

**RESOLUTION DECLARING OFFICIAL INTENT OF
CALIFORNIA INDEPENDENT SYSTEM OPERATOR CORPORATION
TO REIMBURSE CERTAIN EXPENDITURES FROM PROCEEDS OF INDEBTEDNESS
ADOPTED JANUARY 25, 2007**

WHEREAS, California Independent System Operator Corporation (the “Corporation”) expects to pay certain expenditures (the “Expenditures”) in connection with the capital budget for its Market Redesign and Technology Upgrade program (collectively, the “Project”) prior to and in anticipation of the issuance of indebtedness for the purpose of financing the capital expenditures on a long-term basis;

WHEREAS, the Corporation reasonably expects that debt obligations will be issued in one or more series and that certain of the proceeds of such debt obligations will be issued to pay or reimburse the Expenditures for the Project in the amount of \$55,000,000; and

WHEREAS, Section 1.150-2 of the Treasury Regulations requires the Corporation to declare its official intent to reimburse itself for prior expenditures for the Project with proceeds of debt obligations;

NOW, THEREFORE, THE CORPORATION hereby resolves:

- 1. The Corporation finds and determines that the foregoing recitals are true and correct.**
- 2. The Corporation hereby declares its official intent to use proceeds of indebtedness to pay or reimburse itself for Expenditures in an amount not expected to exceed \$55,000,000.**
- 3. This Resolution shall take effect from and after its adoption.**

Moved: Wiseman Second: Cazalet

Board Action: Passed Vote Count: 4-0-0	
Cazalet	Y
Lowe	Y
Willrich	Y
Wiseman	Y

Motion Number: 2007-01-G7