

ERIENET LOCAL DEVELOPMENT CORPORATION

**Meeting of the Board of Directors
1 Seneca Street, Buffalo, NY 14203
Statler Room on the Mezzanine Level
Tuesday, January 16, 2024, 2:00 p.m.**

Agenda

1. Roll call and declaration of quorum
2. Approval of the Draft Minutes from the Tuesday, December 19, 2023 Board Meeting
3. Report of the Chair
4. Executive Director's Report
5. Committee Reports
6. Unfinished Business – there is no unfinished business
7. Erie1BOCES – Buffalo Public Schools Bid
8. Resolutions
 - 2024-01 RESOLUTION OF THE ERIENET LOCAL DEVELOPMENT CORPORATION (“ENLDC”) AUTHORIZING THE NEGOTIATION AND EXECUTION OF A CERTAIN STORAGE LICENSE AGREEMENT (THE “LICENSE AGREEMENT”) BY AND BETWEEN ENLDC AND THE COUNTY OF ERIE (THE “COUNTY”)
 - 2024-02 RESOLUTION OF THE ERIENET LOCAL DEVELOPMENT CORPORATION (“ENLDC”) AUTHORIZING THE ISSUANCE OF A BID RESPONSE TO ERIE 1 BOCES (“BOCES”)
9. Adjournment – (Next board meeting: February 20, 2023 at 2:00 pm)

ErieNet Local Development Corporation

Board Meeting

Tuesday, December 19, 2023

DRAFT Meeting Minutes

The Board of Directors meeting was held on December 19, 2023, at 1 Seneca Street, Buffalo, NY 14203, Statler Room and by videoconference, in accordance with the Corporation's Bylaws and Chapter 1 of the Laws of 2022. A quorum was present as indicated:

Members:

Thomas E. Baines, Erie County Deputy Commissioner of Planning & Economic Development
Michael Breeden, Erie County Chief Information Officer
Daniel Castle, Erie County Commissioner of Environment and Planning
Mark Cornell, Erie County Deputy Budget Director
Jason Keding, Town of Boston
John Mills, Erie County Legislature Minority Leader
John Spears, Director of Buffalo & Erie County Library
Jeremy Toth, Erie County Attorney

Absent:

Timothy Meyers, Erie County Legislature Majority Leader

Other Attendees:

Melissa Hartman, ErieNet Executive Director
Courtney Italia, ErieNet Administrative Coordinator
Matt Crider, ECC Technologies
Benjamin Swanekamp, Erie County Chief of Staff
Andrew Pawenski, Harris Beach

1. Open Board Meeting, Roll Call, and declaration of Quorum – The meeting was called to order by the Chair of the Board at 2:00 p.m., roll call was taken by Mr. Baines and a quorum was declared present.
2. Approval of the Draft Minutes from November 21, 2023 Board Meeting – Upon motion by Mr. Cornell and seconded by Mr. Breeden the Draft Board Minutes were unanimously approved.
3. Report of the Chair – No report from the Chair

4. Executive Director's Report –

- i. Melissa Hartman provided a concise overview of the decisions reached by the Audit and Finance committee regarding the reinvestment of the \$10 million scheduled for December 26th. Acting upon the recommendation of ErieNet's investment advisor, it was suggested to reinvest the \$10 million, along with the realized gains, incrementally. This approach enables ErieNet to reassess its financial position on a monthly basis.
- ii. Municipal Meetings – Ms. Hartman provided an update on the ongoing discussions with the Municipalities, highlighting their continued positive development.
- iii. City of Buffalo – Melissa Hartman informed the board that ErieNet has assembled a comprehensive proposal package, offering clearer explanations of community benefits with a financial breakdown. Additionally, a new redline version of the license agreement has been prepared, addressing the previously encountered permitting delays for construction. Ms. Hartman notes that, to her understanding, the City of Buffalo's legal team will review the Redline version, and plans are underway to schedule a meeting to discuss the latest proposal package. Discussion ensued.
- iv. ECC Technologies Update - Attached

5. Committee Reports-

- i. Audit & Finance Committee - In a brief recap, Mr. Cornell outlined the key points discussed in the Audit and Finance Committee meeting prior to the Board of Directors' session. He highlighted that, following the committee's review of the updated cashflow statement, it is clear that ErieNet is gaining momentum and making strides toward achieving the team's set goals. Mr. Cornell expanded on the investment strategy for the board, reinforcing Ms. Hartman's earlier explanation and highlighting the significance and advantages it holds for the company at this time.

