



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 2018-71**, which was duly adopted by the Board of Directors of this Authority at a meeting duly called and held on October 22, 2018, at which a quorum was present and acting throughout. Said Resolution has not been repeated, revoked, rescinded or amended, and is in full force and effect.

RESOLUTION 2018-71

WHEREAS, pursuant to the Public-Private Partnership Act, Act No. 29-2009, as amended (“Act 29”), the Puerto Rico Public-Private Partnership Authority (“Authority”) is the entity in charge of implementing the governmental public policy that seeks to promote the establishment of public-private partnerships;

WHEREAS, pursuant to the enactment of the Puerto Rico Electric System Transformation Act, Act No. 120-2018 (“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”) generation 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 provision of Act 219 and Act 120.

NOW THEREFORE, BE IT RESOLVED, the consent and approval of the Board of Directors to appoint the Partnership Committee Members for PREPA’s Transmission and Distribution System, pursuant to the provisions of the Act.

FURTHERMORE, BE IT RESOLVED, the appointment of the corresponding Partnership Committee Members, in accordance with Section 8(a) of the Act, as follows:

BA



- 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 their knowledge and experience in the kind of project covered by the Partnership under consideration.
- Jorge Morales, chosen by the Authority for their knowledge and experience in the kind of project covered by the Partnership under consideration.

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 5th day of December, 2018.




MARGARITA CINTRÓN-SOLLA
ASSISTANT SECRETARY