Minutes

YPSILANTI COMMUNITY UTILITIES AUTHORITY
BOARD OF COMMISSIONERS MEETING
Wednesday, March 26, 2014 – 4:00 p.m.
YCUA Administration Building
2777 State Road
Ypsilanti, MI 48198-9112

Members Present: Brenda L. Stumbo, Michael Bodary, Andrew Cameron, Larry J. Doe, and Keith P. Jason.

Members Absent: None.

1. CALL TO ORDER: Ms. Stumbo called the meeting to order at 4:00 p.m.

2. MINUTES OF THE PREVIOUS MEETING: Motion by Doe to receive and file the minutes of the February 26, 2014 meeting as presented. Support by Bodary. In favor: All. Opposed: None. (Motion carried.)

3. NEW BUSINESS:
   A. YCUA Resolution No. 14-1 re: PNC Bank Depository Accounts and Signature Cards – Dwayne Harrigan
      Motion by Doe to approve YCUA Resolution No. 14-1 re: PNC Bank Depository Accounts and Signature Cards. Support by Cameron. In favor: All. Opposed: None. (Motion carried)

   B. Request to Approve – Tetra Tech Proposal re: Willow Run Wastewater Treatment Plant Demolition in the Not-To-Exceed Amount of $84,000 (Environmental Reserve Fund Account No. 902-392) – Scott D. Westover
      Motion by Bodary to approve the Tetra Tech Proposal re: Willow Run Wastewater Treatment Plant Demolition in the Not-To-Exceed Amount of $84,000 (Environmental Reserve Fund Account No. 902-392). Support by Doe.

      Mr. Westover reminded the Board that, at last month’s meeting, staff requested the Board’s permission to obtain this proposal. He indicated
that the proposal in line with the scope of work that was requested and that the cost is reasonable.

Mr. Doe inquired as to how long it will take to obtain bids. Daniel Sopoci, Senior Scientist at Tetra Tech, advised the Board that Tetra Tech expects it to take four to six weeks to complete the sampling and analyzing of the different materials onsite to determine how they will be managed. Tom Allbaugh of Tetra Tech added that the design will add another four to six weeks, for a total of eight to 12 weeks.

Mr. Bodary inquired as to whether the Board will see an RFP request on the July agenda. Mr. Westover responded that August to September is more likely.

In favor: All. Opposed: None. (Motion carried)

C. Request to Approve - Tetra Tech Proposal re: WWTP Incinerator SO2 Reduction in the Not-To-Exceed Amount of $91,000 (O & M Account No. 902-167) – Scott D. Westover

Motion by Bodary to approve the Tetra Tech Proposal re: WWTP Incinerator SO2 Reduction in the Not-To-Exceed Amount of $91,000 (O & M Account No. 902-167). Support by Jason.

Mr. Westover reminded the Board that, at last month’s meeting, staff requested the Board’s permission to obtain this proposal. He indicated that the proposal in line with the scope of work that was requested and that the cost is reasonable.

In favor: All. Opposed: None. (Motion carried)

D. Request to Approve – Award of Contract re: 2014 Road Repairs Phase 1 in the Amount of $226,412 with a Contingency of $13,588 for a Total Project Budget of $240,000 (O & M Expense Account No. 902-161) – Scott D. Westover

Motion by Doe to approve the Award of Contract re: 2014 Road Repairs Phase 1 to Pavex Corporation of Grosse Ile, MI in the Amount of $226,412 with a Contingency of $13,588 for a Total Project Budget of $240,000 (O & M Expense Account No. 902-161). Support by Cameron.

Mr. Westover advised the Board that the as-read low bidder made an error and requested that their bid be withdrawn. He indicated that the second and third low bidders, Pavex and Best Asphalt respectively, were within about $400 of each other.

Mr. Bodary asked for clarification on how bidding for this ongoing project works. Mr. Westover responded that a bid is done every six months,
completely independent of the project before it, which he outlined in
greater detail.

Mr. Doe inquired as to whether Pavex Corporation has worked for YCUA
before. Mr. Westover responded that they have not and that Best Asphalt
has very successfully completed three of the last four road repairs project.
Mr. Doe also inquired as to whether Best Asphalt has historically come in
within contingency budgets. Mr. Westover responded that any overages
that have occurred were the result of locations being added after the bids
were received.

