

**ANNUAL CALENDAR: STANDING ITEMS
HUMAN RESOURCES & GOVERNANCE COMMITTEE
ERCOT BOARD OF DIRECTORS**

January

- Elect committee Chair
- Review committee charter
- Evaluate CEO performance against goals and objectives
- Review performance evaluation of all corporate officers
- Distribute committee self-evaluation survey
- Poll Directors re interest in accessing National Association of Corporate Directors (NACD) resources
- [Monitor external relations issues*](#)

February

- Review committee self-evaluation survey
- Review head-count staffing levels

March

- Review and approve compensation plan for corporate officers for implementation in April
- Review and approve contractual employment arrangements (as appropriate)
- [Monitor external relations issues](#)

April

- Consider Board training needs to enhance effectiveness
- [Monitor external relations issues](#)

May

- Consult with the CEO about succession planning

June

- Review ERCOT Bylaws and consider proposing revisions
- Consider adequacy of executive compensation and benefit programs (detailed review every third year)
- [Monitor external relations issues*](#)

July

- Review head-count staffing levels
- Review ERCOT Employee and ERCOT Director Ethics Agreements

August

- Review external relations communication plan

[* In odd-numbered years only \(i.e., when the Texas Legislature is in session\).](#)

September

- Discuss independent Board member succession planning
- Discuss compensation for independent Board members
- [Monitor external relations issues](#)

October

- [Monitor external relations issues](#)[No standing items](#)

November

- Consult with the CEO about succession planning
- Review and approve goals and objectives for following year

December

- Review external relations communication plan