

TSASC, Inc., Members and Board of Directors
09/15/2021 Meetings Transcript

AUDIT COMMITTEE MEETING

GOOD AFTERNOON. I'M MICHAEL STERN, THE ALTERNATE DIRECTOR FOR COMPTROLLER STRINGER AND CHAIR OF THE AUDIT COMMITTEE OF TSASC. I'D LIKE TO ASK EVERYONE TO KEEP THE DEVICES ON MUTE UNLESS YOU'RE SPEAKING. I WOULD NOW LIKE TO CONVENE THE MEETING OF THE COMMITTEE. RITA, CAN YOU PLEASE CALL THE ROLL?

>> CONDUCTING THE ROLL CALL. JACQUES JIHA?

>> DAVID WOMACK FOR JACQUES JIHA.

>> SCOTT STRINGER?

>> MICHAEL STERN FOR SCOTT STRINGER.

>> GEORGIA PESTANA?

>> AL RODRIGUEZ FOR GEORGIA PESTANA.

>> SHARIF SOLIMAN?

>> ROBIN LEE FOR SHARIF SOLIMAN.

>> THANK YOU. THERE'S A QUORUM.

>> OK. THE FIRST ITEM ON THE AGENDA IS A RESOLUTION APPROVING THE MINUTES OF THE PREVIOUS COMMITTEE MEETING. THE MINUTES HAVE BEEN CIRCULATED FOR THE COMMITTEE'S APPROVAL. ARE THERE ANY COMMENTS OR SUGGESTIONS OR QUESTIONS? HEARING NONE, I WILL NOW CALL THE ROLL FOR A VOTE. MR. WOMACK, HOW DO YOU VOTE?

>> APPROVE. IN FAVOR.

>> MS. LEE, HOW DO YOU VOTE?

>> IN FAVOR.

>> MR. RODRIGUEZ, HOW DO YOU VOTE?

>> IN FAVOR.

>> AND I, MICHAEL STERN, VOTE IN FAVOR OF THE PROPOSED RESOLUTION. THE MINUTES ARE HEREBY APPROVED. THE NEXT ITEM ON THE AGENDA IS A

PRESENTATION BY ROB BALDUCCI, THE CORPORATION'S COMPTROLLER, WHO WILL INTRODUCE THE CORPORATION'S INDEPENDENT AUDITORS, WHO WILL PRESENT THE AUDITED FINANCIAL STATEMENTS AND THEIR REPORT. MR. BALDUCCI, WILL YOU PLEASE PROCEED?

>> GOOD AFTERNOON, EVERYONE. YES. BEFORE I INTRODUCE THE AUDITORS, JUST WANT TO GO THROUGH SOME OF THE METRICS DURING FISCAL YEAR 2021.

>> ROB, COULD YOU PLEASE SPEAK UP A LITTLE BIT LOUDER?

>> SURE. IS THAT BETTER?

>> SLIGHTLY, YEAH.

