



**DRAFT JOINT SUBCOMMITTEE OF THE BOARD AND OF THE NOMINATING COMMITTEE RELATING TO UNAFFILIATED DIRECTOR AND CEO SEARCHES MEETING MINUTES OF ELECTRIC RELIABILITY COUNCIL OF TEXAS, INC.**

Electric Reliability Council of Texas, Inc.  
7620 Metro Center Drive, Room 168  
Austin, Texas 78744  
February 15, 2010 at 10:30 a.m.

Pursuant to notice duly given, the Joint Subcommittee (Joint Subcommittee) of the Board of Directors (Board) of Electric Reliability Council of Texas, Inc. (ERCOT) and of the Nominating Committee (Committee) of the Board relating to Unaffiliated Director and CEO Searches meeting convened on the above-referenced date.

Meeting Attendance:

Joint Subcommittee Members in Attendance:

Director	Affiliation	Segment
Dalton, Andrew	Valero Services, Inc.	Industrial Consumer (after Agenda Item 1)
Espinosa, Miguel		Unaffiliated (after Agenda Item 1)
Gent, Michehl		Unaffiliated, Board Vice-Chair
Helton, Bob	International Power America Services	Independent Generator
Newton, Jan		Unaffiliated, Board Chair and Acting Committee Chair

Other Board Members in Attendance:

Director	Affiliation	Segment
Brown, Deryl	Hudson Energy Services LP	Independent Retail Electric Provider (after Agenda Item 1)
Crowder, Calvin	American Electric Power Service Corporation	Investor Owned Utility (after Agenda Item 1)
Dreyfus, Mark	Austin Energy	Municipal (after Agenda Item 1)
Fehrenbach, Nick	City of Dallas	Commercial Consumer (Agenda Items 8 and 9)
Givens, Sheri	Office of Public Utility Counsel	Residential Consumer
Patton, A.D.		Unaffiliated

Staff and Other Guests in Attendance:

Capezzuti, Nancy	ERCOT (Agenda Items 1 through 3)
Gable, Mike	ERCOT
Newton-Houston, Stephen	Russell Reynolds Associates



Prochazka, Scott	CenterPoint Houston Electric LLC, Segment Alternate (Agent Items 8 and 9)
Schwertner, Ray	Garland Power & Light, Segment Alternate
Walker, Mark	NRG Texas LLC, Segment Alternate (Agenda Items 8 and 9)
Whittle, Brandon	DB Energy Trading LLC, Segment Alternate

**Call Open Session to Order and Announce Proxies (Agenda Item 1)**

Jan Newton, Board Chair and Acting Joint Subcommittee Chair, called the meeting to order at approximately 10:34 a.m. and determined a quorum was present.

**Executive Session (Agenda Items 2-6)**

Chairman Newton immediately adjourned the meeting to Executive Session at approximately 10:36 a.m. She reconvened the meeting to Open Session at approximately 4:44 p.m.

**Approval of Minutes – January 11, 2010 and January 20, 2010 (Agenda Items 7, 7a and 7b)**

The Joint Subcommittee did not consider the matter of the approval of the January 11, 2010 and January 20, 2010 Joint Subcommittee Meeting minutes at this time.

**Meeting Recess until February 16, 2010**

Chairman Newton recessed the Joint Subcommittee meeting at 4:46 p.m. She later reconvened the Joint Subcommittee meeting at 10:08 a.m. on February 16, 2010, and determined that a quorum was present.

**Other Business (Agenda Item 8)**

**Bob Helton moved to recommend a candidate for the Unaffiliated Director seat per Executive Session discussion. Michehl Gent seconded the motion. The motion passed by unanimous voice vote with one abstention (Nick Fehrenbach).**

**Adjournment (Agenda Item 9)**

Chairman Newton adjourned the meeting at approximately 10:09 a.m. on February 16, 2010.

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Michael G. Grable  
Corporate Secretary