



ERIE COUNTY WATER AUTHORITY

INTEROFFICE MEMORANDUM

September 23rd, 2024

To: Jerome D. Schad, Chair
Peggy A. LaGree, Vice Chair
Michele M. Iannello, Treasurer

From: Dave Aubertine, Director IT & Cybersecurity *DWA*

Subject: Transwave Contract Extension

The Authority has a Professional Services Agreement with Transwave Communication Systems Inc. to provide maintenance services on the Aviat Microwave Radio Equipment and Provision Software used for network communications between ECWA locations.

The maintenance contract has a provision allowing for 1-year extension for coverage in 2025 and 2026. This request is to extend the contract for the 2025 calendar year. The authority will have the option to extend the contract for one more year in 2026. The option to extend the contract is defined to be \$47,000.00 per year for both 2025 and 2026.

The Legal Department and Director of Administration have reviewed and approved the option to extend the contract for 1 year. The IT Department has been satisfied service from Transwave Communications Systems Inc., and the requests the Board to execute the contract extension, effective 1/1/2025 through 12/31/25.

Budget Detail:

8525, line 26 (O&M)

DWA:

cc:

J. Tomaka
C. Eaton
L Kowalski
L.Lester,
T. McCracken
M. Carney

ERIE COUNTY WATER AUTHORITY
AUTHORIZATION FORM
For Approval/Execution of Documents
(check which apply)

Contract: Transwave Maintenance Agreement **Project No.:** 202200015
Project Description: Professional Services Agreement to provide maintenance services on Microwave Communication Equipment

Item Description:


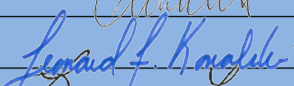


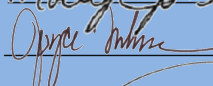

- | | | | |
|---|--|--|---------------------------------------|
| <input checked="" type="checkbox"/> Agreement | <input type="checkbox"/> Professional Service Contract | <input checked="" type="checkbox"/> Amendment | <input type="checkbox"/> Change Order |
| <input type="checkbox"/> BCD | <input type="checkbox"/> NYSDOT Agreement | <input checked="" type="checkbox"/> Contract Documents | <input type="checkbox"/> Addendum |
| <input type="checkbox"/> Recommendation for Award of Contract | <input type="checkbox"/> Recommendation to Reject Bids | | |
| <input type="checkbox"/> Request for Proposals | | | |
| <input type="checkbox"/> Other _____ | | | |

Action Requested:

- | | |
|---|--|
| <input checked="" type="checkbox"/> Board Authorization to Execute | <input type="checkbox"/> Legal Approval |
| <input type="checkbox"/> Board Authorization to Award | <input checked="" type="checkbox"/> Execution by the Chairman |
| <input type="checkbox"/> Board Authorization to Advertise for Bids | <input type="checkbox"/> Execution by the Secretary to the Authority |
| <input type="checkbox"/> Board Authorization to Solicit Request for Proposals | |
| <input type="checkbox"/> Other _____ | |

Approvals Needed:

APPROVED AS TO CONTENT:

- | | | |
|--|---|-------------------------|
| <input type="checkbox"/> Other (if Applicable) | _____ | Date: _____ |
| <input checked="" type="checkbox"/> Chief Operating Officer |  | Date: <u>09/30/2024</u> |
| <input checked="" type="checkbox"/> Executive Engineer |  | Date: <u>10/7/2024</u> |
| <input checked="" type="checkbox"/> Director of Administration |  | Date: <u>09/30/2024</u> |
| <input checked="" type="checkbox"/> Risk Manager |  | Date: <u>10/7/2024</u> |
| <input checked="" type="checkbox"/> Chief Financial Officer |  | Date: <u>09/30/2024</u> |
| <input checked="" type="checkbox"/> Legal |  | Date: <u>9/30/2024</u> |

