

Sullivan Broadband Local Development Corporation

(845) 807-0930

Michael Brooks, Chairman
Richard Baum, Vice Chairman
Jonathan Schiller, Member

Robert Dufour, Member
Lorne Green, Treasurer/Secretary
Steve Melendez, Member

Sullivan Broadband Local Development Corporation Meeting August 2, 2021 4:45pm

Present: Michael Brooks, Richard Baum, Robert Dufour, Lorne Green, Jonathan Schiller

The meeting of the Sullivan Broadband Local Development Corporation was called to order by Director Michael Brooks as Chairman at 4:45pm.

Pledge of Allegiance

Ms. Brown provided an administrative update. The EDA has indicated that the grant application for funding seems to be in good order, however, the SBLDC must be a co-applicant for the application to be considered. The reason provided is that the intent is for the SBLDC to ultimately be the operator of the network, even though the County would own and maintain the equipment. County staff have been in contact with EDA staff and there is no indication that the County could get a waiver from this requirement. The County Manager had a conversation with the EDA to get a better understanding of the LDC's responsibilities should the Board decide to become a co-applicant. The responsibilities of grant administration will still fall to the County, such as providing the matching funds, submitting reports and drawing down funding. The LDC would be agreeing to operate the network should it become the co-applicant and essentially become the County's tenant through leasing the network for operation and marketing. In the future, should the LDC operating model not work out, the County could seek another operator or choose to operate the network on its own without jeopardizing the grant funding. The requirement to have a co-applicant stems from incidents in the past in which EDA funding has been provided for infrastructure with the understanding that an anchor tenant will be locating to the site, only for the anchor tenant to pull out at the last minute. The co-applicant requirement is meant to ensure there is a tenant/operator to use the infrastructure. Mr. Brooks stated that voting to be a co-applicant will be the one action item on the agenda for the board at this meeting. He stated that the EDA is trying to ensure their investment is not wasted.

Jonathan Schiller joined the meeting via Zoom. Mr. Brooks recapped Ms. Brown's summary of the co-applicant issue for his benefit.

Ms. Brown continued with her administrative update. She said that other than the co-applicant issue, the feedback on the rest of the application was very good. The LDC now has a DUNS number and is registered in the SAM grant system. A contract has been extended to the company to begin the environmental permitting for the towers located at the landfill and Liberty. This will move both the DASNY and NBRC grants forward. The SBLDC now has a bank account and we anticipate that a check for the first round of support from the County (\$25,000) will be received tomorrow (July 9). A debit card has been requested with Mr. Green's name on it on behalf of the LDC, in his capacity as Secretary/Treasurer. Ms. Brown indicated that the board should establish spending thresholds for the Secretary/Treasurer in order to be able to take care of typical expenses between meetings. For instance, the County paid for a

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certificate of status for the LDC (which will have to be reimbursed) in order to complete the paperwork necessary for the LDC to become a co-applicant. The cost was \$50.

Mr. Green provided a technical update on the project. There has not been much movement since the last meeting due to scheduling. Mr. Brooks asked if there are plans to pilot the network once it is live, for instance here at the Government Center. Mr. Green said there is a plan to do that, no earlier than August at this point. Mr. Green mentioned the environmental reviews for the towers and Ms. Brown stated that those reviews take quite a bit of time.

Mr. Brooks and Mr. Green attended a meeting of the Upper Delaware Council, provided a 5-minute presentation and this sparked about 40 minutes of question and answer. There is much excitement about this project in the community. Mr. Brooks stated that once the project picks up and we start to generate revenue we will likely receive a Treasurer's report at each meeting. Ms. Brown mentioned that phone inquiries have increased significantly in the last couple of weeks. There should be some kind of public notice about the availability of a specific extension for the Broadband LDC, as right now the inquiries are coming to her direct extension. There should be a separation of her County duties and her duties as liaison to the SBLDC board. Mr. Brooks agreed and said we could do an informational message on the dedicated line that could answer general questions before they are asked.

Mr. Brooks brought the conversation back to the co-applicant issue and the LDC's need to take some kind of Action. Mr. Baum stated that he thinks we should get an official written recommendation from counsel with an explanation in writing as to whether or not acting as a co-applicant is legally advisable. Sullivan County Attorney Michael McGuire could provide this, as the LDC currently does not have its own representation. Mr. Brooks stated that the LDC will have to engage its own counsel in the near future. Ms. Brown recommended that Mr. Brooks, in his capacity as Chair of the Board, send an e-mail to Mr. McGuire formally requesting the recommendation and Mr. Brooks agreed. Mr. Dufour asked whether or not the LDC will have to issue an RFP to secure the services of an attorney, and Mr. Brooks stated that would be the case. Ms. Brown stated that she could get a template RFP for legal services.

Mr. Brooks requested an executive session to discuss the marketing proposal and ongoing negotiations with the vendor. He stated that there will be no action by the board after coming out of the executive session and gave an opportunity to members of the board and the public to make comment at this time. Mr. Schiller stated that he agrees with the approach to ask the County Attorney for a recommendation. Ms. Brown asked a representative of the River Reporter if he is on the County's mailing list for meeting notices and he stated yes he is.

Motion to enter into executive session made by Mr. Green, seconded by Mr. Dufour, the motion carried unanimously and the board entered executive session at 5:26pm. The executive session ended at 6:57pm.

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A motion to adjourn was made by Mr. Dufour, seconded by Mr. Baum and unanimously carried. The meeting adjourned at 6:58pm.

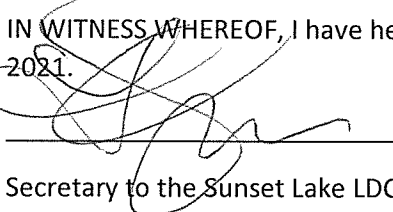
CERTIFICATION

STATE OF NEW YORK) ss: COUNTY OF SULLIVAN)

I, Lorne Green, the undersigned, Secretary of the Sullivan Broadband Local Development Corporation (the "Corporation"), do hereby certify that I have compared the foregoing minutes of the meeting of the Board of Directors of the Corporation, including the policies contained therein, held on March 15, 2021, with the original thereof on file in my office, and that the same is a true and correct copy of said original and of such policies set forth therein and of the whole of said original so far as the same relates to the subject matters therein referred to.

I FURTHER CERTIFY that (A) all members of the Board of Directors had due notice of said meeting; (B) said meeting was in all respects duly held; (C) pursuant to Article 7 of the Public Officers Law (the "Open Meetings Law"), said meeting was open to the general public, and due notice of the time and place of said meeting was duly given in accordance with such Open Meetings Law; and (D) there was a quorum of the members of the Board of Directors present throughout said meeting.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the Corporation this ^{16th} day of *November* 2021.


Secretary to the Sunset Lake LDC