

MINUTES

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

MEETING – December 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
Howard T. Phillips, Jr., Director
Rabbi Hersh Horowitz, 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 has 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 September 12, 2023.
- Mr. Day acknowledged the designation of the Director(s) for 2024:
 - C. Scott Vanderhoef was designated by the Hon. Edwin J. Day.
 - Stephen DeGroat was designated by the Hon. Edwin J. Day.
 - Howard J Phillips Jr. was designated by Hon. Jay Hood Jr.
 - Rabbi Hersh Horowitz was designated by the Hon. Aron Wieder
- Transaction of other business at the Meeting:
 - No other business
 - Public Comment: No public comment.

- Mr. Day closes the Meeting of the Sole Member.

I. 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
Rabbi Hersh Horowitz, 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 September 12, 2023. Motion by Member Scott Vanderhoef; Seconded by Member Stephen DeGroat; All in Favor; Motion Carried.
- Report from 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.
- No public comment
- Transaction of other business at the Meeting:
 - No other business
- Public Comment:
 - _No public comment
- Motion to close the Meeting of the Committee. Motion by Director []; Seconded by 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
Rabbi Hersh Horowitz, 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 September 12, 2023. Motion by Member Dorothy Filoramo; Seconded by Member Rabbi Hersh Horowitz; All in Favor; Motion Carried.
- Transaction of other business at the Meeting:
- No other business
- Public Comment:
 - No public comment
- Motion to close the Meeting of the Committee. Motion by Member Rabbi Hersh Horowitz; Seconded by Director Stephen DeGroat; All in Favor; Motion Carried.

3. Meeting of the Board of Directors

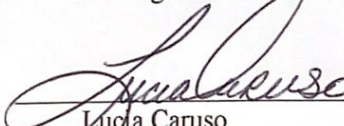
In attendance: Howard T. Phillips, Jr., Chairman and Director
Stephen DeGroat, Treasurer and Director
Rabbi Hersh Horowitz, Director
C. Scott Vanderhoef, Director
Dorothy C. Filoramo, Independent Director

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 September 12, 2023. Motion by Director Scott Vanderhoef; Seconded by Director Stephen DeGroat]; All in Favor; Motion Carried.
- Designation of Independent Director for 2024. Nomination of Dorothy C. Filoramo as Independent Director. Motion by Director Scott Vanderhoef; Seconded by Director Stephen DeGroat; All in Favor; Motion Carried.
- Election of Officers for 2024.
 - Nomination of C. Scott Vanderhoef, for Director. Motion by Director Stephen DeGroat; Seconded by Independent Director Dorothy Filoramo; All in Favor; Motion Carried.
 - Nomination of Howard T. Phillips, Jr., for Chairman. Motion by Independent Director Dorothy Filoramo; Seconded by Director Rabbi Hersh Horowitz; All in Favor; Motion Carried.
 - Nomination of Stephen DeGroat for Treasurer/Director. Motion by Director Rabbi Hersh Horowitz; Seconded by Director Scott Vanderhoef; All in Favor; Motion Carried.
 - Nomination of Rabbi Hersh Horowitz, Director. Motion by Chairman and Director Howard T. Phillips; Seconded by Director Stephen DeGroat; All in Favor; Motion Carried.
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- Nomination of Lucia Caruso for Secretary. Motion by Independent Director Dorothy Filoramo; Seconded by Director Scott Vanderhoef; All in Favor; Motion Carried
- Recommendation for Appointment of Legal Counsel for the Corporation for 2024. Subject to letter of same. Motion to appoint the Law Office of John E. Finnegan LLC. Motion by Director Stephen DeGroat; Seconded by Director Scott Vanderhoef; All in Favor; Motion Carried.
- Recommendation for Appointment of Wilmington Trust for the Corporation for 2024. Motion to appoint Wilmington Trust. Motion by Director Stephen DeGroat; 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 December 30, 2023. Treasurer DeGroat explained. The opening balance was \$ 332,589.49. Annual Funding deposit was \$162,663.67 and the only expenses paid out this quarter were the directors, accounting and legal fees in the amount of \$6,250.00 and Wilmington Trust \$ 3500.00 leaving a balance of \$ 485,503.16.
Motion to accept the Treasurer's Report. Motion by Independent Director Dorothy Filoramo; Seconded by Director Rabbi Hersh Horowitz; 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 Scott Vanderhoef; Seconded by Director Rabbi Hersh Horowitz; All in Favor; Motion Carried.
- Transaction of other business at the Meeting: No other business
 - Public Comment: [no public comment]
 - Tentative date for the next meeting of the Corporation: March 14, 2024, at 5:00pm
- Motion to close the Meeting of the Committee. Motion by Director Scott Vanderhoef; Seconded by Independent Director Dorothy Filoramo; All in Favor; Motion Carried.

