

**PUGET SOUND ENERGY, INC.**  
**CERTIFICATE OF SECRETARY**

I, the undersigned, hereby certify that I am the Assistant Secretary of Puget Sound Energy, Inc., a Washington corporation; and that the following is a true, correct and complete copy of a resolution duly adopted by the Board Asset Management Committee of said Company by consent resolution on October 18, 2017.

I further certify that said resolution has not been amended or revoked and that the same is now in full force and effect.

WHEREAS, on August 3, 2017, the Board of Directors of Puget Sound Energy, Inc. (the "Company") authorized the refinancing of the Company's existing credit facility with a replacement credit facility (the "New Credit Facility"), the proceeds of which will be used for various lawful corporate purposes consistent with the Company's budget and business plan;

WHEREAS, also on August 3, 2017, the Board of Directors authorized this Asset Management Committee (the "Committee") to approve, in a manner not inconsistent with its authorization, the terms and conditions of the New Credit Facility, with such variances in pricing as this Committee deems appropriate;

WHEREAS, on September 6, 2017, this Committee reviewed a memorandum summarizing the anticipated terms and conditions of the proposed New Credit Facility and approved such terms and conditions, contingent upon a final review by this Committee of the New Credit Facility's final terms and conditions;

WHEREAS, the final terms and conditions of the New Credit Facility have been established and agreed to, as set forth in the attached summary memorandum (the "Final Summary Memo");

WHEREAS, defined terms used in these resolutions and not otherwise defined herein shall have the meanings given such terms in the Bylaws;

NOW, THEREFORE, BE IT

RESOLVED, that this Committee hereby approves the final terms and conditions of the New Credit Facility as set forth in the Final Summary Memo.

RESOLVED FURTHER, that each of the Company's Chief Executive Officer, Senior Vice President and Chief Financial Officer, Treasurer, Corporate Secretary and Assistant Secretary or any other officer of the Company designated and empowered by any such officer of the Company (each, an "Authorized Officer"), acting alone or collectively on behalf of the Company, is hereby authorized to execute and deliver on behalf of the Company any and all instruments, agreements and other documents

(including, without limitation, any fee letter and engagement letter) (the "Loan Documents") and to take any and all steps deemed necessary or desirable by such Authorized Officer to establish, secure and maintain the New Credit Facility (execution and delivery of the definitive loan documents for the New Credit Facility shall be deemed to satisfy this condition), including the negotiation, execution and delivery of the Loan Documents, and any and all amendments or modifications to the New Credit Facility or the Loan Documents as deemed necessary or desirable by such Authorized Officer from time to time.

RESOLVED FURTHER, that any actions taken and instruments, agreements and documents executed by any officer of this Company, including any Authorized Officer, prior to the date of these resolutions, for the purpose of establishing the New Credit Facility are hereby ratified in all respects and shall stand as if such action was done with the prior consent of this Committee.

General Authority

RESOLVED FURTHER, that each Authorized Officer is hereby authorized to take all such steps and do all such acts and things as any one or more of them shall deem necessary, advisable or appropriate to accomplish the foregoing resolutions, including, but not limited to, the execution of any necessary or advisable agreements, instruments, certificates, affidavits, or other documents in connection therewith, and the taking of any and all such actions and the execution of any and all such documents or instruments in connection with the foregoing shall conclusively establish their authority therefor from the Company and the approval and ratification thereof by the Board.

IN WITNESS WHEREOF, I have hereunto set my hand and have affixed the corporate seal of said Company this 3<sup>rd</sup> day of November 2017.

  
Assistant Secretary  
Puget Sound Energy, Inc.