



MEMORANDUM

To: Human Resources and Governance (HR&G) Committee
From: Bill Magness, ERCOT Vice President, General Counsel and Corporate Secretary
Date: April 9, 2012
Re: Annual Review of Board Policies and Procedures

Section 9 (Review and Reaffirmation) of the Board Policies and Procedures (Policies) provides that the Board may amend the Policies at any time, but at a minimum the Policies shall be reviewed and reaffirmed annually, at or before the annual Strategic Planning Meeting.

The current Policies were last amended effective December 13, 2011.

The Policies are being provided as Attachment A for the Committee's consideration and discussion as part of its annual review for 2012.