



ARIN NANOG

ON THE ROAD

Portland, Oregon
10 September 2013

NWAX 2.0

Eric Rosenberry

Principal Infrastructure Architect
novation, Inc.

Agenda

- What is happening with NWAX
- What does it take to create an IX legal entity
- Call to action – Join us!

A little history

- Exchange is over 10 years old
- Formed as an OHSU / PSU partnership
- Originally could have allowed IP transit to be sold via the exchange, though I don't think this was ever done
- At one time had dark fiber to ViaWest/Easystreet and provided transport on those links
- Was tied up with PREN which was part of I2
- In more recent years, has also become the interconnect point for Oregon Health Network providers

What is happening?

- OHSU handing over all assets to new non-profit
 - Will allow volunteers to manage it – eliminate FTE costs
 - Pittock will donate space/power/cross-connects
 - Contracts no longer required to be a member
 - Board is now elected by members
 - Now able to have a capital reserve fund

What has been done so far?

- Appointed a board of directors
 - Leif Hansen – LS Networks
 - Martin Levy – he.net
 - Paul Matthews – OCHIN / OHN
 - Jeremy Pietzold – Clackamas ESD
 - Eric Rosenberry – iovation, Inc.
- Filed with Oregon Secretary of State as a non-profit
 - Public Benefit Corporation With Members
 - Need articles of incorporation (modified the SIX ones for Oregon)
 - Kathleen Bertero of Jordan Ramis PC did the paperwork for us

**ARTICLES OF INCORPORATION
OF
NORTHWEST ACCESS EXCHANGE, INC.**

The undersigned individual, 18 years of age or older, acting as incorporator under the Oregon Nonprofit Corporation Act, adopts the following Articles of Incorporation:

**ARTICLE 1
NAME AND DURATION**

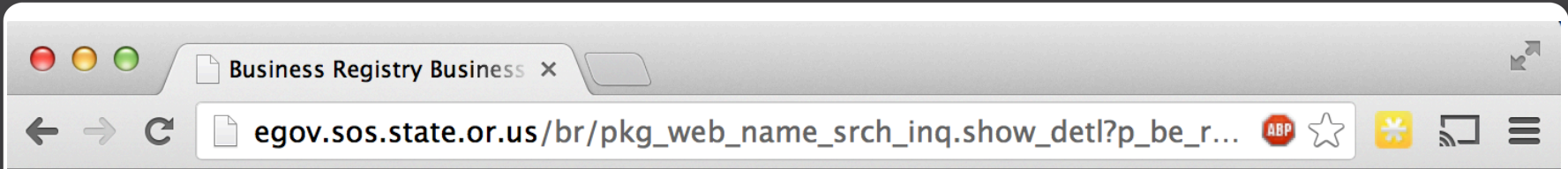
The name of the corporation is Northwest Access Exchange, Inc. (the "Corporation").

**ARTICLE 2
DURATION**

The duration of the Corporation is perpetual.

**ARTICLE 3
TYPE**

The Corporation is a nonprofit, public benefit corporation, organized under the Oregon Nonprofit Corporation Act.



Business Name Search

[New Search](#)

[Printer Friendly](#)

Business Entity Data

09-08-2013
22:03

Registry Nbr	Entity Type	Entity Status	Jurisdiction	Registry Date	Next Renewal Date	Renewal Due?
953036-90	DNP	ACT	OREGON	07-25-2013	07-25-2014	
Entity Name	NORTHWEST ACCESS EXCHANGE, INC.					
Foreign Name						
Non Profit Type	PUBLIC BENEFIT WITH MEMBERS					

What has been done so far?

- Filed for (and received) TaxID number
- The board has elected officers
 - Eric Rosenberry – President
 - Courtney Stennick – Secretary / Treasurer
- Adopted Bylaws
 - Copied from the SIX
- Have filed form 1024 and 8718 with the IRS
 - Applying for 501c(6) status
- All docs are linked from <http://www.nwax.net>
- Have appointed the current list of 38 voting members



DEPARTMENT OF THE TREASURY
INTERNAL REVENUE SERVICE
CINCINNATI OH 45999-0023

NORTHWEST ACCESS EXCHANGE INC
1515 SW 5TH AVE STE 900
PORTLAND, OR 97201

Date of this notice: 07-29-2013

Employer Identification Number:
46-3292198

Form: SS-4

Number of this notice: CP 575 A

For assistance you may call us at:
1-800-829-4933

IF YOU WRITE, ATTACH THE
STUB AT THE END OF THIS NOTICE.

