

# Exhibit 16

RESOLVED, that the merger (the "Merger") and other transactions provided for in the Agreement and Plan of Merger among Iberdrola, S.A., Green Acquisition Capital, Inc. and the Corporation, including exhibits and schedules thereto (the "Agreement"), are hereby deemed advisable and in the best interest of the Corporation and its shareholders and the Merger and the other transactions provided for in the Agreement are hereby approved, subject to the Board's exercise of its rights under Section 4.2 of the Agreement.

RESOLVED, that the Agreement be and it hereby is adopted.

RESOLVED, that the Chairman, President and Chief Executive Officer, the Senior Vice President and Chief Development and Integration Officer, the Senior Vice President and Chief Financial Officer and the Vice President – General Counsel (the "Authorized Officers") be and each of them hereby is authorized and directed in the name and on behalf of the Corporation to execute and deliver the Agreement, in or substantially in the form presented to this meeting, with such changes therein as any such Authorized Officers shall deem necessary or desirable, the execution and delivery of the Agreement by any such officer to be the conclusive evidence that the same has been approved by this Board, and to take all such other steps as may be deemed necessary or desirable by any such officers to perform the Agreement and consummate the transactions contemplated therein.

RESOLVED, that the Chairman of the Compensation and Management Succession Committee and the Senior Vice President and Chief Administrative Officer of the Corporation be and they hereby are authorized to enter into an Amended and Restated Employment Agreement by and among Iberdrola, S.A., the Corporation, Energy East Management Corporation and W.W. von Schack, in or substantially in the form presented to this meeting and attached as Exhibit A to the Agreement, upon execution of the Agreement.

RESOLVED, that, subject to the Board's exercise of its rights under Section 4.2 of the Agreement, the Agreement be submitted to the shareholders of the Corporation entitled to vote thereon, for adoption by them pursuant to the applicable provisions of the New York Business Corporation Law, at a meeting of such shareholders to be held for such purpose and any other lawful purpose at a time and place to be specified at a future date and that the Chairman, President and Chief Executive Officer be and hereby is authorized to specify the time and place of such meeting and fix the record date (the "Record Date") for determining the shareholders entitled to vote at such meeting.

RESOLVED, that, subject to the Board's exercise of its rights under Section 4.2 of the Agreement, the Board hereby recommends that the shareholders of the

Corporation adopt the Agreement and approve the transactions contemplated therein.

RESOLVED that the Authorized Officers be and each of them hereby is authorized and directed to prepare or cause to be prepared a Proxy Statement (the "Proxy Statement") relating to the Agreement and the transactions contemplated thereby, all in such form as any such Authorized Officer may deem necessary or desirable, and to file or cause to be filed such Proxy Statement with the Securities and Exchange Commission (the "SEC").

RESOLVED, that the Vice President – General Counsel and the Secretary of the Corporation be and they hereby are directed on behalf of the Corporation to cause to be mailed to holders of record of Common Stock as of the Record Date a Notice of Meeting of Stockholders, Proxy Statement and Proxy.

RESOLVED, that the Authorized Officers be and each of them hereby is authorized and directed to execute and deliver, to the extent necessary or desirable, any documents that may be required to be filed with any appropriate state or Federal regulatory agency or governmental body and with the New York Stock Exchange in connection with the Agreement and the transactions contemplated thereby, including filings with the SEC, the Federal Trade Commission, the Antitrust Division of the Department of Justice, the Federal Energy Regulatory Commission, Federal Communications Commission, the Nuclear Regulatory Commission, the United States Committee on Foreign Investment pursuant to the Exon-Florio amendment to the Defense Production Act of 1950, the New York State Public Service Commission, the Secretary of State of the State of New York, the Connecticut Department of Public Utility Control, the Maine Public Utilities Commission, the Massachusetts Department of Public Utilities, the New Hampshire Public Utilities Commission and such other agencies or governmental bodies as deemed advisable by the Authorized Officers, and to file any such amendments, additions, deletions and modifications to such filings as any such Authorized Officer may deem necessary or desirable.

RESOLVED, that in order to provide for exemption pursuant to Rule 16b-3 under the Securities Exchange Act of 1934, the Board hereby specifically approves the disposition of the Corporation's securities in the transactions by the officers and directors specified in Schedule A hereto, which schedule sets forth the name of each such officer or director and the number of securities to be so disposed of, as of the date of the Agreement and to be updated as of a date immediately prior to the effective time of the Merger and as specifically provided for in the Merger Agreement.

RESOLVED, that the officers of the Corporation be and each of them hereby is authorized and directed to do or cause to be done all such acts and things and to execute and deliver any and all such documents and papers, and to expend such money and pay such filing fees, as they may determine in their sole discretion to be necessary or desirable to effect the purposes of the foregoing resolutions, and any and all actions hereafter taken by or at the direction of said officers consistent with the terms, provisions and intent of the foregoing resolutions be and they are hereby approved, authorized and confirmed in all respects; and that all such actions heretofore taken by or at the direction of the officers of the Corporation in connection with the subject of the foregoing resolutions be and they are hereby approved, ratified and confirmed in all respects.