

MINUTES

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

MEETING – June 20, 2023 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 (Absent)
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 March 21, 2023.
- Mr. Day acknowledged the designation of the Director(s) for 2023:

Transaction of other business at the Meeting:
 - There was no other business transacted at the meeting.
- 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 (Absent)
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 March 21, 2023. Motion by Member Scott Vanderhoef; Seconded by Member Stephen DeGroat; 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
- Transaction of other business at the Meeting:
 - There was no other business transacted at the meeting.
- Public Comment:
 - There was no Public Comment
- Motion to close the Meeting of the Committee Motion by Member Stephen DeGroat; Seconded by Member Scott Vanderhoef; All in Favor; Motion Carried

2. Meeting of the Governance Committee

Committee: Howard T. Phillips, Jr., Chairman
Nicole Doliner, Member (Absent)
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 March 21, 2023. Motion by Member Dorothy Filoramo; Seconded by Chairman Howard Phillips; All in Favor; Motion Carried.
- Transaction of other business at the Meeting:
- There was no other business transacted at the meeting.
- Public Comment:
- There was no Public Comment

- Motion to close the Meeting of the Committee. Motion by Member Dorothy Filoramo; Seconded by Chairman Howard Phillips; 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 (Absent)
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 March 21, 2023. Motion by Director Dorothy Filoramo; Seconded by Director Scott Vanderhoef; All in Favor; Motion Carried.
 - Nomination of Howard T. Phillips Jr. for Chairman. Motion by Director Scott Vanderhoef; Seconded by Director Stephen DeGroat; All in Favor; Motion Carried.
- Report of the Treasurer. Treasurer DeGroat distributed a Schedule of Revenue and Expenses as of June 30, 2023. Treasurer DeGroat explained. Opening balance was \$ 380,929.49, Drescher & Malecki was paid \$12,340.00, BLX was paid \$25,000.00, along with the directors, accounting, and legal fees, leaving a balance of \$ 339,339.49.
 - Motion to accept the Treasurer's Report. Motion by Director Scott Vanderhoef; Seconded by Director Dorothy Filoramo. All in Favor; Motion Carried.
- Ratify, confirm, and approve all corporate actions previously taken by the Board of Directors and Officers. Motion by Director Dorothy Filoramo; Seconded by Director 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 Dorothy Filoramo; Seconded by Director Scott Vanderhoef; All in Favor; Motion Carried.

Transaction of other business at the Meeting:

There was no other business transacted at the meeting.

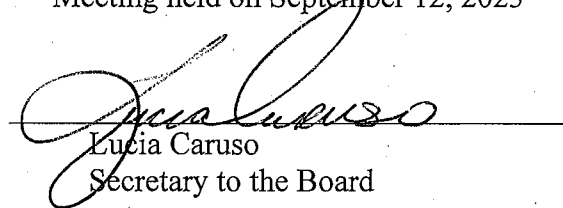
Public Comment:

There was no Public Comment

Tentative date for the next meeting of the Corporation: September 12, 2023, at 5:00pm

Motion to close the Meeting of the Committee. Motion by Director Dorothy Filoramo; Seconded by Director Scott Vanderhoef; All in Favor; Motion Carried.

Approved by the Board of Directors at the
Meeting held on September 12, 2023


Lucia Caruso
Secretary to the Board

Attachments:

- Financial package from Lenny Forte

Rockland County Tobacco Asset Securitization Corporation
 Cash Receipts Disbursements Connect One
 As of June 30, 2023

2:32 PM
 06/14/23
 Accrual Basis

Type	Date	Num	Name	Memo	Clr	Split	Debit	Credit	Balance
Checking Connect One Bank									
Check	01/26/2023		WIRE TO CONNECT ONE BANK						240,443.65
Check	02/07/2023	1310	Wilmington Trust	invoice 20221220-33602-A 12/21/2022-12/20/2023	X	Collection 10000292	152,735.84		393,179.49
Check	02/07/2023	1311	Wilmington Trust	invoice 20221231-68729-A 11/1/2023-12/31/2023	X	Wilmington Trust Fees		4,000.00	389,179.49
Check	03/10/2023	1312	Howard Phillips	1Q2023 Director Fee	X	Directors' Fees		4,000.00	385,179.49
Check	03/10/2023	1313	Nicole Doliner	1Q2023 Director Fee	X	Directors' Fees		750.00	384,429.49
Check	03/10/2023	1314	Edwin J. Day	1Q2023 Director Fee	X	Directors' Fees		500.00	383,929.49
Check	03/10/2023	1315	Dorothy C. Filoramo	1Q2023 Director Fee	X	Directors' Fees		500.00	383,429.49
Check	03/10/2023	1316	Stephen F. DeGroat	1Q2023 Director Fee	X	Directors' Fees		500.00	382,929.49
Check	03/10/2023	1317	C. Scott Vanderhoef	1Q2023 Director Fee	X	Directors' Fees		500.00	382,429.49
Check	03/10/2023	1318	Leonard Forte	1Q2023 Accounting Fee	X	Accounting Fees		500.00	381,929.49
Check	03/10/2023	1319	Lucy Caruso	1Q2023 Paralegal/Secretary Fee	X	Legal Fees		500.00	381,429.49
Check	04/18/2023	1320	Drescher & Malecki LLP	2022 AUDIT INVOICE 2303033	X	Accounting Fees		12,340.00	368,589.49
Check	05/23/2023	1321	BLX Group LLC	invoice 42601-92/041223	X	Legal Fees		25,000.00	343,589.49
Check	06/14/2023	1322	Howard Phillips	2Q2023 Director Fee		Directors' Fees		750.00	342,839.49
Check	06/14/2023	1323	Nicole Doliner	2Q2023 Director Fee		Directors' Fees		500.00	342,339.49
Check	06/14/2023	1324	Edwin J. Day	2Q2023 Director Fee		Directors' Fees		500.00	341,839.49
Check	06/14/2023	1325	Dorothy C. Filoramo	2Q2023 Director Fee		Directors' Fees		500.00	341,339.49
Check	06/14/2023	1326	Stephen F. DeGroat	2Q2023 Director Fee		Directors' Fees		500.00	340,839.49
Check	06/14/2023	1327	C. Scott Vanderhoef	2Q2023 Director Fee		Directors' Fees		500.00	340,339.49
Check	06/14/2023	1328	Leonard Forte	2Q2023 Accounting Fee		Accounting Fees		500.00	339,839.49
Check	06/14/2023	1329	Lucy Caruso	2Q2023 Paralegal/Secretary Fee		Legal Fees		500.00	339,339.49
Total Checking Connect One Bank							152,735.84	53,840.00	339,339.49
TOTAL							152,735.84	53,840.00	339,339.49