

Governance Resolution

A regular meeting of the Nassau County Industrial Development Agency (the "Agency") was convened in public session at the Theodore Roosevelt Executive & Legislative Building, Legislative Chambers, 1550 Franklin Avenue, Mineola, Nassau County, New York, on February 26, 2026, at 6:15 p.m., local time.

The meeting was called to order by the Chair, upon roll being called, the following members of the Agency were:

PRESENT:

William H. Rockensies	Chair
John Coumatos	Treasurer
Joseph Manzella	Asst. Secretary
Marco Troiano	Member
Ryan Sakowich	Member

NOT PRESENT:

Raymond Pinto	Secretary/Asst. Treasurer
Reginald A. Spinello	Member

THE FOLLOWING ADDITIONAL PERSONS WERE PRESENT:

Sheldon L. Shrenkel	Chief Executive Officer/Executive Director
Anne LaMorte	Chief Financial Officer
Colleen Pereira	Administrative Director
Stephanie Alfano	Temporary Administrative Assistant
Anthony Marano	Agency Counsel
Paul O'Brien	Bond/Transaction Counsel

The attached resolution no. 2026-17 was offered by W. Rockensies, seconded by J. Manzella.

Resolution No. 2026-17

RESOLUTION OF THE NASSAU COUNTY
INDUSTRIAL DEVELOPMENT AGENCY
AUTHORIZING THE AGENCY TO ENTER INTO A
SETTLEMENT AND RELEASE AGREEMENT IN
CONNECTION WITH THE 2021 ADVERTISEMENT
CAMPAIGN

WHEREAS, the Nassau County Industrial Development Agency (the “Agency”) is authorized and empowered by the provisions of Chapter 1030 of the 1969 Laws of New York, constituting Title I of Article 18-A of the General Municipal Law, Chapter 24 of the Consolidated Laws of New York, as amended (the “Enabling Act”), and Chapter 674 of the 1975 Laws of New York, as amended, constituting Section 922 of said General Municipal Law (said Chapter and the Enabling Act being hereinafter collectively referred to as the “Act”) to promote, develop, encourage and assist in the acquiring, constructing, reconstructing, improving, maintaining, equipping and furnishing of manufacturing, industrial and commercial facilities, among others, for the purpose of promoting, attracting and developing economically sound commerce and industry to advance the job opportunities, health, general prosperity and economic welfare of the people of the State of New York, to improve their prosperity and standard of living, and to prevent unemployment and economic deterioration; and

WHEREAS, pursuant to Custom Print Insertion Order executed and delivered by the Agency to Crain Communications, Inc. (“Crain’s”) on or about May 5, 2021 (the “Advertising Contract”), the Agency contracted with Crain’s to publish a full-page advertisement in Crain’s New York Business on July 26, 2021; and

WHEREAS, in connection with the Advertising Contract, Crain’s was provided with a photograph depicting a downtown scene within Nassau County (the “Downtown Photo”); and

WHEREAS, Crain’s published the Agency’s advertisement and, on a separate page in an article written by a Crain’s reporter, also published the Downtown Photo; and

WHEREAS, Kathy Kmonicek (“Kmonicek”) commenced an action against Crain’s in the United States District Court, Southern District of New York, captioned *Kathy Kmonicek v. Crain Communications, Inc.* (Case No: 1:25-cv-07589-RA) (the “Action”) asserting that she is the owner of the exclusive copyrights in the Downtown Photo and that the use of the Downtown Photo constituted copyright infringement; and

WHEREAS, the Agency and Crain’s assert that they have not violated any copyright of Kmonicek; and

WHEREAS, the Agency and Crain's do not admit the factual allegations or legal claims of Kmonicek; and

WHEREAS, the Agency's liability insurance carrier (the "Carrier") has agreed to defend the Agency in the Action and, in order to avoid the cost of further litigation, the Carrier has negotiated, on behalf of the Agency, the terms of a proposed settlement arrangement (the "Settlement") with Kmonicek; and

WHEREAS, Kmonicek, the Agency and Crain's desire to settle all differences, disagreements and disputes that exist or may exist among them in connection with the Action;

NOW, THEREFORE, BE IT RESOLVED BY THE MEMBERS OF THE NASSAU COUNTY INDUSTRIAL DEVELOPMENT AGENCY, AS FOLLOWS:

1. The Agency determines that the proposed Settlement is a Type II Action pursuant to SEQRA involving "continuing agency administration" which does not involve "new programs or major reordering of priorities that may affect the environment" (6 NYCRR §617.5(c)(20)) and therefore no Findings or determination of significance are required under Article 8 of the New York Environmental Conservation Law.

