

MINUTES

Joint Meeting of the

ONE HUNDRED TWENTIETH MEETING

of the

BOARD of DIRECTORS

of the

MASSACHUSETTS TECHNOLOGY PARK CORPORATION

and the

SIXTY SEVENTH MEETING

of the

BOARD of DIRECTORS

of the

MASSACHUSETTS BROADBAND INSTITUTE

December 9, 2020

Zoom Videoconference

The joint meeting of the One Hundred Twentieth Meeting of the Board of Directors of the Massachusetts Technology Park Corporation (“MassTech”) and the Sixty Seventh Meeting of the Board of Directors of the Massachusetts Broadband Institute (“MBI”) was held on December 9, 2020, via Zoom video conference, pursuant to notice duly given to the Directors of each Board and publicly posted on the MassTech website with corresponding notice provided to the Office of the Secretary of State and the Executive Office for Administration and Finance.

The following MassTech Directors were present and participated: Secretary of Housing and Economic Development Michael Kennealy (represented by Helena Fruscio-Altsman of the Executive Office of Housing and Economic Development), Bogdan

Vernescu, Pam Reeve, Alok Tayi, Christina Royal, Ernesto DiGiambattista, George Anderson, Joe Dorant, Nate Walton, Paige Fetzner, Julie Chen, Secretary of Administration and Finance Michael Heffernan (represented by Will Archibald of the Executive Office for Administration and Finance), Alexandra Drane, Michael Greeley, Albion Calaj and Rupa Cornell.

The following members of the MBI Board of Directors were present and participated: Secretary of Housing and Economic Development Mike Kennealy (represented by Peter Larkin of the Executive Office of Housing and Economic Development), David Clark, Frederick Keator, Linda Dunlavy, Peter Nicolai, Secretary of Administration and Finance Michael Heffernan (represented by Sean Cronin of the Division of Local Services), Commissioner of Telecommunications and Cable Karen Charles Peterson (represented by Lindsay DeRoche of the Department of Telecommunications and Cable), Carolyn Kirk and Don Dubendorf.

The following Mass Tech Collaborative staff was present: Carolyn Kirk, Brian Noyes, Jennifer Saubermann, Kelly Kleanthous, Holly Lucas Murphy, Michael Baldino, Brianna Wehrs, Lisa Erlandson, Stephanie Helm, James Byrnes, Patrick Larkin, Laurance Stuntz, Farhad Vazehgoo, Joseph Downing, Megan Marszalek and Will Fuqua.

Ms. Altzman called the meeting of the MassTech Board of Directors to order at 2:02 p.m. She conducted an attendance by roll call and observed the presence of a quorum.

Mr. Larkin called the meeting of the MBI Board of Directors to order. He conducted an attendance by roll call and observed the presence of a quorum.

Agenda Item I Approval of Minutes

Ms. Altzman took a roll call vote of the MassTech Board of Directors.

Following a period of brief discussion, and upon motions duly made and seconded, it was VOTED unanimously by a roll call vote with Ms. Altzman abstaining:

The Board of Directors of the Massachusetts Technology Park Corporation hereby adopts the Draft Minutes of the One Hundred Nineteenth Meeting of the Board of Directors of the Massachusetts Technology Park Corporation held on October 14, 2020, via Zoom video conference, as the formal Minutes thereof.

Agenda Item II Implementation of Internet Access Economic Recovery Programs

Ms. Kirk proceeded to discuss the implementation of the Internet Access Economic Recovery Programs, which has been branded Mass Internet Connect. She explained that the Baker-Polito Administration allocated \$9.2 million for MassTech/MBI to implement internet access initiatives under the Governor's \$774 million

comprehensive economic recovery plan that was announced in October. Ms. Kirk explained that MassTech/MBI is seeking approval of the following actions:

- Modifications to the Fiscal Year 2021 MBI budget to incorporate the new economic recovery funding; and
- A delegation of authority to the MassTech Executive Director to expend funds and enter into agreements with initiative partners/vendors, as generally described in the presentation.

