

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 months of September and October 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>	9/1/2024	AZIMUTH 180 SOLAR ELECTRIC, LLC	SEPTEMBER 2024 OPERATIONS & MAINTENANCE	<b>\$ 12,256.00</b>
<b>3</b>	9/1/2024	SUNLIGHT GENERAL CAPITAL MGMT, LLC	SEPTEMBER 2024 ASSET MANAGEMENT	<b>\$ 11,536.09</b>
<b>4</b>	9/5/2024	AZIMUTH 180 SOLAR ELECTRIC, LLC	SEPTEMBER 2024 LANDSCAPING	<b>\$ 2,153.76</b>
<b>5</b>	9/26/2024	SUNLIGHT GENERAL CAPITAL, LLC	COUNTY SHARE VERIZON BILL Monthly August 2024	<b>\$ 73.13</b>
<b>6</b>	9/30/2024	AZIMUTH 180 SOLAR ELECTRIC, LLC	O&M EXPENSE - REPAIRS CHATHAM HS 9/9/2024	<b>\$ 867.81</b>
<b>7</b>	10/2/2024	AZIMUTH 180 SOLAR ELECTRIC, LLC	O&M EXPENSE - REPAIRS MORRIS KNOLLS HS 9/6/2024	<b>\$ 8,735.73</b>
				<b><u>\$ 35,622.52</u></b>

01 Sep 2024

# O&M INVOICE

01 Sep 2024 — 30 Sep 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 Sep 2024

## ASSET MANAGEMENT INVOICE

01 Sep 2024 — 30 Sep 2024



**SunLight General Capital  
Management, LLC**

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

05 Sep 2024

# LANDSCAPING INVOICE

01 Sep 2024 — 30 Sep 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

31 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.



**SunLight General Capital**  
Solar Energy Development and Financing

01 Aug 2024 – 31 Aug 2024

### Bill To:

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

**Total: \$73.13**

### 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



30 Sep 2024

# O&M INVOICE

Due: 30 Oct 2024



Please find this invoicing statement for the repairs described below:

Chatham HS Inverter B replace 2 faulty boards  
BP Event #140181

**Bill To:**

SunLight General Morris Solar, LLC  
U.S. BANK OPERATIONS CENTER  
ATTN: TRUST FINANCE MANAGEMENT  
P.O. BOX 86  
LOCKBOX SERVICES: SDS-12-2640  
MINNEAPOLIS, MN 55486-2640

System:	Service or Product:	Quantity:	Rate:	Amount:
Morris II - SD of the Chathams - Chatham HS	Solectria invoice for 2 boards	1	335.31	\$335.31
Morris II - SD of the Chathams - Chatham HS	Truck roll & Labor hours	3	150	\$450.00
Morris II - SD of the Chathams - Chatham HS	Diagnostic Assessment & Procurement of parts and materials	0.55	150	\$82.50

**Total: \$867.81**

**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: 30 Oct 2024



Please find this invoicing statement for the repairs described below:

Knolls HS Inverter 2 repair  
BP Event #124855

**Bill To:**

SunLight General Morris Solar, LLC  
U.S. BANK OPERATIONS CENTER  
ATTN: TRUST FINANCE MANAGEMENT  
P.O. BOX 86  
LOCKBOX SERVICES: SDS-12-2640  
MINNEAPOLIS, MN 55486-2640

System:	Service or Product:	Quantity:	Rate:	Amount:
Morris II - Morris II Hills Reg. Dist. - Morris II Knolls HS	Radwell DMGI	1	7,355.68	\$7,355.68
Morris II - Morris II Hills Reg. Dist. - Morris II Knolls HS	Queens City-Solectria remote support	1	555.05	\$555.05
Morris II - Morris II Hills Reg. Dist. - Morris II Knolls HS	Truck Roll & Labor Hours	5	150	\$750.00
Morris II - Morris II Hills Reg. Dist. - Morris II Knolls HS	Misc Materials	1	75	\$75.00