>> OK. I'LL RAISE IT UP A LITTLE BIT MORE. HOPEFULLY, THAT'S BETTER, SO JUST GOING TO GO THROUGH SOME OF THE METRICS BEFORE I INTRODUCE THE AUDITORS, SO IF I COULD JUST DRAW EVERYBODY'S ATTENTION TO THE FINANCIAL STATEMENTS, YOU WOULD HAVE RECEIVED THE PACKAGE AND THE AUDIT PRESENTATION. WITHIN THE AUDIT PRESENTATION ARE THE FINANCIAL STATEMENTS AND PAGE 39 OF 58, WHICH IS THE INCOME STATEMENT. IF I MAY, YOU COULD SEE IN THE STATEMENT TSASC COLLECTED OR EARNED ABOUT APPROXIMATELY \$204 MILLION OF TOBACCO SETTLEMENT REVENUES. THAT WAS THE APPROXIMATE INCREASE OF \$16 MILLION FROM THE PREVIOUS YEAR. OF THE AMOUNT THAT WE RECEIVED, \$128 MILLION WHICH IS UNPLEDGED WAS SENT OVER TO THE TRUST, AND THAT'S \$10 MILLION FROM THE 16 MORE THAN LAST YEAR. DURING THE YEAR, WE PAID PRINCIPAL OF \$31 MILLION, AND WE ALSO PAID INTEREST OF \$51 MILLION. NOW, JUST TO LOOK AT THE ASSETS AND LIABILITIES, IF FOLKS COULD LOOK AT PAGE-- GO UP TO PAGE 12 OF THE FINANCIAL STATEMENTS, WHICH WOULD BE PAGE 34 OF 58, HERE WE COULD SEE WE HAVE THAT PIECE, THAT YEAR END JUNE 30, 2020 YEAR-END HAD \$182 MILLION OF ASSETS. \$80 MILLION OF THAT IS-- OF THAT AMOUNT, \$80 MILLION IS RESTRICTED CASH EQUIVALENTS AND INVESTMENTS AND PAY DEBT SERVICE, AND THE OTHER \$101 MILLION IS A RECEIVABLE THAT WE WOULD BE RECEIVING IN THE TSRs FOR FISCAL YEAR 2021. LIABILITIES REALLY MADE UP THE \$1.1 BILLION OF-- IT'S REALLY MADE UP OF THE BONDS PAYABLE THAT THE CREDIT OWES, AND JUST TO SUMMARIZE, I KNOW THAT THIS COMPANY HAS RECEIVED LESS TSRs THAN WE NORMALLY HAD, WHAT WAS NORMALLY PROJECTED WHEN WE FIRST DID THE REFUNDING, SO JUST TO PUT SOME OF THAT TO PERSPECTIVE, IN FISCAL YEAR 2021, THE TSRs THAT WE RECEIVED WAS \$9 MILLION LESS THAN WHAT WAS ORIGINALLY PROJECTED BY OUR REVENUE FORECAST, AND THAT, AGAIN, IS PRIMARILY DUE TO THE TRIBAL PACKS SOLD, THE ADJUSTMENTS FOR THE TRIBAL PACKS FOR THE CIGARETTE PACKS SOLD IN THE TRIBAL RESERVATIONS, AND WE RECEIVED-- IN FISCAL YEAR '20 THE MONIES WE RECEIVED ACTUALLY CAUSED TO DRAW \$11 MILLION ON THE DEBT RESERVE,

AND TO DATE, WE'VE DREW ABOUT \$29.4 MILLION, AND WE EXPECT TO DRAW ANOTHER 5 MILLION IN DECEMBER OF 2021. WITH THAT SAID, I CAN ANSWER ANY QUESTIONS ON THE FINANCIAL STATEMENTS IF ANYBODY HAS ANY BEFORE I TURN IT OVER TO WARREN.

>> ARE THERE ANY QUESTIONS FOR MR. BALDUCCI? NO? OK, WARREN. PLEASE PROCEED.

>> WARREN, YOU'RE ON MUTE.

>> WARREN, I THINK YOU'RE ON MUTE.

>> YOU WOULD THINK AFTER 18 MONTHS, I'D HAVE THAT DOWN, BUT-- I'M SORRY. I HAVE DAN McAVOY, WHO'S THE MANAGER ON THE ACCOUNT, WITH ME, AS WELL. I'M GOING TO SKIP THROUGH SOME OF THE INTRODUCTORY MATERIAL, GO RIGHT TO PAGE, 9 OF THE SAME .PDF THAT BOB WAS REFERRING TO. WE'RE SUBSTANTIALLY COMPLETED WITH THE AUDIT. THERE'S THE NORMAL WRAP-UP PROCEDURES THAT WE HAVE, FINALIZATION OF REVIEWS WITH OUR PROFESSIONAL STANDARD GROUP AND OTHERS. WE GO AT IT FROM THE WATER DEPARTMENT, ET CETERA, SO WE EXPECT ALL THOSE TO BE RECEIVED IN THE NEXT, YOU KNOW, FEW DAYS, A WEEK, AND BE ABLE TO COMFORTABLY ISSUE THE REPORT BY THE SEPTEMBER 30 DEADLINE. NEW ACCOUNTING PRINCIPLES FOR THIS YEAR, THERE REALLY WERE NONE. THERE WAS ONE THAT WAS IMPLEMENTED BY THE CITY REGARDING CAPITALIZED INTEREST, BUT SINCE THAT DOESN'T APPLY TO TSASC, THERE WAS REALLY NO IMPACT ON YOUR FINANCIAL STATEMENTS. THE SIGNIFICANT ESTIMATES THAT ARE INHERENT IN THE FINANCIAL STATEMENTS FOR TSASC, THERE'S REALLY ONLY ONE, AND THAT'S ON THE COMPANYWIDE STATEMENTS. YOU RECORD AN ESTIMATE OF THE TSRs RECEIVABLE. TSR IS REALLY BASED ON A CALENDAR-YEAR BASIS, SO YOU NEED TO ESTIMATE WHAT WILL BE RECEIVED FOR THE BEGINNING OF THE YEAR--OR THE END OF THE FISCAL YEAR, SO WE LOOKED AT THOSE ESTIMATES AND FOUND THOSE TO BE REASONABLE. WE HAD NO AUDIT ADJUSTMENTS OR ADJUSTMENTS THAT WEREN'T RECORDED BECAUSE THEY WERE NOT MATERIAL, NO SIGNIFICANT ISSUES DISCUSSED WITH MANAGEMENT OR DISAGREEMENTS IN PERFORMING THE AUDIT. WE DIDN'T DETECT ANY FRAUD OR ILLEGAL ACTIVITIES TO CALL TO YOUR ATTENTION. WE HAD NO MATERIAL WEAKNESSES IN INTERNAL CONTROLS THAT WERE IDENTIFIED NOR ANY SIGNIFICANT DEFICIENCIES, NOR DO WE HAVE ANY BEST PRACTICE RECOMMENDATIONS FOR YOU. WE'RE NOT AWARE OF ANY CONSULTATION WITH OTHER ACCOUNTANTS. WE CAN CONFIRM THAT WE'RE INDEPENDENT, AND FUTURE DELIVERABLES ARE REALLY JUST THE-- THIS IS ON PAGE 13 IF YOU'RE FOLLOWING ALONG--THE INVESTMENT COMPLIANCE REPORT, WHICH IS A CLEAN REPORT, SO WE HAVE A LITTLE DISCUSSION HERE OF THE COVID-19 IMPACT. THERE'S REALLY NOTHING FROM COVID-19 THAT IMPACTED THE SCOPE OF OUR AUDIT. WE WERE ABLE TO PERFORM THE AUDIT REMOTELY IN A PRETTY EFFICIENT MANNER. THE OTHER

