

LIVINGSTON TOBACCO ASSET SECURITIZATION CORPORATION (TASC)
ANNUAL MEETING MINUTES
TUESDAY, JUNE 25, 2024
9:00 A.M.

ATTENDEES: Ian Coyle, Amy Davies, John Lockhart, David LeFeber, Tom Wamp, R. Shepard

I. Coyle called the meeting to order.

I. Open Member Meeting and reviewed the Meeting of the Member and requested Mr. LeFeber's signature as sole member of the corporation.

◆ The undersigned, being the Member of Livingston Tobacco Asset Securitization Corporation, (the "Corporation"), a local development corporation organized pursuant to Section 1411 of the Not-For-Profit Corporation Law of the State of New York, adopted the following resolutions, at a meeting of the Member duly called at 9:00 a.m. at Room 303B of the Livingston County Government Center in Geneseo, New York:

RESOLVED, that the following persons are elected to serve as Directors of the Corporation under the terms outlined in the By-laws:

Amy L. Davies
Ian M. Coyle
Thomas P. Wamp

FURTHER RESOLVED, that any and all actions heretofore taken by the Directors or officers of the Corporation, for and on behalf of the Corporation, are hereby ratified, confirmed and approved in their entirety; and be it

FURTHER RESOLVED, that the Directors and officers of the Corporation be, and the same hereby are, authorized, empowered and directed to do all things and acts and to execute all documents as may be necessary or advisable and proper to carry on the business of the Corporation.

The undersigned, as the Member of the Corporation, hereby waives notice of the meeting at which the foregoing resolutions were passed.

Dated: June 25, 2024

Geneseo, New York

Davies move Wamp second

I. Coyle distributed the Waiver of Written Notice for signature by the Board.

◆ We the undersigned, being all of the Directors of LIVINGSTON TOBACCO ASSET SECURITIZATION CORPORATION, A New York corporation (the "Corporation"), hereby agree and consent that a meeting of the Board of Directors of the Corporation be held on the date and time, and at the place designated hereunder, and do hereby waive all notice whatsoever of such meeting and of any adjournment or adjournments thereof.

We do further agree and consent that any and all lawful business may be transacted at such meeting, or at any adjournment or adjournments thereof, as may be deemed advisable by the Directors present thereat. Any business transacted at such meeting or at any adjournment or adjournments thereof, shall be as valid and legal and of the same force and effect as if such meeting or adjourned meeting were held after notice.

Place of Meeting: Room 303B

Livingston County Government Center
Geneseo, New York 14454

Date of Meeting: June 25, 2024

Time of Meeting: 9:00 a.m.

Dated: June 25, 2024

II. Open Board Meeting

I. Coyle reviewed the annual resolution for the Board and explained that this designates the officers & trustees, designates the banking institution, approves the audit and the 2025 budget.

R. Shepard reviewed the audit report prepared by Bonadio. There were no issues of concern, new policies, procedures or adjustments.

◆ The Board of Directors (the “Board”) of Livingston Tobacco Asset Securitization Corporation, (the “Corporation”), a local development corporation organized pursuant to Section 1411 of the Not-For-Profit Corporation Law of the State of New York, adopted the following resolutions, at a meeting of the Board duly called Room 303B Livingston County Government Center, in Geneseo, New York at 9:00am on June 25, 2024.

1. Election of Officers

RESOLVED, that the following persons are elected to serve in the offices set forth next to their names until their respective successors are elected and shall quantify or until their earlier resignations:

<u>Name</u>	<u>Title</u>
Ian M. Coyle	President
Thomas P. Wamp	Vice-President
Amy L. Davies	Secretary/Treasurer

2. Election of Trustees

RESOLVED, that the following persons are elected to serve as Controlling Trustees of the Livingston Tobacco Asset Securitization Corporation Residual Trust:

Ian M. Coyle
Thomas Wamp
Amy L. Davies

3. Ratification of Acts

4. Bank Accounts

RESOLVED, that a bank account and a banking relationship for the Corporation be established at Five Star Bank.

5. Necessary Actions

RESOLVED, that the proper officers of the Corporation are hereby authorized, empowered and directed to do all things, and acts and to execute all documents as may be necessary, or advisable and proper, to carry on the business of the Corporation.

6. Audit

RESOLVED, that the audit of the Corporation’s books for the fiscal year ending December 31, 2023, prepared by Bonadio & Co., LLP and attached as Exhibit A, is approved.

7. Budget

RESOLVED, that the Corporation’s Fiscal Year 2025 Budget, attached as Exhibit B, is approved.

Dated: June 25, 2024
Geneseo, New York

MOTION: T. Wamp moved and A. Davies seconded to approve the annual resolution as presented
.....Carried.

III. Close Board Meeting

MOTION: A. Davies moved T. Wamp seconded to adjourn the LTASC meeting at 9:16 a.m.
.....Carried.

Respectfully Submitted,

Lindsey Meys
Secretary to the County Administrator