**Total: \$8,735.73**

**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

**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>	10/1/2024	AZIMUTH 180 SOLAR ELECTRIC, LLC	OCTOBER 2024 OPERATIONS & MAINTENANCE	\$ 12,256.00
<b>3</b>	10/1/2024	SUNLIGHT GENERAL CAPITAL MGMT, LLC	OCTOBER 2024 ASSET MANAGEMENT	\$ 11,536.09
<b>4</b>	10/2/2024	AZIMUTH 180 SOLAR ELECTRIC, LLC	OCTOBER 2024 LANDSCAPING	\$ 2,153.76
<b>5</b>	10/22/2024	AZIMUTH 180 SOLAR ELECTRIC, LLC	O&M REPAIRS EXPENSE: RANDOLPH HS	\$ 3,708.24
<b>6</b>	10/22/2024	SUNLIGHT GENERAL CAPITAL, LLC	COUNTY SHARE VERIZON BILL Monthly September 2024	\$ 90.86
<b>7</b>	10/22/2024	SUNLIGHT GENERAL CAPITAL, LLC	NJ ANNUAL REPORT SUNLIGHT GENERAL MORRIS HOLDINGS, LLC	\$ 78.00
<b>8</b>	10/22/2024	SUNLIGHT GENERAL CAPITAL, LLC	NJ ANNUAL REPORT SUNLIGHT GENERAL MORRIS SOLAR, LLC	\$ 78.00
<b>9</b>	9/6/2023	SUNLIGHT GENERAL CAPITAL, LLC	MAHONEY SABOL INV 652704 - WORKBOOK JULY 27 2023 ENGAGEMENT LETTER	\$ 1,050.00
<b>10</b>	9/30/2024	SUNLIGHT GENERAL CAPITAL, LLC	MAHONEY SABOL INV 657997 - NJ TAX ALLOCATION REV TO 2021 2022 2023	\$ 1,050.00
				<b>\$ 32,000.95</b>

01 Oct 2024

# O&M INVOICE

01 Oct 2024 — 31 Oct 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 Oct 2024

## ASSET MANAGEMENT INVOICE

01 Oct 2024 — 31 Oct 2024



**SunLight General Capital  
Management, LLC**

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

02 Oct 2024

# LANDSCAPING INVOICE

01 Oct 2024 — 31 Oct 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:

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

**Total: \$2,153.76**

## Remittance by ACH:

Account: SunLight General Morris Solar, LLC  
Account No.: 169131820  
ABA/Routing No.: 021000021

## Remittance by check:

SunLight General Morris Solar, LLC  
U.S. BANK OPERATIONS CENTER  
ATTN: TRUST FINANCE MANAGEMENT  
P.O. BOX 86  
LOCKBOX SERVICES: SDS-12-2640

22 Oct 2024

# O&M INVOICE

Due: 21 Nov 2024



Please find this invoicing statement for the repairs described below:

Randolph HS Inverter 3 repairs  
BP Event #140727

**Bill To:**

SunLight General Morris Solar, LLC  
U.S. BANK OPERATIONS CENTER  
ATTN: TRUST FINANCE MANAGEMENT  
P.O. BOX 86  
LOCKBOX SERVICES: SDS-12-2640  
MINNEAPOLIS, MN 55486-2640

System:	Service or Product:	Quantity:	Rate:	Amount:
Morris II - Randolph BOE - Randolph HS	Fan	1	1,375	\$1,375.00
Morris II - Randolph BOE - Randolph HS	Queen City Remote support	1	555.05	\$555.05
Morris II - Randolph BOE - Randolph HS	Capacitors	1	353.19	\$353.19
Morris II - Randolph BOE - Randolph HS	Truck Roll & Labor Hours	9	150	\$1,350.00
Morris II - Randolph BOE - Randolph HS	Misc Materials	1	75	\$75.00

**Total: \$3,708.24**

**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

30 Sep 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.



**SunLight General Capital**  
Solar Energy Development and Financing

01 Sep 2024 – 30 Sep 2024

### Bill To:

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

**Total: \$90.86**

### 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





Veronica Barlow <vbarlow@sunlightgeneral.com>

## New Jersey Government Services Payment Receipt

no-reply@njportal.com <no-reply@njportal.com>

Tue, Oct 22, 2024 at 2:30 PM

## Payment Receipt Confirmation

Your payment was successfully processed.