TABS THAT ARE IN HERE TOWARDS THE BACK, TAB 5, IS THAT INVESTMENT COMPLIANCE REPORT WHERE WE PROVIDE NEGATIVE ASSURANCE THAT NOTHING CAME TO OUR ATTENTION THAT WAS-- ANY INVESTMENTS THAT WERE CONTRARY TO YOUR GUIDELINES. TAB 6, BECAUSE THE AUDIT'S PERFORMED IN ACCORDANCE WITH GOVERNMENT AUDITING STANDARDS, WE ISSUE A SEPARATE REPORT OR DIFFERENT REPORT ON THE FINANCIAL STATEMENTS WHICH REFERS TO GOVERNMENT AUDITING STANDARDS AS WELL AS A SEPARATE REPORT ON INTERNAL CONTROLS OVER FINANCIAL REPORTING AND COMPLIANCE AND OTHER MATTERS, AND WE HAD NO FINDINGS THAT ARE REPORTED IN THAT REPORT, EITHER, SO THAT'S A CLEAN REPORT, AS WELL, SO WITH THAT BRIEF OVERVIEW, I'D BE HAPPY TO RESPOND TO ANY QUESTIONS THAT YOU MIGHT HAVE.

>> I'M FINE. DOES ANYBODY HAVE ANY QUESTIONS FOR MR. RUPPEL?

>> YEAH. WARREN, IT'S AL RODRIGUEZ. DID YOU RECEIVE THE LITIGATION LETTER FROM THE LAW DEPARTMENT?

>> YES. YES. YES.

>> OK.

>> WE'RE LOOKING AT DAN BECAUSE HE --

>> YEAH. WE DID.

>> OK. GREAT. JUST WANTED TO CONFIRM THAT.

>> THANK YOU FOR FOLLOWING UP. THIS OBVIOUSLY GOES OUT, YOU KNOW, ABOUT A WEEK AHEAD OF TIME, SO--

>> WELL, AL SIGNED IT, SO HE WANTS TO MAKE SURE IT GOT THERE.

>> OK, SO, NOT HEARING ANY QUESTIONS, THE NEXT ITEM ON THE AGENDA IS, THE AUDIT COMMITTEE HAS AN OPPORTUNITY TO ASK QUESTIONS OR PROVIDE FEEDBACK TO THE AUDITORS. I THINK THIS IS WITHOUT THE CORPORATION BEING PRESENT. I DON'T KNOW HOW WE DO THIS ON ZOOM.

>> NO, MICHAEL. WE DON'T DO EXECUTIVE SESSIONS ANYMORE. IT'S A VIOLATION OF THE OPEN MEETINGS LAW.