Ms. Kirk discussed the four programmatic components of Mass Internet Connect, which represent the first time that MBI will implement programs outside of Western Massachusetts:

- (1) Last Mile Town WiFi Hotspots – Ms. Kirk explained that MBI will continue the existing WiFi Hotspot Program for Last Mile Towns by extending existing outdoor hotspots in Last Mile Towns that do not have a completed broadband project. MBI will also offer eligible Last Mile Towns an indoor hotspot. Ms. Kirk indicated that MBI will cover a portion of the direct, incremental, out-of-pocket expenses associated with indoor hotspots. She noted that MBI announced the extension and expansion of this program on November 23rd. So far, six Last Mile Towns have expressed interest in an indoor hotspot.
- (2) Gateway City WiFi Hotspots – Ms. Kirk stated that MBI released a RFP on December 4th offering grants to private providers to establish and maintain community WiFi hotspots in areas other than Last Mile Towns. The focus of the RFP is on Gateway Cities and Outer Cape Towns that will not be covered by existing private provider programs.
- (3) Internet and/or Device Subsidies - Ms. Kirk discussed the partnership that MassTech has entered into with MassHire to support the needs of unemployed job seekers that have a technology barrier. She noted that this is a statewide initiative. MBI's industry partners are Comcast, Charter, Verizon and HiQ. MBI will offer subsidies for internet access through Comcast and Charter, who cover most of the state. MBI will also offer Chromebooks to unemployed job seekers who do not have access to a device. Ms. Kirk indicated that there is a national shortage of Chromebooks but that MBI is able to secure Dell Chromebooks through a vendor, HiQ. Digital literacy resources will also be made available to job seekers.
- (4) Cellular Hotspots – Ms. Kirk explained that MBI will look for partners in Western Massachusetts that can help in (i) identifying individuals in Last Mile Towns without a completed broadband project that cannot go to a community hotspot due to health or transportation reasons; and (ii) distributing cellular hotspots from Verizon and AT&T to these individuals. MBI may work with Linda Dunlavy's organization, the Franklin Regional Council of Governments, on this initiative. MBI will provide the hotspot device and a subsidized data plan. Ms. Kirk also noted that cellular hotspots will be deployed through the MassHire partnership for job seekers that cannot get internet access through Comcast or Charter.

During the ensuing discussion, Ms. Kirk responded to questions and clarified that Department of Elementary and Secondary Education is addressing the needs of families with school-aged children. She noted that there could be overlap with the MassHire program and that an unemployed job seeker could obtain a Chromebook through MassHire if the only internet accessible device in the family is a student's device that is being used for educational purposes. She also clarified that the Mass Internet Connect programs will end on June 30, 2021, which is tied to restrictions associated with the funding. A discussion ensued about digital literacy resources and the importance of providing individuals with the knowledge needed to effectively use technology. Dell has digital literacy tools that can be scaled. MassHire will access the Skillbase platform and MBI will work with HiQ on an instructional guide that will be inserted with the Chromebooks. Members of both Boards indicated the importance of capturing quantitative metrics but also the qualitative impacts of the programs.

Ms. Kirk reviewed the budget for the economic recovery programs and the project impact and reach of each program. She indicated that a portion of the funding may come from the CARES Act which carries certain compliance requirements. Ms. Kirk stated that the net impact on the MBI budget will be an increase of \$8,675,000 for financial assistance awards and financial assistance expenditures. MassTech/MBI's administrative costs will also be covered. She emphasized the need for budgetary flexibility to reallocate funds among programs and provider/vendor partners as MBI rolls out and potentially adjusts programs to deal with unknowns and expands the reach of Mass Internet Connect to launch additional program to reach other populations. The budget currently has approximately \$3.3 million in unallocated funds.

Ms. Kirk indicated that the MBI motion would be voted on first. Mr. Larkin then took a roll call vote of the MBI Board of Directors.

Mr. Larkin took a roll call vote of the MBI Board of Directors.

Following a period of brief discussion, and upon motions duly made and seconded, it was VOTED unanimously by a roll call vote with Linda Dunlavy abstaining:

The Board of Directors of the Massachusetts Broadband Institute (the "MBI") does hereby recommend that the Board of Directors of the Massachusetts Technology Park Corporation ("MassTech"):

- 1. Amend the Fiscal Year 2021 budget for the Massachusetts Broadband Institute ("MBI"), approved by the Executive Committee of the MassTech Board of Directors on June 18, 2020, by: (a) increasing the amount for "State Revenue" by a net of \$8,765,000, such funds to be received by the Executive Office of Housing and Economic Development for the purpose of carrying out the Broadband Recovery Program ("Program"), as presented; and (b) increasing the "Financial Assistance Awards and Financial Assistance Expenditures" by \$8,765,000 to carry out the Program.**

- 2. Delegate to the Mass Tech Collaborative Executive Director the authority to expend up to a total of \$8,765,000 for the Program, through agreements with vendors and other partners which may include, but are not limited to, those presented.**

Ms. Altsman took a roll call vote of the MassTech Board of Directors.