2. The Agency, having been defended and indemnified by the Carrier with respect to the Action, hereby approves the payment of monetary relief to Kmonicek as negotiated by the Carrier in the amount of \$11,000; provided, however, that such funds shall be provided by the Carrier and no funds of the Agency nor any taxpayer dollars shall be used to make such payment to Kmonicek.

3. The execution and delivery of a settlement and release agreement (the "Settlement Agreement"), containing substantially the terms set forth in this Resolution, are hereby authorized and approved. The CEO/Executive Director of the Agency is hereby authorized, acting in his official capacity, to execute, acknowledge and deliver the Settlement Agreement. The execution and delivery of the Settlement Agreement by said officer shall be conclusive evidence of due authorization and approval.

4. The CEO/Executive Director of the Agency is hereby authorized and directed, acting in his official capacity, to execute and deliver any and all consents, agreements, papers, instruments, opinions, certificates, affidavits and other documents required in connection with the Settlement Agreement to implement the covenants and agreements contained therein (collectively, the "Settlement Documents"), and to do and cause to be done any and all acts and things necessary or proper for carrying out this Resolution, including, without limitation, taking any necessary action to obtain consent of any other person or party necessary with respect to execution, delivery and approval of the Settlement Documents.

5. All covenants, stipulations, obligations and agreements of the Agency contained in this Resolution, the Settlement Agreement and the Settlement

Documents shall be deemed to be the covenants, stipulations, obligations and agreements of the Agency to the full extent authorized or permitted by law, and such covenants, stipulations, obligations and agreements shall be binding upon the Agency and its successors from time to time.

No covenant, stipulation, obligation or agreement herein contained or contained in the Settlement Agreement or any Settlement Document shall be deemed to be a covenant, stipulation, obligation or agreement of any member, officer, agent or employee of the Agency in his or her individual capacity and neither the members of the Agency nor any officer executing the Settlement Agreement or any Settlement Document shall be liable personally on the Settlement Agreement or the Settlement Documents or be subject to any personal liability or accountability by reason of the issuance thereof.

6. The CEO/Executive Director of the Agency is hereby authorized, acting in his official capacity, to approve modifications to the terms approved herein which are not inconsistent with the intent and substance of this Resolution, such approval to be evidenced by the execution by such officer of the Settlement Agreement and the Settlement Documents containing such modifications.

7. This Resolution shall take effect immediately.

The question of the adoption of the foregoing Resolution was duly put to a vote on roll call, which resulted as follows:

William H. Rockensies	VOTING	Aye
John Coumatos	VOTING	Aye
Raymond Pinto	NOT PRESENT	
Reginald A. Spinello	NOT PRESENT	
Marco Troiano	VOTING	Aye
Joseph Manzella	VOTING	Aye
Ryan Sakowich	VOTING	Aye

The foregoing Resolution was thereupon declared duly adopted.

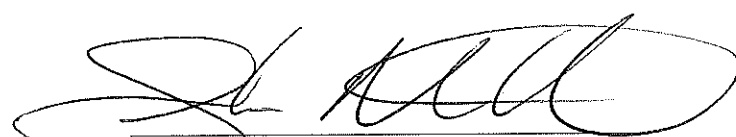
STATE OF NEW YORK)
) SS.:
COUNTY OF NASSAU)

We, the undersigned [~~Vice~~] Chair and [Assistant] Secretary of the Nassau County Industrial Development Agency (the "Agency"), do hereby certify that we have compared the foregoing extract of the minutes of the meeting of the members of the Agency, including the Resolution contained therein, held on February 26, 2026 with the original thereof on file in our office, and that the same is a true and correct copy of said original and of such Resolution set forth therein and of the whole of said original so far as the same relates to the subject matters therein referred to.

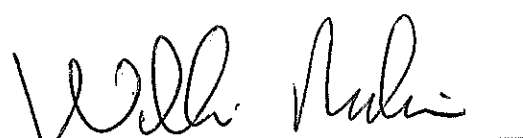
WE FURTHER CERTIFY that (A) all members of the Agency had due notice of said meeting; (B) said meeting was in all respects duly held; (C) pursuant to Article 7 of the Public Officers Law (the "Open Meetings Law"), said meeting was open to the general public, and due notice of the time and place of said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

WE FURTHER CERTIFY that, as of the date hereof, the attached Resolution is in full force and effect and has not been amended, repealed or rescinded.

IN WITNESS WHEREOF, we have hereunto set our respective hands and affixed the seal of the Agency this 26th day of February, 2026.



[Assistant] Secretary



[~~Vice~~] Chair

(SEAL)