

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 November 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.

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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	11/1/2024	AZIMUTH 180 SOLAR ELECTRIC, LLC	NOVEMBER 2024 OPERATIONS & MAINTENANCE	\$ 12,256.00
3	11/1/2024	SUNLIGHT GENERAL CAPITAL MGMT, LLC	NOVEMBER 2024 ASSET MANAGEMENT	\$ 11,536.09
4	11/17/2024	AZIMUTH 180 SOLAR ELECTRIC, LLC	O&M EXPENSE: MORRIS REPAIRS COUNTY COLLEGE OF MORRIS	\$ 1,925.00
5	11/17/2024	AZIMUTH 180 SOLAR ELECTRIC, LLC	O&M EXPENSE: MORRIS REPAIRS COUNTY COLLEGE OF MORRIS	\$ 1,549.37
6	11/17/2024	AZIMUTH 180 SOLAR ELECTRIC, LLC	O&M EXPENSE: MORRIS REPAIR COUNTY COLLEGE OF MORRIS	\$ 4,356.95
7	11/19/2024	SUNLIGHT GENERAL CAPITAL, LLC	COUNTY SHARE VERIZON BILL Monthly October 2024	\$ 81.52
8	10/25/2024	AZIMUTH 180 SOLAR ELECTRIC, LLC	COUNTY SHARE BERKSHIRE HATHAWAY AUTO INSURANCE	\$ 4,505.77
				<u>\$ 36,210.70</u>

01 Nov 2024

O&M INVOICE

01 Nov 2024 — 30 Nov 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 Nov 2024

ASSET MANAGEMENT INVOICE

01 Nov 2024 — 30 Nov 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

18 Nov 2024

O&M INVOICE

Due: 18 Dec 2024



Please find this invoicing statement for the repairs described below:

CCM - Inverter 11 off - new contactor needed
BP Event #142124

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 - County College of Morris II - CCM	Contactor	1	1,400	\$1,400.00
Morris II - County College of Morris II - CCM	truck roll and labor hours	3	150	\$450.00
Morris II - County College of Morris II - CCM	misc materials	1	75	\$75.00

Total: \$1,925.00

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

18 Nov 2024

O&M INVOICE

Due: 18 Dec 2024



Please find this invoicing statement for the repairs described below:

County College of Morris inv 6 DMGI Repair Attempt
BP Event #132998

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 - County College of Morris II - CCM	Solectria remote support	1	724.37	\$724.37
Morris II - County College of Morris II - CCM	Truck roll & labor hours	5	150	\$750.00
Morris II - County College of Morris II - CCM	misc materials	1	75	\$75.00

Total: \$1,549.37

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

18 Nov 2024

O&M INVOICE

Due: 18 Dec 2024



Please find this invoicing statement for the repairs described below:

CCM - Inv 10 blown AC line filter case #440626628

BP Event #141828

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 - County College of Morris II - CCM	Line Filter	1	3,531.95	\$3,531.95
Morris II - County College of Morris II - CCM	Misc materials	1	75	\$75.00
Morris II - County College of Morris II - CCM	Truck roll & Labor hours	5	150	\$750.00

Total: \$4,356.95

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 Oct 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 Oct 2024 – 31 Oct 2024

Bill To:

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

Total: \$81.52

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

POLICY NUMBER:
AZAU534415

COMMERCIAL AUTO
CA DS 03 04 22

BUSINESS AUTO DECLARATIONS

ITEM ONE

Company Name: AmGUARD Insurance Company – A Stock Company P.O. Box AH 39 Public Square Wilkes-Barre, PA 18703-0020 (800) 673-2465	Producer Name: NJBARP10 BARRY PAUL ROSE INSURANCE AGENCY, INC. PO Box 265 Belvidere, NJ 07823-0265
Named Insured: Azimuth 180 Solar Electric LLC	Mailing Address: PO Box 8543 New York, NY 10150-8543
Policy Period	
From: 10/17/2024	
To: 10/17/2025 At 12:01 AM Standard Time at your mailing address shown above	
Previous Policy Number: AZAU440900	

Form Of Business:		
<input type="checkbox"/> Corporation	<input checked="" type="checkbox"/> Limited Liability Company	<input type="checkbox"/> Individual
<input type="checkbox"/> Partnership	<input type="checkbox"/> Other:	

In return for the payment of the premium, and subject to all the terms of this policy, we agree with you to provide the insurance as stated in this policy.

Premium Shown Is Payable At Inception: \$ 69,315.67
Audit Period (if applicable): <input checked="" type="checkbox"/> Annually <input type="checkbox"/> Semiannually <input type="checkbox"/> Quarterly <input type="checkbox"/> Monthly

Endorsements Attached To This Policy
See Schedule of Forms and Endorsements.

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 remotely and in person on December 16, 2024 by audio and video in accordance with notice promulgated by the Authority in accordance with applicable law.

Attested to this 16th day of December, 2024

By: _____
Secretary of the Authority

FORM and LEGALITY:

This Resolution is approved as to form and legality as of December 16, 2024.

By: _____
Matthew D. Jessup, Member, McManimon, Scotland & Baumann, LLC
Counsel to the Authority
Resolution No. 24-43