

RESOLUTION OF THE MORRIS COUNTY IMPROVEMENT AUTHORITY

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 August 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 County Commissioners of the County, 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 County Commissioners a certification from the Clerk stating that the minutes of this meeting have not been vetoed by the Director of the Board of County Commissioners.

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Exhibit A
Invoices for Operating Expenses

SUNLIGHT GENERAL PROJECTS: MORRIS COUNTY

SUMMARY OF ATTACHED INVOICES:

| PAGE: | DATE: | PAYEE: | SERVICES RENDERED: | PAYABLE: |
|--------------|--------------|------------------------------------|--|----------------------------|
| 2 | 8/1/2024 | AZIMUTH 180 SOLAR ELECTRIC, LLC | AUGUST 2024 OPERATIONS & MAINTENANCE | \$ 12,256.00 |
| 3 | 8/1/2024 | SUNLIGHT GENERAL CAPITAL MGMT, LLC | AUGUST 2024 ASSET MANAGEMENT | \$ 11,536.09 |
| 4 | 8/16/2024 | AZIMUTH 180 SOLAR ELECTRIC, LLC | AUGUST 2024 LANDSCAPING | \$ 2,153.76 |
| 5 | 8/26/2024 | SUNLIGHT GENERAL CAPITAL, LLC | COUNTY SHARE VERIZON BILL Monthly July 2024 | \$ 72.72 |
| 6 | 8/22/2024 | AZIMUTH 180 SOLAR ELECTRIC, LLC | O&M EXPENSE - REPAIRS 1/24/24 COUNTY COLLEGE OF MORRIS | \$ 1,171.60 |
| 7 | 8/22/2024 | AZIMUTH 180 SOLAR ELECTRIC, LLC | O&M EXPENSE - REPAIRS 5/22/24 WASHINGTON TWP - CUCINELLA ES | \$ 1,425.00 |
| 8 | 4/26/2024 | SUNLIGHT GENERAL CAPITAL | TAX PREP & FILE 2023 FEDERAL & STATE EXTENSIONS - MAHONEYSA BOL ACCT | \$ 500.00 |
| 9-10 | 8/9/2024 | MCGRIFF INSURANCE (AGGREGATE) | 2024-2025 - LLOYDS POLICY - MORRIS SHARE TO PAY TOWARDS TOTAL | \$ 2,485.23 |
| | | | | <u>\$ 31,600.40</u> |

01 Aug 2024

O&M INVOICE

01 Aug 2024 – 31 Aug 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.: 635962288
ABA/Routing No.: 021000021

Remittance by check:

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

01 Aug 2024

ASSET MANAGEMENT INVOICE



01 Aug 2024 – 31 Aug 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

16 Aug 2024

LANDSCAPING INVOICE

01 Aug 2024 – 31 Aug 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.: 635962288
ABA/Routing No.: 021000021

Remittance by check:

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

26 Aug 2024

Verizon Monitoring Invoice

Fees cover the cost of Verizon's cellular service. The cellular system remotely sends out generation data from the system and allows the system to be monitored in real time. Remote monitoring of the system also facilitates maintenance and safety.



01 Jul 2024 – 31 Jul 2024

Bill To:

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

Total: \$72.72

Remittance by ACH:

Account: SunLight General Capital, LLC
Account No.: 841166291
ABA/Routing No.: 021000021

Remittance by check:

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

22 Aug 2024

O&M INVOICE



Due: 21 Sep 2024

Please find this invoicing statement for the repairs described below:
Invoice is for CCM Inverter 17 repairs.
BP Event #128772

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

| System: | Service or Product: | Quantity: | Rate: | Amount: |
|---|-------------------------|-----------|-------|----------|
| Morris II - County College of Morris II - CCM | 1/24/24 parallel filter | 1 | 421.6 | \$421.60 |
| Morris II - County College of Morris II - CCM | 1/24/24 man hours | 5 | 150 | \$750.00 |

Total: \$1,171.60

Remittance by ACH:
Account: Azimuth 180 Solar Electric, LLC
Account No.: 635962288
ABA/Routing No.: 021000021

Remittance by check:
Azimuth 180 Solar Electric, LLC
PO Box 8543
New York, NY 10150

22 Aug 2024

O&M INVOICE



Due: 21 Sep 2024

Please find this invoicing statement for the repairs described below:
Invoice is for Cucinella ES- Inverter A and B Phase Filter Wire Swaps
BP Event #135434

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

| System: | Service or Product: | Quantity: | Rate: | Amount: |
|---|----------------------------------|-----------|-------|------------|
| Morris II - Washington Twp. SD - Cucinella ES | 5/22/24 wire and materials | 1 | 75 | \$75.00 |
| Morris II - Washington Twp. SD - Cucinella ES | 5/22/24 truck roll and man hours | 9 | 150 | \$1,350.00 |

Total: \$1,425.00

Remittance by ACH:

