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Resolution of

THE CAMDEN COUNTY MUNICIPAL UTILITIES AUTHORITY

Authorizing Execution of a Power Purchase Agreement with Camden Solar Group for
Provision of Solar Powered Energy at the Delaware No.1 WPCF

R-11:10-138

Whereas, CCMUA Resolution R-10:12-148 selected Heliosage as the solar energy provider for the CCMUA's wastewater treatment plant, based on its low price of 4.8 cents per kilowatt-hr; and

Whereas, the Bond Counsel, Hawkins-Delafield, and the Executive Director have completed negotiations with the Camden Solar Group, Heliosage's successor in interest, for the corresponding power purchase agreement to provide 1.8 MW (about 10% of the energy needs of the plant) at the aforementioned low bid price of 4.8 cents per kilowatt-hr (as compared to the 12 cents per kilowatt-hr currently paid by the CCMUA); and

Whereas, this price is guaranteed for 15 years, with no escalation; and

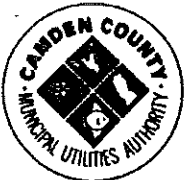
Whereas, accordingly, the Executive Director recommends execution of the power purchase agreement with the Camden Solar Group.

Now, Therefore Be It Resolved By the Camden County Municipal Utilities Authority that it authorizes execution of a 15 year power purchase agreement with Camden Solar Group for provision of 1.8 MW of solar powered electricity at a price of 4.8 cents per kilowatt-hr.

ADOPTED: October 17, 2011

Kim Michelini
Authority Secretary

I hereby certify that the foregoing is a true copy of the Resolution adopted by the members of the Camden County Municipal Utilities Authority at a meeting held on October 17, 2011.



Certification of Available Funds

Pursuant to NJAC 5:30-1.10, I hereby certify as follows:

- 1 I am the financial officer charged with the responsibility of maintaining the financial records of the Camden County Municipal Utilities Authority.
- 2 There are adequate funds available to pay for the expenditure authorized by the attached Resolution entitled:

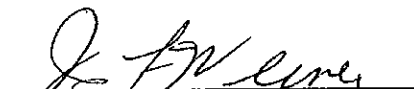
AUTHORIZING EXECUTION OF A POWER PURCHASE AGREEMENT WITH CAMDEN SOLAR GROUP FOR PROVISION OF SOLAR POWERED ENERGY AT THE DELAWARE NO. 1 WPCF

- 3 The line item appropriation of the official budget adopted to the Local Budget Law to which the expenditure will be changed in accordance with the comptroller function is:

\$400,000.00

151-0495-0001

- 4 The funds certified as available for the expenditure authorized by the above Resolution will not be certified as available for any other contract of expenditure.


Fiscal Officer

SUPPLEMENTAL COMMITMENT AGREEMENT

This Supplemental Commitment Agreement (this "Agreement") is made and effective this 17th day of October, 2011, by and between **CAMDEN SOLAR CENTER, LLC** a New Jersey limited liability company ("CSC"), **HELIO SAGE, LLC** a Virginia limited liability company ("HelioSage") and **CAMDEN COUNTY MUNICIPAL UTILITIES AUTHORITY** ("CCMUA").

WHEREAS, CCMUA and CSC, a subsidiary of HelioSage, desire to enter into a Solar Power Services Agreement; and

WHEREAS, in addition to the services to be provided by CSC as set forth in the Solar Power Services Agreement, HelioSage has committed to provide certain community outreach services in connection with the solar project; and

WHEREAS, CSC is responsible pursuant to the Solar Power Services Agreement to obtain all permits and approvals necessary for the installation and operation of the solar project; and

WHEREAS, CCMUA is responsible pursuant to the Solar Power Services Agreement to provide commercially reasonable assistance to CSC in obtaining the necessary permits and approvals in connection with the solar project; and

WHEREAS, pursuant to the Sewer Services Agreement between CCMUA and the City of Camden, CCMUA is exempt from the need to obtain certain approvals with respect to improvements at CCMUA's wastewater treatment system site.

NOW, THEREFORE, in consideration of the mutual promises set forth below, and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties hereto agree, as follows:

1. HelioSage will reasonably assist CCMUA with community outreach and public relations regarding the CCMUA's commitment to clean energy, social responsibility, and a sustainable future. HelioSage will work with CCMUA staff to draft press releases, contract local media, and otherwise equip CCMUA with the data and talking points necessary to ensure that this demonstration of sustainable practice generates the favorable publicity it warrants. HelioSage will provide an internet-enabled, flat screen display for the lobby of the CCMUA's offices that will show in real-time the output of the solar energy system and the corresponding environmental impact. In addition, HelioSage will work with the CCMUA to design and install an educational structure to be permanently erected in the appropriate location on the proposed 5.5 acre water park adjacent to the wastewater treatment plant. Through collaboration with the CCMUA, this structure will detail how a solar energy system works and the positive impact it has on national security, national infrastructure and the environment at large.

2. CCMUA agrees that it shall use good faith efforts to enforce all of its rights relating to certain government approvals as set forth in the Sewer Services Agreement between the City of Camden and CCMUA, dated December 2, 1986.

3. This Agreement may be executed in counterparts, each of which shall be deemed an original and all of which shall constitute one and the same instrument.

IN WITNESS WHEREOF, the parties hereto have duly executed this Agreement as of the date first above written.

Camden Solar Center, LLC

By: Nelson S. Teague, Jr.
Name: Nelson S. Teague, Jr.
Title: Managing Member

HelioSage, LLC

By: Nelson S. Teague, Jr.
Name: Nelson S. Teague, Jr.
Title: Co-Founder and General Counsel

Camden County Municipal Utilities Authority

By: _____
Name: _____
Title: _____