APPROVED FOR BOARD RESOLUTION:

- | | | |
|--|--|------------------------|
| <input checked="" type="checkbox"/> Secretary to the Authority |  | Date: <u>10/7/2024</u> |
|--|--|------------------------|

Remarks: IT is recommending the contract is extended for 1 year, effective 1/1/25 through 12/31/25 for the cost of \$47,000.00

Resolution Date: 9/23/24

Item No: _____



September 20, 2024

Dave Aubertine
Director, Cybersecurity and Information Technology
Erie County Water Authority
3030 Union Road
Buffalo, NY 14227

Dave,

Transwave Communications Systems, Inc. intends to enact the 1-year renewal for the Maintenance Agreement TCS-004.

The pricing for 2025 will be:

Annual Fees	\$47,000.00
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If you have any questions, please get in touch with our offices.

Sincerely,

Diane Gavigan
Program Manager

**AMENDMENT NO. 1 TO THE
PROFESSIONAL SERVICES AGREEMENT**

AMENDMENT, effective October 17, 2024, to the Agreement to Furnish and Deliver Microwave Radio Maintenance Services effective on January 1, 2022, by and between

ERIE COUNTY WATER AUTHORITY
295 Main Street, Room 350
Buffalo, New York 14203

hereinafter referred to as the “Authority,” and

TRANSWAVE COMMUNICATIONS SYSTEMS, INC.
9021 Wehrle Drive
Clarence, New York 14031

hereinafter referred to as the “Vendor.”

WHEREAS, on January 7, 2022, the Authority executed an agreement with the Vendor to furnish and deliver microwave radio maintenance services to the Authority for a three-year term, beginning January 1, 2022 (the “Agreement”); and

WHEREAS, the Agreement provides for the provision of microwave radio maintenance services from January 1, 2021 through December 31, 2024; and

WHEREAS, in accordance with Article 5, Paragraph 5.01 of the Agreement, the parties may agree in writing to extend the term of the Agreement for two additional one (1) year terms, at mutually agreed upon terms; and

WHEREAS, in accordance with Article 3, Paragraph 3.02 of the Agreement, any modification or variation from the terms of the Agreement must be in writing, authorized by a resolution of the Board of Commissioners of the Authority (the “Board”) and signed by all parties; and

WHEREAS, the Vendor has agreed to extend the term of the Agreement until December 31, 2025, for a fee of \$47,000.00;

NOW, THEREFORE, in consideration of mutual promises herein set forth, the parties agree to the following:

(1) The parties agree that the terms and conditions of the Agreement shall continue in effect until December 31, 2025; and

(2) The parties agree all other terms and conditions of the Agreement shall remain unchanged and in effect; and

(3) This Amendment may be executed in counterparts, each of which is deemed an original, but all of which together are deemed to be one and the same agreement.

IN WITNESS WHERETO, the parties hereto have caused this Amendment No. 1 to be signed by their respective duly constituted officers, attested and sealed pursuant to proper authority.

ERIE COUNTY WATER AUTHORITY

By _____
Jerome D. Schad, Chair

**TRANSWAVE COMMUNICATIONS
SYSTEMS, INC**

By _____

STATE OF NEW YORK)
COUNTY OF ERIE) ss:

On the _____ day of October, in the year 2024, before me personally came Jerome D. Schad, to me known, who, being by me duly sworn, did depose and say that he resides in Amherst, New York, that he is the Chair of the Board of Commissioners for the Erie County Water Authority described in the above instrument; and that he signed his name thereto by order of the Board of Commissioners.

Notary Public

STATE OF)
COUNTY OF) ss:

On the _____ day of _____, in the year 2024, before me personally came _____
_____ to me known, who, being by me duly sworn, did depose and say that
he/she resides in _____, _____, that he/she is the
_____ of the Company described in the above instrument; and that
he/she signed his/her name thereto with the proper authority of said Company.

Notary Public