Ms. Stumbo asked for more information on the $2 credit for locations that
do not require installation, which seems low to her. Mr. Westover
responded that he did follow up to make sure that the figure was accurate.

Ms. Stumbo commented that, if there is only a $400 difference between
the two lowest, responsible bidders, she is more comfortable going back to
Best Asphalt, whose work has been so well received by the residents in
recent years.

Mr. Bodary interjected that he is of the opinion that the bid results should
stand and the low bidder should be awarded the contract, particularly since
the local preference provision does not apply in this case.

Mr. Doe commented that his opinion is that Best Asphalt’s closer location
in Romulus will result in lower costs to the Authority. Mr. Cameron
concurred, particularly in light of the very small difference between the
two bids.

Mr. Castro interjected that YCUA agrees that Best Asphalt has done
excellent work in the past but that staff is doing its due diligence in
recommending the low bidder.

Mr. Bodary also commented that, if the low bidder does not perform to
standard, the contract can be voided and awarded to the second low
bidder. YCUA attorney Tom Daniels responded that this could be
difficult and costly to litigate in the middle of a job that needs to be
completed in a timely manner.

Mr. Jason inquired as to whether the only reason that Pavex Corporation’s
low bid is the one being recommended is because YCUA policy requires
it. Mr. Westover and Mr. Castro responded affirmatively. Mr. Westover
indicated that bids are awarded to the low, responsible bidder and that, in
his mind, to award bids to bidders based on past good performance but
that are not the low bidder would render the bid process moot. Mr. Doe
interjected that Authority staff has made similar recommendations in the
past where low bidders were passed over in favor of bidders with positive past performance.

Mr. Jason indicated that he is in favor of continuing to work with the same company that has worked well for the Authority in the past.

In favor: Bodary.  Opposed: Four.  (Motion failed)

Motion by Doe to approve the Award of Contract re: 2014 Road Repairs Phase 1 to Best Asphalt Inc. in the Amount of $226,847 with a Contingency of $13,153 for a Total Project Budget of $240,000 (O & M Expense Account No. 902-161). Support by Cameron.

Mr. Bodary expressed his support of the new motion. Mr. Cameron stated that the difference between the two bids is less that 2/10th of 1%, which is a small price to pay for peace of mind. Ms. Stumbo concurred.

In favor: All.  Opposed: None.  (Motion carried)

E. Request to Approve - Award of Contract re: Dye Testing of Metering Equipment for a Total Project Budget of $150,000 (O & M Expense Account No. 902-164) – Scott D. Westover

Motion by Doe to provide the Award of Contract re: Dye Testing of Metering Equipment for a Total Project Budget of $150,000 (O & M Expense Account No. 902-164). Support by Bodary.

Mr. Westover advised the Board that only two bids were received, as was expected. He indicated that the dye testing is required to calibrate the meters that are being installed for the wastewater meter-based billing system. Mr. Westover explained that the low bid was significantly lower and that both bidders have extensive experience in dye testing.

Ms. Stumbo inquired as to whether the attorney will review the two-year contract. Mr. Daniels responded affirmatively. Ms. Stumbo asked for clarification that the meters are being installed in order to recoup revenues that are currently “going down the drain”. Mr. Castro responded affirmatively, indicating that infiltration and inflow of groundwater is a cost to the Authority.

Mr. Cameron inquired as to a likely time frame for cost recovery. Mr. Westover responded that, pursuant to the wastewater contracts that are in place, the bulk of the cost in this project will be assumed by the contract customers and that the Authority is likely to invest only about $30,000 in order to collect about $1 million in annual revenue that is currently being lost. He added that the system is likely to be online by September 1st. Mr. Westover stated that the flow meter data will be gathered monthly and processed every three months with the dye testing done twice on each
meter between now and July with the intent to test each meter every 12 to 15 months thereafter on a rotating basis.

In favor: All. Opposed: None. (Motion carried)

F. **Request for Final Acceptance – Tim Horton’s at Anna J. Stepp Drive as a Public Utility** – Scott D. Westover

Motion by Doe to provide Final Acceptance to Tim Horton’s at Anna J. Stepp Drive as a Public Utility. Support by Bodary.

