

CPFL Energy INC  
Form 6-K  
December 23, 2011

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

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**FORM 6-K**

**REPORT OF FOREIGN PRIVATE ISSUER PURSUANT TO RULE 13A-16 OR 15D-16 UNDER THE  
SECURITIES EXCHANGE ACT OF 1934**

**For the month of December, 2011**

**Commission File Number 32297**

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**CPFL Energy Incorporated**  
(Translation of Registrant's name into English)

**Rua Gomes de Carvalho, 1510, 14º andar, cj 1402  
CEP 04547-005 - Vila Olímpia, São Paulo – SP  
Federative Republic of Brazil  
(Address of principal executive office)**

Indicate by check mark whether the registrant files or will file annual reports under cover Form 20-F or Form 40-F.  
Form 20-F  Form 40-F

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule  
101(b)(1):

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule  
101(b)(7):

Indicate by check mark whether the registrant by furnishing the information contained in this Form is also thereby  
furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of  
1934.

Yes  No

If "Yes" is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b):  
82-\_\_\_\_\_



**CPFL ENERGIA S.A.**

A Publicly Held Company

Corporate Taxpayers ID (CNPJ) 02.429.144/0001-93

Company Registry NIRE 353.001.861-33

**EXCERPT FROM THE MINUTES OF 190<sup>TH</sup> MEETING OF THE BOARD OF**

**DIRECTORS HELD ON DECEMBER 14, 2011**

**1. DATE, TIME AND PLACE:** On the 14<sup>th</sup> (fourteenth) day of the month of December 2011, at 9 a.m. (nine a.m.) at the headquarters of Companhia Paulista de Força e Luz, located at Rodovia Engenheiro Miguel Noel Nascentes Burnier, 1755, Km 2.5, in the City of Campinas, State of São Paulo.

**2. CALL:** The meeting was called pursuant to Paragraph 2 of Article 18 of the Bylaws of the Company.

**3. ATTENDANCE:** All members of the Board of Directors ("Board") and the CEO. Participating in the meeting, partially, were the Company's Chief Business Development Officer and Chief Financial Officer and the CEO of CPFL Renováveis S.A.. Justified Absence: Claudio Borin Guedes Palaia.

**4. CHAIR:** Chairman – Murilo Passos and Secretary – Gisélia Silva.

**5. SUBJECTS DISCUSSED AND RESOLUTIONS:**

Known to all present, the reading of the Agenda was waived. It was resolved that the minutes of this meeting would be drawn up in a summary form, permitting the right to dissent, with such manifestations to be filed at the Company's headquarters, and the publication of the minutes in summary form was approved, with the omission of the signatures of the members.

The votes of the members nominated by the controlling shareholders shall be counted pursuant to items 5.1 and 7.1 of the Shareholders' Agreement filed with the Company stated March 22, 2002, as amended on August 27, 2002, November 5, 2003 and December 6, 2007.

After discussion of the subjects on the Agenda, the members took cognizance of the following topics and the following resolutions were made with a unanimous casting of votes of the members present:

- (i) **Took cognizance** of the activities of the Board Advisory Commissions during the month of December;
  
  - (ii) **Took cognizance** of the material facts of the month reported by the CEO;
  
  - (iii) **Took cognizance** of the current situation, the advances and the next steps regarding the Company's Transformation Plan;
  
  - (iv) **Approved** the minutes of the 189<sup>th</sup> meeting of the Board held on November 30, 2011;
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(v) **Approved**, the Company's Calendar of Corporate Events for 2012, in accordance with item "aa" of Article 18 of the Bylaws;

(vi) **Approved**, as the controlling shareholder of CPFL Brasil and pursuant to paragraph 3 of Article 18 of the Company's Bylaws and Resolution no. 2011080 of the Board of Executive Officers of CPFL Brasil, the opening of a branch establishment in Rio de Janeiro/RJ, **recommending the casting of a favorable vote** to the Board of Executive Officers of CPFL Brasil; and

(vii) **Recommended** that the representatives of the Company on the Board of Directors of CPFL Renováveis, cast a favorable vote to approve the following matters: Power Generation Projects – Resolutions nos. 032/2001, 033/2011 and 034/2011 of the Board of Executive Officers of CPFL Renováveis.

**6. CLOSURE:** With no further business to conduct, the meeting was adjourned at which time these minutes were drawn up, read and approved and subsequently signed by the Members present and the secretary. Murilo Passos, Ivan de Souza Monteiro, Francisco Caprino Neto, Renê Sanda, Carlos Alberto C. Moreira, Ana Novaes and Gisélia Silva – Secretary.

I hereby certify that these minutes are a summary of the original minutes as copied into its Own Book.

Gisélia Silva

Secretary



