



**Date:** January 8, 2013  
**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 2013

**Issue for the ERCOT Board of Directors**

**ERCOT Board of Directors Meeting Date:** January 15, 2013

**Item No.:** 5

**Issue:**

Confirmation of the Election of the Chair and Vice Chair of TAC for 2013.

**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 3, 2013 TAC meeting, the TAC Representatives elected Kenan Ogelman, CPS Energy, and Randa Stephenson, Lone Star Transmission, as Chair and Vice Chair of TAC, respectively, for the 2013 year. Since their election, both Mr. Ogelman and Ms. Stephenson 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.

**Conclusion/Recommendation:**

It is respectfully recommended that the Board confirm TAC’s election of Mr. Ogelman and Ms. Stephenson as TAC Chair and Vice Chair, respectively, for the 2013 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 3, 2013 TAC meeting, TAC elected Kenan Ogelman, CPS Energy, and Randa Stephenson, Lone Star Transmission, as Chair and Vice Chair of TAC, respectively, for the 2013 year;

WHEREAS, since their election, Mr. Ogelman and Ms. Stephenson 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 Ms. Stephenson as Chair and Vice Chair of TAC, respectively, for the 2013 year.

**CORPORATE SECRETARY'S CERTIFICATE**

I, Vickie G. Leady, Assistant Corporate Secretary of ERCOT, do hereby certify that, at its January 15, 2013 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, 2013.

\_\_\_\_\_  
Vickie G. Leady  
Assistant Corporate Secretary