



Date: January 8, 2013
To: ERCOT Board of Directors and Segment Alternates
From: Bill Magness, Vice President, General Counsel and Corporate Secretary
Subject: Committee Preferences and Assignments for 2013

Attached for your review is the 2013 Committee Preferences and Assignments list. The 2013 Committee Member Preference form was provided to Board members at the ERCOT Board of Directors meeting on December 11, 2012.

The Board Members listed under the Human Resources and Governance Committee (HR&G) indicated HR&G as their preferred committee. The HR&G Charter provides in pertinent part that, "The Board members shall decide from among themselves who shall participate in the Committee. The Committee shall be comprised of representatives from at least two Market Segments and one or more of the Unaffiliated Board members."

The Board Members listed under the Finance and Audit Committee (F&A) indicated F&A as their preferred committee. The F&A Charter provides in pertinent part that, "The Board members shall decide from among themselves who shall participate in the Committee. The Committee shall be comprised of at least five Board members, at least three of which are from Market Segments and two or more of which must be Unaffiliated Board members."

The Board Members listed under the Nominating Committee (Nominating) are members of Nominating pursuant to Section 4.3(b)(1) of the Bylaws, which require that Nominating shall consist of all of the voting Directors, other than the ERCOT Chief Executive Officer (CEO) (that is, all of the Board other than the ERCOT CEO and Public Utility Commission Chair).

If you have any questions about the 2013 Committee Preferences or Assignments, do not hesitate to contact me or Vickie Leady, ERCOT Assistant General Counsel and Assistant Corporate Secretary.

Thank you for your attention to this matter.



**ERCOT Board of Directors
Committee Preferences and Assignments for 2013**

Human Resources & Governance (HR&G) Committee

Craven Crowell
Andrew Dalton
Mark Dreyfus
Sheri Givens
Karl Pfirrmann
Jean Ryall Porter

Finance & Audit (F&A) Committee

Jorge Bermudez
Shannon Bowling
Nick Fehrenbach
Michehl Gent
Kevin Gresham
Clifton Karnei
Scott Prochazka
Judy Walsh*

Nominating Committee

Jorge Bermudez
Shannon Bowling
Craven Crowell
Andrew Dalton
Mark Dreyfus
Nick Fehrenbach
Michehl Gent
Sheri Givens
Kevin Gresham
Clifton Karnei
Karl Pfirrmann
Scott Prochazka
Jean Ryall Porter
Judy Walsh

*Indicated preference for either committee.