

RESOLUTION OF THE BOARD OF DIRECTORS OF
TEXAS REGIONAL ENTITY, A DIVISION OF
ELECTRIC RELIABILITY COUNCIL OF TEXAS, INC.

February 16, 2009

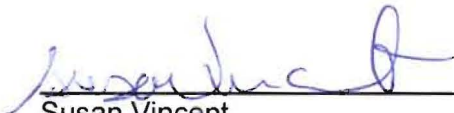
WHEREAS, the Board of Directors ("Board") of Texas Regional Entity, an independent division of Electric Reliability Council of Texas, Inc., a Texas non-profit corporation, deems it desirable and in the best interest of Texas Regional Entity to elect a Chair and Vice Chair of the Board for the upcoming year;

THEREFORE be it RESOLVED, that the Board hereby elects Jan Newton as Chair and Michehl Gent as Vice Chair, to serve until the 2010 Board is seated.

CORPORATE SECRETARY'S CERTIFICATE

I, Susan Vincent, Corporate Secretary of Texas Regional Entity, do hereby certify that, at the February 16, 2009 Texas Regional Entity Board of Directors Meeting, the Board approved the above referenced resolution. The motion passed by unanimous voice vote.

IN WITNESS WHEREOF, I have hereunto set my hand this 16th day of February, 2009.



Susan Vincent
Corporate Secretary