Following a period of brief discussion, and upon motions duly made and seconded, it was VOTED unanimously and without abstention by a roll call vote:

The Board of Directors of the Massachusetts Technology Park Corporation (“Mass Tech Collaborative”), acting pursuant to the authority delegated under Chapter 40J of the General Laws of the Commonwealth, does hereby take the following actions:

- 1. Amends the Fiscal Year 2021 budget for the Massachusetts Broadband Institute (“MBI”), approved by the Executive Committee of this Board of Directors on June 18, 2020, by: (a) increasing the amount for “State Revenue” by a net of \$8,765,000, such funds to be received by the Executive Office of Housing and Economic Development for the purpose of carrying out the Broadband Recovery Program (“Program”), as presented; and (b) increasing the “Financial Assistance Awards and Financial Assistance Expenditures” by \$8,765,000 to carry out the Program.**
- 2. Delegates to the Mass Tech Collaborative Executive Director the authority to expend up to a total of \$8,765,000 for the Program, through agreements with vendors and other partners which may include, but are not limited to, those presented.**

Agenda Item III Collaborative Research Matching Grants – Worcester Polytechnic Institute (“WPI”) – Emergency Ventilator Development Program

Ms. Kirk introduced the request to approve a grant award to WPI to support an emergency ventilator development program. She noted that in the spring of 2020 during the first Covid-19 surge, there was a limited supply of ventilators. The Baker-Polito Administration invested in innovative ventilator products, but one project was not able to be completed. The Administration came to MassTech to see if we could build value into the investments, at which point MassTech teamed up with WPI.

Mr. Larkin stated that the Innovation Institute is requesting approval of authority to award up to \$708,690 to WPI to enable completion of design, development, production and distribution of ventilators and ventilator parts for use in global and domestic markets.

He indicated this is a stranded project involving a warehouse full of unused ventilator parts, and that the scope and other details of the agreement were still being finalized with WPI. The intent is to provide WPI with resources to develop the technology and know-how needed to utilize surplus components, resulting in effective and economical ventilators. Mr. Larkin noted that the outcome would be 20 ventilator deployment systems, consisting of a complete operating unit and kits to assemble 3-4 additional units.

Mr. Larkin indicated that the money was coming from the Research and Development Matching Grant Fund, and will be attached to an existing investment MassTech has in WPI's PracticePoint. He indicated that WPI will benefit from the training and capacity building associated with this effort. PracticePoint will coordinate with other ventilator programs, including a program at MIT. Ms. Kirk then stated that to bring this product to a standard to use in the United States with FDA approval is very difficult. She mentioned that it would be appropriate to get them systems deployed to areas that really have a need. The majority of systems are expected to be deployed to overseas universities and hospitals through WPI's Math and Science for Sub-Saharan Africa program with the World Bank.

Ms. Altsman took a roll call vote of the MassTech Board of Directors.

Following a period of brief discussion, and upon motions duly made and seconded, it was VOTED unanimously by a roll call vote with Bogdan Vernescu abstaining:

The Board of Directors of the Massachusetts Technology Park Corporation ("Mass Tech Collaborative"), acting pursuant to the authority delegated under Chapter 40J of the General Laws of the Commonwealth, does hereby authorize a grant award to Worcester Polytechnic Institute ("WPI") not to exceed \$708,690 for an Emergency Ventilator Development Program, as presented.

Funds for capitalizable expenses shall be awarded from the Scientific and Technology Research and Development Matching Grant Fund, and funds for non-capitalizable expenses shall be awarded from the Innovation Institute Fund. The grant award to WIP is subject to the execution of a grant agreement in a form and with terms approved by MassTech Collaborative's Executive Director.

[Julie Chen departed the meeting and Albion Calaj and Rupa Cornell arrived at the meeting].

Agenda Item IV Report of the Massachusetts Broadband Institute Board of Directors Chair

Mr. Larkin provide a brief status update on the progress in the Last Mile Towns. He informed the Boards that there are currently 21 Last Mile Towns with fully

operational networks and 18 Last Mile Towns with partially operational networks that have started to serve residents. He also noted that he expects 6 more projects in Last Mile Towns to be completed by the end of the calendar year.

Agenda Item V Report of the Executive Director

Ms. Kirk requested brief updates regarding the budget, the MassBroadband 123 network operator, efforts to assist the Executive Office of Technology Services and Security (“EOTSS”) and the recent meeting of the Finance and Audit Committee.

