



Date: January 10, 2012
To: Board of Directors
From: H.B. “Trip” Doggett, President and Chief Executive Officer
Subject: Confirmation of Technical Advisory Committee (TAC) Chair and Vice Chair for 2012

Issue for the ERCOT Board of Directors

ERCOT Board of Directors Meeting Date: January 17, 2012

Agenda Item No.: 6

Issue:

Confirmation of the election of the Chair and Vice Chair of TAC for 2012.

Background/History:

Section 5.1(g) of the Amended and Restated Bylaws of Electric Reliability Council of Texas, Inc. (ERCOT), as approved on April 16, 2010 (Bylaws), requires that the ERCOT Board of Directors (Board) confirm TAC’s election of its Chair and Vice Chair each year. Section 5.1(g) of the Bylaws further provides that the TAC Chair and Vice Chair shall provide full disclosure pursuant to Section 9.2 (Potential Conflicts of Interest) of the Bylaws during the confirmation process.

At the January 5, 2012 TAC meeting, the TAC Representatives elected Kenan Ogelman of CPS Energy, and Bob Wittmeyer, TAC Residential Consumer, as Chair and Vice Chair of TAC, respectively, for the 2012 year. Since their election, both Mr. Ogelman and Mr. Wittmeyer have acknowledged their disclosure obligations pursuant to Section 9.2 of the Bylaws.

Key Factors Influencing Issue:

- The ERCOT Bylaws require Board confirmation of TAC’s election of its Chair and Vice Chair.
- The ERCOT Bylaws require full disclosure by the TAC Chair and Vice Chair pursuant to Section 9.2 (Potential Conflicts of Interest) during the confirmation process.

Alternatives:

1. Confirm the election of Mr. Ogelman and Mr. Wittmeyer as the TAC Chair and Vice Chair, respectively, for the 2012 year; or
2. Refrain from confirming the TAC Chair and Vice Chair.

Conclusion/Recommendation:

It is respectfully recommended that the Board confirm TAC’s election of Mr. Ogelman and Mr. Wittmeyer as TAC Chair and Vice Chair, respectively, for the 2012 year.



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

WHEREAS, pursuant to Section 5.1(g) of the Amended and Restated Bylaws (Bylaws) of Electric Reliability Council of Texas, Inc. (ERCOT), the ERCOT Board of Directors (Board) must confirm the election of the Chair and Vice Chair of the Technical Advisory Committee (TAC) each year;

WHEREAS, at the January 5, 2012 TAC meeting, TAC elected Kenan Ogelman of CPS Energy, and Bob Wittmeyer, TAC Residential Consumer, as Chair and Vice Chair of TAC, respectively, for the 2012 year;

WHEREAS, since their election, Mr. Ogelman and Mr. Wittmeyer have acknowledged their disclosure obligations pursuant to Section 9.2 of the Bylaws;

THEREFORE, BE IT RESOLVED, the ERCOT Board hereby confirms Mr. Ogelman and Mr. Wittmeyer as Chair and Vice Chair of TAC, respectively, for the 2012 year.

CORPORATE SECRETARY'S CERTIFICATE

I, Vickie G. Leady, Assistant Corporate Secretary of ERCOT, do hereby certify that, at its January 17, 2012 meeting, the ERCOT Board passed a motion approving the above Resolution by _____.

IN WITNESS WHEREOF, I have hereunto set my hand this ____ day of January, 2012.

Vickie G. Leady
Assistant Corporate Secretary