

**MINUTES OF THE BOARD OF DIRECTOR'S MEETING OF  
NIAGARA TOBACCO ASSET SECURITIZATION CORP. (NTASC)**

September 22, 2016  
12:00 NOON

Shamus Restaurant  
98 West Avenue  
Lockport, NY 14094

Present:       Clyde L. Burmaster                               Karen Castle  
                  Richard Updegrove                             James Hagenbach  
                  Kyle Andrews   Sam Ferraro  
                  John Ottaviano, Esq.

Absent:         Wm. Keith McNall

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The Niagara Tobacco Asset Securitization Corporation Meeting was called to order at 12:05 p.m. by President Burmaster.

APPROVAL OF MINUTES:

The minutes of the March 24, 2016 meeting were presented to all Board Members. A motion was made by Sam Ferraro to accept the minutes as presented. Seconded by Kyle Andrews.

Approved: 6 - 0

TREASURER'S REPORT:

The Treasurer's report through September 15, 2016 was provided to all Board Members for their review. A motion was made by Sam Ferraro to accept the Treasurer's Report as presented. Seconded by James Hagenbach.

Approved: 6 - 0

NEW BUSINESS:

- A.) The Chairman of the Legislature, Wm. Keith McNall, provided a letter of appointment for Richard Updegrove to replace Jeff Glatz as a Board of Director for NTASC.
  
- B.) The Board Members were presented with a copy of the annual budget for 2017 for their review and approval. After discussion, a motion was made by James Hagenbach for the approval and submission through PARIS of the 2017 budget as required. Seconded by Kyle Andrews.

Approved 6 – 0

- C.) The Board Members were informed of the hiring of Thomas Myers, Esq., of Orrick, Herrington & Sutcliffe, LLP as Bond Counsel for NTASC.

- D.) Board Members were again informed of the pending refund due from Fitch Ratings due to their withdrawal of rating tobacco bonds. Attorney John Ottaviano with follow-up with request for this refund.
- E.) Board Members were informed of the pending renewal of the Directors and Officers Liability Insurance for 2016/2017. It is anticipated the renewal fee will again be under \$10,000.00. President Burmaster signed the application and Secretary Karen Castle will see it is delivered to Eric Foltz, insurance agent.
- F.) Board Members discussed the annual payment to Niagara County for services rendered to NTASC and agreed to a sum of \$60,000 payable to Niagara County for services rendered in 2016. A motion was made by Kyle Andrews to pay Niagara County \$60,000 for services rendered in 2016. Seconded by Richard Updegrave.

Approved: 6 – 0

OLD BUSINESS:

- A.) Board Members were informed NTASC is in compliance with mandatory board member training as Wm. Keith McNall and Richard Updegrave have both completed their training.
- B.) With regard to the Class Action Settlement – Municipal Derivatives Settlement and NTASC's receipt of \$17,208.00, Tom Myers, Esq. will draft a letter to Wilmington Trust to accompany our check for \$17,208.00 as this payment should be used to pay outstanding bonds. Once the Secretary/Treasurer receives this letter, payment will be forwarded to Wilmington Trust.

The next board meeting will be scheduled for December 8th, 2016.

With no further business, a motion to adjourn was made at 12:55 p.m. by Sam Ferraro.  
Seconded by Richard Updegrave.

Approved: 6 - 0

Respectfully Submitted,

Karen Castle  
Secretary/Treasurer