

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 months of January and February 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]

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 on March 20, 2024 at the Authority's principal corporate office in Morristown, New Jersey.

Attested to this 20th day of March, 2024

By: _____
Secretary of the Authority

FORM and LEGALITY:

This Resolution is approved as to form and legality as of March 20, 2024.

By: _____
Matthew D. Jessup, Member, McManimon, Scotland & Baumann, LLC
Counsel to the Authority
Resolution No. 24-09

Exhibit A
Invoices for Operating Expenses

SUNLIGHT GENERAL PROJECTS: MORRIS COUNTY

SUMMARY OF ATTACHED INVOICES:

PAGE:	DATE:	PAYEE:	SERVICES RENDERED:	PAYABLE:
2	1/1/2024	AZIMUTH 180 SOLAR ELECTRIC, LLC	JANUARY 2024 OPERATIONS & MAINTENANCE	\$ 12,256.00
3	1/1/2024	SUNLIGHT GENERAL CAPITAL MGMT, LLC	JANUARY 2024 ASSET MANAGEMENT	\$ 11,536.09
4	2/1/2024	AZIMUTH 180 SOLAR ELECTRIC, LLC	FEBRUARY 2024 OPERATIONS & MAINTENANCE	\$ 12,256.00
5	2/1/2024	SUNLIGHT GENERAL CAPITAL MGMT, LLC	FEBRUARY 2024 ASSET MANAGEMENT	\$ 11,536.09
6	12/31/2023	SUNLIGHT GENERAL CAPITAL LLC	FOURTH QUARTER 2023 - COUNTY SHARE VERIZON BILL	\$ 211.77
7	11/28/2023	MAHONEY SABOL	PREPARATION AND FILING OF FEDERAL AND STATE TAX DEC 31 2022	\$ 1,890.00
8	1/24/2024	AZIMUTH 180 SOLAR ELECTRIC, LLC	O&M EXPENSE - COOPER ELECTRIC - PROJECT: COUNTY COLLEGE OF MORRIS	\$ 29.10
9	1/24/2024	AZIMUTH 180 SOLAR ELECTRIC, LLC	O&M EXPENSE - HOME DEPOT - PROJECT: COUNTY COLLEGE OF MORRIS	\$ 122.87
10	1/25/2024	AZIMUTH 180 SOLAR ELECTRIC, LLC	O&M EXPENSE - COOPER ELECTRIC - PROJECT: COUNTY COLLEGE OF MORRIS	\$ 181.43
				<u>\$ 50,019.35</u>

01 Jan 2024

O&M INVOICE

01 Jan 2024 — 31 Jan 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 Jan 2024

ASSET MANAGEMENT INVOICE

01 Jan 2024 — 31 Jan 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

01 Feb 2024

O&M INVOICE

01 Feb 2024 — 29 Feb 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 Feb 2024

ASSET MANAGEMENT INVOICE

01 Feb 2024 — 29 Feb 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

31 Dec 2023

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 Oct 2023 – 31 Dec 2023

Bill To:

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

Total: \$211.77

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



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: 653503
Date: 11/28/2023
Due Date: Upon Receipt
Client Number: JB1630

Please include our client number on your check.
Click here for credit card payments - <http://mahoneysabol.com/payment>

For professional services rendered:

Preparation and filing of Federal and State tax returns for the year ended December 31, 2022	\$ 1,820.00
Direct expense at 4%	70.00
Invoice Total	<u>\$ 1,890.00</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.

erelectric

A Sonepar Company

COOPER ELECTRIC
168 RIDGEDALE AVE
P.O. BOX 1487

MORRISTOWN, NJ 07960-4356
862-242-1300 Fax 973-539-1891
Brian.Fileccia@cooper-electric.com



S054120858.001

Ship Ticket

SHIP VIA
WC WILL-CALL
PAGE
1 of 1

SOLD TO:
MORRISTOWN CASH SALE CONTRACTOR
168 RIDGEDALE AVE
MORRISTOWN, NJ 07960-4088
862-242-1300 Fax: 973-539-1891

SHIP TO:
MORRISTOWN CASH SALE CONTRACTOR
168 RIDGEDALE AVE
MORRISTOWN, NJ 07960-4088
862-242-1300 Fax: 973-539-1891

CUSTOMER NUMBER		CUSTOMER ORDER NUMBER		JOB NAME		ORDERED BY	
178492		MATT		MATT		SHIP DATE	
WRITER		SALES ORDER#		SHIP BRANCH			
BRIAN FILECCIA		S054120858.001		CMOR		01/25/24	
ORDER QTY	SHIP QTY	UM	DESCRIPTION	UNIT PRICE	U	EXT PRICE	
2	2	ea	CRS CPR23 1-IN NO-THRD CPLG	1364.640	C	27.29	
Pd 01/25/24-Visa Card# 7176 \$29.10 Appr# 09459D				Subtotal		27.29	
				S&H CHGS		0.00	
				Sales Tax		1.81	
				Payments		-29.10	
				Amount Due		0.00	

Stage Loc: _____
Totals: CTNS _____ COIL _____ BUND _____ REEL _____

TERMS & CONDITIONS

Merchandise listed on this order has been produced in accordance with the Fair Labor Standards Act of 1938 as amended. Material per returnable returnable container. If returned to the supplier, the container shall be returned to the supplier in the event of any conflict with the provisions of this order. The supplier shall be responsible for all applicable taxes, interest, and penalties. 1.50% per month finance charge will be added to the invoice. This is an annual rate of 18.00%.



