



GOVERNMENT OF PUERTO RICO

Puerto Rico Public-Private Partnerships Authority

CERTIFICATE AS TO RESOLUTION

I, **MARGARITA CINTRÓN-SOLLA**, Assistant Secretary of the Board of Directors of the Puerto Rico Public-Private Partnerships Authority, **DO HEREBY CERTIFY** that attached hereto is a true, correct and complete copy of **Resolution 2019-51, which was** adopted by unanimous consent of the Members of the Board of Directors of this Authority, on September 9, 2019. Said Resolution has not been repeated, revoked, rescinded or amended, and is in full force and effect.

RESOLUTION 2019-51

AMENDMENT TO THE DESIGNATION OF THE PARTNERSHIP COMMITTEE FOR THE PREPA TRANSMISSION AND DISTRIBUTION SYSTEM PROJECT, PURSUANT TO THE PUERTO RICO ELECTRIC SYSTEM TRANSFORMATION ACT, ACT NO. 120-2018 ("ACT 120")

WHEREAS, pursuant to the provisions set forth in Act 29-2009, as amended, the Puerto Rico Public-Private Partnerships Authority ("Authority") is the government entity in charge of implementing the public policy that seeks to promote the establishment of public-private partnerships;

WHEREAS, pursuant to Act 120, the Authority is designated as the government entity authorized to and responsible for, among others, implementing the public policy regarding the sale, disposition and/or transfer of operations, functions and services of the Puerto Rico Electric Power Authority ("PREPA Transactions"). The Authority is further tasked with determining the functions, services and/or facilities for which public-private partnerships shall be established, and which the Puerto Rico Electric Power Authority ("PREPA") generations assets shall be sold;

WHEREAS, pursuant to Section 5 of Act 120, the Authority shall designate a Partnership Committee pursuant to Act 29 to evaluate and select the qualified persons and the proponents for the PREPA Transactions, and to establish and negotiate terms and conditions it deems appropriate for the corresponding partnership agreement in accordance with the provisions of Act 29 and Act 120;

WHEREAS, through Resolution 2018-71, the Board of Directors appointed the corresponding Partnership Committee Members for the Transmission and Distribution System Project ("T&D Project"), in accordance with Section 8(a) of the Act 29, as follows:

- The Executive Director of the Puerto Rico Fiscal Agency and Financial Advisory Authority, or his/her delegate.
- The Executive Director of the PREPA, the Partnering Government Entity, or his/her delegate.
- Ralph A. Kreil Rivera, as a Member of the Board of Directors of PREPA, the Partnering Government Entity, or his/her delegate.

AS

- Edison Avilés, chosen by the Authority for his knowledge and experience in the kind of project covered by the public-private partnership under consideration.
- Jorge Morales, chosen by the Authority for his knowledge and experience in the kind of project covered by the public-private partnership under consideration.

WHEREAS, with the purpose to continue with the T&D Project, the Authority request authorization to modify the composition of the Partnership Committee.

NOW THEREFORE, BE IT RESOLVED, by the Board of Directors of the Puerto Rico Public-Private Partnerships Authority, to replace the designation of Jorge Morales, as a member chosen by the Authority for his knowledge and experience for Ottmar J. Chávez and amend the Resolution 2018-71 to read as follows:

- The Executive Director of the Puerto Rico Fiscal Agency and Financial Advisory Authority, or his/her delegate.
- The Executive Director of the PREPA, the Partnering Government Entity, or his/her delegate.
- Ralph A. Kreil Rivera, as a Member of the Board of Directors of PREPA, the Partnering Government Entity, or his/her delegate.
- Edison Avilés, chosen by the Authority for his knowledge and experience in the kind of project covered by the public-private partnership under consideration.
- Ottmar J. Chávez, chosen by the Authority for his knowledge and experience in the kind of project covered by the public-private partnership under consideration.


BE IT ALSO RESOLVED, to ratify the Partnership Committee Members specified above as T&D Committee Members, pursuant to the provisions of Act 29 and Act 120 and to authorize the Executive Director of the Authority to execute all necessary documents in furtherance thereof.

This Resolution shall be effective immediately upon its approval.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the Puerto Rico Public-Private Partnerships Authority, this 20th day of September, 2019.



(SEAL)



MARGARITA CINTRÓN-SOLLA
ASSISTANT SECRETARY