WE ASSIGNED YOU AN EMPLOYER IDENTIFICATION NUMBER

Thank you for applying for an Employer Identification Number (EIN). We assigned you EIN 46-3292198. This EIN will identify you, your business accounts, tax returns, and documents, even if you have no employees. Please keep this notice in your permanent records.

When filing tax documents, payments, and related correspondence, it is very important that you use your EIN and complete name and address exactly as shown above. Any variation may cause a delay in processing, result in incorrect information in your account, or even cause you to be assigned more than one EIN. If the information is not correct as shown above, please make the correction using the attached tear off stub and return it to us.

Based on the information received from you or your representative, you must file the following form(s) by the date(s) shown.

**BYLAWS
OF
NORTHWEST ACCESS EXCHANGE, INC.**

**ARTICLE 1.
NAME AND OPERATION**

1.1 Name. The name of this corporation is Northwest Access Exchange, Inc. (“Corporation”). The Corporation may file for and do business under an assumed business name.

1.2 Operation. The Corporation shall be operated as a public benefit nonprofit corporation under the provisions of the Oregon Nonprofit Corporation Act (the “Act”).

**ARTICLE 2.
OFFICES**

The principal office of the Corporation shall be located at its principal place of business or such other place as the Board of Directors of the Corporation (“Board”) may designate. The Corporation may have such other offices, either within or without the State of Oregon, as the Board may designate or as the business of the Corporation may require from time to time.

Form **1024**
 (Rev. September 1998)
 Department of the Treasury
 Internal Revenue Service

**Application for Recognition of Exemption
 Under Section 501(a)**

OMB No. 1545-0057

If exempt status is approved,
 this application will be open
 for public inspection.

Read the instructions for each Part carefully. **A User Fee must be attached to this application.**
 If the required information and appropriate documents are not submitted along with Form 8718 (with payment
 of the appropriate user fee), the application may be returned to the organization.

Complete the Procedural Checklist on page 6 of the instructions.

Part I. Identification of Applicant (Must be completed by all applicants; also complete appropriate schedule.)
 Submit only the schedule that applies to your organization. Do not submit blank schedules.

Check the appropriate box below to indicate the section under which the organization is applying:

- a** Section 501(c)(2)—Title holding corporations (Schedule A, page 7)
- b** Section 501(c)(4)—Civic leagues, social welfare organizations (including certain war veterans' organizations), or local associations of employees (Schedule B, page 8)
- c** Section 501(c)(5)—Labor, agricultural, or horticultural organizations (Schedule C, page 9)
- d** Section 501(c)(6)—Business leagues, chambers of commerce, etc. (Schedule C, page 9)
- e** Section 501(c)(7)—Social clubs (Schedule D, page 11)
- f** Section 501(c)(8)—Fraternal beneficiary societies, etc., providing life, sick, accident, or other benefits to members (Schedule E, page 13)
- g** Section 501(c)(9)—Voluntary employees' beneficiary associations (Parts I through IV and Schedule F, page 14)
- h** Section 501(c)(10)—Domestic fraternal societies, orders, etc., not providing life, sick, accident, or other benefits (Schedule E, page 13)
- i** Section 501(c)(12)—Benevolent life insurance associations, mutual ditch or irrigation companies, mutual or cooperative telephone companies, or like organizations (Schedule G, page 15)
- j** Section 501(c)(13)—Cemeteries, crematoria, and like corporations (Schedule H, page 16)
- k** Section 501(c)(15)—Mutual insurance companies or associations, other than life or marine (Schedule I, page 17)
- l** Section 501(c)(17)—Trusts providing for the payment of supplemental unemployment compensation benefits (Parts I through IV and Schedule J, page 18)
- m** Section 501(c)(19)—A post, organization, auxiliary unit, etc., of past or present members of the Armed Forces of the United States (Schedule K, page 19)
- n** Section 501(c)(25)—Title holding corporations or trusts (Schedule A, page 7)

