

**Diamond State Port Corporation
Board of Directors**

Resolution 25-08

**Authorizing Execution of a Subaward Agreement to Enstructure Wilmington Holdings LLC in
Connection with EPA Clean Ports Grant Award No. 5Y-953A0080-0**

WHEREAS, on May 10, 2024, the Board of Directors (the "Board") of DSPC adopted Resolution 24-03, which, among other things, authorized DSPC to submit applications, negotiate and execute agreements, and take all other actions in furtherance of obtaining government-funded financing opportunities, including federal grants.

WHEREAS, DSPC submitted an application for, and was awarded, a grant under the U.S. Environmental Protection Agency's Clean Ports program (Clean Ports Grant Award No. 5Y-953A0080-0, the "CPP Grant").

WHEREAS, in connection with administering the CPP Grant, DSPC desires to enter into a subaward agreement (the "Subaward Agreement") with Enstructure Wilmington Holdings LLC ("Enstructure"), pursuant to which Enstructure will act as the subrecipient of the CPP Grant and will, subject to DSPC oversight, carry out the projects funded by the CPP Grant.

WHEREAS, DSPC has provided the Board with the final form of the Subaward Agreement.

NOW, THEREFORE, BE IT RESOLVED: The Board hereby approves the Subaward Agreement;

FURTHER RESOLVED, that the Board hereby authorizes each of the Chair and the Vice-Chair of the Board and any authorized officer of DSPC (each, an "Authorized Signatory"), acting individually, to execute, deliver and perform the Subaward Agreement in substantially the form presented to the Board and all documents related thereto.

FURTHER RESOLVED, that each Authorized Signatory be, and each acting individually hereby is, authorized and directed to take such further actions and to execute and deliver, and to cause DSPC to perform its obligations under, the agreements referenced in the foregoing resolution and such further agreements, instruments, certificates and any other documents as may be contemplated by or related to the agreements referenced in the foregoing resolution or as such Authorized Signatory determines to be necessary, appropriate or advisable to carry out the intent and effectuate the purpose of the foregoing resolution and the transactions contemplated thereby, the taking of such further action or the execution of such further agreement, instrument, certificate or other document by such Authorized Signatory to be conclusive evidence of such determination and the authority therefor; and

FURTHER RESOLVED, that any and all actions heretofore taken by any Authorized Signatory in connection with or related to any of the matters set forth herein or contemplated hereby, including, without

limitation, any and all actions taken in connection with the negotiation, preparation and execution of the agreements referenced in the foregoing resolutions, be, and hereby are, ratified, confirmed and approved in all respects as fully as if such actions had been presented to the Board for its approval and approved prior to the taking of such action.

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☒	Approved by DSPC Board of Directors
☐	Denied by DSPC Board of Directors
☐	Decision Deferred by DSPC Board of Directors
Date:	June 23, 2025 Meeting