FOR RE Supplier - CORPORATION

Republic of the Philippines )

) s.s.

**SECRETARY’S CERTIFICATE**

I, **[NAME OF CORPORATE SECRETARY],** Filipino, of legal age and with officeat **[ADDRESS]**, after having been sworn in accordance with law, hereby depose and state that:

1. I am the duly elected and qualified Corporate Secretary of **[NAME OF RE SUPPLIER]**,(the “Corporation”), a corporation duly organized and existing under the laws of the Republic of the Philippines, with principal business address at **[ADDRESS]**.
2. The members of the Board of Directors (the “Board”) unanimously approved and adopted **[Board Resolution No.\_\_ dated \_\_\_\_ which states as follows/the following during a meeting held on \_\_\_]**:

**RESOLVED,** that **[NAME OF RE Supplier]**,(the “Corporation”) is hereby authorized to transact with qualified Green Energy Options Program (GEOP) End-Users and/or the Independent Electricity Market Operator of the Philippines Inc. (IEMOP) for the following purposes:

(1) entering into renewable energy electricity supply contract/s;

(2) register as Renewable Energy (RE) Supplier with the Central Registration Body (CRB) and/or with the Wholesale Electricity Spot Market (WESM), as appropriate;

(3) comply with government rules and regulations relevant to GEOP.

**RESOLVED,** that any or all the following are hereby authorized to sign, execute and deliver the documents, and other requirements as may be necessary and required to implement and put into effect the foregoing transactions:

|  |  |
| --- | --- |
| **Name** | **Position** |
|  |  |
|  |  |

**RESOLVED**, that in connection with the Corporation’s receivables arising from the Wholesale Electricity Spot Market transactions with the Independent Electricity Market Operator of the Philippines, Inc., that the Corporation hereby authorizes IEMOP to pay said receivables directly to **NAME of BANK**, through the following bank account:

Account Name: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Account No.: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

**RESOLVED**, That IEMOP’s authority to pay such receivables to the Corporation shall continue until it receives written instruction from the Corporation’s authorized representative to terminate said arrangement.

**RESOLVED FURTHER** that the Board of Directors of (name of the RE Supplier), hereby designates and authorizes (Name of authorized Representative) as the main contact of the organization;

**RESOLVED FINALLY,** that the Board of Directors of the Corporation hereby ratifies, confirms, adopts, and approves any and all acts that the aforesaid Authorized Representative/s may have executed or performed pursuant to or in connection with the above provided authority and to implement and give effect to the above-mentioned transactions.

1. These board resolutions have not been revoked, amended, revised, or modified, and remain valid and binding on the Corporation.
2. The foregoing is in accordance with the records of the Corporation.

**IN WITNESS WHEREOF,** I have hereunto affixed my signature this \_\_\_\_\_\_\_\_ day of \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ in \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_, Philippines.

**[NAME]**

*Corporate Secretary*

SUBSCRIBED AND SWORN to before me this **[DATE]** in **[PLACE]** Philippines. Affiant, who is personally known to me, exhibited to me her [**VALID GOVERNMENT ID]** issued in **[PLACE]** which will expire on **[DATE]**.

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Series of **[YEAR]**.