



**ERCOT Board of Directors
Committee Member Preference**

I would like to serve on the following Board Committee(s):

☐ **Special Nodal Program Committee**

☐ **Finance & Audit Committee OR** ☐ **H.R. & Governance Committee**

Signature: _____

Printed Name: _____

Company Name: _____

Segment Represented:

- ☐ **Unaffiliated Director**
- ☐ **Municipal**
- ☐ **Cooperative**
- ☐ **Consumer**

- ☐ **Investor Owned Utility**
- ☐ **Independent REP**
- ☐ **Independent Generator**
- ☐ **Independent Power Marketer**

Special Nodal Program Committee

The Special Nodal Committee of the Board of Directors:

- Assists and advises the Board with respect to oversight of the Texas Nodal Market Implementation Program (Nodal Program);
- Reviews and makes final recommendations to the Board pertaining to Nodal Program budget, schedule and scope;
- Reviews Nodal Program and ERCOT Staff strategy and policy decisions;
- Reviews the status of and activities undertaken as part of the Nodal Program with Program Director and/or his subordinate staff;
- Reviews the performance and findings of and confer with the independent Nodal Program Review consultant;
- In conjunction with the Finance and Audit Committee, recommends, and reviews the results of, internal and external audits of the Nodal Program; and
- Performs such other duties and responsibilities as are consistent with the Charter.

Finance & Audit Committee

The Finance & Audit Committee of the ERCOT Board of Directors:

- Oversees ERCOT's budget process and adherence to budget
- Provides recommendations to the Board for establishing levels of financing and setting ERCOT's fees
- Reviews and makes recommendations to the Board regarding ERCOT's credit policies
- Ensures that ERCOT's financial statements are properly and effectively audited by qualified independent accountants
- Assists the Board in fulfilling its oversight responsibility regarding ERCOT's maintenance of an effective internal audit function



- Establishes and maintains procedures for receipt, retention and treatment of complaints regarding accounting, internal controls, auditing

Human Resources & Governance Committee

The Human Resources (H.R.) & Governance Committee of the Board of Directors:

- Discharges the Board's responsibilities relating to compensation and evaluation of ERCOT's CEO and other officers
- Oversees governmental relations
- Consults with the CEO and advises the Board with respect to senior management succession planning
- Approves employee compensation and benefit programs
- Considers Board training and other governance issues with the purpose of enhancing the Board's performance
- Populates the Nominating Committee