



**DRAFT MINUTES OF THE NOMINATING COMMITTEE MEETING
OF ELECTRIC RELIABILITY COUNCIL OF TEXAS, INC.**

Electric Reliability Council of Texas, Inc.
7620 Metro Center Drive, Room 206
Austin, Texas 78744
February 20, 2012 at 4:00 p.m.

Pursuant to notice duly given, the meeting of the Nominating Committee (Committee) of the Board of Directors (Board) of Electric Reliability Council of Texas, Inc. (ERCOT), convened on the above-referenced date.

Meeting Attendance:

Committee Members:

Director	Affiliation	Segment
Bermudez, Jorge	Unaffiliated	Unaffiliated Director
Crowell, Craven (Chairman)	Unaffiliated	Unaffiliated Director
Dalton, Andrew	Valero Services, Inc.	Consumer – Industrial
Dreyfus, Mark	Austin Energy	Municipal
Fehrenbach, Nick	City of Dallas	Consumer – Commercial
Gent, Michehl	Unaffiliated	Unaffiliated Director (<i>Agenda Items 1 and 9 only</i>)
Givens, Sheri	Office of Public Utility Counsel	Consumer – Residential
Gresham, Kevin	E.On Climate & Renewables NA LLC	Independent Generator
Karnei, Clifton	Brazos Electric Power Cooperative, Inc.	Cooperative
Pfirmsmann, Karl	Unaffiliated	Unaffiliated Director
Prochazka, Scott	CenterPoint Energy Houston Electric LLC	Investor Owned Utility
Ryall, Jean	Constellation Energy Commodities Group	Independent Power Marketer
Walsh, Judy (Vice-Chair)	Unaffiliated	Unaffiliated Director

Guests:

Doggett, H. B. “Trip”	ERCOT President and Chief Executive Officer (CEO)
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Leady, Vickie	ERCOT Assistant General Counsel and Assistant Corporate Secretary
Magness, Bill	ERCOT Vice President, General Counsel and Corporate Secretary
Nelson, Donna	Public Utility Commission of Texas Chairman

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

Craven Crowell, Chairman, determined a quorum was present and called the Nominating Committee meeting to order at approximately 4:15 p.m. Chairman Crowell addressed the Agenda Items in the order below. Michehl Gent excused himself from the meeting room at this time.

September 20, 2011 Meeting Minutes (Agenda Item 2)

Chairman Crowell called for a motion to approve the September 20, 2011 Nominating Committee Meeting Minutes (Minutes).

Clifton Karnei moved to approve the Minutes as presented. Karl Pfirrmann seconded the motion. The motion passed by unanimous voice vote with no abstentions.

Other Business (Agenda Item 3)

No other business was discussed at this time.

Executive Session (Agenda Items 4 through 8)

Chairman Crowell adjourned the meeting to Executive Session at approximately 4:17 p.m. until approximately 4:23 p.m.

Chairman Crowell reconvened the meeting to Open Session at approximately 4:25 p.m.

Vote on Matters from Executive Session (Agenda Item 9)

Chairman Crowell called for a motion on voting matters from Executive Session.

Mr. Karnei moved to select Mr. Gent as an Unaffiliated Director candidate, for his third and final term, for recommendation to the ERCOT Corporate Members. Jorge Bermudez seconded the motion. The motion passed by unanimous voice vote with one abstention (Mr. Gent).

Adjournment (Agenda Item 10)

Chairman Crowell adjourned the meeting at approximately 4:26 p.m.

Nominating Committee materials and presentations from the meeting are available on ERCOT's website at <http://www.ercot.com/committees/board/bodnom/>.

Vickie G. Leady
Assistant Corporate Secretary