

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 2025, 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, 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.

[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>	11/1/2025	AZIMUTH 180 SOLAR ELECTRIC, LLC	NOVEMBER 2025 OPERATIONS & MAINTENANCE	\$ 12,623.68
<b>3</b>	11/1/2025	SUNLIGHT GENERAL CAPITAL MGMT, LLC	NOVEMBER 2025 ASSET MANAGEMENT	\$ 11,536.09
<b>4</b>	10/29/2025	AZIMUTH 180 SOLAR ELECTRIC, LLC	O&M REPAIRS - MINE HILL CANFIELD AVE	\$ 350.00
<b>5</b>	11/3/2025	AZIMUTH 180 SOLAR ELECTRIC, LLC	O&M REPAIRS - COUNTY COLLEGE OF MORRIS	\$ 350.00
<b>6</b>	11/3/2025	AZIMUTH 180 SOLAR ELECTRIC, LLC	O&M REPAIRS - PEARL MILLER	\$ 462.50
<b>7</b>	11/20/2025	AZIMUTH 180 SOLAR ELECTRIC, LLC	O&M REPAIRS - MORRIS HILLS KNOLLS HS	\$ 17,400.00
<b>8</b>	11/20/2025	AZIMUTH 180 SOLAR ELECTRIC, LLC	O&M REPAIRS - MORRIS HILLS KNOLLS HS COMMS	\$ 350.00
<b>9</b>	11/20/2025	AZIMUTH 180 SOLAR ELECTRIC, LLC	O&M REPAIRS - RANDOLPH HS	\$ 425.00
<b>10</b>	11/20/2025	AZIMUTH 180 SOLAR ELECTRIC, LLC	O&M REPAIRS - RANDOLPH MS	\$ 350.00
<b>11</b>	10/22/2025	SUNLIGHT GENERAL CAPITAL, LLC	NJ ANNUAL REPORT - SUNLIGHT GENERAL MORRIS HOLDINGS, LLC	\$ 78.00
<b>12</b>	10/22/2025	SUNLIGHT GENERAL CAPITAL, LLC	NJ ANNUAL REPORT - SUNLIGHT GENERAL MORRIS SOLAR, LLC	\$ 78.00
				<hr/>
				\$ 44,003.27

01 Nov 2025

# O&M INVOICE

01 Nov 2025 — 30 Nov 2025



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 \$17.9108 /kW DC annual fee times 8,457.71 kW DC, 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: \$12,623.68**

## 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 2025

## ASSET MANAGEMENT INVOICE

01 Nov 2025 — 30 Nov 2025



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 Oct 2025

# O&M INVOICE

Due: 30 Nov 2025



Please find this invoicing statement for the repairs described below:

Canfield Ave. School filter & fan cleaning.  
BP Event #138938

**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 - Mine Hill BOE - Canfield Ave School	7/17/24 Filter & Fan cleaning	1	350	\$350.00

Total: \$350.00

**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

28 Oct 2025

# O&M INVOICE

Due: 27 Nov 2025

Please find this invoicing statement for the repairs described below:  
Morris II CCM Inverter 10 & 15 issues.

BP Event #137913



**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	6/27/2024 Morris II CCM- inverter repair visit	1	350	\$350.00

**Total: \$350.00**

**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



31 Oct 2025

# O&M INVOICE

Due: 30 Nov 2025



Please find this invoicing statement for the repairs described below:

Pearl Miller MS Inverter 1 issues.  
BP Event #165050

**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 - Kinnelon BOE - Pearl Miller MS	8/26-9/12/25 troubleshoot visit to repair inverter 1	1	350	\$350.00
Morris II - Kinnelon BOE - Pearl Miller MS	fuse	1	112.5	\$112.50

**Total: \$462.50**

**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

20 Nov 2025

# O&M INVOICE

Due: 21 Dec 2025



Please find this invoicing statement for the repairs described below:

Knolls inverter 1 issues  
BP Event #148410

**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	1/15-7/2/25 DMGI replacement	1	17,400	\$17,400.00

**Total: \$17,400.00**

**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

20 Nov 2025

# O&M INVOICE

Due: 21 Dec 2025



Please find this invoicing statement for the repairs described below:

Knolls HS communication issues.  
BP Event # 159109

**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	6/11/25 troubleshoot visit for communication.	1	350	\$350.00

Total: \$350.00

**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

20 Nov 2025

# O&M INVOICE

Due: 21 Dec 2025



Please find this invoicing statement for the repairs described below:  
Randolph HS Inverter 4 issues.  
BP Event # 169285

**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	11/4/25 troubleshoot visit for inverter 4	1	350	\$350.00
Morris II - Randolph BOE - Randolph HS	misc materials	1	75	\$75.00

**Total: \$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

20 Nov 2025

# O&M INVOICE

Due: 21 Dec 2025



Please find this invoicing statement for the repairs described below:

Randolph MS communication issues.  
BP Event #156152

**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 MS Roof	4/15/25 troubleshoot visit for communication issues.	1	350	\$350.00

**Total: \$350.00**

**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



Veronica Barlow <vbarlow@sunlightgeneral.com>

---

## New Jersey Government Services Payment Receipt

---

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

Wed, Oct 22, 2025 at 10:18 AM

## Payment Receipt Confirmation

Your payment was successfully processed.

### Transaction Summary

Description	Amount
Agency Fee	\$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

Company Name

Local Reference ID

Receipt Date

Receipt Time

### Payment Information

Payment Type

Credit Card Type

Credit Card Number

Order ID

Name on Credit Card

### Billing Information

Billing Address

Billing City, State

Billing Zip/Postal Code

Country

Phone Number

This receipt has been emailed to the address below.

Email Address



Veronica Barlow <vbarlow@sunlightgeneral.com>

---

## New Jersey Government Services Payment Receipt

---

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

Wed, Oct 22, 2025 at 10:24 AM

## Payment Receipt Confirmation

Your payment was successfully processed.

### Transaction Summary

Description	Amount
Agency Fee	\$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

Company Name

Local Reference ID

Receipt Date

Receipt Time

### Payment Information

Payment Type

Credit Card Type

Credit Card Number

Order ID

Name on Credit Card

### Billing Information

Billing Address

Billing City, State

Billing Zip/Postal Code

Country

[Quoted text hidden]

***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				
Happer				

This Resolution was acted upon at the Regular Meeting of the Authority held remotely and in person on December 10, 2025 by audio and video in accordance with notice promulgated by the Authority in accordance with applicable law.

Attested to this 10th day of December, 2025

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

***FORM and LEGALITY:***

This Resolution is approved as to form and legality as of December 10, 2025.

By: \_\_\_\_\_  
Matthew D. Jessup, Member, McManimon, Scotland & Baumann, LLC  
Counsel to the Authority  
Resolution No. 25-57