

**ERIENET LOCAL DEVELOPMENT CORPORATION  
RESOLUTION 2024-02**

A regular meeting of the ErieNet Local Development Corporation was convened on February 20, 2024 at 2:00 p.m.

The following resolution was duly offered and seconded, to wit:

RESOLUTION OF THE ERIENET LOCAL DEVELOPMENT CORPORATION (“ENLDC”) AUTHORIZING (i) THE NEGOTIATION AND EXECUTION OF A MASTER SERVICES AGREEMENT TO ENGAGE H. RICHARDSON & SONS, LLC (“RICHARDSON”) TO PROVIDE MAKE-READY FIBER OPTIC INFRASTRUCTURE CONSTRUCTION SERVICES RELATED TO NEW YORK STATE GAS AND ELECTRIC CORPORATION (“NSYEG”) INFRASTRUCTURE

**WHEREAS**, the ENLDC is authorized and empowered by Section 1411 of the Not-for-Profit Corporation Law of the State of New York, as amended, to relieve and reduce unemployment, promote and provide for additional and maximum employment, better and maintain job opportunities in the County of Erie (the “County”) and to lessen the burdens of government and act in the public interest; and

**WHEREAS**, ENLDC was specifically created and empowered by the County to study, design, and engineer an Open Access Network and to ultimately install fiber optic network services within and throughout the County to ensure growth, equity and prosperity for the County (the “Project”); and

**WHEREAS**, it is contemplated that certain portions of the Project, including but not limited to certain fiber optic cable and supporting equipment (collectively, the “Broadband Assets”) will necessarily need to be installed upon and/or located within existing distribution poles, ducts and rights-of-ways owned and under the jurisdiction of NYSEG (the “NYSEG Infrastructure”); and

**WHEREAS**, prior to installing Broadband Assets upon/within the NYSEG Infrastructure, NYSEG requires that ENLDC undertakes certain required make ready activities within the NYSEG Infrastructure (the “Make Ready Construction Services”) for the purpose of ensuring that Broadband Assets are installed in a manner which will not otherwise adversely impact existing infrastructure installed on the NYSEG Infrastructure; and

**WHEREAS**, in accordance with the New York State Environmental Quality Review Act, Article 8 of the Environmental Conservation Law and the regulations promulgated thereto at 6 NYCRR Part 617 (collectively referred to as “SEQRA”), the Make Ready Construction Services are Type II actions exempt from review pursuant to Section 617.5(c)(27) of the SEQRA regulations; and

**WHEREAS**, on July 23, 2023, ECC Technologies, Inc. (“ECC”), on behalf of ENLDC and in compliance with ENLDC’s Procurement Policy, issued a Request for Quotations (the “RFQ”) to thirteen (13) make ready contractors pre-approved by NYSEG with respect to the Make Ready Construction Services; and

**WHEREAS**, there were ten (10) responses to the RFQ (the “RFQ Responses”); and

**WHEREAS**, on August 15, 2023, ENLDC selected Northline Utilities, LLC (“Northline”), Thayer Power and Communication, LLC (“Thayer”), Haugland Energy Group LLC (“Haugland”), Henkels and McCoy, Inc. (“Henkels”) and Harland Electric Company (“Harlan”) to undertake the Make Ready Construction Services, and authorized the Executive Director to negotiate and execute Master Services Agreements (MSA’s) with Northline, Thayer, Haugland, Henkels, and Harlan, in consultation with the ENLDC’s general counsel, to undertake the Make Ready Construction Services in an aggregate amount not to exceed \$2,700,000, and any appropriate change orders or scope additions as approved by the Executive Director, in consultation with ENLDC Board Chair; and

**WHEREAS**, subsequent to its selection to complete Make Ready Construction Services on behalf of ENLDC, Henkels was removed from the list of approved NYSEG make-ready contractors, and in an effort to replace Henkels as a make-ready contractor, ENLDC selected Danella Power Services, Inc. (“Danella”) as an additional make-ready contractor to ensure the Make Ready Construction Services can be completed if one company fails due to equipment or manpower issues; and

**WHEREAS**, to further ensure the Make Ready Construction Services can be completed in an efficient, cost-effective manner, ECC reconsidered the RFQ Responses, and given the pricing proposal provided by H. Richardson & Sons, LLC (“Richardson”), and in recognition that Richardson was one of the responses included within the RFQ Responses, ECC has made the recommendation for ENLDC to enter an MSA with Richardson.

**NOW, THEREFORE, BE IT RESOLVED BY THE ERIENET LOCAL DEVELOPMENT CORPORATION AS FOLLOWS:**

Section 1. Based upon the foregoing, and in compliance with ENLDC’s Procurement Policy, the ENLDC hereby selects Richardson to undertake the Make Ready Construction Services, and hereby authorizes the Executive Director to negotiate and execute an MSA with Richardson, in consultation with the ENLDC’s general counsel, to undertake the Make Ready Construction Services, provided the amount of Make-Ready Construction Services provided by Richardson, in conjunction with Northline, Thayer, Haugland, Harlan and Danella, shall not to exceed \$2,700,000 in the aggregate, and any appropriate change orders or scope additions as approved by the Executive Director, in consultation with ENLDC Board Chair.

Section 2. The officers, employees and agents of the ENLDC are hereby authorized and directed for and in the name and on behalf of the ENLDC to do all acts and things required and to negotiate, execute and deliver all such certificates, instruments and documents, to pay all such fees, charges and expenses and to do all such further acts and things as may be necessary or,

in the opinion of the officer, employee or agent acting, desirable and proper to effect the purposes of the foregoing resolutions and to cause compliance by the ENLDC with all of the terms, covenants and provisions of the documents executed for and on behalf of the ENLDC as related thereto and hereto.

