



The Human Resources and Governance (HR&G) Committee is expected to consider HR&G Committee Agenda Item 12:

Proposed 2022 ERCOT Board Meeting and Annual Meeting Schedule

at its meeting on February 8, 2021.

The Board of Directors is expected to hear this matter as part of the HR&G Committee Report at the Board meeting on February 9, 2021.

Attached are the Board materials in relation to these agenda items.



**Item 11.3:
Proposed 2022 ERCOT Board Meeting and
Annual Meeting Schedule**

ERCOT Board Chair

Urgent Board of Directors Meeting

ERCOT Public
February 9, 2021

Summary

- Since 2014, regular Board meetings have been scheduled for six times per year during even-numbered months, typically on the second Tuesday of the meeting month.
 - Committee meetings held on the immediately preceding Monday
 - One meeting held on same day as the Annual Meeting of Members
- It would be preferable for the Board to vote on the 2022 Board meeting schedule at the April 13, 2021 Board meeting to allow appropriate planning time for the Board, ERCOT staff and stakeholders.
- The proposed Board meeting schedule for the coming year will be reviewed at this February 2021 Board meeting with the Board to vote expected to follow at the April 2021 Board meeting.



Review of Current Meeting Schedule

- The current Board meeting schedule appears to be working well for the Board and ERCOT staff.
- The Board has been able to complete its work with this meeting schedule.
- In preparation for the development of the 2022 Board meeting schedule, ERCOT management recommends continuing the even-numbered month schedule.

ERCOT Management Recommendation

- ERCOT management has advised that meetings on even-numbered months worked well.
 - The odd-numbered month schedule in 2013 created some internal issues with regard to preparation of meeting materials due to holidays, such as, New Year's Day, Spring Break, Fourth of July, Labor Day and Thanksgiving.
 - An April meeting is needed for the approval of the financial statement audit (to save costs) and for debt covenant compliance, which requires audited financial statements by the end of April.
 - An October meeting allows for consideration and approval of certain items that require year-end approval with sufficient planning time before the end of the year.

Proposed 2022 Board / Committee Meeting Schedule

- For 2022, a schedule for a total of six meetings on the second Tuesday of these months (with potential conflicts shown in red) as follows:

| Meeting Month | Proposed 2022 Committee/Board Meeting Schedule | |
|---------------|--|---------------------------------------|
| | Committee Meetings | Board Meetings |
| February | Mon, February 7 | Tues, February 8 |
| April | Mon, April 11 | Tues, April 12 |
| June | Mon, June 13 | Tues, June 14 |
| August | Mon, August 8 | Tues, August 9 |
| October | Mon, October 10 | Tues, October 11 |
| December | Mon, December 12 | Tues, December 13 (Annual Meeting) |



Potential Schedule Conflicts in 2022

One potential schedule conflict in 2022 has been identified:

- **October**
 - Regular Board schedule: October 10-11
 - Columbus Day: October 10

The proposed schedule has been vetted against potential conflicts with major holidays and the Gulf Coast Power Association fall and spring conferences.

Proposed 2022 Annual Meeting Date

- For the Annual Meeting of Members, ERCOT's Bylaws require that:
 - Members shall meet at least annually on a date and at a place to be established by the Board (that is, the Annual Meeting).
 - The Board shall meet at least quarterly, with at least one meeting occurring in conjunction with the Annual Meeting.
- When the Board votes to approve the 2022 Annual Meeting, it should be held on the same day as the December 2022 Board meeting, that is, on Tuesday, December 13, 2022, as currently proposed.

Board Vote at Next Meeting

This item is intended for review and discussion at this time.

A vote by the Board for the 2022 Board meeting schedule and 2022 Annual Meeting is expected to be requested at the April 2021 Board meeting.