Ms. Erlandson informed both Boards that there is good news regarding the state budget. She indicated that it appears that Governor Baker will sign a state budget for Fiscal Year 2021 that includes \$5.5 million in funding for MassTech, which would be \$700,000 more than the state funding assumptions in MassTech’s Fiscal Year 2021 budget. Ms. Erlandson said that once the state budget was finalized, MassTech will analyze the impact of the state budget on the MassTech budget and would report back to the MassTech Board.

Ms. Saubermann then provided an update on the MassBroadband 123 network operator and MassTech’s response to a request from EOTSS for assistance. She started with an update on the status of the request by KCST, the MassBroadband 123 network operator, for consent to a change in control to Local Linx. This matter was presented at a joint meeting of the MassTech Executive Committee and MBI Board on November 18, 2020. After that meeting, MassTech requested and received the signed Transitional Services Agreement with Axia and a commitment letter from Key Bank for a line of credit. MassTech and Local Linx also executed a side letter that addressed the commitment from Local Linx to form an executive compensation committee. Based on these developments, Ms. Kirk consented to the change in control on December 4th. Ms. Saubermann indicated that a formal announcement with the new name of the network operator would likely occur next month. She clarified that the Network Operator Agreement was still in place and was not altered by the change in control.

Regarding EOTSS, Ms. Saubermann stated that MassTech has a license agreement with Markley for colocation space in Boston. EOTSS currently shares the colocation space in Boston. Ms. Saubermann explained that EOTSS has requested assistance from MassTech in securing separate space for them in the same facility in Boston and additional new space in a facility owned by a Markley affiliate in Lowell. She noted that EOTSS does not currently have any contractual relationship with Markley for either location. Ms. Saubermann stated that MassTech has agreed to provide short-term contracting for up to one year with Markley to help facilitate a timely transition by EOTSS to the new space in Boston and Lowell. This will involve an amendment to the existing agreement for the Boston facility and entering into a new short term agreement for the Lowell facility. Ms. Saubermann indicated that MassTech is essentially providing a bridge to allow EOTSS to transition to the new space and work out the procurement details for their own long-term agreement with Markley for both facilities. She noted that the total cost for the new space in Boston and Lowell will be between \$450,000 to \$500,000, including one time set up and recurring monthly costs. She stated that EOTSS

will pay MassTech in advance on a periodic basis for all costs to be incurred by MassTech, plus an administrative fee.

Mr. Durant provided an update on the recent Finance and Audit Committee meeting that was convened on December 1st. He noted that the Finance and Audit Committee received a presentation from RSM on the FY20 annual audit of MassTech. Mr. Durant informed the Boards that there were no deficiencies, uncorrected mistakes or adjustments identified in the audit, and there were no disagreements with MassTech management. He stated that all questions from the Committee members were answered satisfactorily by RSM. Mr. Durant congratulated the team for another successful and clean audit.

Agenda Item VI MassCyberCenter – Federal Homeland Security Grant Program – Statewide Cybersecurity Conference for Municipalities

Ms. Helm then discussed the availability and use of funding from the Homeland Security Grant Program to support the activities of the MassCyberCenter. She indicated that the MassCyberCenter put in three proposals to Homeland Security and was awarded funding for one of those in the amount of \$115,272. The funds will be utilized to support the first annual "State-Wide Cybersecurity Conference for Municipalities" during Massachusetts Cybersecurity Month in October 2021. The conference is expected to attract 400 to 600 attendees and will include federal speakers and other keynote addresses focusing on national cybersecurity policy and strategy to give a broader picture of how local initiatives tie together for better resiliency.

There being no other business to discuss and upon motion duly made and seconded, the MassTech Board of Directors voted unanimously and without abstention by a roll call vote to adjourn the meeting at 3:04 p.m.

There being no other business to discuss and upon motion duly made and seconded, the MBI Board of Directors voted unanimously and without abstention by a roll call vote to adjourn the meeting at 3:05 p.m.

A TRUE COPY
ATTEST: (Secretary)

DATE:

Materials and Exhibits Used at this Meeting:

1. Draft Minutes for the October 14, 2020, MassTech Board of Directors Meeting
2. Approval Item / Presentation- Implementation of Internet Access Economic Recovery Programs – Mass Internet Connect
3. Approval Item / Presentation - Collaborative Research Matching Grants – Worcester Polytechnic Institute – Emergency Ventilator Development Program

4. Presentation- MassCyberCenter – Federal Homeland Security Grant Program – Statewide Cybersecurity Conference for Municipalities