

**MINUTES OF MEETING OF THE  
NEWYORK STATE  
TOBACCO SETTLEMENT FINANCING CORPORATION  
AUDIT COMMITTEE  
HELD ON THURSDAY, APRIL 11, 2019 AT 9:45 A.M.  
AT ITS OFFICES AT  
AT 25 BEAVER STREET  
NEW YORK, NEW YORK 10004**

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**MEMBERS AND DESIGNEES**

**PRESENT:**

Kenneth Adams	Agency Chairman and Committee Chairman
Joyce Miller	Member
Linda Baldwin	New York State Secretary of State representing Rossana Rosado, the Secretary of State of New York State, Member (via video conference)

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Chairman Kenneth G. Adams presided over the meeting.

Ms. Linda Manley, Senior Vice President and Counsel HFA/SONYMA acted as Secretary. Ms. Manley noted that Mr. Jesse Olczak, representing Mr. Robert F. Mujica, the Director of the New York State Division of the Budget, and Ms. Linda Baldwin, representing Rossana Rosado, the Secretary of State of New York State, participated via video conference from the Capitol Building, Room 131, in Albany. Andrew San Filippo, representing the State Comptroller is participating from the Agencies' Buffalo regional Office at Electric Tower, 535 Washington Street, Suite 105.

Ms. Manley asked for motions and seconds to call to order the Governance Committee meetings of the New York State Housing Finance Agency ("HFA"), the New York State Affordable Housing Corporation ("AHC"), and the State of New York Mortgage Agency ("SONYMA"), the New York State Municipal Bond Bank Agency ("MBBA"), and the New York State Tobacco Financing Corporation ("TSFC"). Chairman Adams moved to call the HFA and AHC meetings to order and Mr. Nestor Davidson seconded the motion. Chairman Adams moved to call the SONYMA meeting to order and Jesse Olczak seconded the motion. Mr. San Filippo moved to call the MBBA and TSFC meetings to order and Jesse Olczak seconded the motion.

These minutes reflect only those items being considered by the Members of TSFC. A record of items considered by the other Agencies is contained in the minutes of each of the Agencies.

Ms. Manley stated that as items were presented to each Board throughout the meetings, these motions and seconds would be used, unless specific items called for a different vote, or unless any members wished to record his or her vote differently.

Ms. Manley noted that Chairman Adams would chair the Governance Committees for HFA, AHC, MBBA and TSFC; and that Commissioner Visnauskas would chair the Governance Committee for SONYMA.

Lastly, Ms. Manley noted that for purposes of convenience, items shared by one or more agencies would be presented by Chairman Adams.

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**The next item on the Agenda was the adoption of the minutes of the TSFC Audit Committee meeting held on April 11, 2019.** There being no objections or corrections from the Members, Mr. Davidson deemed the minutes of the TSFC Governance Committee meeting held on that date approved.

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**The next item on the Agenda was the approval of a resolution concerning approval of the Governance Committees' Self-Evaluation.** Mr. Valella discussed the materials for self-evaluation.

Considering the first and second motions previously entered, the motions were carried, and the following resolution was adopted unanimously:

**A RESOLUTION OF THE GOVERNANCE COMMITTEE OF THE TOBACCO SETTLEMENT FINANCING CORPORATION CONCERNING SELF-EVALUATIONS**

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**The next item on the Agenda was a resolution concerning approval of Facility Related Purchase Orders and Contracts, including review of Agency insurance policies.** Chairman Adams noted that this was a consent item, and that there would be no discussion on this item unless the Members so requested.

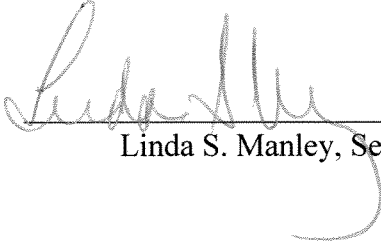
Considering the first and second motions previously entered, the motions were carried, and the following resolution was adopted unanimously:

**A RESOLUTION OF THE GOVERNANCE COMMITTEE OF THE TOBACCO  
SETTLEMENT FINANCING CORPORATION AUTHORIZING  
CONTRACTUAL AGREEMENTS FOR FACILITY,  
TELECOMMUNICATIONS AND ADMINISTRATIVE SERVICE.**

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There being no unfinished business, Committee Chairman Davidson asked for a motion to adjourn the meeting. Considering the first and second motions previously entered, the motions were carried and the meeting was adjourned.

Ms. Manley informed the Members that the next Committee meeting is scheduled for Thursday, June 13, 2019 at 9:00 a.m.



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Linda S. Manley, Secretary