6. Resolutions

7. Adjournment - Upon motion made by Mr. Breeden and seconded by Mr. Castle the meeting adjourned at 1:54 p.m.

BY: _____

Melissa Hartman
Executive Director

**ERIENET LOCAL DEVELOPMENT CORPORATION
RESOLUTION NO. 24-01**

A regular meeting of the ErieNet Local Development Corporation was convened on January 16, 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 THE ISSUANCE OF A BID RESPONSE TO ERIE 1 BOCES (“BOCES”)

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 fiber optic cable and supporting equipment acquired by ENLDC (collectively, the “Broadband Assets”) will necessarily need to be stored prior to their integration into the Project; and

WHEREAS, the County is the owner of certain real property located at (i) 119 Ellicott Road, Town of Aurora, County of Erie and State of New York (the “Ellicott Property”), and (ii) 500 Commerce Drive, Amherst, New York 14228 (the “Commerce Property”, and collectively with the Ellicott Property, the “Property”), and has agreed to permit ENLDC to store the Broadband Assets on certain portions of the Property the “Licensed Premises”), subject to the terms and conditions contained in a License Agreement entered into by and between ENLDC and the County (the “License Agreement”); and

WHEREAS, ENLDC desires to enter into the License Agreement.

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

Section 1. Based upon the foregoing, the ENLDC hereby authorizes the Executive Director to negotiate and execute the License Agreement, in consultation with

ENLDC Legal 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 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 the 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: January 16, 2024

**ERIENET LOCAL DEVELOPMENT CORPORATION
RESOLUTION NO. 24-01**

A regular meeting of the ErieNet Local Development Corporation was convened on January 16, 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 THE NEGOTIATION AND EXECUTION OF A CERTAIN STORAGE LICENSE AGREEMENT (THE “LICENSE AGREEMENT”) BY AND BETWEEN ENLDC AND THE COUNTY OF ERIE (THE “COUNTY”)

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 fiber optic cable and supporting equipment acquired by ENLDC (collectively, the “Broadband Assets”) will necessarily need to be stored prior to their integration into the Project; and

WHEREAS, the County is the owner of certain real property located at (i) 119 Ellicott Road, Town of Aurora, County of Erie and State of New York (the “Ellicott Property”), and (ii) 500 Commerce Drive, Amherst, New York 14228 (the “Commerce Property”, and collectively with the Ellicott Property, the “Property”), and has agreed to permit ENLDC to store the Broadband Assets on certain portions of the Property the “Licensed Premises”), subject to the terms and conditions contained in a License Agreement entered into by and between ENLDC and the County (the “License Agreement”); and

WHEREAS, ENLDC desires to enter into the License Agreement.

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

Section 1. Based upon the foregoing, the ENLDC hereby authorizes the Executive Director to negotiate and execute the License Agreement, in consultation with

ENLDC Legal 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 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 the 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: January 16, 2024

**ERIENET LOCAL DEVELOPMENT CORPORATION
RESOLUTION NO. 24-02**

A regular meeting of the ErieNet Local Development Corporation was convened on January 16, 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 THE ISSUANCE OF A BID RESPONSE TO ERIE 1 BOCES (“BOCES”)

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 conjunction with the Project, ENLDC, with the assistance of ECC Technologies, Inc. (“ECC”) has solicited interest from potential end-users for the licensure of certain portions of the Open Access Network; and

WHEREAS, on or about December 27, 2023, BOCES published a Notice to Bid (the “NTB”) requesting proposals from vendors to provide certain highspeed telecommunications service to BOCES and its related institutions; and

WHEREAS, ENLDC desires to submit a proposal to BOCES in response to the NTB consistent with Standard ENLDC Lease pricing (the “Proposal”); and

WHEREAS, consistent with the ENLDC Customer Proposal Policy (the “Policy”), the Executive Director may approve the Proposal, as (i) the capital investment contemplated therein is less than \$50,000, and (ii) all Opportunity Analysis metrics have been met; and

WHEREAS, the NTB requires ENLDC to provide a resolution approving of the Proposal.

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

Section 1. Based upon the foregoing, the ENLDC hereby authorizes the Executive Director, in consultation with ECC, to issue the Proposal to BOCES in response to the NTB and shall include such other terms and conditions as the Executive Director determines to be appropriate and in the best interest of ENLDC.

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 the 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: January 16, 2024