

## WESTCHESTER TOBACCO ASSET SECURITIZATION CORPORATION

### Minutes of the May 12, 2016 Board of Directors meeting at 11:05 a.m.

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Noting that the position of Chairman of the Board of Directors is vacant and in accordance with Article II-Section 3 of the Corporation's By-Laws that a Chairman to preside over this meeting can be chosen by the majority of the directors present, the Chairman for this meeting selected was Ann Marie Berg.

Noting a quorum was present; the Westchester Tobacco Asset Securitization Corporation's board meeting was called to order at 10:55 a.m. by Ann Marie Berg, the Chairman for this meeting.

The following items from the agenda were reviewed on an individual basis by the Board members present:

- 1) Approval of the May 12, 2016 Board of Directors minutes held at 10:31 a.m..  
***A motion for approval was made by Richard Wishnie, seconded by Ann Marie Berg and unanimously approved.***

#### New Business:

Ann Marie Berg informed the other Board members that there is an opportunity for refunding the 2005 WTASC bonds due to the lower interest rates available in the market place. Ann Marie further explained that after the Turbo bond payments of \$14,045,000 in the beginning of June 2016, the outstanding bonds would be approximately \$175,000,000. This is what would be defeased and replaced with new bonds. Ann Marie also stated there has been discussion with an investment banking firm, lawyers and WTASC's outside auditing firm on the structure of the refunding and also the accounting for any excess residual funds from the refunding. The revenue recognition and compliance with certain accounting principles of the GASB are concerns of the auditors and is being addressed with the GASB jointly by Ann Marie and the outside auditors. Once Ann Marie receives guidance from the GASB, she will be able to determine whether it

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is appropriate to proceed with the refunding or not. The board will be advised of the next meeting if it is determined WTASC should go forward with the refunding.

Having no other business to attend to, a motion to adjourn the meeting at 11:35 a.m. was made by Richard Wishnie and seconded by Peter Pucillo and was unanimously approved.