

**ERIENET LOCAL DEVELOPMENT CORPORATION
RESOLUTION 2024-04**

The annual meeting of the ErieNet Local Development Corporation was convened on March 19, 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 ENGAGEMENT OF THE DDS COMPANIES TO PROVIDE PROFESSIONAL SURVEYING SERVICES TO ENLDC; AND (ii) THE NEGOTIATION AND EXECUTION OF AN AMENDMENT TO AN AGREEMENT WITH DDS COMPANIES TO ENCOMPASS THE PROVISION OF SUCH PROFESSIONAL SURVEYING SERVICES TO ENLDC IN AN AMOUNT NOT TO EXCEED \$40,000

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, a portion of the Open Access Network shall be attached to distribution and transmission poles located within rights of way owned by the County (the “County Right of Way”); and

WHEREAS, ancillary thereto, it is contemplated that approximately 600-800 poles located within the County Right of Way will need to be replaced; and

WHEREAS, prior to granting ENLDC work permits and permission to replace such poles, the County is requiring that a New York State authorized and licensed professional engineering firm provide stamped maps depicting the location of the replaced poles (the “County Engineering Services”); and

WHEREAS, ENLDC intends to issue a Request for Proposals (“RFP”) with respect to the County Engineering Services in the near future, but in an effort to facilitate the timely construction and completion of the Project, ENLDC desires to undertake pole replacement activities prior to the issuance of such RFP, and

accordingly needs to temporarily engage a licensed engineering firm to provide the County Engineering Services; and

WHEREAS, on or about April 23, 2024, ENLDC selected The DDS Company (“DDS”) to produce any permits, applications, surveys, documents, and/or drawings that require a NYS licensed professional engineer or licensed land surveyor to stamp and seal with respect to the Project, and entered into a certain agreement with DDS with respect to same on or about August 9, 2023 (the “DDS Agreement”); and

WHEREAS, ENLDC requested a quotation from DDS with respect to the County Engineering Services, and DDS provided a quotation in the amount of \$800 per stamped map (the “Interim Quote”); and

WHEREAS, ECC Technologies, Inc. (“ECC”), in its capacity as Information Technology Consultant for ENLDC, has advised that approximately 50 stamped maps containing approximately 100 pole replacements can be completed prior to the selection of an RFP respondent (the “Interim County Engineering Services”); and

WHEREAS, pursuant to the Interim Quote, the cost of the Interim County Engineering Services shall be approximately \$40,000 (the “Additional Expenditure”); and

WHEREAS, pursuant to Section E(1) of ENLDC’s Procurement Policy, the Board of Directors of ENLDC may determine that the solicitation of alternative proposals or quotations may not be in the best interest of ENLDC with respect to certain services, including “technical services of an engineer or architect engaged to prepare plans, maps, and estimates”; and

WHEREAS, to facilitate the timely construction and completion of the Project, the ENLDC desires to retain DDS for the Interim County Engineering Services by virtue of a change order to the DDS Agreement until an appropriate RFP respondent has been selected to provide the County Engineering Services.

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 (i) determines that it is not in that best interest of ENLDC to seek alternative proposals or quotations for the Interim County Engineering Services, (ii) selects DDS to provide the Interim County Engineering Services, and (iii) hereby authorizes the Executive Director to negotiate and execute a change order and/or amendment to the DDS Agreement, in consultation with the ENLDC’s general counsel, to provide the Interim County Engineering Services an amount not to exceed \$40,000.