>> OK. OK. OK, SO THAT'S THAT. THE NEXT ITEM ON THE AGENDA IS A RESOLUTION WHICH WOULD RECOMMEND TO THE BOARD OF DIRECTORS THE ACCEPTANCE OF THE INDEPENDENT AUDITORS REPORT AND FINANCIAL STATEMENTS FOR THE FISCAL YEARS ENDED JUNE 30, '21 AND 2020. ARE THERE ANY ADDITIONAL COMMENTS OR QUESTIONS FOR AUDITORS OR FOR, YOU

KNOW, TSASC's COMPTROLLER? HEARING NONE, I NOW CALL THE ROLL FOR A VOTE. MR. WOMACK, HOW DO YOU VOTE?

>> IN FAVOR.

>> MR. LEE, HOW DO YOU VOTE?

>> MS. LEE IN FAVOR.

>> MS. LEE. I'M SORRY.

>> MR. RODRIGUEZ, HOW DO YOU VOTE?

>> IN FAVOR.

>> AND I, MICHAEL STERN, VOTE IN FAVOR OF THE PROPOSED RESOLUTION, AND THE RESOLUTION IS HEREBY APPROVED. THE NEXT ITEM ON THE AGENDA IS A RESOLUTION WHICH WOULD APPROVE THE AUDIT COMMITTEE'S CHARTER PURSUANT TO THE CHARTER SECTIONS III(s) & (u). THE COMMITTEE IS REQUIRED TO ANNUALLY REVIEW AND APPROVE THE CHARTER. NO CHANGES ARE PROPOSED AT THIS TIME. ARE THERE ANY COMMENTS OR QUESTIONS? OK. I'LL NOW CALL THE ROLE FOR A VOTE IN CONNECTION WITH THE APPROVAL OF THE CHARTER, WITH NO CHANGES. MR. WOMACK, HOW DO YOU VOTE?

>> IN FAVOR.

>> MS. LEE, HOW DO YOU VOTE?

>> IN FAVOR.

>> MR. RODRIGUEZ, HOW DO YOU VOTE?

>> FAVOR.

>> AND I, MICHAEL STERN, VOTE IN FAVOR OF THE PROPOSED RESOLUTION, WHICH IS HEREBY APPROVED. THE NEXT ITEM ON THE AGENDA IS THE ANNUAL REVIEW OF THE COMMITTEE'S SCHEDULE OF DATES. THIS IS A REVIEW ITEM ONLY, AND NO VOTE IS REQUIRED. ONCE AGAIN, NO CHANGES ARE PROPOSED AT THIS TIME. ARE THERE ANY QUESTIONS OR COMMENTS? NO? SO THAT MATTER IS DISPOSED OF. THE NEXT ITEM ON THE AGENDA IS THE REVIEW OF THE CORPORATION'S ANNUAL FINANCIAL INTEGRITY COMPLIANCE STATEMENT. THIS IS A REVIEW ITEM ONLY, AND NO VOTE IS REQUIRED. THE STATEMENT HAD BEEN IN THE PACKETS THAT HAD BEEN SENT TO THE BOARD MEMBERS. ROB BALDUCCI IS AVAILABLE TO ANSWER ANY QUESTIONS REGARDING THE STATEMENT. ARE THERE ANY QUESTIONS OR COMMENTS? NO. OK, SO IF THERE'S NO FURTHER BUSINESS BEFORE THE COMMITTEE, I'LL NOW

CALL THE ROLL FOR A VOTE FOR ADJOURNMENT. MR. WOMACK, HOW DO YOU VOTE?

>> IN FAVOR.

>> MS. LEE, HOW DO YOU VOTE?

>> IN FAVOR.

>> MR. RODRIGUEZ, HOW DO YOU VOTE?

>> IN FAVOR.

>> AND I, MICHAEL STERN, ALSO VOTE IN FAVOR OF ADJOURNMENT. THANK YOU ALL FOR YOUR PARTICIPATION. THE AUDIT COMMITTEE MEETING IS NOW ADJOURNED, AND WE WILL NOW MOVE ON TO THE GOVERNANCE COMMITTEE, WHICH IS CHAIRED BY MR. RODRIGUEZ.

GOVERNANCE COMMITTEE MEETING

>> GOOD AFTERNOON, EVERYONE. THIS IS AL RODRIGUEZ, CHAIR OF THE GOVERNANCE COMMITTEE IN MY CAPACITY AS THE REPRESENTATIVE FOR GEORGIA PESTANA OF THE NEW YORK CITY CORPORATION COUNSEL. WILL YOU CALL THE ROLL FOR ATTENDENCE, PLEASE?

