>100% of 800 inbound implementations completed, tested and operational</li> <li>all interim milestones and acceptance criteria completed</li> </ul>   | \$400,000                            | Y         | <ul style="list-style-type: none"> <li>RESBORG forms must be returned upon scheduling request</li> </ul>   |
| M-027                                | HIPC - DOH                              | 1/10/11                                | <ul style="list-style-type: none"> <li>Implementation completed, tested and operational</li> </ul>  | \$300,000                            | N/A       | <ul style="list-style-type: none"> <li>LAN infrastructure meets HIPC assessment requirements</li> <li>Commonwealth has met its Private IP transition dependencies</li> </ul> |
| M-028                                | Security Services                       | 1/19/11                                | <ul style="list-style-type: none"> <li>all interim milestones and acceptance criteria completed; all security services implemented, tested and operational</li> </ul>   | \$500,000                            | N/A       | <ul style="list-style-type: none"> <li>AD Authentication, IP addressing, DNS records and desired policies in place.</li> </ul>   |
| 028-a                                | Security Support of Enterprise Internet | 09/30/10                               | <ul style="list-style-type: none"> <li>Network topology and design review complete</li> <li>Security devices placed to implement security service, including firewall</li> <li>Configuration, rules and policy data collection and analyses complete</li> <li>Configuration and testing of security devices complete</li> </ul> |                                      |           | <ul style="list-style-type: none"> <li></li> </ul>   |
| 028-b                                | Security Device Maintenance and IDP     | 10/13/10                               | <ul style="list-style-type: none"> <li>Services enrollment process complete</li> <li>Activate security services monitoring</li> </ul>   |                                      |           | <ul style="list-style-type: none"> <li>Required firewall policies in place to allow remote access to managed devices.</li> </ul>   |

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|--------------------------------------|-------------------------------|--|--|--------------------------------------|-----------|--|
| 028-c                                | Email Scanning                | 1/19/11                                | <ul style="list-style-type: none"> <li>•</li> <li>• Configuration, rules and policy data collection and analyses complete</li> <li>• Solution tuning, testing and configuration complete</li> <li>• Services enrollment process complete</li> <li>• Activate security services monitoring</li> </ul> |                                      |           | Email filtering policy has been determined by CoPA and supplied to WebRoot   |
| <b>M-029</b>                         | <b>Remote Access</b>          | <b>11/13/10</b>                        | <ul style="list-style-type: none"> <li>• remote authentication services are active and effective</li> </ul>  | \$200,000                            | Y         | <ul style="list-style-type: none"> <li>• Configuration details, including desired remote access policy provided and in place.</li> </ul> |

## Commonwealth Responsibilities Mapping Overview

The following tables provide an overview of the Commonwealth's responsibilities for Transition activities. The definitive list will be included in the Detailed Transition Plan.

| START UP (PLANNING)   |
|---|
| Includes:   |
| Commonwealth and Contractor Responsibilities: <ul style="list-style-type: none"><li>• Jointly develop the Transition Governance Structure, Transition Project Management Processes (Risks, Issues/Actions, Dependencies, Transition Deliverables Mgmt, Status Reporting, Change Controls)</li><li>• Jointly determine the Transition org chart, roles and responsibilities of respective Commonwealth and Contractor's team.</li><li>• Coordinate the date, attendees, and logistics of Joint Transition Project Launch</li></ul> |

|   |
|---|
| Includes:   |
| Commonwealth Responsibilities: <ul style="list-style-type: none"><li>• Establish Commonwealth Transition Management team structure and assign focal persons to work with Contractor's counterparts.</li><li>• Establish and formalize the review process and approval authority within the Commonwealth regarding Transition deliverables.</li><li>• Response to Contractor to the following data requests:<ul style="list-style-type: none"><li>• Data Gathering Checklist - Verizon Business provided Data Gathering Checklist (DGC) which lists the key service order requirements for each of the main service areas. (Impacts M-001, M-002 and M-011 to M-026).</li><li>• Due Diligence Information - The DGC highlights, for each service area, the key information required as a minimum at the start of Due Diligence. This information will provide a cross reference across service areas for all agencies and their locations. The inability to obtain this information has an impact on the Due Diligence Schedule. (Impacts M-001, M-002 and M-011 to M-026).</li><li>• Service Order Information - All information listed in the DGC for each service area, must be identified prior to orders for that service being entered. (Impacts all Critical Milestone Numbers M-011 thru M-026.)</li></ul></li></ul> |