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: March 19, 2024

**ERIENET LOCAL DEVELOPMENT CORPORATION
RESOLUTION 2024-05**

The annual meeting of the ErieNet Local Development Corporation was convened on March 19, 2024 at 2 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 CERTAIN POLE ATTACHMENT AGREEMENT BY AND BETWEEN ENLDC AND THE VILLAGE OF SPRINGVILLE (“VILLAGE”); AND (ii) THE EXPENDITURE OF FUNDS (A) NOT TO EXCEED \$27,750 IN FURTHERANCE OF THE COMPLETION OF CERTAIN “MAKE-READY” SURVEYS FOR THE ATTACHMENT OF CERTAIN FIBER OPTIC CABLE AND SUPPORTING EQUIPMENT UPON AND WITHIN THE VILLAGE INFRASTRUCTURE, AND (B) NOT TO EXCEED \$3,663 ON AN ANNUAL BASIS IN FURTHERANCE OF THE PAYMENT OF THE ANNUAL POLE OCCUPANCY FEE AS PROVIDED FOR IN THE POLE ATTACHMENT AGREEMENT

WHEREAS, the ENLDC is an affiliate of the County of Erie (the “County”) and 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 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 the Village (the “Village Infrastructure”); and

WHEREAS, for the purpose of utilizing the Village Infrastructure, ENLDC desires to enter into a certain Pole Attachment Agreement with the Village (the “Agreement”), which shall grant ENLDC the right to attach its Broadband Assets to the Village Infrastructure, subject to the terms and conditions contained in the Agreement; and

WHEREAS, in conformity with Section B(2)(b)(e) of the ENLDC Procurement Policy, ENLDC may enter into the Agreement pursuant to the “sole source” procurement exemption, as (i) there is only one possible source to obtain access to the Village Infrastructure, (ii) no other services provide substantially equivalent or similar benefits, and (iii) considering the benefits, the cost to the ENLDC is reasonable; and

WHEREAS, prior to installing Broadband Assets upon/within the Village Infrastructure, and pursuant to the Agreement, the Village requires that certain required pre-construction survey and engineering design and make ready work analysis and studies of the Village Infrastructure (the “Infrastructure Analysis”) are undertaken for purpose of ensuring that the Broadband Assets can be utilized and the installation and operation of the Broadband Assets shall not otherwise adversely impact the Village Infrastructure; and

WHEREAS, pursuant to the Agreement, the Village shall undertake the Infrastructure Analysis on behalf of ENLDC by and through a contractor of the Village’s choosing, being Airosmith Development; and

WHEREAS, to undertake the analysis of the Village Infrastructure as required by the Agreement, ENLDC is required to reimburse the Village for the costs of the Infrastructure Analysis; and

WHEREAS, to complete the Infrastructure Analysis, Infrastructure Analysis will need to be conducted on 222 additional poles, and such service shall cost \$125 per pole for a total cost of \$27,750 (the “Additional Authorized Expenditure”), which shall be borne by ENLDC pursuant to the Agreement; and

WHEREAS, ENLDC shall pay the Village an annual Occupancy Fee of \$16.50 per pole for a total cost of \$3,663 on an annual basis (the “Annual Pole Occupancy Fee”) for ENLDC’s annual use and maintenance of the poles within the Village Infrastructure; and

WHEREAS, ENLDC desires to authorize (i) the negotiation and execution of the Agreement, and (ii) the Authorized Expenditure to complete the Infrastructure Analysis in accordance with the Agreement, and (iii) the Annual Pole Occupancy Fee in accordance with the Agreement.

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

Section 1. In accordance with the New York State Environmental Quality Review Act (“SEQRA”), the Infrastructure Analysis is a Type II action exempt from review pursuant to Section 617.5(c)(27) of the SEQRA regulations.

Section 2. ENLDC hereby authorizes the Executive Director to negotiate and execute the Agreement with the Village, in consultation with the ENLDC's general counsel, and any appropriate change orders or scope additions as approved by the Executive Director, in consultation with ENLDC Board Chair.

Section 3. ENLDC hereby authorizes the expenditure of funds in furtherance of (i) the Authorized Expenditure an amount not to exceed \$27,750 to complete the Infrastructure Analysis, and (ii) the Annual Pole Occupancy Fee not to exceed \$3,663 on an annual basis, as collectively provided for in the Transmission Pole Attachment Agreement.

