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DATE: December 18, 2025

TO: Board of Acquisition and Contract

FROM: Marguerite Beirne
Chief Information Officer
Department of Information Technology

RE: Resolution to exempt from the Westchester County Procurement Policy and Procedures, pursuant to Section 3(a)(xxi) thereof, the procurement of an amendment to an agreement (IT-1376, as amended) with Cablevision Lightpath, LLC, pursuant to which additional telecommunications services, additional 'new builds', and additional contract option terms, will be made available on specified terms.

By a resolution approved on December 10, 2015, your Honorable Board authorized the County of Westchester (the "County") to enter into an agreement with Cablevision Lightpath, Inc. ("Lightpath"), pursuant to which Lightpath was to provide the County with telecommunications services, for a five (5) year term, commencing on January 1, 2016 and continuing through December 31, 2020, for an amount not to exceed \$17,564,566.00, payable pursuant to an approved price schedule, with the County having the option to renew the agreement for up to two (2) additional five (5) year terms on the same terms and conditions, except that Centrex voice services will not be offered (the "Original Agreement"). The Original Agreement was subsequently executed.

By a resolution approved on June 11, 2020, your Honorable Board authorized the County to exercise its first option under the Original Agreement and amend the Original Agreement by, 1.) extending its term by five (5) years, to a new termination date of December 31, 2025; 2.) increasing its not-to-exceed amount by \$22,626,465.00, from a not-to-exceed amount of \$17,564,566.00 to a new not-to-exceed amount of \$40,191,031.00; 3.) modifying, effective July 1, 2020, its existing pricing and volume discounts; 4.) modifying, effective July 1, 2020, its scope of services to make available additional telecommunications services on specified terms; and 5.) modifying its terms to provide that, a.) 'Interested Participants' will be allowed to contract with Lightpath for a shorter term than the County's term and still obtain favorable pricing, and b.) give the County the right, during the period from January 1, 2021 through December 31, 2023, to have Lightpath perform, at no cost to the County, 'new builds' at twelve (12) additional locations (outside of New York City) that are mutually agreeable to the County and Lightpath (the "First Amendment"). The First Amendment was subsequently executed.

Prior to the Second Amendment (as defined below), Lightpath converted Cablevision Lightpath, Inc. from a corporation to a limited liability company, under the Laws of the State of Delaware that are applicable to it, and it therefore became known as Cablevision Lightpath LLC, rather than Cablevision Lightpath, Inc., for all purposes. Accordingly "Lightpath", as referenced

below, refers to the same entity, but which now uses the corporate name of Cablevision Lightpath LLC.

By a resolution approved on February 18, 2021, your Honorable Board authorized the County to amend the Original Agreement, as amended by the First Amendment, in order to modify its scope of services to make available additional telecommunications services, including certain 'Optimum Internet' services and related services, on specified terms (the "Second Amendment"). The Second Amendment was subsequently executed.

The County continues to require the telecommunications services that have been provided by Lightpath under the Original Agreement, as amended by the First Amendment and the Second Amendment (the "Agreement"). Accordingly, the County desires to exercise its second option under the Agreement, and thereby extend the term of the Agreement by five (5) years, to a new expiration date of December 31, 2030.

As part of the County's evaluation of the second option, and as part of the proposed third amendment concerning the exercise of the second option (the "Third Amendment"), Lightpath has proposed amending the Agreement in order to, effective January 1, 2026, 1.) make available additional telecommunications services under the Agreement (the "Newly-Available Services"); 2.) provide that the County has the right, during the period from January 1, 2026 through December 31, 2030, to have Lightpath perform, at no cost to the County, 'new builds' at twelve (12) additional locations, subject to Lightpath's review and written approval (the "New Builds"); and, 3.) provide the County with the option, to be exercised in the County's sole discretion, to extend the term of the Agreement by up to (2) additional five (5) year periods on the same terms as the upcoming term (the "New Option Terms").

By the nature of the New Builds and their relation to Lightpath's network, and since the New Option Terms concern the Agreement, they can only be procured from Lightpath. In addition, procuring the Newly-Available Services from another entity would be technologically difficult, if not impossible, to achieve and integrate with the County's existing systems and the services that it receives from Lightpath.

The County anticipates that the Newly-Available Services will be helpful to the County (and the Interested Participants) by making additional types of telecommunications services available; that the New Builds will be helpful to the County in terms of ensuring that all necessary telecommunications services are available at appropriate County sites, at no additional cost for the required 'builds'; and that the New Option Terms will help guarantee that the County (and the Interested Participants) can receive economical, reliable, and efficient telecommunications services, under the Agreement, well into the future.

Accordingly, it is proposed that the best interests of the County would be served by exempting, from the Westchester County Procurement Policy and Procedures, pursuant to Section 3(a)(xxi) thereof, the procurement of the Newly-Available Services, New Builds, and New Option Terms, as part of the proposed Third Amendment. Therefore, a resolution to exempt this procurement is hereby submitted for your consideration.

I respectfully recommend adoption of the proposed resolution.

MB/SF/bdm/nn

RESOLUTION

UPON A COMMUNICATION FROM THE CHIEF INFORMATION OFFICER,
DEPARTMENT OF INFORMATION TECHNOLOGY, BE IT HEREBY

RESOLVED, that pursuant to Section 3(a)(xxi) of the Westchester County Procurement Policy and Procedures, it is hereby determined that application of the procedural requirements contained therein, including the necessity of soliciting proposals, is neither cost effective nor expedient, and accordingly, not in the best interests of the County of Westchester (the "County") in connection with the procurement of additional telecommunications services, additional 'new builds', and additional contract option terms, under an amendment to an agreement (the "Agreement") with Cablevision Lightpath, LLC ("Lightpath"), pursuant to which Lightpath was to provide telecommunications services to the County, for term commencing on January 1, 2016 and continuing through December 31, 2025, which amendment would, (A.) effective January 1, 2026, make available additional telecommunications services under the Agreement; (B.) provide that the County has the right, during the period from January 1, 2026 through December 31, 2030, to have Lightpath perform, at no cost to the County, 'new builds' at twelve (12) additional locations, subject to Lightpath's review and written approval; and (C.) provide the County with the option, to be exercised in the County's sole discretion, to extend the term of the Agreement by up to (2) additional five (5) year periods on the same terms as the upcoming term.

APPROVED BOARD OF ACQUISITION & CONTRACT - 12/23/2025 BY: [Signature] COUNTY OF WESTCHESTER