Mr. Westover advised the Board that this is the usual process in order to take ownership of some newly-constructed water main infrastructure. He indicated that, in this case, YCUA is accepting 215 feet of water main from the hydrant and refunding the customer the remaining construction escrow account monies, which the Authority takes in to assure it receives accurate as-built plans.

In favor: All. Opposed: None. (Motion carried)

G. **Fund Balance Report** – Dwayne Harrigan

Informational only; no motion from the Board required.

H. **Financial Report – Authority Net Assets** – Dwayne Harrigan

Informational only; no motion from the Board required.

I. **Usage Report – Consumption Report** – Jeff Castro

Mr. Castro directed the Board’s attention to the Consumption Report. He then proceeded to give a detailed report of the information contained in the report and answered questions from the Board.

Informational only; no motion from the Board required.

J. **Attorney’s Report** – Thomas E. Daniels

There was no Attorney’s Report for the month.

K. **Environmental Report** – Luther D. Blackburn

There was no Environmental Report for the month.

L. **Director’s Report** - Jeff Castro

Mr. Castro advised the Board on the 28 water main breaks for the unusually cold and snowy winter season compared to 35 last year. He thanked the water distribution department and Service Center staff for their efforts in minimizing the impacts of the record-breaking weather on the community, particularly in terms of eliminating the need for boil water advisories and extended underground voids requiring mudjacking. Mr.
Castro indicated that YCUA is one of the few utilities that can claim fewer main breaks this year compared to the year before.

Mr. Castro also advised the Board that 39 customers experienced a frozen water service line, whereas there have been none in the last five years. He indicated the first five or six customers were accommodated with a temporary hose connection with permission from their neighbors, which is cost that YCUA absorbed. Mr. Castro stated that, thereafter, the YCUA Service Center modified its Steam Jenny in order to excavate the curb stop, open the valve, and inject a hose with the Steam Jenny to thaw the line all the way to the main, even in instances where the freezing occurred on the side of the customer’s service lead. He also thanked the meter department staff.

Ms. Stumbo concurred with Mr. Castro’s comments and indicated that the community was amazed and grateful to see YCUA working so hard in such bitter cold weather. She thanked Mr. Castro for his leadership in setting the tone for this exemplary customer service.

Mr. Castro also thanked wastewater staff for their efforts in minimizing the frost buildup on the scum beaches during the arctic weather as well as the maintenance department’s hard work in dealing with pump station alarms to assure that YCUA doesn’t operate without heat in such serious conditions.

4. OLD BUSINESS: There was no Old Business for the month.

5. OTHER BUSINESS: There was no Other Business for the month.

6. STATEMENTS AND CHECKS: Motion by Cameron to pay the bills in the amount of $3,897,887.24. Support by Doe. In favor: All. Opposed: None. (Motion carried)

7. PUBLIC COMMENTS: There were no Public Comments for the month.

8. ADJOURNMENT: Motion by Doe to adjourn the meeting at 4:39 p.m. Support by Cameron. In favor: All. Opposed: None. (Motion carried)

Respectfully submitted,

ANDREW CAMERON, Secretary - Treasurer
The undersigned certifies as follows to PNC Bank, National Association

1. **Name of Client**: YPSILANTI COMMUNITY UTILITIES (“Client”)

2. **Type of Organization**: (check one)

   - Corporation. The Client is a corporation organized under the laws of the __________ of __________, and the undersigned Secretary of the Client certifies that the following is a true copy of resolutions adopted by the Board of Directors of the Client pursuant to a notice and the articles of incorporation and regulations or by-laws of the Client and at which a quorum was present, or adopted without a meeting by the written approval of the directors of the Client.

   - Partnership. The Client is a partnership and the undersigned general partners of such partnership certify that the following is a resolution adopted by all of the general partners of such partnership.

   - Unincorporated Association. The Client is an unincorporated association and the undersigned Secretary of the Client certifies that the following is a true copy of resolutions adopted by the Members, Trustees, Executive Committee, Board of Directors, etc. of the Client pursuant to, and in compliance with, its organizational documents.

   - Limited Liability Company. The Client is a limited liability company organized under the laws of the __________ of __________ and the undersigned members charged with managing the business affairs of the Client certify that the following is a resolution adopted by all members of such limited liability company.