Section 4. 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 5. Any and all actions heretofore taken or authorized by the ENLDC and/or its officers, employees and agents with respect to this resolution are hereby ratified, approved and confirmed in all aspects.

Section 6. This resolution shall take effect immediately.

Dated: March 19, 2024

**ERIENET LOCAL DEVELOPMENT CORPORATION
RESOLUTION 2024-06**

The annual meeting of the ErieNet Local Development Corporation was convened on March 19, 2024 at 2:00 p.m.

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

RESOLUTION OF THE ERIENET LOCAL DEVELOPMENT CORPORATION (“ENLDC”) (i) RATIFYING A CERTAIN INCENTIVE PROPOSAL BY AND BETWEEN ENLDC AND THE NEW YORK STATE ECONOMIC DEVELOPMENT CORPORATION D/B/A EMPIRE STATE DEVELOPMENT, BY AND THROUGH THE CONNECTALL OFFICE (“CONNECTALL”); (ii) AUTHORIZING THE NEGOTIATION AND EXECUTION OF A GRANT DISBURSEMENT AGREEMENT BY AND BETWEEN ENLDC AND CONNECTALL RELATIVE TO THE DISBURSEMENT OF CERTAIN GRANT FUNDS NOT TO EXCEED \$25,000 (THE “GRANT”); AND (iii) AUTHORIZING THE NEGOTIATION AND EXECUTION OF A CERTAIN AMENDMENT TO AN AGREEMENT BY AND BETWEEN ENLDC AND ECC TECHNOLOGIES, INC. (“ECC”) FOR THE PROVISION OF ADDITIONAL SERVICES ANICLLARY TO THE GRANT IN AN AMOUNT NOT TO EXCEED \$21,000

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, the New York State Urban Development Corporation d/b/a Empire State Development, by and through its ConnectAll office (“ConnectAll”) has the authority to administer certain economic development programs on behalf of New York State, including the Broadband Equity, Access and Deployment Program (“BEAD Program”); and

WHEREAS, the State Challenge Process Initiative (the “Challenge”) implemented by the BEAD Program provides the public with an opportunity to challenge the accuracy of data included in the National Broadband Map generated by the Federal Communications Commission (“FCC”) to evaluate broadband service availability and performance in locations throughout New York State, and the Challenge shall assist with

identifying unserved and underserved locations and Community Anchor Institution connectivity throughout New York State; and

WHEREAS, ENLDC is uniquely positioned to assist with the Challenge as it relates to the County, and has expressed interest in leading data analysis and mapping for the Challenge, and engage Erie County local governments and key stakeholder groups on the Challenge Process opportunity and other BEAD-related strategic planning (the “Challenge Activities”); and

WHEREAS, on or about February 13, 2024, ConnectAll submitted a certain Incentive Proposal to ENLDC (the “Incentive Proposal”), whereby ConnectAll shall provide funding to ErieNet in an amount not to exceed \$25,000 in furtherance of the Challenge Activities, which may be used for reimbursement for ENLDC staff wages/salaries and consultant services to participate in the Challenge and engage the County with the BEAD Program, its implications, and strategy for broadband deployment to best leverage BEAD investments (the “Grant Funds”); and

WHEREAS, on February 26, 2024, the Executive Director executed the Incentive Proposal; and

WHEREAS, ancillary to the Incentive Proposal, ConnectAll has requested that ENLDC enter into an agreement to authorize the receipt and allocation of the Grant Funds (the “Grant Agreement”), which shall establish the terms and conditions upon which the Grant Funds will be provided to ENLDC, and ENLDC has determined it is in the best interest of ENLDC to enter into the Grant Agreement to facilitate the completion of the Challenge Activities; and

WHEREAS, on or about May 1, 2023, ENLDC entered into a certain Operations, Management and Services Agreement (the “MSA”) with ECC Technologies, Inc. (“ECC”) to provide certain information-technology and project management consulting with respect to the Project; and

