

EXHIBIT NO. ___(RG-8)
DOCKET NO. UE-09___/UG-09___
2009 PSE GENERAL RATE CASE
WITNESS: ROGER GARRATT

BEFORE THE
WASHINGTON UTILITIES AND TRANSPORTATION COMMISSION

**WASHINGTON UTILITIES AND
TRANSPORTATION COMMISSION,**

Complainant,

v.

PUGET SOUND ENERGY, INC.,

Respondent.

Docket No. UE-09___
Docket No. UG-09___

**SEVENTH EXHIBIT (NONCONFIDENTIAL) TO THE
PREFILED DIRECT TESTIMONY OF
ROGER GARRATT
ON BEHALF OF PUGET SOUND ENERGY, INC.**

MAY 8, 2009

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 of Directors of said Company at a meeting of the Board of Directors duly convened and held on August 4, 2008, at which meeting a quorum was present and acting throughout.

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

APPROVAL OF PURCHASE OF MINT FARM ENERGY CENTER, LLC

Mr. Reynolds then asked Ms. Harris to update the Board on the status of the proposed PSE acquisition of the Mint Farm Energy Center, LLC. Ms. Harris stated PSE management recommends authorization from the PSE Board of Directors to acquire the 311 MW natural gas-fired combined cycle Mint Farm Energy Center for a total acquisition cost not to exceed \$259,000,000. She then reviewed the following with the Board:

- Key commercial terms and conditions of the Mint Farm transaction
- How the Mint Farm helps meet PSE's long-term needs
- Cost and benefit
- Acquisition timeline
- Regulatory filings/rate and accounting treatment
- Next steps

After full discussion, on motion duly made and seconded, the following was unanimously approved:

WHEREAS, the Board of Directors of Puget Sound Energy, Inc. ("PSE" or the "Company") has determined that it is in the best interests of the Company, its customers, shareholders and other stakeholders to add energy resources into the

Company's energy resource portfolio consistent with the Company's least cost planning and analysis;

WHEREAS, the Company's review, analyses and evaluation of bids and responses to its 2007 Generation Resources Request for Proposal have determined an existing natural gas-fired generating facility located in Longview, Washington and owned by Mint Farm Energy Center, LLC ("MFEC"), an affiliate of Wayzata Investment Partners, LLC ("Wayzata"), to be a least cost resource for additional energy resource generation;

WHEREAS, the facility owned by MFEC consists of an approximately 311 MW natural gas electric generation facility situated on approximately 11 acres of land located in the Mint Farm Industrial Park, Longview, Washington, gas delivery facilities, an electrical switchyard, and other facilities (collectively, the "Mint Farm Facility");

WHEREAS, the Company's management has negotiated with Wayzata the terms and conditions of a Membership Interests Purchase Agreement ("MIPA"), pursuant to which the Company would purchase all of the ownership interests in MFEC held by its owners, Wayzata Opportunities Fund, LLC and Mint Farm Power, LLC (collectively, the "Sellers");

WHEREAS, the purchase price for MFEC under the MIPA is approximately \$241,000,000 (the "Purchase Price"), payable to the Sellers upon closing; WHEREAS, at or immediately following the closing, PSE will dissolve MFEC, with the result that all of the assets and liabilities of MFEC will become those of the Company;

WHEREAS, the MIPA and certain related matters, including anticipated additional investments in or expenses related to operation of the Mint Farm Facility of approximately \$18,000,000 (the "Incremental Expenses"), are described more fully in a memorandum provided to the Board of Directors in advance of this meeting and filed with the minutes (the "Mint Farm Facility Proposal"); and

WHEREAS, the officers now seek Board approval of and authority to enter into the MIPA and all other contracts and actions described in the Mint Farm Facility Proposal and relating to the acquisition and operation of the Mint Farm Facility.

IT IS, THEREFORE

RESOLVED, that the Board, after full consideration and due deliberation, deems it advisable and in the best interests of the Company, its customers, shareholders and other stakeholders to approve (i) the acquisition and operation of the Mint Farm Facility pursuant to the MIPA, (ii) the payment of the Purchase Price and the

Incremental Expenses, and (iii) any related agreements and the other transactions described in the Mint Farm Facility Proposal; and be it further

RESOLVED, that the Board hereby authorizes the Company's Chief Financial Officer, its Chief Resource Officer, its General Counsel, and any such other officers they deem appropriate (the "Authorized Officers") to execute the MIPA and all other agreements or contracts described in the Mint Farm Facility Proposal, which may include such further additions, amendments or changes to the terms thereof as are deemed necessary and appropriate by the Authorized Officers; and be it further

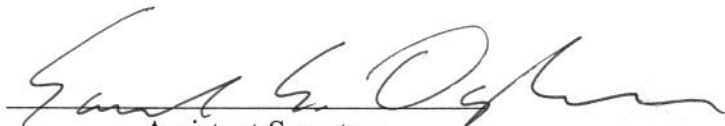
RESOLVED, that the Authorized Officers are further authorized to waive any conditions precedent to the closing of the MIPA in order to facilitate the closing of such agreement, provided that each of the Authorized Officers agrees to such waiver and deems it to be in the best interest of the Company, its customers, shareholders and other stakeholders.

General Authority

AND IT IS FURTHER

RESOLVED, that any and all actions taken by the officers of the Company, or any of them, as deemed by such officers to be necessary or advisable to effectuate the transactions contemplated by the foregoing resolutions, including the filing of appropriate documentation with the WUTC, whether prior to or subsequent to this action by this Board of Directors, are hereby authorized, approved and ratified, and the taking of any and all such actions and the performance of any and all such things in connection with the foregoing shall conclusively establish such officers' authority therefore from the Company and the approval and ratification thereof by this Board of Directors.

IN WITNESS WHEREOF, I have hereunto set my hand and have affixed the corporate seal of said Company this 19th day of March 2009.



Assistant Secretary
Puget Sound Energy, Inc.