   - Sole Proprietorship. The Client is a sole proprietorship doing business under the name __________ and authorizes the following.

   - **Other.** __________.

3. **Resolutions:**

   **A. Authorization of Depository.** Resolved, that the Bank is hereby designated a depository of the Client and is hereby authorized to accept moneys, wire and other electronic fund transfers, checks, drafts, notes, acceptances or other evidences of indebtedness for deposit, or for collection by the Bank and deposit upon receipt of payment therefor by the Bank, (including deposits and collections of payments in such foreign currencies as the Bank may accept from time to time), to the credit of the Client in such account or accounts as the Client may have with the Bank, without the endorsement of the Client appearing thereon, and Client promises to pay Bank for any Items that are returned for lack of endorsement. The persons so indicated on Part C of the Attachments are authorized to open or close deposit accounts with the Bank and to instruct the Bank as to the disposition of funds in any account to be closed, all by written instruction to the Bank signed by any one of such persons. The depository accounts to which these resolutions and authorizations apply include existing depository accounts of the Client, as listed on Part D of the Attachments, and all future depository accounts opened by the Client with the Bank pursuant to this Section 3A, and may include accounts denominated in one or more foreign currencies offered by the Bank from time to time.

   **B. Authorization to Sign Checks and Other Instruments and Withdrawal Orders and to Designate Other Persons Who Have Such Authority.** Resolved, that any one of the persons so indicated on Part C of the Attachments is authorized to sign, execute, deliver and negotiate checks, drafts, bills of exchange, acceptances and other instruments or withdrawal orders from or drawn on the depository accounts of the Client with the Bank (“Items”) and to designate other persons who are authorized to sign, execute, deliver and negotiate Items. The signatures of all authorized signers must appear on the account signature card for the applicable account. As confirmation of the authority of such persons, the account signature card shall be executed by an authorized person so indicated on Part C of the Attachments.

   **Authorization for Use of Facsimile Signature.** If the Facsimile Signature section is completed on Part C of the Attachments, it authorizes the use of facsimile signatures in accordance with this Section 3B. Such facsimile signatures must be provided on account signature cards properly executed in accordance with these Resolutions.

   Resolved, that if so indicated on Part C of the Attachments, the Bank is hereby requested, authorized and directed to honor any and all Items when bearing the facsimile signature made by machine or other mechanical device, or rubber stamp of any person whose facsimile signatures appear on signature cards given by Client to Bank from time to time and executed in accordance with these Resolutions. The Client assumes full responsibility for all payments made by the Bank in good faith reliance upon such facsimile signature(s) of such person or persons and
the Bank shall be entitled to pay and charge to the account of the Client any and all such Items, regardless of by whom or by what means such facsimile signature(s) thereon may have been affixed thereto.

The Bank is authorized to make payments from the funds of the Client on deposit with the Bank, upon and according to such Items and other written instructions, whether given by manual or facsimile signature, in each case regardless of whether payment is requested to be made to the order of or for the benefit of, or whether payment is to be deposited to the individual credit of or tendered in payment of the obligation to the Bank of, the person making the withdrawal or transfer or any person listed in Part C of the Attachments.

C. Authorization to Obtain Treasury Management Services and to Designate Other Persons Who Have Such Authority

Resolved, that any one of the persons so indicated on Part C of the Attachments is authorized from time to time (1) to obtain for the Client from the Bank such treasury management services as he or she so elects in his or her sole discretion including, without limitation, services for the initiation or origination of transfers or withdrawals of funds from the accounts of Client with the Bank, either in United States dollars or in such foreign currencies as Bank may make available from time to time; (2) to accept, execute and/or deliver such agreements, instruments and documents as may be required by the Bank in its sole discretion in connection with the furnishing of such services or transactions; and (3) to designate, in writing, other persons who are authorized to obtain for the Client such treasury management services or to enter into such transactions or to give instructions to the Bank with respect to such services or transactions and to accept, execute and/or deliver such agreements, instruments and documents, all without further action by the Client.

