

**Montclair Center Business Improvement District**  
**Montclair Center Corporation**  
**Board of Directors Resolution**  
**April 15, 2026**

WHEREAS, the Executive Committee of the Board of Directors of the Montclair Center Corporation (“MCC”) met in a duly called and noticed special meeting on Friday, April 10, 2026, to address the potential opportunity to sponsor FIFA World Cup related events in Montclair pursuant to certain grant moneys made available from the New Jersey Economic Development Authority (the “NJEDA”); and

WHEREAS, BDP Holdings LLC, a constituent business within the Montclair Center Business Improvement District that is owned by MCC Board Member David Placek (“BDP”), had initially prepared a grant submission to the NJEDA in anticipation of applying for the grant and hosting numerous FIFA World Cup related events at Lackawanna Station; and

WHEREAS, the NJEDA grant funds were unexpectedly restricted to nonprofit applications, which applicants are invited to coordinate with and sponsor for-profit entities for FIFA World Cup related events; and

WHEREAS, the NJEDA grant application was also unexpectedly given a deadline application date of 11:59 P.M. on Monday, April 13, 2026; and

WHEREAS, Director Placek, unable to apply for the grant on behalf of BDP, proposed that MCC apply for the NJEDA grant utilizing the application prospectus he created and matching sponsor arrangement he had coordinated for BDP, whereby MCC would obtain and administer the grant funds and oversee the FIFA World Cup related events; and

WHEREAS, Director Placek advised that, while Lackawanna Station would be the situs of the World Cup related events, all business in the Montclair Center Business Improvement District would be able to participate, MCC would direct the funds, and Director Placek’s economic benefit would be commensurate only to the services and equipment provided; and

WHEREAS, Director Placek responded to Executive Committee questions, recognized the conflict of interest presented by his involvement, and appropriately recused himself from the Executive Committee vote on whether to proceed with the application; and

WHEREAS, after careful consideration, the remaining four (4) members of the Executive Committee unanimously voted to proceed with the NJEDA application utilizing the BDP prospectus and sponsor obtained by Director Placek; and

WHEREAS, the Executive Committee submitted an open letter to the entire Board explaining the NJEDA grant opportunity, Director Placek’s role and conflict, the need for urgent action by the Executive Committee to make the deadline, and the intention to seek the Board’s ratification at the next regular meeting; and

WHEREAS, President Ernst Goldman, on behalf of MCC and in coordination with BDP, submitted an NJEDA grant application by the application deadline on April 13, 2026; and

WHEREAS, the Executive Committee presented all matters before the full Board of Directors at the regular meeting on Wednesday, April 15, 2026 for ratification.

NOW, THEREFORE, BE IT RESOLVED as follows:

RESOLVED, that the Board of Directors of the Montclair Center Corporation hereby ratifies in their entirety all actions taken by the Executive Committee to date with regard to the NJEDA grant available to nonprofit entities for FIFA World Cup related events; and be it further

RESOLVED, that the Board Chair, President, or other designated officer of the Executive Committee (the "Representative") is hereby authorized and directed to monitor the NJEDA application and administer any funds obtained through the FIFA World Cup grant program, if any; and be it further

RESOLVED, that so long as any FIFA World Cup related events shall occur in Lackawanna Station utilizing any received NJEDA grant funds obtained by the MCC, that Director Placek shall abstain from any Board discussions, decision-making, and voting related to the FIFA World Cup related events in Lackawanna Plaza; and be it further

RESOLVED, that in his capacity as representative and owner of BDP, Director Placek may present plans to the Board of Directors regarding FIFA World Cup related events, request funding on behalf of his business, and otherwise engage in the FIFA World Cup related programming strictly in his capacity as representative of a co-sponsoring business entity within the Montclair Center Business Improvement District; and be it further

RESOLVED, that the Board of Directors authorizes the Executive Committee (less Director Placek) to oversee, prepare and implement an administration plan for the NJEDA funds that may be obtained for FIFA World Cup related events and to organize events in conjunction with co-sponsors; and be it further

RESOLVED, that because Director Placek is currently Secretary of the Board of Directors, that the Ernst Goldman, as President of the Board of Directors, shall be named "Acting Secretary" for the purposes of certifying this Resolution.

#### CERTIFICATION

I, the undersigned, Ernst Goldman, hereby certify that the above resolution was duly adopted by the Board of Directors of the Montclair Center Corporation at a meeting held on April 15, 2026, at which a quorum was present and voting.

Name:  \_\_\_\_\_

Title: Acting Secretary

Date: April 15, 2026