

(PROPOSED MINUTES OF THE MEETINGS OF SEPTEMBER 13, 2022, TO BE APPROVED AT THE DECEMBER 13, 2022)

**MINUTES
FOR THE MEETING OF THE
SOLE MEMBER
/ AUDIT COMMITTEE / GOVERNANCE COMMITTEE /
BOARD OF DIRECTORS
OF
ROCKLAND TOBACCO ASSET SECURITIZATION CORPORATION**

MEETING – September 13, 2022, at 5:00 P.M.

The Meetings will be held at the County Executive's Conference Room, Allison-Parris County Office Building, 11 New Hempstead Road, New City, New York.

1. Meeting of the Sole Member

In Attendance: Edwin J. Day, Sole Member

Others in Attendance: Stephen DeGroat, Director
Nicole Doliner, Director
Howard T. Phillips, Jr., Director
C. Scott Vanderhoef, Director
Dorothy Filoramo, Independent Director
John Finnegan, Esq., Counsel
Lucia Caruso, Secretary

- Mr. Day opens the Meeting.
- Secretary Caruso advises that the Notice of Meeting had been posted and sent to the newspaper in compliance with the Open Meetings Law.
- Mr. Day signs the Consent to Waiver of Notice of Meeting.
- Mr. Day reviews and accepts for filing the Minutes of the Meeting of the Sole Member held on June 7, 2022.
- Transaction of other business at the Meeting:
 - There was no other business transacted at the meeting
 - Mr. Day asked if there was any Public Comment. There was no Public Comment.
- Mr. Day closes the Meeting of the Sole Member.

1. Meeting of the Audit Committee

Committee: Howard T. Phillips, Jr., Chairman
Stephen DeGroat, Member
C. Scott Vanderhoef, Member

Others in Attendance: Edwin J. Day, Sole Member
Nicole Doliner, Director
Dorothy Filoramo, Independent Director
John Finnegan, Esq., Counsel
Lucia Caruso, Secretary

- Chairman Phillips opens the meeting.
- Secretary Caruso advises that the Notice of Meeting had been posted and sent to the newspaper in compliance with the Open Meetings Law.
- The Directors in attendance sign the Consent to Waiver of Notice of Meeting of the Committee.
- The Committee reviews and accepts for filing the Minutes of the Committee Meeting held on June 7, 2022. Motion by Member Stephen DeGroat; Seconded by Member Scott Vanderhoef; All in Favor; Motion Carried.
- Report of the Treasurer. Motion to defer the Report of the Treasurer to the Meeting of the Board of Directors. Motion by Member Scott Vanderhoef; Seconded by Member Stephen DeGroat; All in Favor; Motion Carried.
- Chairman Phillips is there any other business? There was no other business.
- Chairman Phillips: Is there any public comment? There was no public comment.
- Motion to close the Meeting of the Committee. Motion by Member DeGroat; Seconded by Member Vanderhoef; All in Favor; Motion Carried

2. Meeting of the Governance Committee

Committee: Howard T. Phillips, Jr., Chairman
Nicole Doliner, Member
Dorothy C. Filoramo, Member and Independent Director

Others in Attendance: Edwin J. Day, Sole Member
Stephen DeGroat, Director
C. Scott Vanderhoef, Director
John Finnegan, Esq., Counsel
Lucia Caruso, Secretary

- Chairman Phillips opens the meeting of Committee.
- Secretary Caruso advises that the Notice of Meeting had been posted and sent to the newspaper in compliance with the Open Meetings Law.
- The Directors in attendance sign the Consent to Waiver of Notice of Meeting.
- The Committee reviews and accepts for filing the Minutes of the Committee Meeting held on June 7, 2022. Motion by Member Dorothy C Filoramo; Seconded by Member Nicole Doliner; All in Favor; Motion Carried.
- Chairman Phillips is there any other business? There was no other business.
- Chairman Phillips: Is there any public comment? There was no public comment.
- Motion to close the Meeting of the Committee. Motion by Member Doliner; Seconded by Member Filoramo; All in Favor; Motion Carried.

3. Meeting of the Board of Directors

In attendance: Howard T. Phillips, Jr., Chairman and Director
Stephen DeGroat, Treasurer and Director
Nicole Doliner, Director
C. Scott Vanderhoef, Director
Dorothy C. Filoramo, Independent Director

Others in Attendance: Edwin J. Day, Sole Member
John Finnegan, Esq., Counsel
Lucia Caruso, Secretary

- Chairman Phillips opens the meeting of the Board.
- Secretary Caruso advised that the Notice of Meeting had been posted and sent to the newspaper in compliance with the Open Meetings Law.
- The Directors in attendance sign the Consent to Waiver of Notice of Meeting of Board.
- The Board reviews and accepts for filing the Minutes of the Meeting held on June 7, 2022. Motion by Director C. Scott Vanderhoef; Seconded by Independent Director [Dorothy C. Filoramo; All in Favor; Motion Carried.
- Report of the Treasurer. Treasurer DeGroat distributed a Schedule of Revenue and Expenses as of September 1, 2022. Treasurer DeGroat explained there was a beginning balance of \$ 290,805.30, all Director and legal fees have been paid for the quarter leaving a balance of \$ 284,055.30. Also, has accepted the BLX report.

Motion to accept the Treasurer's Report. Motion by Director Nicole Doliner; Seconded by Director C. Scott Vanderhoef; All in Favor; Motion Carried.

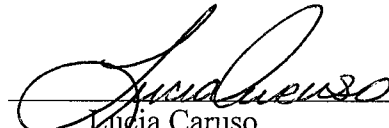
- Ratify, confirm, and approve all corporate actions previously taken by the Board of Directors and Officers. Motion by Director Stephen DeGroat; Seconded by Director C. Scott Vanderhoef; All in Favor; Motion Carried.
- Authorize the Directors and Officers to do all things necessary or advisable and proper to carry on the business of the Corporation. Motion by Director Nicole Doliner; Seconded by Director C. Scott Vanderhoef; All in Favor; All Opposed; Motion Failed; Motion Carried.

- Transaction of other business at the Meeting:

There was no other business transaction at the meeting.

- Chairman Phillips asked if there was any public comment? There was no public comment.
- Tentative date for the next meeting of the Corporation: December 13, 2022, at 5:00pm
- Motion to close the Meeting of the Committee. Motion by Director Nicole Doliner; Seconded by Independent Director Dorothy C Filoramo; All in Favor; Motion Carried.

Approved by the Board of Directors at the
Meeting held on September 13, 2022



Lucia Caruso
Secretary to the Board

Attachments:

- Financial package from Lenny Forte
- BLX report dated August 15, 2022 - Rockland Tobacco Asset Securitization Corporation Tobacco Settlement Asset-Backed Bonds, Series 2001