



**ERIE COUNTY WATER AUTHORITY**  
**INTEROFFICE MEMORANDUM**

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

From: Jennifer Hibit, Director of Human Resources

Date: May 5, 2023

Subject: Amendment to Licensing Agreement with Kantola Training Solutions, LLC.

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On February 23, 2022, the Authority executed a Licensing Agreement between the Erie County Water Authority and Kantola Training Solutions, LLC for Anti-Harassment and Workplace Violence Trainings (the "Agreement").

In accordance with Paragraph 4 of the Agreement, any modification of the terms of the Agreement must be in writing and signed by all parties.

I believe it is in the best interest of the Authority to expand the employee training provided by Kantola Training Solutions, LLC to include cybersecurity training. An amendment is needed in order to do so. A resolution amending the Agreement has been included for your consideration on the meeting of May 25, 2023. Thank you.

**O&M Budget Information:**

- Unit: 8010 Human Resources
- Line Item No. 37 Training

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

**Contract:** \_\_\_\_\_ **Project No.:** \_\_\_\_\_

**Project Description:** Amendment to Licensing Agreement between the ECWA and Kantola  
Training Solutions LLC for Staff Anti-Harassment & Workplace  
Violence Trainings

**Item Description:**

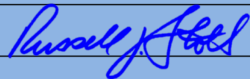


- |   |  |   |                                       |
|---|--|---|---------------------------------------|
| <input type="checkbox"/> Agreement                            | <input type="checkbox"/> Professional Service Contract | <input checked="" type="checkbox"/> Amendment | <input type="checkbox"/> Change Order |
| <input type="checkbox"/> BCD                                  | <input type="checkbox"/> NYSDOT Agreement              | <input 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 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>5/15/2023</u>  |
| <input type="checkbox"/> Executive Engineer                    | _____   | Date: _____             |
| <input checked="" type="checkbox"/> Director of Administration |  | Date: <u>05/15/2023</u> |
| <input type="checkbox"/> Risk Manager                          | _____   | Date: _____             |
| <input checked="" type="checkbox"/> Chief Financial Officer    |  | Date: <u>05/15/2023</u> |
| <input checked="" type="checkbox"/> Legal                      | _____   | Date: <u>5/15/2023</u>  |

**APPROVED FOR BOARD RESOLUTION:**

- |  |   |                        |
|--|---|------------------------|
| <input checked="" type="checkbox"/> Secretary to the Authority |  | Date: <u>5/15/2023</u> |
|--|---|------------------------|

**Remarks:** \_\_\_\_\_  
\_\_\_\_\_

**Resolution Date:** \_\_\_\_\_ **Item No:** \_\_\_\_\_

## Amendment #1 to License Agreement

This change of scope amendment to the License Agreement (“**Amendment**”) is effective as of May 25, 2023, by and between Kantola Training Solutions, LLC, (“**Licensor**”), with offices located at 55 Sunnyside Avenue, Mill Valley, CA, and Erie County Water Authority, (“**Licensee**”) with offices located at 295 Main Street, Suite 350, Buffalo, NY 14203. Capitalized terms used but not defined herein shall have the respective meanings given to them in the License Agreement.

**WHEREAS**, the parties signed a License Agreement effective as of February 10, 2022 (“**License Agreement**”) and would now like to change specific terms in the License Agreement.

**NOW, THEREFORE**, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties agree as follows:

### Replace 1.1 with the following:

1.1 Under this License Agreement, the Licensor grants to the Licensee a non-exclusive and non-transferable license to use the following training courses and related material (“**Product**”): Harassment Prevention: A Commonsense Approach – New York Interactive eLearning format, Workplace Violence: The Early Warning Signs Simplified eLearning format, and Cyber Security Training.

*Product listing: Includes access to both New York Employee (40-min) and Manager (60-min) versions; Workplace Violence and Cyber Security include employee and manager versions.*

### Replace 2.1 with the following:

2.1 The license fees for the Product are as follows (“**License Fees**”):

Year	# of learners	Price per learner per year	Set-up fee	Total fees
Year 1	255.00	\$17.25	WAIVED	\$4,398.75
Year 2	255.00	\$24.75	\$125.00	\$6,436.25
Year 3	255.00	\$24.75	NA	\$6,311.25

### Replace 2.2 with the following:

2.2. Any additional learners will be invoiced at time of addition and will be billed at \$24.75 per learner per year.

IN WITNESS WHEREOF, the parties have executed and delivered this Amendment as of the date first written above.

LICENSEE

LICENSOR

By: \_\_\_\_\_  
Name: Jerome D. Schad  
Title: Chairman  
Erie County Water Authority

By: \_\_\_\_\_  
Name:  
Title: