



*In the Community to Serve®*

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March 11, 2019

Oregon Public Utility Commission  
P.O. Box 1088  
Salem, OR 97308-1088

Re: Supplement to Exhibit C in Application of Cascade Natural Gas Corporation for an Order Authorizing Cascade Natural Gas Corporation to Enter into a Revolving Credit Agreement (UF 4310)

Cascade Natural Gas Corporation provides the attached Board of Directors Resolution as Exhibit C to the application for an order authorizing to enter a 5-year revolving credit agreement of up to \$125,000,000.

If you have any questions regarding this information, please feel free to contact me at (509) 734-4593.

Sincerely,

A handwritten signature in blue ink, appearing to read "Michael Parvinen", with a long horizontal flourish extending to the right.

Michael Parvinen  
Director, Regulatory Affairs  
Cascade Natural Gas Corporation  
8113 W. Grandridge Blvd.  
Kennewick, WA 99336-7166  
[michael.parvinen@cngc.com](mailto:michael.parvinen@cngc.com)

Attachment

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## CERTIFICATE

I, Karl A. Liepitz, hereby certify that I am the duly elected and qualified Assistant Secretary of Cascade Natural Gas Corporation, a Washington corporation; that the following is a true and correct copy of resolutions adopted by Written Consent of the Board of Directors dated March 5, 2019; and that said resolutions have not been modified or amended and are presently in full force and effect:

WHEREAS, the Board of Directors of Cascade Natural Gas Corporation (the "Company") has determined that it is desirable for the Company to (i) enter into a revolving credit agreement whereby the lenders would make revolving loans to the Company, from time to time, in amounts up to the aggregate principal amount of One Hundred Twenty-Five Million Dollars (\$125,000,000), for a period not to exceed five years (the "Credit Agreement"), and (ii) issue and sell unsecured notes in an aggregate principal amount of up to Seventy-Five Million Dollars (\$75,000,000), in one or more series, with maturities up to thirty years (the "Notes") under a Note Purchase Agreement or similar agreement (the "Note Purchase Agreement");

NOW, THEREFORE, BE IT RESOLVED, that the Chairman of the Board, Chief Executive Officer, President, any Vice President, General Counsel, or any other officer who performs a policy-making function (such as administration, operations, accounting, or finance) of the Company (the "Authorized Officers") be, and each of them hereby is authorized to (i) negotiate, execute and deliver a Credit Agreement, with such terms and provisions as the Authorized Officer executing the Credit Agreement on behalf of the Company shall deem proper, and (ii) in connection with such Credit Agreement, execute and deliver promissory notes in an aggregate principal amount up to \$125,000,000 (the "Promissory Notes"), such execution by the Authorized Officer of the Credit Agreement and the Promissory Notes to be conclusive evidence of the Authorized Officer's authority granted herein and the approval thereof by the Board of Directors;

FURTHER RESOLVED, that the Authorized Officers of the Company be, and each of them hereby is authorized to (i) negotiate, execute and deliver a Note Purchase Agreement, with such terms and provisions as the Authorized Officer executing the Note Purchase Agreement on behalf of the Company shall deem proper, and (ii) in connection with such Note Purchase Agreement, execute and deliver Notes in an aggregate principal amount of up to \$75,000,000, such execution by the Authorized Officer of the Note Purchase Agreement and the Notes to be conclusive evidence of the Authorized Officer's authority granted herein and the approval thereof by the Board of Directors;

FURTHER RESOLVED, that each and every officer of the Company be, and hereby is, authorized and empowered, in the name and on behalf of the

Company from time to time, to take such actions and to execute and deliver such agreements, certificates, instruments, notices and documents as may be required or as such officer may deem necessary, advisable, or proper in order to carry out and perform the obligations of the Company under the Credit Agreement, the Note Purchase Agreement, the Promissory Notes, the Notes and any other agreements executed by the Company pursuant to these resolutions; and all such actions to be performed in such manner, and all such agreements, certificates, instruments, notices, and documents to be executed and delivered in such form as the officer performing or executing the same shall approve, the performance or execution thereof by such officer to be evidence that such officer deems all of the terms and provisions thereof to be proper; and all actions previously taken by any officer of the Company in connection with the execution of the Credit Agreement, the Note Purchase Agreement, the Promissory Note, the Notes and the transactions contemplated by the foregoing resolutions are hereby ratified, approved, and confirmed in all respects; and

FURTHER RESOLVED, that all actions heretofore taken in good faith by any officer of the Company in anticipation of, or in connection with, the foregoing are hereby approved, ratified and confirmed in all respects as fully as if such actions had been presented to the Board of Directors for its approval prior to such actions being taken.

IN WITNESS WHEREOF, I have hereunto set my hand on March 11, 2019.

  
Karl A. Liepitz, Assistant Secretary