

Incorporated 1872

## VILLAGE OF CLAYTON

425 Mary St. ♦ PO Box 250 ♦ Clayton ♦ 1000 Islands ♦ New York 13624  
Phone: (315) 686-5552 Fax: (315) 686-2132  
TTD: 1-800-662-1220

### RESOLUTION NO. 2022-01

### RESOLUTION OF THE BOARD OF TRUSTEES OF THE VILLAGE OF CLAYTON

### (APPROVING WEINBURG V. VILLAGE OF CLAYTON SETTLEMENT AGREEMENT)

**WHEREAS**, Jaime H. Weinberg, Esq., Bradford J. Minnick, Thousand Islands Inn Holdings, LLC and Thousand Islands Enterprises, LCC, ("Plaintiffs") commenced an action in the United States District Court, Northern District of New York, against various defendants, including the Village of Clayton and the Board of Trustees of the Village of Clayton, which action bears Civil Action No: 5:17-CV-0021 ("Action");

**WHEREAS**, the Village tendered the defense of the Village and the Board to its insurance carriers, including both Tokio Marine HCC and Argonaut ("Carriers");

**WHEREAS**, while the Carriers agreed to provide a defense to the Village and the Board of Trustees as well as other defendants, both Carriers asserted certain restrictions and limitations to the coverage provided to the Village and the Board of Trustees, as well as other defendants in the Action;

**WHEREAS**, Matthew Gumaer, Esq., of Goldberg Segalla, LLP, ("Village Defense Counsel") is defending the Village and Board of Trustees, as well as Norma Zimmer and Richard Ingerson, who were also named as defendants in the Action;

**WHEREAS**, after extensive negotiations between the Plaintiffs, Village Defense Counsel and the Carriers, the Plaintiffs have agreed to accept \$350,000.00 in full settlement of the Action and the Carriers have each agreed to fund one-half of the settlement amount, each contributing \$175,000.00 towards the resolution;

**WHEREAS**, extensive negotiations regarding the language to be included in any settlement agreement to be executed by all parties to the Action then ensued, ultimately resulting in the attached Settlement Agreement;

**WHEREAS**, the Judge assigned to the Action, Judge Mae A. D'Agostino, has ordered that the Action will proceed to a trial before a jury on February 22, 2022, unless the Action is formally discontinued by January 28, 2022;

**WHEREAS**, Village Defense Counsel has recommended settling with the Plaintiffs for \$350,000, to be funded by the Carriers, on the terms and conditions set forth in the attached Settlement Agreement;

**WHEREAS**, the Board of Trustees has carefully considered, deliberated, debated and discussed both the settlement amount as well as the terms of conditions contained within the Settlement Agreement;

**NOW, THEREFORE, BE IT RESOLVED** by the Board of Trustees of the Village of Clayton as follows:

1. The foregoing recitations are incorporated herein and made a part hereof as if fully set forth hereafter.
2. It is hereby determined by this Board that the Village of Clayton that resolution of the Action is in the best interests of the Village to avoid the expense and uncertainty of further litigation including the scheduled trial;
3. The Village and Board of Trustees shall settle the Action for the amount and upon the terms and conditions set forth in the attached Settlement Agreement;
4. The Mayor, Norma Zimmer, is hereby authorized to execute the attached Settlement Agreement on behalf of the Village of Clayton;
4. Trustee John Buker is hereby authorized to execute the attached Settlement Agreement on behalf of the Board of Trustees of the Village of Clayton; and
5. Village Defense Counsel is authorized to take any ministerial steps or actions necessary to formally conclude and terminate the Action as well as to comply with the confidentiality provision in the attached Settlement Agreement recited at paragraph 2(a).

*A motion to adopt the foregoing Resolution was made by Trustee Buker and seconded by Trustee Hyde and was duly adopted by a vote of the majority of the Board of Trustees as follows:*

*Trustee Buker YES*

*Trustee Hyde YES*

*Trustee Kellogg YES*

*Trustee Chrisman YES*

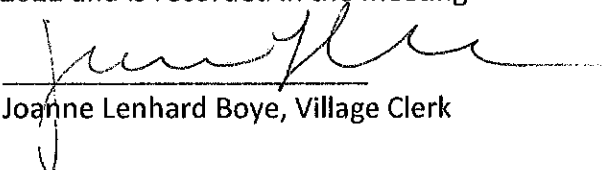
*Mayor Zimmer YES*

The foregoing resolution was thereupon declared duly adopted.

Dated: 01/14/2022

I hereby certify that this resolution was adopted on 01/14/2022 and is recorded in the Meeting Minutes of the Village of Clayton.

Seal

  
Joanne Lenhard Boye, Village Clerk