Section 3. Any and all actions heretofore taken or authorized by ENLDC and/or its officers, employees and agents with respect to this resolution are hereby ratified, approved and confirmed in all aspects.

Section 4. This resolution shall take effect immediately.

Dated: February 20, 2024

**ERIENET LOCAL DEVELOPMENT CORPORATION  
RESOLUTION 2024-03**

A regular meeting of the ErieNet Local Development Corporation was convened on February 20, 2024 at 2:00 p.m.

The following resolution was duly offered and seconded, to wit:

RESOLUTION OF THE ERIENET LOCAL DEVELOPMENT CORPORATION (“ENLDC”) AUTHORIZING (i) THE NEGOTIATION AND EXECUTION OF AN AGREEMENT TO ENGAGE MANCHSTER CS, INC. FOR CONSTRUCTION SERVICES IN RELATION TO THE BUILD OUT OF AN OPEN ACCESS NETWORK POINT OF PRESENCE IN AN AMOUNT NOT TO EXCEED \$125,000; AND (ii) AUTHORIZING THE NEGOTIATION AND EXECUTION OF A CERTAIN LICENSE AGREEMENT (THE “POP AGREEMENT”) BY AND BETWEEN ENLDC AND THE COUNTY OF ERIE (THE “COUNTY”) FOR THE USE OF CERTAIN SPACE IN THE COUNTY RATH BUILDING AS AN OPEN ACCESS NETWORK POINT OF PRESENCE

**WHEREAS**, the ENLDC is authorized and empowered by Section 1411 of the Not-for-Profit Corporation Law of the State of New York, as amended, to relieve and reduce unemployment, promote and provide for additional and maximum employment, better and maintain job opportunities in the County of Erie (the “County”) and to lessen the burdens of government and act in the public interest; and

**WHEREAS**, ENLDC was specifically created and empowered by the County to study, design, and engineer an Open Access Network and to ultimately install fiber optic network services within and throughout the County to ensure growth, equity and prosperity for the County (the “Project”); and

**WHEREAS**, in relation to the Project, it is contemplated that a Point of Presence (the “POP”), consisting of a secured room where the Open Access Network fiber cables are terminated, and the Open Access Network is monitored and interconnected to other service providers, will need to be constructed to ensure the continued operation and functionality of the Open Access Network; and

**WHEREAS**, ancillary thereto, certain construction services, including the installation of cabling, network cabinets, network equipment, UPS, and wire management, will be necessary to complete the POP (the “POP Construction Services”); and

**WHEREAS**, the County is the owner of certain real property located 95 Franklin Street, City of Buffalo, County of Erie and State of New York (the “Property”), and has agreed to permit ENLDC to utilize a portion of the Property for the purpose of housing the POP (the “POP Premises”), subject to the terms and conditions contained with a certain license agreement to be

entered into by and between ENLDC and the County (the “POP Agreement”, and together with the POP Construction Services, the “County POP Project”); and

**WHEREAS**, on January 18, 2024, ECC Technologies, Inc. (“ECC”), on behalf of ENLDC and in compliance with ENLDC’s Procurement Policy, issued a Request for Proposals (the “RFP”) with respect to the POP Construction Services; and

**WHEREAS**, ENLDC received 2 responses to the RFP (the “RFP Responses”); and

**WHEREAS**, ECC reviewed the RFP Responses, and, ECC has made the recommendation for ENLDC to enter into an agreement with MANCHSTER CS, INC to complete the POP Construction Services on ENLDC’s behalf; and

**WHEREAS**, ENLDC desires to enter into an agreement for POP Construction Services with MANCHSTER CS, INC; and

**WHEREAS**, the POP Construction Services will be undertaken with the POP Premises; and

**WHEREAS**, ENLDC desires to enter into the POP Agreement; and

**WHEREAS**, in accordance with the New York State Environmental Quality Review Act, Article 8 of the Environmental Conservation Law and the regulations promulgated thereto at 6 NYCRR Part 617 (collectively referred to as “SEQRA”), the County POP Project is a Type II action exempt from review pursuant to Section 617.5(c)(9) of the SEQRA regulations; and

**NOW, THEREFORE, BE IT RESOLVED BY THE ERIENET LOCAL DEVELOPMENT CORPORATION AS FOLLOWS:**

Section 1. Based upon the foregoing, and in compliance with ENLDC’s Procurement Policy, the ENLDC hereby selects MANCHSTER CS, INC to undertake the POP Construction Services, and hereby authorizes the Executive Director to negotiate and execute an agreement with MANCHSTER CS, INC, in consultation with the ENLDC’s general counsel, to undertake the POP Construction Services in an amount not to exceed \$125,000.00 and any appropriate change orders or scope additions as approved by the Executive Director, in consultation with ENLDC Board Chair.

Section 2. The ENLDC hereby authorizes the Executive Director to negotiate and execute the POP Agreement, in consultation with ENLDC’s general counsel, and shall include such other terms and conditions as the Executive Director determines to be appropriate and in the best interest of ENLDC.

Section 3. The officers, employees and agents of the ENLDC are hereby authorized and directed for and in the name and on behalf of the ENLDC to do all acts and things required and to negotiate, execute and deliver all such certificates, instruments and documents, to pay all such fees, charges and expenses and to do all such further acts and things as may be necessary or, in the opinion of the officer, employee or agent acting, desirable and proper to effect the purposes

of the foregoing resolutions and to cause compliance by the ENLDC with all of the terms, covenants and provisions of the documents executed for and on behalf of the ENLDC as related thereto and hereto.

Section 4. Any and all actions heretofore taken or authorized by ENLDC and/or its officers, employees and agents with respect to this resolution are hereby ratified, approved and confirmed in all aspects.

Section 5. This resolution shall take effect immediately.

Dated: February 20, 2024