

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 February 2026, and repair and other expenses, all 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.

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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	2/1/2026	AZIMUTH 180 SOLAR ELECTRIC, LLC	FEBRUARY 2026 OPERATIONS & MAINTENANCE	\$ 13,002.39
3	2/1/2026	SUNLIGHT GENERAL CAPITAL MGMT, LLC	FEBRUARY 2026 ASSET MANAGEMENT	\$ 11,536.09
4	2/18/2026	AZIMUTH 180 SOLAR ELECTRIC, LLC	O&M REPAIRS - COUNTY COLLEGE OF MORRIS	\$ 1,031.25
5	2/18/2026	AZIMUTH 180 SOLAR ELECTRIC, LLC	O&M REPAIRS - COUNTY COLLEGE OF MORRIS	\$ 1,275.00
6	2/18/2026	AZIMUTH 180 SOLAR ELECTRIC, LLC	O&M REPAIRS - COUNTY COLLEGE OF MORRIS	\$ 37,045.25
7	2/18/2026	AZIMUTH 180 SOLAR ELECTRIC, LLC	O&M REPAIRS - COUNTY COLLEGE OF MORRIS	\$ 44,827.58
8	2/18/2026	AZIMUTH 180 SOLAR ELECTRIC, LLC	O&M REPAIRS - CUCINELLA ES	\$ 850.00
9	2/18/2026	AZIMUTH 180 SOLAR ELECTRIC, LLC	O&M REPAIRS - LIBRARY	\$ 350.00
10	2/18/2026	AZIMUTH 180 SOLAR ELECTRIC, LLC	O&M REPAIRS - MORRIS KNOLLS HS	\$ 350.00
8	1/26/2026	SUNLIGHT GENERAL CAPITAL LLC	2025 AUDIT SECOND INSTALLMENT MORRIS COUNTY	\$ 4,900.00
				<u>\$ 115,167.56</u>

01 Feb 2026

O&M INVOICE

01 Feb 2026 – 28 Feb 2026



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: \$13,002.39

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 Feb 2026

ASSET MANAGEMENT INVOICE



01 Feb 2026 – 28 Feb 2026

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 Feb 2026

O&M INVOICE



Due: 20 Mar 2026

Please find this invoicing statement for the repairs described below:
CCM inverter 7 communication issues.
BP Event #153348

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	3/18-3/27/25 truck roll	1	150	\$150.00
Morris II - County College of Morris II - CCM	3/18-3/27/25 labor hours	4	150	\$600.00
Morris II - County College of Morris II - CCM	parts	1	281.25	\$281.25

Total: \$1,031.25

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 Feb 2026

O&M INVOICE



Due: 20 Mar 2026

Please find this invoicing statement for the repairs described below:
CCM inverter 17 issue.
BP Event #150867

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	1/24-1/27/25 labor hours	8	150	\$1,200.00
Morris II - County College of Morris II - CCM	misc materials	1	75	\$75.00

Total: \$1,275.00

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 Feb 2026

O&M INVOICE



Due: 20 Mar 2026

Please find this invoicing statement for the repairs described below:
CCM inverter 11 issues
BP Event #150532

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	7/10-11/12/25 truck roll	1	150	\$150.00
Morris II - County College of Morris II - CCM	7/10-11/12/25 labor hours	8	150	\$1,200.00
Morris II - County College of Morris II - CCM	remote service	2	1,275	\$2,550.00
Morris II - County College of Morris II - CCM	onsite support	1	1,621.5	\$1,621.50
Morris II - County College of Morris II - CCM	parts-control board	1	1,243.75	\$1,243.75
Morris II - County College of Morris II - CCM	DMGI	2	15,000	\$30,000.00
Morris II - County College of Morris II - CCM	misc materials	1	75	\$75.00
Morris II - County College of Morris II - CCM	parts-capacitors	1	205	\$205.00

Total: \$37,045.25

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 Feb 2026

O&M INVOICE



Due: 20 Mar 2026

Please find this invoicing statement for the repairs described below:
CCM inverter 15 issues.
BP Event #143673

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	11/4/24-12/3/25 labor hours	16	150	\$2,400.00
Morris II - County College of Morris II - CCM	8/29/25 onsite & remote support	1	6,721.25	\$6,721.25
Morris II - County College of Morris II - CCM	DMGI	2	15,150	\$30,300.00
Morris II - County College of Morris II - CCM	AC filters & contactors	1	5,126.33	\$5,126.33
Morris II - County College of Morris II - CCM	Capacitors	1	205	\$205.00
Morris II - County College of Morris II - CCM	misc materials	1	75	\$75.00

Total: \$44,827.58

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 Feb 2026

O&M INVOICE



Due: 20 Mar 2026

Please find this invoicing statement for the repairs described below:
Cucinella ES kiosk time issues.
BP Event #180171

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 - Washington Twp. SD - Cucinella ES	2/10/26 truck roll	1	150	\$150.00
Morris II - Washington Twp. SD - Cucinella ES	2/10/26 labor hours	4	175	\$700.00

Total: \$850.00

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 Feb 2026

O&M INVOICE



Due: 20 Mar 2026

Please find this invoicing statement for the repairs described below:
Morris II Library Inverter B issues.
BP Event #176095

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 County - Library	1/7-2/10/26 visit to address inverter 2 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

18 Feb 2026

O&M INVOICE



Due: 20 Mar 2026

Please find this invoicing statement for the repairs described below:
Morris Knolls HS Inverter 2 issues.
BP Event #161248

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	7/2/25 visit to address inverter 2 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



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 Hughes
135 57th St. Sixth Floor
New York, NY 10022

Invoice: 665552
Date: 1/26/2026
Due Date: Upon Receipt
Client Number: JB1659

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

For professional services rendered:

Second installment for the audit of the financial statements as of and for the year ended December 31, 2025 - per engagement letter dated September 2, 2025 \$ 4,900.00

Invoice Total \$ 4,900.00

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:

Commissioner	Yes	No	Abstain	Absent
Leary				
Ramirez				
Bauer				
Sandman				
Happer				

This Resolution was acted upon at the Regular Meeting of the Authority held remotely and in person on March 18, 2026 by audio and video in accordance with notice promulgated by the Authority in accordance with applicable law.

Attested to this 18th day of March, 2026

By: _____
Secretary of the Authority

FORM and LEGALITY:

This Resolution is approved as to form and legality as of March 18, 2026.

By: _____
Matthew D. Jessup, Esq.
Member, McManimon, Scotland & Baumann, LLC
Counsel to the Authority
Resolution No. 26-12