

**TOBACCO SETTLEMENT AUTHORITY
MEETING AGENDA
May 15, 2018**

YOU ARE HEREBY NOTIFIED that the Tobacco Settlement Authority will hold a Special Meeting in the Authority's Offices at 1000 Second Avenue, Suite 2800, Seattle, WA 98104 in the Board Room at 11:00 a.m. Pacific Time, on Tuesday, May 15, 2018, to consider the following:

- I. **Call the Meeting to order: Chair, Ms. Carla DewBerry**

- II. **Approval of Minutes for the December 7, 2017 Special Meeting:** 1
Chair

- III. **Action Item**
 - A. **Election of Secretary and Treasurer for one year term – Mr. Kim Herman** 2

- IV. **Information Items**
 - A. **Trustee report - Ms. Deborah Kuykendall, U.S. Bank** 3

 - B. **Status of Nonparticipating Manufacturer (NPM) Adjustment Arbitration – Mr. Robert J. (Rusty) Fallis, Assistant Attorney General**

- V. **Additional Action Items**
 - A. **Introduction of Finance Team and Presentation of Refunding Proposal – Mr. Kim Herman**
 - 1. Jefferies LLC, Book-Running Senior Manager - Ms. Kym Arnone, Managing Director, Joint-Head of Municipal Finance
 - 2. Public Financial Management, Inc., Financial Advisor to the Authority - Mr. Fred Eoff, Senior Managing Consultant
 - 3. Pacifica Law Group LLP, Co-Bond Counsel to the Authority – Ms. Faith Pettis
 - 4. Hawkins, Delafield & Wood LLP, Co-Bond Counsel to the Authority - Mr. Howard Zucker and Mr. Roger Bagley

B. Review and consider action on Resolution #18-01. 4

A RESOLUTION of the Tobacco Settlement Authority authorizing the issuance of bonds by the Authority to refund a portion of its outstanding 2013 bonds; approving the forms of indenture, bond purchase agreement, bonds and related bond documents; delegating to certain authorized officers and the Executive Director the authority to execute such documents in final form subject to various limitations; deeming “final” the preliminary official statement; and authorizing the Chair and Executive Director to do all other things and execute all other certificates which are necessary or desirable to issue the bonds.

C. Review and consider approval of Financial Statement – Mr. Bob Cook 5

VI. Additional Information Items

A. Invoice for Services – Mr. Bob Cook 6

B. Executive Director’s Report - Mr. Kim Herman

VII. Public Comment

Chair: (May limit public comment to five minutes or less per person).

VIII. Miscellaneous Business and Correspondence 7

IX. Executive Session

X. Adjournment

Board Members may participate in the Special Meeting by dialing in on the designated call-in number.

Next TSA Meeting: June/July 2018 TBD