

MINUTES

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

MEETING – September 12, 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/Retired
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 20, 2023.
- Transaction of other business at the Meeting:
 - Nicole Doliner has retired on August 11, 2023, and Mr. Day has advised that we reach out to Jay Hood Legislature Chairman to notify him that Nicole as retired, and make him aware that we need to have a new appointment.
- 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, 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 June 20, 2023. 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.
- 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 Scott Vanderhoef; Seconded by Member Stephen DeGroat; All in Favor; Motion Carried.

2. Meeting of the Governance Committee

Committee: Howard T. Phillips, Jr., Chairman
Nicole Doliner, Member, - Absent/Retired
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 20, 2023. Motion by Member Dorothy Filoramo; Seconded by Chairman Howard T. 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 T. 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/Retired
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 20, 2023. Motion by Director Scott Vanderhoef; Seconded by Independent Director Dorothy Filoramo; All in Favor; Motion Carried.
- Report of the Treasurer. Treasurer DeGroat distributed a Schedule of Revenue and Expenses as of September 30, 2023. Treasurer DeGroat explained.
Opening balance was \$ 339,339.49, the only expenses paid out this quarter were the directors, accounting and legal fees leaving a balance of \$ 332,589.49.
- Motion to accept the Treasurer's Report. Motion by Director Scott Vanderhoef; Seconded by Independent Director Dorothy Filoramo; 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 Stephen DeGroat Seconded by Director Scott Vanderhoef; All in Favor; Motion Carried.

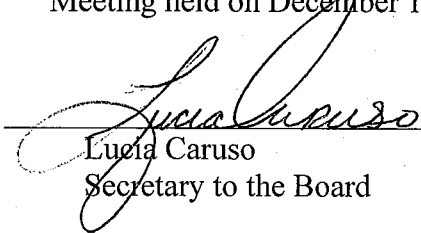
- Transaction of other business at the Meeting:
 - There was no other transacted business at the meeting.

- Public Comment:
 - There was no public comment.

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

- Motion to close the Meeting of the Committee. Motion by Independent Director Dorothy Filoramo; Seconded by Director Stephen DeGroat; All in Favor; Motion Carried.

Approved by the Board of Directors at the
Meeting held on December 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 September 30, 2023

6:33 PM
 09/05/23
 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 1/1/2023-12/31/2023	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	X	Directors' Fees		750.00	342,839.49
Check	06/14/2023	1323	Nicole Doliner	2Q2023 Director Fee	X	Directors' Fees		500.00	342,339.49
Check	06/14/2023	1324	Edwin J. Day	2Q2023 Director Fee	X	Directors' Fees		500.00	341,839.49
Check	06/14/2023	1325	Dorothy C. Filoramo	2Q2023 Director Fee	X	Directors' Fees		500.00	341,339.49
Check	06/14/2023	1326	Stephen F. DeGroat	2Q2023 Director Fee	X	Directors' Fees		500.00	340,839.49
Check	06/14/2023	1327	C. Scott Vanderhoef	2Q2023 Director Fee	X	Directors' Fees		500.00	340,339.49
Check	06/14/2023	1328	Leonard Forte	2Q2023 Accounting Fee	X	Accounting Fees		500.00	339,839.49
Check	06/14/2023	1329	Lucy Caruso	2Q2023 Paralegal/Secretary Fee	X	Legal Fees		500.00	339,339.49
Check	09/05/2023	1330	Law Offices of John E Finnegan...	182Q2023 Legal Fees	X	Legal Fees	2,500.00		336,839.49
Check	09/05/2023	1331	Howard Phillips	3Q2023 Director Fee		Directors' Fees		750.00	336,089.49
Check	09/05/2023	1332	Nicole Doliner	3Q2023 Director Fee		Directors' Fees		500.00	335,589.49
Check	09/05/2023	1333	Edwin J. Day	3Q2023 Director Fee		Directors' Fees		500.00	335,089.49
Check	09/05/2023	1334	Dorothy C. Filoramo	3Q2023 Director Fee		Directors' Fees		500.00	334,589.49
Check	09/05/2023	1335	Stephen F. DeGroat	3Q2023 Director Fee		Directors' Fees		500.00	334,089.49
Check	09/05/2023	1336	Stephen F. DeGroat	3Q2023 Director Fee		Directors' Fees		500.00	333,589.49
Check	09/05/2023	1337	Leonard Forte	3Q2023 Accounting Fee		Accounting Fees		500.00	333,089.49
Check	09/05/2023	1338	Lucy Caruso	3Q2023 Paralegal/Secretary Fee		Legal Fees		500.00	332,589.49
Total Checking Connect One Bank							152,735.84	60,590.00	332,589.49
TOTAL							152,735.84	60,590.00	332,589.49