

**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