Approved by the Board of Directors at the
Meeting held on March 14, 2024



Lucia Caruso
Secretary to the Board

ROCKLAND TOBACCO ASSET SECURITIZATION CORP
COUNTY OF ROCKLAND
1000 ROUTE 92 SOUTH
ROCKLAND, NEW YORK 12564
TEL: 845-339-1000

Attachments:

- Financial package from Lenny Forte
- Appointment memos

November 1, 2007

JAY HOOVER JR.
Chair, Legislative Rockland County

LUCIA C. FORTI
Director

Designation as Director of the Rockland Tobacco Asset Securitization Corporation for 2007

Respectfully, I am pleased to announce that the Rockland Tobacco Asset Securitization Corporation has been designated as the Rockland Tobacco Asset Securitization Corporation for 2007. The Rockland Tobacco Asset Securitization Corporation was established in 2004 and is a public corporation. The Rockland Tobacco Asset Securitization Corporation is a public corporation and is a public corporation. The Rockland Tobacco Asset Securitization Corporation is a public corporation and is a public corporation. The Rockland Tobacco Asset Securitization Corporation is a public corporation and is a public corporation.

Respectfully,
Edward J. Kelly, Jr.
Chairman

2007-10-31

ROCKLAND TOBACCO ASSET SECURITIZATION CORP.
COUNTY OF ROCKLAND

50 Sanatorium Road,
Building A
Pomona, New York 10970
(845) 364-3870
Fax. (845) 364-3869

STEPHEN F. DEGROAT, CPA
Treasurer

HOWARD PHILLIPS
Chairman

MEMORANDUM

DATE: November 3, 2023
TO: ✓ JAY HOOD JR.
Chair, Legislature of Rockland County
FROM: LUCIA CARUSO
Secretary
RE: Designation of a Director of the Rockland Tobacco Assets Securitization
✓ Corporation for 2024

Members of the Board of Director for the Rockland Tobacco Asset Securitization Corporation ("the Corporation") are to be designated at the meeting scheduled to be held on December 12, 2023, at 5:00 PM. Pursuant to Article II, Section 2(b) of the By-Laws, the director shall be appointed for a period of one year as required by the Certificate of the Corporation shall be a person designated by the Chairman of the Budget and Finance Committee of the Rockland County Legislature. Presently, Nicole Doliner, served as the director after having been designated by the Budget & Finance Chair at the meeting of the Sole Member in December 2022.

Accordingly, please indicate the name and contact information of the person you wish to designate as a director of the Corporation for 2024, along with their contact information for the corporate records. Of course, if you would like to discuss the matter, I am available.

Name

Contact Information

Howard T. Phillips, Jr.

