

RESOLUTION OF THE MORRIS COUNTY IMPROVEMENT AUTHORITY

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***TITLE:***

**RESOLUTION OF THE MORRIS COUNTY IMPROVEMENT AUTHORITY AUTHORIZING THE PAYMENT OF CERTAIN OPERATING EXPENSES IN CONNECTION WITH THE MORRIS COUNTY IMPROVEMENT AUTHORITY'S COUNTY OF MORRIS GUARANTEED RENEWABLE ENERGY PROGRAM LEASE REVENUE BONDS, SERIES 2011 AND CERTAIN OTHER MATTERS RELATED THERETO**

**WHEREAS**, the Morris County Improvement Authority (including any successors and assigns, the "Authority") has been duly created by resolution duly adopted by the Board of County Commissioners (the "Board of Commissioners") of the County of Morris (the "County") in the State of New Jersey (the "State") as a public body corporate and politic of the State pursuant to and in accordance with the county improvement authorities law, constituting Chapter 183 of the Pamphlet Laws of 1960 of the State, and the acts amendatory thereof and supplemental thereto (the "Act"), and other applicable law; and

**WHEREAS**, pursuant to that certain resolution entitled "RESOLUTION AUTHORIZING THE ISSUANCE OF COUNTY OF MORRIS GUARANTEED RENEWABLE ENERGY PROGRAM LEASE REVENUE NOTES AND BONDS, SERIES 2011 AND ADDITIONAL BONDS OF THE MORRIS COUNTY IMPROVEMENT AUTHORITY" adopted by the governing body of the Authority on July 20, 2011, as amended and supplemented from time to time in accordance with its terms (the "Bond Resolution"); (capitalized terms used herein and not otherwise defined herein, for all purposes of this Resolution, shall have the meanings ascribed to such terms in the Bond Resolution), the Act and other applicable law and official action, the Authority issued its "County of Morris Guaranteed Renewable Energy Program Lease Revenue Bonds, Series 2011A (Federally Taxable)", in the aggregate principal amount of \$34,100,000 (the "Series 2011 Bonds") to finance the Renewable Energy Projects for the Series 2011 Local Units as set forth in the various Program Documents in connection with the second tranche of the Authority's Renewable Energy Program ("Tranche II"); and

**WHEREAS**, in connection with Tranche II, the County and the Authority entered into that certain "County Guarantee Agreement (Morris County Renewable Energy Program, Series 2011," dated December 1, 2011 (the "County Guarantee") pursuant to which the County guaranteed the payment of all principal of and interest on the Series 2011 Bonds; and

**WHEREAS**, pursuant to Section 3(m) of Amendment and Consent No. 3 (Morris County Renewable Energy Program, Series 2011) dated as of March 3, 2015 ("Consent No. 3"), the Company (as defined in Consent No. 3) is required and obligated to operate

and maintain all built Series 2011 Local Unit Projects (as defined in Consent No. 3) in accordance with the Prior Program Documents (as defined in Consent No. 3); and

**WHEREAS**, the Company has incurred operating expenses for the month of May 2024, in the amounts and as further described in Exhibit A attached hereto (the "Operating Expenses"); and

**WHEREAS**, certain Operating Expenses have been pre-approved for payment by the terms of Consent No. 3 and certain Operating Expenses may only be paid by the Company upon consent in writing by the Authority; and

**WHEREAS**, such approval notwithstanding, the Authority desires to approve, ratify and confirm, as applicable, payment by the Company of all Operating Expenses, but only to the extent such approval is required pursuant to the terms of the Program Documents.

**NOW THEREFORE BE IT RESOLVED** by the Board of Commissioners of the Authority as follows:

**Section 1.** The Authority hereby approves, ratifies and confirms, as applicable, payment by the Company of all Operating Expenses, but only to the extent such approval is required pursuant to the terms of the Program Documents.

**Section 2.** The Authorized Officers are hereby authorized and directed to take all further actions, and to execute such certificates, instruments or documents, deemed necessary, convenient or desirable by any such Authorized Officer, in consultation with counsel, in connection with all matters set forth in or contemplated by this resolution.

**Section 3.** Subject to the second sentence of this section, this resolution shall take effect immediately. In accordance with N.J.S.A. 40:37A-50, the Secretary of the Authority is hereby authorized and directed to submit to each member of the Board of Freeholders, by the end of the fifth business day following this meeting, a copy of the minutes of this meeting. The Secretary is hereby further authorized and directed to obtain from the Clerk of the Board of Freeholders a certification from the Clerk stating that the minutes of this meeting have not been vetoed by the Director of the Board of Freeholders.

[Remainder of page intentionally left blank]

**Exhibit A**  
**Invoices for Operating Expenses**

**SUNLIGHT GENERAL PROJECTS: MORRIS COUNTY**  
**SUMMARY OF ATTACHED INVOICES:**

<b>PAGE:</b>	<b>DATE:</b>	<b>PAYEE:</b>	<b>SERVICES RENDERED:</b>	<b>PAYABLE:</b>
<b>2</b>	5/1/2024	AZIMUTH 180 SOLAR ELECTRIC, LLC	MAY 2024 OPERATIONS & MAINTENANCE	<b>\$ 12,256.00</b>
<b>3</b>	5/1/2024	SUNLIGHT GENERAL CAPITAL MGMT, LLC	MAY 2024 ASSET MANAGEMENT	<b>\$ 11,536.09</b>
<b>4</b>	5/17/2024	AZIMUTH 180 SOLAR ELECTRIC, LLC	MAY 2024 LANDSCAPING	<b>\$ 2,153.76</b>
<b>5-6</b>	5/1/2024	AMEREX BROKERS LLC	DEAL 4/19/2024 REC DTE ENERGY TRADING INV. 12012844	<b>\$ 3,000.00</b>
				<b><u>\$ 28,945.85</u></b>

01 May 2024

# O&M INVOICE

01 May 2024 – 31 May 2024



Per the Operations and Maintenance Agreement for Morris Renewable Energy Projects by and between SunLight General Morris Solar, LLC and Azimuth 180 Solar Electric, LLC dated January 24, 2013, please find this invoicing statement for the period indicated above.

