

Erie Tobacco Asset Securitization Corporation  
Sole Member

Minutes of Annual Meeting  
Wednesday, March 18, 2015

County Executive Conference Room

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Sole Member Mark Poloncarz present.

Also present were Peter Zaleski, Bryan Bingel, Gerard Mazurkiewicz, Robert Keating, Timothy Callan, Mark Cornell, Michael Siragusa, Gregory Gach and Frederick Wolf.

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**I. CALL TO ORDER**

Mark Poloncarz called the Annual Meeting of the Sole Member to order at 3:24 p.m.

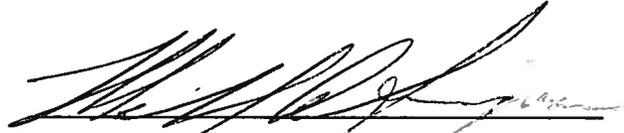
**II. ACTION ITEMS**

- A. Sole Member waived notice of annual meeting of Sole Member.
- B. Sole Member directed that the Secretary receive and file the minutes of the Sole Member meeting dated February 19, 2014.
- C. Sole Member acknowledged the receipt of the corporation's independent certified public accountant report for the calendar year that ended December 31, 2014 and directed that the Secretary receive and file that report in the official minutes of the corporation.
- D. Sole Member adopted Resolution #1 to elect Bryan Bingel and Gerard Mazurkiewicz to serve as Independent Directors of ETASC as designated by the majority of ETASC's three (3) non

for Peter Zaleski by John J. Mills and Betty Jean Grant the 12<sup>th</sup> day of February 2015. Motion approved unanimously by Mark Poloncarz. Copy of Resolution #2 is attached.

**III. ADJOURNMENT**

Adjournment of meeting of the Sole Member of ETASC. Moved by Mark Poloncarz. Motion approved unanimously by Mark Poloncarz. Meeting adjourned at 3:27 p.m.



Michael A. Siragusa