D. Authorization to Designate Other Persons Who are Authorized to Conduct Certain Foreign Exchange Transactions

Resolved, that any one of the persons so indicated on Part C of the Attachments is also authorized to designate, in writing (in substantially the form attached hereto as Part E of the Attachments, or such other form acceptable to the Bank), those persons who are authorized to initiate and/or confirm on behalf of the Client foreign exchange transactions (including spot and forward foreign currency purchases and sales), with the Bank in foreign currencies offered by the Bank from time to time.

E. Authorization to Make Changes

Resolved, that any one of the persons so indicated on Part C of the Attachments is also authorized to (i) add or remove Subsidiaries from Part A of the Attachments; (ii) add or remove division names, trade names or Federal Tax Identification Numbers from Part B of the Attachments; (iii) add or remove persons authorized to act hereunder from Part C of the Attachments; and (iv) change the scope of the authority granted in Part C of the Attachments to any person authorized to act hereunder, in each case as evidenced by written instructions executed by such authorized person and delivered to the Bank.

F. Requests Made by Facsimile or Other Means

Resolved, that the Bank is authorized, in its sole discretion, to take any action authorized hereunder based upon: (i) the telephone request of any person purporting to be a person authorized to act hereunder, (ii) the signature of any person authorized to act hereunder that is delivered to the Bank by facsimile transmission, (iii) electronic mail that Bank reasonably believes is from any person authorized to act hereunder or (iv) the telex which the Bank reasonably believes is originated by any of such persons, tested in accordance with such testing procedures as may be established between the Client and the Bank from time to time.

G. Authorization for Subsidiaries, Divisions and Trade Names

Resolved, as to each entity (other than the Client) listed in Part A of the Attachments, all of which are direct or indirect subsidiaries of the Client and whose activities are controlled by Client and 51% or more of whose voting stock is owned directly or indirectly by the Client or whose interests are owned 51% percent or more by the Client in the case of non-stock subsidiaries (each a “Subsidiary”) that (i) the Client hereby (a) adopts all of the preceding and following resolutions on behalf of each Subsidiary, and (b) instructs each Subsidiary to cause these resolutions to be filed with its corporate records, and to adopt all of these resolutions on behalf of Subsidiaries all of whose voting interests are owned by each Subsidiary, and (ii) these resolutions apply not only to the Client and each Subsidiary, but also to any bank accounts established with the Bank by, or other treasury management services provided by the Bank to, the Client or each Subsidiary acting under the division name, trade names or other Federal Tax Identification numbers (if any) that are listed in Part B of the Attachments, all as fully as if each Subsidiary, division name or trade name were listed in these resolutions in each instance where the word “Client” appears.

H. General

Resolved, that a certified copy of these resolutions be delivered to the Bank and that they and the authority vested in the persons specified herein will remain in full force and effect until a certified copy of a resolution of the Client revoking or modifying these resolutions and such authority has been filed with the Bank and the Bank has had a reasonable time to act on it. These resolutions supercede any prior resolution of Client provided to the Bank.

4. Incumbency and Specimen Signatures: Each of the persons listed in Part C of the Attachments holds the office, title or status with the Client and/or its Subsidiaries specified therein and the actual signature of each such person appears on Part C of the Attachments.
5. Organizational Documents: Copies of any organizational or other documents, including but not limited to the articles or certificate of incorporation, the by-laws or regulations, or other organizational documents of the Client or applicable Subsidiary, that the Client or any such Subsidiary may deliver to the Bank at the Bank’s request with these Resolutions or from time to time, shall be, and the Bank shall be entitled to rely on such copies as, true, complete and correct copies thereof with all amendments thereto as in effect on the date of such delivery.

6. Additional Certifications of Secretary: These Master Resolutions and Authorizations now stand of record on the books of the Client, are in full force and effect and have not been modified or revoked in any manner whatsoever. Nothing in the foregoing resolutions violates the articles or certificate of incorporation, the by-laws or regulations, or other organizational documents of the Client or applicable Subsidiary. The undersigned has taken all actions and made such notification as are required under section 3G above with respect to each Subsidiary.

IN WITNESS WHEREOF, and intending to be legally bound hereby, the undersigned have hereunto set their hands and seals this 26th day of March, 2014.

Note: For Partnerships, all general partners must sign unless the partnership agreement outlines other signing authorities.