## TRANSITION

Includes:

Commonwealth & Contractor Responsibilities and Acknowledgements:

- Jointly review transition project progress, resolve transition issues timely.
- Jointly monitor, mitigate, and report project risks
- Jointly review and approve/disapprove project change requests (i.e. scope, schedule controls).
- Unless otherwise agreed by the Parties, Service Cutover will take place between 8:00 a.m. to 5:00 p.m Eastern Time, Monday through Friday. (Impacts M-011 thru M-026)
- The Parties may adjust the Detailed Transition Plan to accommodate Commonwealth agency black out dates. If a Commonwealth agency modifies a black out date after the adjustment to the Detailed Transition Plan may impair Contractor's ability to timely meet a Critical Milestone. In such event, Contractor would be relieved from the corresponding Transition of Services for purposes of the Critical Milestone Credit. (Impacts M-001, 002, 012 thru 029).
- Service Cutover for an agency may take place at different times for data and for voice Services. (Impacts M-001, M-002 and M-011 thru M-029).
- The volume of data and voice transition orders will require flexibility for spreading installations across the Commonwealth, in part, on a geographic basis throughout transition. Geography will be considered by the Parties while determining the Commonwealth agencies that will be included in the various phases of the Transition of the Services. (Impacts M-001, M-002 and M-011 thru M-029).

Includes:

Commonwealth Responsibilities:

- Identify and provide key Commonwealth personnel to assist in the Transition as Subject Matter Experts (SMEs)
- Perform Commonwealth's transition tasks and provide corresponding deliverables as set forth in the Detailed Transition and Transformation Plan and Project definition reports
- Coordinate with business units to provide Service Provider access to Commonwealth systems and other resources as set forth in the Detailed Transition and Transformation Plan and Project definition reports
- Communicate Policy and Procedural Changes to Commonwealth units/organizations
- For Transition Services that require construction to address Unforeseen Conditions, the Commonwealth will reasonably cooperate with Contractor to adjust agency Transition schedules to realign the Transition of Services to the affected Service recipients with the Transition of Services to other Service recipients in later phases of Transition for such Services. In the event the Parties cannot mutually agree to revisions of the Transition schedule for such Services, then the Transition of Services impaired by such construction will be excluded from the percentage completion calculation for acceptance of the corresponding Critical Milestone, and the Transition

of such Services shall be added to the following phase of Transition of the Services. (Impacts M-011 thru M-029).

- Verizon Business is dependent upon current CoPA Carriers to support the requested porting of numbers from that Carrier to Verizon Business in order to support Voice Service transition. The inability of a current CoPA Carrier to meet porting requests within standard industry intervals is a dependency that impacts all voice transition schedules. (Impacts M-016 thru M-020 M-025 thru M-027).
- Verizon Business is dependent upon current CoPA Carriers to support the time of day requests for porting of numbers from that Carrier to Verizon Business. Re-scheduling due to the inability of a current CoPA carrier to meet agreed upon porting times is a dependency that impacts all voice transition schedules. (Impacts M-016 thru M-020, M-025 thru M-027)).
- The information in the Number Porting requests from Verizon Business to a current CoPA Carrier must match the records that the Carrier has in their database. It will be a dependency on CoPA to assist Verizon Business to identify the source of potential discrepancies between the records generated from Due Diligence and CoPA record sources with those of the Carrier. (Impacts M-016 thru M-020, M-025 thru M-027)
- Contractor will be provided access to Commonwealth facilities to perform the required installation work during the hours specified in Attachment A to the Contract. (Impacts M-011 thru M-029).