How doers
get more done™

281-041 RT. 10 SUCCASUNNA, NJ 07876
JIMMY GRESS MANAGER 973 927 7700

0909 00002 33726 01/24/24 01:27 PM
SALE CASHIER MARIA

032076075316 RING TERMI <A> 4.38
12-10AWG #12-1/4" RING TERMINAL 15PK 4.38
032076075132 RING TERMI <A>
RING VINYL 12-10 AWG 8-10 STUD 15PK 6.98
032076921248 HS RNG 16 <A>
HS RING TERMINAL 16-14 STD 8-10 5PK 11.65
032076075378 SPADETERMIN <A>
12-10 AWG YLW SPADE TERMINAL 50PK 29.97
092644344008 3005CRCRIMP <A>
KT RTCHNGCRMPR 1022 AWG INSLTD TRMNL 22.20
032886918377 STRD THHN <A>
14 STRANDED THHN RED - 50 FT 18.68
811108031588 HST-ASTB <A>
3" BLK ASSTD HEAT SHRNK TUBING 160PK
0000-658-243 10 STRTHHN 1 <A>
10 STRANDED THHN RED - 1 FT
2500.68 17.00

SUBTOTAL 115.24
SALES TAX 7.63
TOTAL \$122.87

XXXXXXXXXXXX7176 VISA

USD\$ 122.87

AUTH CODE 04974D/3026668

TA

Chip Read

AID A0000000031010

CHASE VISA

0909 01/24/24 01:27 PM



0909 02 33726 01/24/2024 5043

RETURN POLICY DEFINITIONS

POLICY ID

DAYS

POLICY EXPIRES ON

A

1

90

04/23/2024

DID WE NAIL IT?



A Sonapar Company

COOPER ELECTRIC
168 RIDGEDALE AVE
P.O. BOX 1487
MORRISTOWN, NJ 07960-4356
862-242-1300 Fax 973-539-1891
justin.weickert@cooper-electric.com



S054116183.001

Ship Ticket

SHIP VIA
PK PICK UP
PAGE
1 of 1

SOLD TO:

MORRISTOWN CASH SALE CONTRACTOR
168 RIDGEDALE AVE
MORRISTOWN, NJ 07960-4088
862-242-1300 Fax: 973-539-1891

SHIP TO:

MORRISTOWN CASH SALE CONTRACTOR
168 RIDGEDALE AVE
MORRISTOWN, NJ 07960-4088
862-242-1300 Fax: 973-539-1891

CUSTOMER NUMBER		CUSTOMER ORDER NUMBER		JOB NAME		ORDERED BY	
178492		Matt				Matt	
WRITER		SALES ORDER#		SHIP BRANCH		SHIP DATE	
JUSTIN WEICKERT		S054116183.001		CMOR		01/25/24	
ORDER QTY	SHIP QTY	UM	DESCRIPTION	UNIT PRICE	U	EXT PRICE	
50	50	ft	WIC. THHN 8 STR GRN MR Cuts: 1 @ 50 ft	477.590	m	23.88	
100	100	ft	WIC. THHN 8 STR BLK MR Cuts: 2 @ 50 ft	477.590	m	47.76	
10	10	ft	GAL 100G 1IN GALV CONDUIT	669.360	c	66.94	
2	2	ea	GCP 100GC 1IN GALV COUPLNG	4.620	e	9.24	
1	1	ea	GRN 430-500 SPIRAL WRAP TWINE	15.440	e	15.44	
1	1	ea	3M 35-RED-3/4X66FT CODING TAPE	6.900	e	6.90	
Pd 01/25/24-Visa Card# 7176 \$181.43 Appr# 06155D				Subtotal		170.16	
				S&H CHGS		0.00	
				Sales Tax		11.27	
				Payments		-181.43	
				Amount Due		0.00	

Stage Loc: _____ COIL _____ BUND _____ REEL _____
Totals: CTNS _____

TERMS & CONDITIONS

Merchandise listed on this order has been produced in accordance with the Fair Labor Standards Act of 1938 as amended. Material not returnable without
written permission of the manufacturer. This order is subject to Company Terms and Conditions of Sale, which provisions shall govern in the event of any conflict with any terms or
conditions of purchase order or other documents. If you make a tax-free purchase that is later determined to be taxable, a 1.5% per month finance charge will be added to the balance due.
This is an annual rate of 18.00%.