Form **8718**
 (Rev. January 2010)
 Department of the Treasury
 Internal Revenue Service

**User Fee for Exempt Organization
 Determination Letter Request**

▶ **Attach this form to determination letter application.
 (Form 8718 is NOT a determination letter application.)**

**For
 IRS
 Use
 Only**

OMB No. 1545-1798

Control number _____

Amount paid _____

User fee screener _____

1 Name of organization

2 Employer Identification Number

Caution. Do not attach Form 8718 to an application for a pension plan determination letter. Use Form 8717 instead.

3 Type of request

Fee

- a** Initial request for a determination letter for:
- An exempt organization that has had annual gross receipts averaging not more than \$10,000 during the preceding 4 years or
 - A new organization that anticipates gross receipts averaging not more than \$10,000 during its first 4 years ▶ **\$400**

Note. If you checked box 3a, you must complete the *Certification* below.

Certification

I certify that the annual gross receipts of _____
name of organization

have averaged (or are expected to average) not more than \$10,000 during the preceding 4 (or the first 4) years of operation.

Signature ▶ _____ Title ▶ _____

- b** Initial request for a determination letter for:
- An exempt organization that has had annual gross receipts averaging more than \$10,000 during the preceding 4 years or
 - A new organization that anticipates gross receipts averaging more than \$10,000 during its first 4 years . ▶ **\$850**
- c** Group exemption letters ▶ **\$3,000**

Pricing Structure

- 1 gig ports are **FREE**
 - Used to be \$395/mo
 - No need to provide optic even
 - 850nm MMF, 1310nm SMF, CAT5 in stock
- 10 gig ports are \$295/mo
 - No need to provide optic even
 - 1310 nm SMF optics in stock
- Custom Optics allowed (Long-Reach, CWDM, DWDM)
 - You just have to pay for them, or provide them, and provide for sparing model as desired
 - SFP+ Form Factor, Juniper EX Compatible

Timeline

- Official asset transfer set for December 31st
- Volunteers already jointly administering the fabric with OHSU / PSU
- New org starts billing Jan 1
 - Current members – please keep paying OHSU until then
 - New NWAX org gets all funds in OHSU account as of that date
- Accepting new members immediately
 - New 10g members not billed till January

Ops Update

- The fabric is fundamentally a single EX4500 at this time
 - 48 usable 1/10g ports (~41 connected members)
- All 100 meg members upgraded to gig direct off EX4500
 - Two Cisco 3550's eliminated from the fabric
- Have moved all but two members off OHSU MX-480
 - Last two moving very soon upon arrival of new optics
- Have upgraded code on fabric
 - Latest jtac recommended release
- Port Security – Mac Limiting now enabled
 - Loop prevention mechanism

To do list

- Website needs updated badly
 - Please ignore most of what is on there – help wanted
- Need new monitoring / graphing system
 - In progress – looking at IXP Manager among other things
- Need to physically separate NWAX and OHSU equipment
 - One or the other needs to migrate to separate cabinets
- Need more SMF cable to MMR – new tie cable
- Need additional switching capacity
 - Spectrum Networks has offered to donate two 10g Arista switches
 - One 48 port and one 24 port – will be available once taken out of current service

Thank you to our donors

- Pittock – Space, Power, Cross-Connects
- OHSU – Handing over all existing assets and some \$\$\$
- OpenGear – Brand new IM4200 serial console
- Dyn – Donating Forward/Reverse DNS services
- Silica Networks, LLC - \$150 to get bank account and Google Apps setup (for docs/email)
- Un-named providers providing management / serial OOB transit bandwidth
- Employers of the board / officers / engineers for donating our time

Call to action

- Join the exchange! – No reason not to!
- Existing members – upgrade to 10g
 - It is still a reduction in costs vs. current, and helps us financially
- Donate - \$\$\$, hardware, optics
 - Offering to keep paying even for 1g would help us hugely as well
- Come to the annual meeting Thursday November 14th
- Email info@nwax.net with questions or to get connected

Q&A



**Fill out & submit
the survey for your
chance to win a
\$100 Amazon Gift Card!**