>> CONDUCTING THE ROLL CALL. JACQUES JIHA?

>> DAVID WOMACK FOR JACQUES JIHA.

>> SCOTT STRINGER?

>> MICHAEL STERN FOR SCOTT STRINGER.

>> GEORGIA PESTANA?

>> AL RODRIGUEZ FOR GEORGIA PESTANA.

>> SHARIF SOLIMAN?

>> ROBIN LEE FOR SHARIF SOLIMAN.

>> THANK YOU. THERE'S A QUORUM.

>> THANK YOU, RITA. THE FIRST ITEM ON OUR AGENDA IS A RESOLUTION TO APPROVE THE MINUTES OF THE COMMITTEE'S LAST MEETING, WHICH TOOK PLACE ON APRIL 23, 2021. THE MINUTES HAVE BEEN PREVIOUSLY CIRCULATED

TO THE COMMITTEE FOR THEIR REVIEW. ARE THERE ANY QUESTIONS OR CORRECTIONS REGARDING THE MINUTES?

>> NO.

>> OK. THANK YOU, MICHAEL. NOT HEARING ANY, WE'LL NOW CALL THE ROLL FOR A VOTE TO APPROVE THE MINUTES. MR. WOMACK, HOW DO YOU VOTE?

>> IN FAVOR.

>> MS. LEE, HOW DO YOU VOTE?

>> IN FAVOR.

>> THANK YOU. MR. STERN, HOW DO YOU VOTE?

>> IN FAVOR.

>> AND I, AL RODRIGUEZ, VOTE IN FAVOR OF THE PROPOSED RESOLUTION. THE RESOLUTION APPROVING THE MINUTES IS HEREBY ADOPTED. THE NEXT ITEM ON THE AGENDA IS A SELF-EVALUATION OF THE COMMITTEE'S FUNCTIONS AND A REVIEW OF THE COMMITTEE'S ACTIONS FOR THE PREVIOUS FISCAL YEAR. THE COMMITTEE MUST ANNUALLY CONDUCT A SELF-EVALUATION PURSUANT TO SECTION III(g) OF THE GOVERNANCE COMMITTEE'S CHARTER. A REPORT HAS BEEN PROVIDED TO THE COMMITTEE WHICH LISTS THE COMMITTEE'S ACTIONS IN THE PREVIOUS FISCAL YEAR. THE PROPOSED RESOLUTION WOULD EXPRESS THE COMMITTEE'S OPINION THAT ITS FUNCTIONING IS SATISFACTORY AND AUTHORIZE ME, AS CHAIR OF THE COMMITTEE, TO PRESENT THE RESULTS OF THE SELF-EVALUATION TO THE BOARD OF DIRECTORS. ARE THERE ANY COMMENTS OR QUESTIONS?

>> NO.

>> NO.

>> OH, THANK YOU, MICHAEL. HEARING NONE, I WILL NOW CALL THE ROLL FOR A VOTE. MR. WOMACK, HOW DO YOU VOTE?

>> IN FAVOR.

>> THANK YOU. MS. LEE, HOW DO YOU VOTE?

>> IN FAVOR.

>> MR. STERN, HOW DO YOU VOTE?

>> IN FAVOR.

>> ALL RIGHT, AND I, AL RODRIGUEZ, VOTE IN FAVOR OF THE PROPOSED RESOLUTION. THE RESOLUTION IS HEREBY APPROVED. OK. THE NEXT ITEM ON THE AGENDA IS A REVIEW OF THE CORPORATION'S COMPENSATION AND BENEFIT EXPENSES AS REQUIRED. BY SECTION III(i) OF THE GOVERNANCE COMMITTEE CHARTER. THIS IS A REVIEW ITEM ONLY, AND NO VOTE IS REQUIRED. THE PARAGRAPH IN THE FOLDER STATES THAT THE CORPORATION HAS NO EMPLOYEES AND DESCRIBES THE TOTAL COMPENSATION THAT THE CORPORATION REIMBURSES TO OTHER ENTITIES FOR PERSONAL SERVICES PROVIDED TO THE CORPORATION. ARE THERE ANY QUESTIONS REGARDING THE REPORT? OK. HEARING NONE, THAT WAS A REVIEW ITEM. I THINK WE CAN MOVE TO GO INTO ANY FURTHER BUSINESS. IS THERE ANY FURTHER BUSINESS BEFORE THE COMMITTEE? HEARING NONE, I WILL NOW CALL HER A VOTE TO ADJOURN THE COMMITTEE MEETING. MR. WOMACK, HOW DO YOU VOTE?

