

NIAGARA TOBACCO ASSET SECURITIZATION CORP.

175 Hawley Street Lockport, NY 14094-2740

MEETING OF THE BOARD OF DIRECTORS

DATE: MARCH 31, 2011

TIME: NOON

PLACE: SHAMUS RESTAURANT

98 WEST AVENUE LOCKPORT, NY 14094 PHONE: 439-7018 (Karen)

AMENDED BOARD OF DIRECTORS AGENDA

- 1. CALL TO ORDER
- 2. APPROVE MINUTES OF FEBRUARY 17th MEETING
- 3. PRESIDENT'S REPORT
 - A. President 's Report
 - B. Letter of recognition to F. Warren Kahn, Esq.
 - C. Resolution to increased number of board members from 5 to 7
 - D. Appoint Kyle R. Andrews
- 4. TREASURER'S REPORT AS OF MARCH 31, 2011.
- 5. NEW BUSINESS
 - A. ELECTION OF OFFICERS
 - 1. President/CEO
 - 2. Vice President
 - 3. Secretary/Treasurer
 - **B** COMMITTEE APPOINTMENTS
 - 1. Audit/Finance Committee: (Chair, Kyle Andrews; Vice Chair, William McLaughlin, TBD)
 - 2. Governance Committee: (Chair, Samuel Ferraro; Vice Chair, William Ross; TBD)

C APPROVAL OF ANNUAL REPORT PREPARED BY Drescher & Malecki

Telephone: (716) 438-9438 Fax : (716) 439-7021

Email: Karen.castle@niagaracounty.com

D. APPROVAL FOR SUBMISSIONTHROUGH PARIS – ANNUAL REPORT; FINANCIAL STATEMENT; INVESTMENT REPORT; AND PROCUREMENT REPORT

6. OLD BUSINESS

- A. MISSION STATEMENT APPROVAL
- B. BOARD EVALUATION SUMMARY
- C. MISCELLANEOUS
 - 1. Amendments to By-Laws
 - 2. Bank of America Settlement Information Update
 - 3. Compensation of Directors Discussion

KAREN S. CASTLE SECRETARY/TREASURER NTASC March 31, 2011

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