

**CERTIFIED COPY OF RESOLUTION  
OF THE BOARD OF SELECTMEN OF  
TOWN OF BRANFORD**

The undersigned hereby certifies that he/she is the duly elected, qualified and acting [Town Clerk]<sup>a</sup> of the Town of Branford, which is duly organized and existing under the laws of the State of Connecticut (the "Municipality"). The undersigned further certifies that the following is a true and accurate copy of a resolution adopted at a meeting of the of Board of Selectmen of the Municipality duly called and held at its offices on June 26, 2024, at which meeting a quorum was present and voting throughout.

**"WHEREAS** the Municipality intends to enter into an Offtake Agreement (as defined below) with CEFIA Holdings LLC, or any other subsidiary of the Connecticut Green Bank (collectively, the "Seller"), pursuant to which Seller will install renewable energy systems at the following property or properties which properties are owned or are under the care and control of the Municipality:

1. Branford Ecology Park, 100 Tabor Drive, Branford, CT 0640

**WHEREAS** Seller will share the revenue from the sale of electricity generated by such systems with the Municipality over twenty (20) years, as more particularly described in that certain Power Purchase and License Agreement by and between Seller and the Municipality (the "Offtake Agreement"), the substantive form of which is attached hereto and made part hereof, subject to final modification and negotiation.

**BE IT RESOLVED:** that the Municipality be and hereby is authorized and empowered, acting through the First Selectman, in accordance with the requirements of any applicable charter, bylaws, ordinance, or code, to take on any obligations contained in the Offtake Agreement;

**BE IT FURTHER RESOLVED:** that the First Selectman of the Municipality, acting alone, be and hereby is authorized and empowered and directed to do all things that may be necessary or appropriate to obtain and consummate the transaction contemplated above, including execute the Offtake Agreement(s), and all such other agreements, instruments, documents associated with the Offtake Agreement(s), as Seller shall reasonably require, with all such additional terms and conditions as such Municipality shall determine to be necessary, useful or required in furtherance of or in order to give effect to the purpose or intent of the resolutions set forth herein; and

**BE IT FURTHER RESOLVED:** that any acts of the First Selectman of the Municipality, acting alone, on behalf of the Municipality taken prior to the date hereof which would have been authorized by the foregoing resolutions, be, and they hereby are, individually and collectively ratified, confirmed, adopted and approved."

Given under my hand as [Town Clerk] of said Municipality.

Signature: \_\_\_\_\_

Print Name: \_\_\_\_\_

Title: [Town Clerk]

Date:

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<sup>a</sup> This must be the municipal clerk or member of the municipal legislative body who is not the person being authorized by the resolution