>> IN FAVOR.

>> THANK YOU. MR. LEE, HOW DO YOU VOTE?

>> IN FAVOR.

>> MS. LEE. I APOLOGIZE. MS. LEE.

>> NOT AT ALL. IN FAVOR.

>> THANK YOU. MR. STERN, HOW DO YOU VOTE?

>> IN FAVOR.

>> AND I, AL RODRIGUEZ, VOTE IN FAVOR OF ADJOURNMENT. THANK YOU FOR YOUR PARTICIPATION. THE GOVERNOR'S COMMITTEE MEETING IS NOW ADJOURNED, AND WE WILL NOW MOVE ON TO THE BOARD OF DIRECTORS MEETING, WHICH IS CHAIRED BY MR. WOMACK.

BOARD OF DIRECTORS MEETING

>> THANK YOU, AL. GOOD AFTERNOON. I'M DAVID WOMACK, THE ALTERNATE DIRECTOR FOR BUDGET DIRECTOR JIHA AND CHAIR OF THE BOARD OF DIRECTORS OF TSASC. I'LL NOW CALL TO ORDER A MEETING OF THE BOARD OF DIRECTORS. RITA, PLEASE CALL THE ROLL FOR ATTENDENCE.

>> CONDUCTING THE ROLL CALL. JACQUES JIHA?

>> DAVID WOMACK FOR DIRECTOR JIHA.

>> SCOTT STRINGER?

>> MICHAEL STERN FOR COMPTROLLER STRINGER.

>> GEORGIA PESTANA.

>> RODRIGUEZ FOR GEORGIA PESTANA.

>> SHARIF SOLOMON?

>> ROBIN LEE FOR COMMISSIONER SOLOMON.

>> THANK YOU. THERE'S A QUORUM.

>> THANK YOU, RITA. THE FIRST ITEM ON THE AGENDA IS A RESOLUTION APPROVING THE MINUTES OF THE LAST MEETING OF THE BOARD. THE MINUTES HAVE BEEN CIRCULATED FOR THE BOARD'S APPROVAL. ARE THERE ANY COMMENTS OR SUGGESTED CHANGES, ANY QUESTIONS? HEARING NONE, I'LL CALL THE ROLL FOR A VOTE. MR. STERN, HOW DO YOU VOTE?

>> IN FAVOR.

>> MS. LEE, HOW DO YOU VOTE?

>> IN FAVOR.

>> MR. RODRIGUEZ, HOW DO YOU VOTE?

>> IN FAVOR.

>> AND I VOTE IN FAVOR OF THE PROPOSED RESOLUTION. THE MINUTES ARE HEREBY APPROVED. THE NEXT ITEM ON THE AGENDA IS THE ACCEPTANCE OF THE CORPORATION'S INDEPENDENT AUDITORS REPORT ON THE AUDITED FINANCIAL STATEMENTS FOR THE FISCAL YEARS ENDED JUNE 30 OF 2021 AND JUNE 30 OF 2020. THE APPROVAL OF THIS REPORT AND FINANCIAL STATEMENTS HAS BEEN RECOMMENDED BY THE AUDIT COMMITTEE AFTER MEETING WITH THE INDEPENDENT AUDITORS AND MANAGEMENT. ARE THERE ANY COMMENTS OR SUGGESTED CHANGES, ANY QUESTIONS? HEARING NONE, I'LL CALL THE ROLL FOR A VOTE. MR. STERN, HOW DO YOU VOTE?

>> IN FAVOR.

>> MS. LEE, HOW DO YOU VOTE?

>> IN FAVOR.

>> MR. RODRIGUEZ, HOW DO YOU VOTE?

>> IN FAVOR.

>> AND I VOTE IN FAVOR OF THE PROPOSED RESOLUTION. THE RESOLUTION IS HEREBY APPROVED. THE NEXT ITEM ON THE AGENDA IS THE REVIEW AND AUTHORIZATION FOR PRESENTATION TO THE MEMBERS OF THE CORPORATION'S ANNUAL REPORT PURSUANT TO SECTION 519 OF THE NOT-FOR-PROFIT CORPORATION LAW. THE REPORT INCLUDES ASSETS AND LIABILITIES OF THE CORPORATION, PRINCIPAL CHANGES IN ASSETS AND LIABILITIES, REVENUE OR RECEIPTS OF THE CORPORATION, EXPENSES OR DISBURSEMENTS OF THE CORPORATION, INFORMATION ABOUT THE MEMBERS OF THE CORPORATION. THE PROPOSED RESOLUTION WOULD AUTHORIZE SUBMITTAL OF THE REPORT TO THE MEMBERS OF THE CORPORATION. ARE THERE ANY COMMENTS OR SUGGESTED CHANGES, ANY QUESTIONS? HEARING NONE, I'LL CALL THE ROLL FOR A VOTE. MR. STERN, HOW DO YOU VOTE?