The payable monthly amount is based on a \$17.389 /kW DC annual fee times 8,457.71, which is the total DC capacity of the arrays in service.

## Bill To:

SunLight General Morris Solar, LLC  
PO Box 8543  
New York, NY 10150

**Total: \$12,256.00**

## Remittance by ACH:

Account: Azimuth 180 Solar Electric, LLC  
Account No.: 759397125  
ABA/Routing No.: 021000021

## Remittance by check:

Azimuth 180 Solar Electric, LLC  
PO Box 8543  
New York, NY 10150

01 May 2024

## ASSET MANAGEMENT INVOICE



01 May 2024 – 31 May 2024

Per the Asset Management Agreement for Morris Renewable Energy Projects by and between SunLight General Morris Solar, LLC and SunLight General Capital Management, LLC dated January 24, 2013, please find this invoicing statement for the period indicated above.

The payable monthly amount is based on 1) a \$75,000 annual fee and 2) a \$7.50/kW DC annual fee times 8,457.71, which is the total DC capacity of the arrays in service.

### Bill To:

SunLight General Morris Solar, LLC  
PO Box 8543  
New York, NY 10150

**Total: \$11,536.09**

### Remittance by ACH:

Account: SunLight General Capital Management, LLC  
Account No.: 900621605  
ABA/Routing No.: 021000021

### Remittance by check:

SunLight General Capital Management, LLC  
PO Box 8543  
New York, NY 10150

17 May 2024

# LANDSCAPING INVOICE

01 May 2024 – 31 May 2024



This is an invoice for landscaping services rendered during the period shown above at the following sites:

Bragg Intermediate School  
Black River Middle School  
Chester Municipal Building  
Long Valley Middle School  
Morris County Office of Temporary Assistance  
Randolph High School  
Sandshore Elementary School  
Tinc Road School

**Bill To:**

SunLight General Morris Solar, LLC  
PO Box 8543  
New York, NY 10150

**Total: \$2,153.76**

**Remittance by ACH:**

Account: Azimuth 180 Solar Electric, LLC  
Account No.: 759397125  
ABA/Routing No.: 021000021

**Remittance by check:**

Azimuth 180 Solar Electric, LLC  
PO Box 8543  
New York, NY 10150

Customer # 56123 Customer Name: Sunlight General Morris Solar LLC



Amerex Brokers LLC- EMISSIONS  
One Sugar Creek Center Blvd. Suite 700  
Sugar Land, TX 77478  
Phone: 281-340-5270  
Fax: 281 634 8888  
Tax ID: 41-2214400

**Monthly Invoice: APR-24**

**Invoice Number: 12012844**  
**Customer: Sunlight General Morris Solar LLC**  
**Location: EMMSGMS**  
**Customer Number: 56123**  
**Commission: 3,000.00**  
**Tax: 0.00**  
**Invoice Total: 3,000.00**

**Attention: , AP**  
EMAIL:invoicing@sunlightgeneral.com  
  
135 E 57th St, FL 16  
  
New York, NY 10022 United States  
United States

**Remit Payments to:**

**Mail Payments:**

Amerex Brokers  
LLC  
P.O.Box 201694  
Dallas, TX  
75320-1694

**Wire Transfer:**

Wells Fargo Bank,  
N.A.  
Houston, TX  
ABA 121000248  
Acct Name Amerex  
Brokers LLC  
Acct #3419704766

**Automated Clearing House(ACH):**

Wells Fargo Bank, N.A.  
Houston, TX  
ABA 111900659  
Acct Name Amerex Brokers LLC  
Acct #3419704766



Invoice Total: 3,000.00

Date	Deal Number	Deal Type	Counter Party	Location	Trader	Price	Term Start	Term End	Volume	UOM	Rate	Commission	Tax	Total Due	Currency
04/19/2024	963864 S	RECS	DTE Energy Trading Inc	NJ	Joseph Shipley	189.0000	2024-04-19	2024-04-19	3000	RES	1	3,000.00	0.00	3,000.00	USD

Please include your Invoice Number with your payment.

For any questions you might have related to this invoice, please contact [AmerexInvoicing@amerexenergy.com](mailto:AmerexInvoicing@amerexenergy.com)  
For confirmation questions, please contact John @ 281-340-0896 OR [DealConfirmations@amerexenergy.com](mailto:DealConfirmations@amerexenergy.com)

Thank you for your business.

**MOVED/SECONDED:**

Resolution moved by Commissioner \_\_\_\_\_.

Resolution seconded by Commissioner \_\_\_\_\_.

**VOTE:**

<b>Commissioner</b>	<b>Yes</b>	<b>No</b>	<b>Abstain</b>	<b>Absent</b>
Leary				
Ramirez				
Bauer				
Sandman				
Gallopo				

This Resolution was acted upon at the Regular Meeting of the Authority held in a hybrid fashion, both virtually and in person, on June 19, 2024 by audio and video in accordance with notice promulgated by the Authority in accordance with applicable law.

Attested to this 19th day of June, 2024

By: \_\_\_\_\_  
Secretary of the Authority

**FORM and LEGALITY:**

This Resolution is approved as to form and legality as of June 19, 2024.

By: \_\_\_\_\_  
Matthew D. Jessup, Member, McManimon, Scotland & Baumann, LLC  
Counsel to the Authority  
Resolution No. 24-17