WHEREAS, due to ECC’s familiarity and experience with the implementation of the BEAD Program and Challenge, ENLDC desires to utilize ECC to assist with the Challenge Activities, and because the scope of such work was not contemplated in the MSA, and because ECC is best situated to provide services related to the BEAD Program and Challenge for the benefit of ENLDC and residents of the County, ENLDC desires to amend the MSA to encompass the Challenge Activities (the “Amendment”) and authorize the expenditure of funds in furtherance thereof in an amount not to exceed \$21,000; and

WHEREAS, pursuant to Section E(1) of ENLDC’s Procurement Policy, the Board of Directors of ENLDC may determine that the solicitation of alternative proposals or quotations may not be in the best interest of ENLDC with respect to certain professional services, including, amongst other items, technical services of an engineer; 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 Challenge Activities are Type II actions exempt from review pursuant to Section 617.5(c)(27) of the SEQRA regulations.

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

Section 1. ENLDC hereby ratifies, confirms, and approves the Incentive Proposal.

Section 2. Based upon the foregoing, the ENLDC hereby authorizes the Executive Director to negotiate and execute the Grant Agreement, in consultation with ENLDC Legal Counsel, in an amount not to exceed \$25,000, 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. Based on the foregoing, and in compliance with the Procurement Policy, the ENLDC hereby (i) determines that it is not in that best interest of ENLDC to seek alternative proposals or quotations for the Challenge Activities contemplated herein, and (ii) authorizes the Executive Director to negotiate and execute the Amendment, in consultation with ENLDC Legal Counsel, in an amount not to exceed \$21,000 and shall include such other terms and conditions as the Executive Director determines to be appropriate and in the best interest of ENLDC.

Section 4. 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 5. 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 6. This resolution shall take effect immediately.

Dated: March 19, 2024

**ERIENET LOCAL DEVELOPMENT CORPORATION
RESOLUTION NO. 2024-07**

The annual meeting of the ErieNet Local Development Corporation was convened on March 19, 2024 at 2:00 p.m.

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

RESOLUTION OF THE ERIENET LOCAL DEVELOPMENT CORPORATION (“ENLDC”) (i) ADOPTING CERTAIN POLICIES, STANDARDS AND PROCEDURES, INCLUDING CERTAIN AMENDED AND RESTATED POLICIES, STANDARDS AND PROCEDURES RELATING TO ITS ORGANIZATION AND IN CONNECTION WITH THE PUBLIC AUTHORITIES ACCOUNTABILITY ACT OF 2005, AS AMENDED BY CHAPTER 506 OF THE LAWS OF 2009 OF THE STATE OF NEW YORK, (ii) APPOINTING DIRECTORS AND OFFICERS OF ENLDC; AND (iii) APPOINTING MEMBERS OF THE FINANCE & AUDIT COMMITTEE AND GOVERNANCE COMMITTEE

WHEREAS, 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, pursuant to Section 2 of the Public Authorities Law (“PAL”) of the State of New York, the provisions of the Public Authorities Accountability Act of 2005, as amended by Chapter 506 of the Laws of 2009 of the State of New York (“PAAA”), and Chapter 506 of the Laws of 2009 enacting the Public Authority Reform Act of 2009 (“PARA”), apply to certain defined “local authorities,” including ENLDC); and

WHEREAS, ENLDC, by and through the Board of Directors, desires to undertake certain required annual policy reviews and re-adoption; and further desires to review and approve the annual audit of ENLDC, along with certain other annual meeting matters to comply with the provisions of the N-PCL, PAAA, PARA, Open Meetings Law and Freedom of Information Law.