>> IN FAVOR.

>> MS. LEE, HOW DO YOU VOTE?

>> IN FAVOR.

>> MR. RODRIGUEZ, HOW DO YOU VOTE?

>> IN FAVOR.

>> AND I VOTE IN FAVOR OF THE PROPOSED RESOLUTION. THE RESOLUTION IS HEREBY APPROVED. THE NEXT ITEM ON THE AGENDA IS THE REVIEW AND APPROVAL OF THE CORPORATION'S INVESTMENT GUIDELINES. THE INVESTMENT GUIDELINES MUST BE REVIEWED ANNUALLY. NO CHANGES ARE PROPOSED AT THIS TIME. ARE THERE ANY COMMENTS OR SUGGESTED CHANGES, ANY QUESTIONS? HEARING NONE. I'LL CALL THE ROLL FOR A VOTE. MR. STERN, HOW DO YOU VOTE?

>> IN FAVOR.

>> MS. LEE, HOW DO YOU VOTE?

>> IN FAVOR.

>> MR. RODRIGUEZ, HOW DO YOU VOTE?

>> IN FAVOR.

>> AND I VOTE IN FAVOR OF THE PROPOSED RESOLUTION. THE RESOLUTION IS HEREBY APPROVED. THE NEXT ITEM ON THE AGENDA IS THE REVIEW AND APPROVAL OF THE CORPORATION'S INVESTMENT REPORT. PURSUANT TO SECTION 2925(6) OF THE PUBLIC AUTHORITIES LAW, THE CORPORATION IS REQUIRED TO ANNUALLY PREPARE AND APPROVE AN INVESTMENT REPORT. IT CONTAINS THE INVESTMENT GUIDELINES, INDEPENDENT AUDIT OF THE INVESTMENTS, AN INVESTMENT INCOME RECORD OF THE CORPORATION, AND LIST OF THESE COMMISSIONS AND OTHER CHARGES PAID FOR INVESTMENT SERVICES. THE PROPOSED RESOLUTION WOULD APPROVE THE INVESTMENT REPORT. ARE THERE ANY COMMENTS OR SUGGESTED CHANGES, ANY QUESTIONS?

>> NO.

>> HEARING NONE, I'LL CALL THE ROLL FOR A VOTE. MR. STERN, HOW DO YOU VOTE?

>> IN FAVOR.

>> MS. LEE, HOW DO YOU VOTE?

>> IN FAVOR.

>> MR. RODRIGUEZ, HOW DO YOU VOTE?

>> IN FAVOR.

>> AND I VOTE IN FAVOR OF THE PROPOSED RESOLUTION. THE RESOLUTION IS HEREBY APPROVED. THE NEXT ITEM ON THE AGENDA IS A REPORT OF THE GOVERNANCE COMMITTEE CHAIR PURSUANT TO THE GOVERNANCE COMMITTEE'S CHARTER, SECTION III(j). AL RODRIGUEZ, CHAIR OF THE GOVERNANCE COMMITTEE, WILL PRESENT THE RESULTS OF THE COMMITTEE'S SELF-EVALUATION FROM THE COMMITTEE'S MEETING EARLIER TODAY.

>> THANK YOU, DAVID. AT THE EARLIER MEETING OF THE GOVERNANCE COMMITTEE, THE COMMITTEE CONDUCTED A SELF-EVALUATION. UPON REVIEW OF THE COMMITTEE'S ACTIONS IN THE PREVIOUS FISCAL YEAR, THE COMMITTEE FOUND THAT IT WAS CONDUCTING ITSELF IN A SATISFACTORY MANNER CONSISTENT WITH ITS CHARTER, AND YOU HAVE THE REPORT.

>> THANK YOU, AL. THANK YOU. IF THERE'S NO FURTHER BUSINESS TO BE BROUGHT BEFORE THE BOARD, I'LL CALL THE ROLL FOR ADJOURNMENT. MR. STERN-- MR. STERN, HOW DO YOU VOTE?

>> IN FAVOR.

>> MS. LEE, HOW DO YOU VOTE?