C 845-216-2694

W 845-429-2200

✓ JAY HOOD JR.
Legislature of Rockland County

Dated: December 5, 2023

ROCKLAND TOBACCO ASSET SECURITIZATION CORP.
COUNTY OF ROCKLAND

50 Sanatorium Road,
Building A
Pomona, New York 10970
(845) 364-3870
Fax. (845) 364-3869

STEPHEN F. DEGROAT, CPA
Treasurer

HOWARD PHILLIPS
Chairman

MEMORANDUM

DATE: November 3, 2023

TO: ✓ ARON WIEDER
Chair, Budget & Finance Committee
Legislature of Rockland County

FROM: LUCIA CARUSO
Secretary

RE: Designation of a Director of the Rockland Tobacco Assets Securitization
✓ Corporation for 2024

Members of the Board of Director for the Rockland Tobacco Asset Securitization Corporation ("the Corporation") are to be designated at the meeting scheduled to be held on December 12, 2023, at 5:00 PM. Pursuant to Article II, Section 2(b) of the By-Laws, the director shall be appointed for a period of one year as required by the Certificate of the Corporation shall be a person designated by the Chairman of the Budget and Finance Committee of the Rockland County Legislature. Presently, Howard T. Phillips, Jr. serves as the director after having been designated by the Budget & Finance Chair at the meeting of the Sole Member in December 2022.

Accordingly, please indicate the name and contact information of the person you wish to designate as a director of the Corporation for 2024. If your intention is to designate Howard T. Phillips, Jr. to serve as director for a subsequent term, you need only indicate his name since we have her contact information in the corporate records. Of course, if you would like to discuss the matter, I am available.

Name	Contact Information
<u>Rabbi Hersh Horowitz</u>	90 N. Cole Avenue, Spring Valley, NY C - 845-521-4087 W - 845-356-9600 10977

[Signature] for
ARON WIEDER
Chair, Budget & Finance Committee
Legislature of Rockland County
Clerk to the Legislature
Laurence S. Toulz

Dated: December 12, 2023

**ROCKLAND COUNTY SECOND TOBACCO ASSET
SECURITIZATION CORP.
COUNTY OF ROCKLAND**

50 Sanatorium Road
Building A, 8th Floor
Pomona, New York 10970
(845) 364-3858
Fax: (845) 364-3831

MICHAEL J. GAMBOLI
Treasurer

C. SCOTT VANDERHOEF
President

MEMORANDUM

DATE: December 7, 2022

TO: EDWIN J. DAY
County Executive

FROM: LUCIA CARUSO
Secretary

RE: Appointment of Two Directors of the Rockland Tobacco Asset
Securitization Corporation for 2023

Members of the Board of Directors for the Rockland Tobacco Asset Securitization Corporation ("the Corporation") are to be designated and elected at the meeting scheduled to be held on December 13, 2022 at 5:00 PM. Pursuant to Article III, Section 2(b) of the By-Laws, two Directors shall be designated by the County Executive. Presently, C. Scott Vanderhoef and Stephen DeGroat serve as the two directors after having been appointed by you at the meeting of the Sole Member in December 2021.

Accordingly, please indicate the names and contact information of the persons you wish to designate as directors of the Corporation for 2023. If your intention is to appoint C. Scott Vanderhoef and Stephen DeGroat to serve as directors for a subsequent term, you need only indicate their names since we have their contact information in the corporate records.

Name

Contact Information

Edwin J. Day

Stephen DeGroat

[Signature]