Account: Azimuth 180 Solar Electric, LLC
Account No.: 635962288
ABA/Routing No.: 021000021

Remittance by check:

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



80 Plains Road
PO Box 934
Essex, CT 06426-0934
Phone: 860-767-9999
Fax: 860-767-0353

Sunlight General Morris Solar, LLC
Attn: Stacey L. Hughes
135 East 57th Street
6th Floor
New York, NY 10022

Invoice: 656325
Date: 4/26/2024
Due Date: Upon Receipt
Client Number: JB1630

Please include our client number on your check. To pay invoices less than \$5,000, by credit card, go to - <http://mahoneysabol.com/payment>

For professional services rendered:

| | |
|--|------------------|
| Preparation and filing of 2023 Federal and State extensions - 25% of projected tax fee | \$ 500.00 |
| Invoice Total | <u>\$ 500.00</u> |

Payments are due upon receipt of the invoice. Interest may be added at a rate of 1.5% per month on outstanding balances over 30 days. We accept ACH payments to Berkshire Bank only. Any changes of banking information MUST immediately be verified with MahoneySabol's billing department, by phone, to ensure the banking information is legitimate. We also accept MasterCard, Visa, Discover and American Express for invoice totals less than \$5,000.



McGriff

Remit to:
P.O. Box 890635
Charlotte, NC 28289-0635

000005332244000-706SUNLIGEN4706000007277565000020456399

----- INVOICE -----

SunLight General Capital LLC
P.O. Box 8543 (10150)
575 Lexington Ave, 12th Floor (10022)
New York, NY 10150-8543

Invoice Date 08/09/24
Invoice No. 5332244
Bill-To Code 706SUNLIGEN
Client Code 706SUNLIGEN
Inv Order No. 706*7277565

Named Insured: SunLight General Capital LLC

Amount Remitted: \$

Please return this portion with your payment.

Make checks payable to: McGriff Insurance Services LLC

| Effective Date | Policy Period | Coverage Description | Transaction Amount |
|----------------|----------------------------|---|--------------------|
| 08/01/24 | 08/01/24 to 07/11/25 | Lloyds Policy No. ENF001025502 New - Pollution CL | 19,467.00 |
| | | Policy Fee - Pollution CL | 250.00 |
| | | Surplus Lines Tax - Pollution CL | 709.81 |
| | | SL Stamping Fee - Pollution CL | 29.58 |
| | | Invoice Number: 5332244 Amount Due: | 20,456.39 |

Due upon Receipt or Effective Date, whichever is later | *NEW* Pay with Credit Card/ACH: <https://mcgriff.epaypolicy.com>



McGriff

Remit to:
P.O. Box 890635
Charlotte, NC 28289-0635

000005332245000-706SUNLIGEN4706000007277567000011190481

----- INVOICE -----

SunLight General Capital LLC
P.O. Box 8543 (10150)
575 Lexington Ave, 12th Floor (10022)
New York, NY 10150-8543

Invoice Date 08/09/24
Invoice No. 5332245
Bill-To Code 706SUNLIGEN
Client Code 706SUNLIGEN
Inv Order No. 706*7277567

Named Insured: SunLight General Capital LLC

Amount Remitted: \$

Please return this portion with your payment.

Make checks payable to: McGriff Insurance Services LLC

| Effective Date | Policy Period | Coverage Description | Transaction Amount |
|----------------|----------------------------|--|--------------------|
| 08/01/24 | 08/01/24 to 07/11/25 | Lloyds Policy No. ENX001025602 New - Excess Liability CL | 10,536.00 |
| | | Policy Fee - Excess Liability CL | 250.00 |
| | | Surplus Lines Tax - Excess Liability C | 388.30 |
| | | SL Stamping Fee - Excess Liability CL | 16.18 |
| | | Invoice Number: 5332245 Amount Due: | 11,190.48 |

Due upon Receipt or Effective Date, whichever is later | *NEW* Pay with Credit Card/ACH: <https://mcgriff.epaypolicy.com>

MOVED/SECONDED:

Resolution moved by Commissioner _____.

Resolution seconded by Commissioner _____.

VOTE:

| Commissioner | Yes | No | Abstain | Absent |
|---------------------|------------|-----------|----------------|---------------|
| | | | | |
| Leary | | | | |
| Ramirez | | | | |
| Bauer | | | | |
| Sandman | | | | |
| Gallop | | | | |

This Resolution was acted upon at the Regular Meeting of the Authority held in a hybrid fashion, both virtually and in person, on September 18, 2024 by audio and video in accordance with notice promulgated by the Authority in accordance with applicable law.

Attested to this 18th day of September, 2024

By: _____
Secretary of the Authority

FORM and LEGALITY:

This Resolution is approved as to form and legality as of September 18, 2024.

By: _____
Matthew D. Jessup, Member, McManimon, Scotland & Baumann, LLC
Counsel to the Authority
Resolution No. 24-32