For Limited Liability Companies, all members must sign unless the operating agreement identifies one or more managers, in which case the managers must sign.

For Corporations and Unincorporated Associations: the Corporate or Association Secretary, as attesting officer, and one authorized officer other than the attesting officer must sign.

AFFIX SEAL, if applicable to your state

Signature

Brenda Stumbo - Chair

Title

Signature

Andrew Cameron - Secretary-Treasurer

Title

Signature

Title

Signature

Title

Signature

Title

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(Revised 02/13)
### PART A – SUBSIDIARIES TO WHICH RESOLUTIONS AND AUTHORIZATIONS APPLY

<table>
<thead>
<tr>
<th>Name of Subsidiary</th>
<th>Chief Executive Office Address</th>
<th>State of Formation</th>
<th>Taxpayer ID Number</th>
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### PART B - DIVISIONS AND TRADE NAMES TO WHICH RESOLUTIONS AND AUTHORIZATIONS APPLY

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<tr>
<th>Name</th>
<th>Indicate if Division or Trade Name</th>
<th>Related Subsidiary from Part A</th>
<th>Taxpayer ID Number</th>
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**PART C – AUTHORIZATION FOR USE OF FACSIMILE SIGNATURES AND PERSONS AUTHORIZED TO ACT**

**AUTHORIZATION FOR USE OF FACSIMILE SIGNATURE**

If this box [ ] is checked, it authorizes the use of facsimile signatures in accordance with Section 3B. Such facsimile signatures must be provided on account signature cards properly executed in accordance with these Resolutions.

If this box [ ] is checked, additional names of Persons Authorized to Act are set forth on the accompanying Continuation of Part C.

**PERSONS AUTHORIZED TO ACT-** Check box(es) to grant authorities to individuals.

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<tr>
<th>NAME 1</th>
<th>TITLE</th>
<th>AUTHORIZATION TO OPEN AND CLOSE ACCOUNTS ?</th>
<th>AUTHORIZATION TO SIGN CHECKS AND OTHER INSTRUMENTS AND WITHDRAWAL ORDERS AND TO DELEGATE SUCH AUTHORITY TO OTHERS ?</th>
<th>AUTHORIZATION TO OBTAIN TREASURY MANAGEMENT SERVICES AND DELEGATE SUCH AUTHORITY TO OTHERS ?</th>
<th>AUTHORIZATION TO DESIGNATE PERSONS AUTHORIZED TO INITIATE AND CONFIRM FOREIGN EXCHANGE TRANSACTIONS ?</th>
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Instructions:
1. For Limited Liability Companies please list all members or designated manager(s).
2. If person granted authority under 3B will be signing checks, this person should also sign the signature card(s) for all appropriate accounts.
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The undersigned (the “Designator”), a duly authorized representative of Client who is authorized to execute this authorization letter on behalf of Client, certifies as follows to PNC Bank, National Association (“Bank”):

The Designator, acting pursuant to the authority delegated to him/her by the Client resolutions delivered to the Bank (the “Resolutions”) authorizing the Designator to delegate to any other person or persons the authority to execute and/or confirm on behalf of Client, foreign exchange transactions, does hereby establish and confirm the authority of each of the person(s) whose names are set forth below to execute on behalf of Client foreign exchange transactions described in the Resolutions, and/or confirm on behalf of Client such executed foreign exchange transactions as such authority is set forth below.

Each person below has complete authority at all times to bind Client to the performance of any such transactions. Bank may rely on the authority vested in these individuals until the close of business on the second business day after Bank receives written notice from Client of any changes in such authority at its offices at the following address: PNC Bank, National Association, PNC Investment Operations, 116 Allegheny Center Mall, Pittsburgh, PA 15212 Attention: Derivative Operations, or any other address which has been provided by Bank to Client for such purpose.

Consent for E-mail Delivery: By signing below, the Designator acknowledges that Client has consented to receive confirmations for foreign exchange transactions via electronic mail.

PERSONS AUTHORIZED TO ACT- Check applicable boxes to grant authorities to individuals.

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<th>Authorized to EXECUTE AND CONFIRM the same transaction (Single person authorization)</th>
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For Client:

By: ____________________________________________

Name: __________________________________________

Title: __________________________________________

Authorized Representative per Section 3D of the Master Resolution