C. Scott Vanderhoef

EDWIN J. DAY
County Executive

Dated: Dec 7, 2022

4:30 PM

11/24/23

Accrual Basis

Rockland County Tobacco Asset Securitization Corporation

Cash Receipts Disbursements Connect One

As of December 31, 2023

Type	Date	Num	Name	Memo	Clr	Split	Debit	Credit	Balance
Checking			Connect One Bank						240,443.85
Check	01/26/2023		WIRE TO CONNECT ONE BANK		X	Collection 10000292	152,735.84		393,179.49
Check	02/07/2023	1310	Wilmington Trust	invoice 20221220-33602-A 12/21/2022-12/20/2023	X	Wilmington Trust Fees		4,000.00	389,179.49
Check	02/07/2023	1311	Wilmington Trust	invoice 20221231-68729-A 1/1/2023-12/31/2023	X	Wilmington Trust Fees		4,000.00	385,179.49
Check	03/10/2023	1312	Howard Phillips	1Q2023 Director Fee	X	Directors' Fees		750.00	384,429.49
Check	03/10/2023	1313	Nicole Doliner	1Q2023 Director Fee	X	Directors' Fees		500.00	383,929.49
Check	03/10/2023	1314	Edwin J. Day	1Q2023 Director Fee	X	Directors' Fees		500.00	383,429.49
Check	03/10/2023	1315	Dorothy C. Filoramo	1Q2023 Director Fee	X	Directors' Fees		500.00	382,929.49
Check	03/10/2023	1316	Stephen F. DeGroat	1Q2023 Director Fee	X	Directors' Fees		500.00	382,429.49
Check	03/10/2023	1317	C. Scott Vanderhoef	1Q2023 Director Fee	X	Directors' Fees		500.00	381,929.49
Check	03/10/2023	1318	Leonard Forte	1Q2023 Accounting Fee	X	Accounting Fees		500.00	381,429.49
Check	03/10/2023	1319	Lucy Caruso	1Q2023 Paralegal/Secretary Fee	X	Legal Fees		500.00	380,929.49
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...	1&2Q2023 Legal Fees	X	Legal Fees	2,500.00		336,839.49
Check	09/05/2023	1331	Howard Phillips	3Q2023 Director Fee	X	Directors' Fees		750.00	336,089.49
Check	09/05/2023	1332	Nicole Doliner	3Q2023 Director Fee	X	Directors' Fees		500.00	335,589.49
Check	09/05/2023	1333	Edwin J. Day	3Q2023 Director Fee	X	Directors' Fees		500.00	335,089.49
Check	09/05/2023	1334	Dorothy C. Filoramo	3Q2023 Director Fee	X	Directors' Fees		500.00	334,589.49
Check	09/05/2023	1335	Stephen F. DeGroat	3Q2023 Director Fee	X	Directors' Fees		500.00	334,089.49
Check	09/05/2023	1336	Stephen F. DeGroat	3Q2023 Director Fee	X	Directors' Fees	0.00		334,089.49
Check	09/05/2023	1337	Leonard Forte	3Q2023 Accounting Fee	X	Accounting Fees		500.00	333,589.49
Check	09/05/2023	1338	Lucy Caruso	3Q2023 Paralegal/Secretary Fee	X	Legal Fees		500.00	333,089.49
Check	09/29/2023	1339	C. Scott Vanderhoef	3Q2023 Director Fee	X	Directors' Fees		500.00	332,589.49
Depo...	10/20/2023		DEPOSIT	ANNUAL FUNDING	X	Collection 10000292	162,863.67		495,253.16
Check	11/24/2023	1340	Howard Phillips	4Q2023 Director Fee		Directors' Fees		750.00	494,503.16
Check	11/24/2023	1341	Edwin J. Day	4Q2023 Director Fee		Directors' Fees		500.00	494,003.16
Check	11/24/2023	1342	Dorothy C. Filoramo	4Q2023 Director Fee		Directors' Fees		500.00	493,503.16
Check	11/24/2023	1343	Stephen F. DeGroat	4Q2023 Director Fee		Directors' Fees		500.00	493,003.16
Check	11/24/2023	1344	C. Scott Vanderhoef	4Q2023 Director Fee		Directors' Fees		500.00	492,503.16
Check	11/24/2023	1345	Leonard Forte	4Q2023 Accounting Fee		Accounting Fees		500.00	492,003.16
Check	11/24/2023	1346	Lucy Caruso	Q2023 Paralegal/Secretary Fee		Legal Fees		500.00	491,503.16
Check	11/24/2023	1347	Wilmington Trust Turbo Red	INVOICE 20230930-64223-A 10/1/2023-09/30/2024		Wilmington Trust Fees		3,500.00	488,003.16
Check	11/24/2023	1348	Law Offices of John E Finnegan...	3&4Q2023 Legal Fees		Legal Fees		2,500.00	485,503.16
Total Checking Connect One Bank							315,399.51	70,340.00	485,503.16
TOTAL							315,399.51	70,340.00	485,503.16