

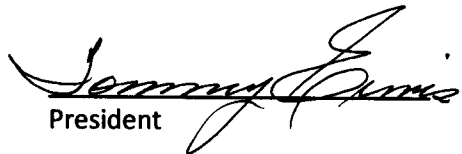
Board Resolution of Nueces Electric Cooperative, Inc.

WHEREAS, the Public Utility Regulatory Policies Act of 1978 (PURPA), 18 U.S.C. § 2601 *et seq.*, as amended by the Energy Independence and Security Act of 2007 (EISA 2007), Public Law No. 110-140, 121 Stat. 1492 (2007)(collectively referred to as PURPA EISA 2007), requires nonregulated electric utilities that have total annual retail electric sales greater than 500 million kilowatt hours in 2007 to consider and determine whether to implement ratemaking standards addressing (1) energy efficiency integrated resource planning; (2) rate design modifications to promote energy efficiency investments, (3) consideration of smart grid investments, and (4) access to smart grid information (PURPA EISA Standards).

WHEREAS, Nueces Electric Cooperative, Inc. (cooperative) is a nonregulated electric utility with total annual retail electric sales greater than 500 million kilowatt hours in 2007, and has exclusive jurisdiction over the subject matter of this proceeding pursuant to PURPA and Sections 41.055 and 41.061 of the Public Utility Regulatory Act, TEX. UTIL. CODE ANN. §§ 41.055, 41.061 (Vernon 1998 & Supp. 2005)(PURA).

NOW, THEREFORE BE IT RESOLVED by the Board of Directors of Nueces Electric Cooperative, Inc., that there is hereby initiated a proceeding to consider and determine whether to adopt the federal standards established by Congress in the Energy Independence and Security Act of 2007 (EISA 2007), Public Law No. 110-140, 121 Stat. 1492 (2007), effective December 19, 2007.

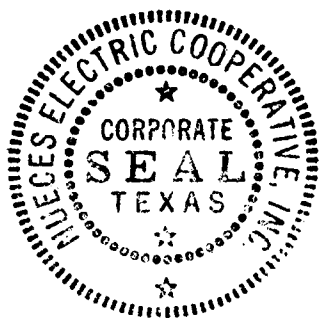
Passed and approved this 25th day of November, 2008.



President

CERTIFICATION

I, David Rosse, do hereby certify that I am the Secretary of Nueces Electric Cooperative, Inc., and that the foregoing is a true and correct copy of a resolution which was duly adopted by the Board of Directors at a meeting held on November 25, 2008. A quorum was present at this meeting.

IN WITNESS WHEREOF, I have hereunto subscribed my name as Secretary and affixed the corporate seal of said Corporation this 25th day of November 2008.




Secretary