



Date: December 5, 2011
To: Board of Directors
From: Bill Magness, ERCOT Vice President, General Counsel and Corporate Secretary
Subject: Adjunct Membership Approval of Constellation Energy Control and Dispatch LLC

Issue for the ERCOT Board of Directors

ERCOT Board of Directors Meeting Date: December 12-13, 2011

Agenda Item No.: 11a

Issue:

Whether Constellation Energy Control and Dispatch LLC (Constellation), should be approved as an Adjunct Member for Membership Year 2012.

Background/History:

Since Constellation does not meet the definition of any Segment as set forth in the Bylaws and Membership Application and Agreement for Membership Year 2012, Constellation has applied as an Adjunct Member. Please see Attachment A, the redacted Application (omitting financial information and individual contact information). Adjunct Membership requires approval by the Board of Directors.

Key Factors Influencing Issue:

- Adjunct Membership requires approval by the Board of Directors.
- Whether it is in the best interest of ERCOT for Constellation's application to be approved.

Alternatives:

- Approve Adjunct Membership for Constellation; or
- Deny Adjunct Membership for Constellation. If Adjunct Membership is denied, Constellation will not be a member of ERCOT.

Conclusion/Recommendation:

Approve Constellation as an Adjunct Member of ERCOT for Membership Year 2012.



ELECTRIC RELIABILITY COUNCIL OF TEXAS, INC.
BOARD OF DIRECTORS RESOLUTION

WHEREAS, Constellation Energy Control and Dispatch LLC (Constellation) does not meet the Segment requirements for Membership in Electric Reliability Council of Texas, Inc. (ERCOT) for Membership Year 2012;

WHEREAS, after due consideration of the alternatives, the ERCOT Board of Directors (Board) deems it desirable and in the best interest of ERCOT to approve Constellation as an Adjunct Member of ERCOT for Membership Year 2012; and

THEREFORE, BE IT RESOLVED, that ERCOT is hereby authorized and approved to grant Adjunct membership status to Constellation for Membership Year 2012.

CORPORATE SECRETARY'S CERTIFICATE

I, Vickie G. Leady, Assistant Corporate Secretary of ERCOT, do hereby certify that, at its December 12-13, 2011 meeting, the ERCOT Board passed a motion approving the above Resolution by _____.

IN WITNESS WHEREOF, I have hereunto set my hand this ____ day of December, 2011.

Vickie G. Leady
Assistant Corporate Secretary