

PG&E CORP
Form 8-K/A
December 20, 2004

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

**FORM 8-K/A
Amendment No. 1 to
CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the Securities Exchange Act of
1934**

Date of Original Report: December 15, 2004

PG&E CORPORATION

(Exact Name of Registrant as specified in Charter)

California **1-2609** **94-323914**
(State or other jurisdiction of incorporation) (IRS
(Commission Employer
File Number) Identification
No.)

One Market, Spear Tower, Suite 2400, San **94105**
Francisco, CA
(Address of principal executive offices) (Zip code)

415-267-7000

(Registrant's Telephone Number, Including Area Code)

N/A

(Former Name or Former Address, if Changed Since Last Report)

PACIFIC GAS AND ELECTRIC COMPANY

(Exact Name of Registrant as specified in Charter)

California **1-2348** **94-0742640**
(State or other jurisdiction of incorporation) (IRS
(Commission Employer
File Number) Identification
No.)

77 Beale Street, P. O. Box 770000, San Francisco, **94177**
California
(Address of principal executive offices) (Zip code)

(415) 973-7000

(Registrant's Telephone Number, Including Area Code)

N/A

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended
to simultaneously satisfy the filing obligation of the registrant under any
of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 Soliciting Material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

- [] Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - [] Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 5.03. Amendments to Articles of Incorporation or Bylaws; Change in Fiscal Year

As previously reported in a Current Report on Form 8-K dated December 15, 2004 filed by PG&E Corporation and Pacific Gas and Electric Company (Utility), on December 15, 2004, the Boards of Directors of PG&E Corporation and the Utility adopted resolutions to amend the bylaws of each company to become effective January 1, 2005, to change the authorized number of directors of PG&E Corporation from eight to ten and to change the authorized number of directors of the Utility from nine to eleven. This amendment is being filed to include the form of bylaw amendments as exhibits.

Item 9.01. Financial Statements and Exhibits

(c) Exhibits

- 99.1 Resolution of the Board of Directors of PG&E Corporation adopting an amendment to the Bylaws of PG&E Corporation effective January 1, 2005
 - 99.2 Resolution of the Board of Directors of Pacific Gas and Electric Company adopting an amendment to the Bylaws of Pacific Gas and Electric Company effective January 1, 2005
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SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrants have duly caused this report to be signed on their behalf by the undersigned thereunto duly authorized.

PG&E CORPORATION

By: /s/ LINDA Y.H. CHENG
LINDA Y.H. CHENG
Corporate Secretary

PACIFIC GAS AND ELECTRIC COMPANY

By: /s/ LINDA Y.H. CHENG
LINDA Y.H. CHENG
Corporate Secretary

Dated: December 20, 2004

EXHIBIT INDEX

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