### Transaction Summary

Description	Amount
	\$78.00
Pay now with New Jersey Government Services	\$78.00

Please do not reply to this email. This email is sent from an account we use for sending messages only and we will not receive your reply. Thank you for using the Annual Reports and Change service at the NJ Division of Revenue and Enterprise Services.

### Customer Information

**Customer Name** Stacey Hughes  
**Company Name** SunLight General Morris Holdings LLC  
**Local Reference ID** 1265608848  
**Receipt Date** 10/22/2024  
**Receipt Time** 02:30:23 PM EDT

### Payment Information

**Payment Type** Credit Card  
**Credit Card Type** VISA  
**Credit Card Number** \*\*\*\*\*2064  
**Order ID** 234115324  
**Name on Credit Card** Veronica Barlow

### Billing Information

**Billing Address** 136 E 64th Street Apt D  
**Billing City, State** New York, NY  
**Billing Zip/Postal Code** 10065  
**Country** US

[Quoted text hidden]



Veronica Barlow <vbarlow@sunlightgeneral.com>

## New Jersey Government Services Payment Receipt

no-reply@njportal.com <no-reply@njportal.com>

Tue, Oct 22, 2024 at 2:35 PM

## Payment Receipt Confirmation

Your payment was successfully processed.

### Transaction Summary

Description	Amount
	\$78.00
Pay now with New Jersey Government Services	\$78.00

Please do not reply to this email. This email is sent from an account we use for sending messages only and we will not receive your reply. Thank you for using the Annual Reports and Change service at the NJ Division of Revenue and Enterprise Services.

### Customer Information

**Customer Name** Stacey Hughes  
**Company Name** SunLight General Morris  
Solar LLC  
**Local Reference ID** 1265608884  
**Receipt Date** 10/22/2024  
**Receipt Time** 02:35:34 PM EDT

### Payment Information

**Payment Type** Credit Card  
**Credit Card Type** VISA  
**Credit Card Number** \*\*\*\*\*2064  
**Order ID** 234116998  
**Name on Credit Card** Veronica Barlow

### Billing Information

**Billing Address** 136 E 64th Street Apt 6D  
**Billing City, State** New York, NY  
**Billing Zip/Postal Code** 10065  
**Country** US

[Quoted text hidden]



80 Plains Road  
PO Box 934  
Essex, CT 06426-0934

Phone: 860-767-9999

Fax: 860-767-0353

Sunlight General Capital - AUP  
135 East 57th Street  
6th Floor  
New York, NY 10022

Invoice: 652704

Date: 9/6/2023

Due Date: Upon Receipt

Client Number: JB1800

Please include our client number on your check

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For professional services rendered:

Agreed-upon procedures related to County Allocation Workbook –  
per engagement letter dated July 27, 2023 - Allocated as follows:

[REDACTED]	
Sunlight General Morris Solar, LLC	1,050.00
[REDACTED]	

Invoice Total

\$ [REDACTED]

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.

Click here for credit card payments - <http://mahoneysabol.com/payment>



80 Plains Road  
PO Box 934  
Essex, CT 06426-0934

Phone: 860-767-9999

Fax: 860-767-0353

Sunlight General Capital - AUP  
135 East 57th Street  
6th Floor  
New York, NY 10022

Invoice: 657997

Date: 9/30/2024

Due Date: Upon Receipt

Client Number: JB1800

Please include our client number on your check.

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For professional services rendered:

Progress invoice related to Agreed-upon procedures related to the allocation of NJ tax to various county projects, including revisions to 2021 and allocations for 2022 and 2023 - allocated as follows:



Sunlight General Morris Solar, LLC

1,050.00



Invoice Total

\$ 

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.

***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				
Gallop				

This Resolution was acted upon at the Regular Meeting of the Authority held remotely and in person on November 13, 2024 by audio and video in accordance with notice promulgated by the Authority in accordance with applicable law.

Attested to this 13th day of November, 2024

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

***FORM and LEGALITY:***

This Resolution is approved as to form and legality as of November 13, 2024.

By: \_\_\_\_\_  
Matthew D. Jessup, Member, McManimon, Scotland & Baumann, LLC  
Counsel to the Authority  
Resolution No. 24-37