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

Section 1. Pursuant to and in accordance with the By-laws of ENLDC, the Board of Directors hereby elect the following Directors to serve in the respective offices of the Board:

Thomas Baines, Chair

Michael Breeden, Vice Chair

Section 2. Pursuant to and in accordance with the By-laws of ENLDC, the Board of Directors hereby appoint the following individuals to serve in the following appointed positions:

Melissa Hartman, Executive Director
Mark Cornell, Treasurer
Jeremy Toth, Secretary

Section 3. In accordance with the By-laws of ENLDC, the following Directors are hereby appointed to the Finance & Audit Committee of ENLDC:

Mark Cornell, Chair
Timothy Meyers
Jason Keding
Dr. Elizabeth Freas
John Spears

Section 4. In accordance with the By-laws of ENLDC, the following Directors are hereby appointed to the Governance Committee of ENLDC:

Jeremy Toth, Chair
Michael Breeden
Daniel Castle
Martha Buyer

Section 5. ENLDC has reviewed the Mission Statement and Performance Measures and the Board of Directors hereby determines that no changes are required to the Mission Statement and Performance Measures and that the same is hereby approved.

Section 6. ENLDC has reviewed the Independent Auditor's Report for the fiscal year ended December 31, 2023, as prepared by Drescher & Malecki, LLP in the form

presented at the meeting, and such audit and related management letter are hereby approved.

Section 7. ENLDC hereby authorizes and approves the 2023 Annual Report to be filed with (i) the New York State Authority Budget Office via the Public Authorities Reporting Information System, and (ii) the appropriate local officials.

Section 8. ENLDC hereby authorizes and directs that the By-Laws of ENLDC be amended in the form attached hereto as **Exhibit C**, along with any and all other appropriate applications or filings that may be necessary or advisable to accomplish the purposes of such amendment, including, but not limited to changing the title of the designated “Erie County Deputy Budget Director, ex officio” director position, to now be identified as the “Erie County Budget Director, ex officio”, and such amendment to the By-Laws of ENLDC shall be made upon the appointment of the individual currently occupying the Erie County Deputy Budget Director position to the Erie County Budget Director position.

Section 9. The following policies, as presented at this meeting, are hereby adopted and approved:

- (a) The Amended and Restated Procurement Policy attached hereto as **Exhibit D**;
- (b) The Amended and Restated Disposition of Property Guidelines attached hereto as **Exhibit E**;
- (c) The Real Property Acquisition Policy attached hereto as **Exhibit F**;
- (d) The Defense and Indemnification Policy attached hereto as **Exhibit G**;
- (e) The Investment Policy attached hereto as **Exhibit H**;
- (f) The Compensation, Reimbursement and Attendance Policy attached hereto as **Exhibit I**;
- (g) The Travel and Discretionary Funds Policy attached hereto as **Exhibit J**;
- (h) The Whistleblower Policy attached hereto as **Exhibit K**;
- (i) The Sexual Harassment and Prevention Policy attached hereto as **Exhibit L**;
- (j) The Continuity of Operations Plan Policy attached hereto as **Exhibit M**;
- (k) The Public Access to Records Policy attached hereto as **Exhibit N**;
- (l) The Code of Ethics and Conflicts of Interest Policy attached hereto as **Exhibit O**;
- (m) The Credit Card Policy attached hereto as **Exhibit P**;
- (n) The Customer Proposal Policy attached hereto as **Exhibit Q**; and
- (o) The Employee Policy Manual attached hereto as **Exhibit R**.

Section 10. The Board hereby designates the Executive Director as ENLDC’s FOIL Records Access Officer and Contracting Officer. The Chairman shall serve as the FOIL Appeals Officer of ENLDC.

Section 11. The Board hereby to adopt and approve the Governance Committee Charter, attached hereto as **Exhibit S**, and the Finance & Audit Committee Charter, attached hereto as **Exhibit T**, subject to the review and approval of the Governance Committee and Finance & Audit Committee, respectively:

Section 12. The officers, employees and agents of ENLDC are hereby authorized and directed for and in the name and on behalf of ENLDC to do all acts and things required and to execute and deliver all such certificates, instruments and documents 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 ENLDC with all of the terms, covenants and provisions of the documents executed for and on behalf of ENLDC.

Section 13. 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 14. This resolution shall take effect immediately.

Dated: March 19, 2024