>> IN FAVOR.

>> MR. RODRIGUEZ, HOW DO YOU VOTE?

>> IN FAVOR.

>> AND I VOTE IN FAVOR OF ADJOURNING. THANK YOU ALL FOR YOUR PARTICIPATION. THE BOARD OF DIRECTORS MEETING IS NOW ADJOURNED, AND I'LL MOVE ON TO THE MEETING OF THE MEMBERS, WHICH I ALSO CHAIR.

MEMBERS MEETING

>> I'LL NOW CONVENE A MEETING OF THE MEMBERS OF TSASC, INC. RITA, PLEASE CALL THE ROLL FOR ATTENDANCE.

>> CONDUCTING THE ROLL CALL. JACQUES JIHA?

>> DAVID WOMACK FOR JACQUES JIHA.

>> SCOTT STRINGER?

>> MICHAEL STERN FOR COMPTROLLER STRINGER.

>> GEORGIA PESTANA.

>> AL RODRIGUEZ FOR GEORGIA PESTANA.

>> SHARIF SOLOMON?

>> ROBIN LEE FOR COMMISSIONER SOLOMON.

>> THANK YOU. THERE'S A QUORUM.

>> THANK YOU, RITA. THE FIRST ITEM ON THE AGENDA IS THE RESOLUTION APPROVING THE MINUTES OF THE MEETING OF THE MEMBERS WHICH TOOK PLACE APRIL 23, 2021. THE MINUTES HAVE BEEN CIRCULATED FOR REVIEW BY THE MEMBERS. ARE THERE ANY QUESTIONS, COMMENTS, SUGGESTED CORRECTIONS? HEARING NONE, I'LL CALL THE ROLL FOR A VOTE. MR. STERN, HOW DO YOU VOTE?

>> IN FAVOR.

>> MS. LEE, HOW DO YOU VOTE?

>> IN FAVOR.

>> MR. RODRIGUEZ, HOW DO YOU VOTE?

>> IN FAVOR.

>> AND I VOTE IN FAVOR OF THE PROPOSED RESOLUTION. THE RESOLUTION APPROVING THE MINUTES IS HEREBY APPROVED. THE NEXT ITEM ON THE AGENDA IS THE RECEIPT AND ACCEPTANCE OF THE ANNUAL REPORT TO THE MEMBERS. SECTION 519 OF THE NEW YORK NOT-FOR-PROFIT CORPORATION LAW REQUIRES THE BOARD OF DIRECTORS OF NOT-FOR-PROFIT CORPORATIONS PRESENT AN ANNUAL REPORT RELATING TO THE FINANCIAL CONDITIONS OF SUCH CORPORATIONS TO THE MEMBERS OF SUCH CORPORATIONS AT THEIR ANNUAL MEETING. THE BOARD OF DIRECTORS HAVE AUTHORIZED THE RELEASE OF THIS REPORT TO THE MEMBERS. THE PROPOSED RESOLUTION WOULD ACCEPT THE ANNUAL REPORT. I'LL NOW CALL THE ROLL FOR A VOTE. MR. STERN, HOW DO YOU VOTE?

>> IN FAVOR.

>> MR. [INDISTINCT] IS NOT WITH US, CORRECT?

>> Yeah. SORRY, DAVID. THAT'S AN ERROR.

>> OK. MS. LEE, HOW DO YOU VOTE?

>> IN FAVOR.

>> MR. RODRIGUEZ, HOW DO YOU VOTE?

>> IN FAVOR.

>> AND I ALSO VOTE IN FAVOR OF THE PROPOSED RESOLUTION. THE RESOLUTION IS HEREBY APPROVED. IF THERE'S NO FURTHER BUSINESS BEFORE THE MEMBERS OF THE CORPORATION, I WILL NOW CALL THE ROLL FOR A VOTE TO ADJOURN. MR. STERN, HOW DO YOU VOTE?

>> IN FAVOR.

>> MS. LEE, HOW DO YOU VOTE?

>> IN FAVOR.

>> MR. RODRIGUEZ, HOW DO YOU VOTE?

>> IN FAVOR.

>> AND I VOTE IN FAVOR OF THE ADJOURNMENT. THE MEMBERS MEETING IS NOW ADJOURNED, AND THAT CONCLUDES TODAY'S TSASC, INC., MEETINGS. THANK YOU ALL FOR YOUR PARTICIPATION.

>> THANK YOU.

>> THANK YOU, MIKE.

>> THANK YOU.

>> THANKS, EVERYONE.

>> BYE-BYE.