

2009 Annual Calendar: Standing Items
Human Resources and Governance Committee
ERCOT Board of Directors

January

- Elect committee Chair
- Review committee charter
- Evaluate CEO performance against goals and objectives
- 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
- Monitor external relations issues
- ERCOT Study “Horsepower”

March

- Review and approve merit adjustments for corporate officers effective April 1st
- Review and approve contractual employment arrangement for CEO
- Monitor external relations issues

April

- Consider Board training needs to enhance effectiveness
- Monitor external relations issues
- Review head-count staffing levels
- Senior management succession planning

May

- Monitor external relations issues

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
- Monitor external relations issues

August

- Review external relations communication plan

September

- Independent Board members succession planning
- Compensation for independent Board members

October

- Monitor external relations issues

November

- Senior management succession planning

December

- Review and approve goals and objectives for following year
- Review external relations communication plan