



Human Resources and Governance (HR&G) Committee Meeting
 Room168; 7620 Metro Center Drive, Austin, Texas
 July 15, 2013; 2:00 p.m. to 4:45 p.m.*

Item	Topic	Topic Type	Presenter	Time Allocation in Minutes
1.	Call General Session to Order, Announce Proxies and Segment Alternates	--	Chair	--
2.	May 13, 2013 General Session Meeting Minutes	Vote	Chair	5
3.	Human Resources Operations Report	Discussion	Chuck Manning	15
4.	Bylaws Amendments	--	Chair	40
4.1	Technical Advisory Committee (TAC) Recommendation to HR&G Committee	Discussion	TAC Chair	--
4.2	Recommendation of HR&G Committee	--	Chair	--
4.2.1	ERCOT Legal Proposed Administrative Amendments	Vote	Bill Magness	--
4.2.2	ERCOT Legal Proposed Budget Provision Amendment	Vote	Bill Magness	--
4.2.3	Morgan Stanley Capital Group, Inc. Proposed Amendment	Vote	Morgan Stanley Capital Group, Inc.	--
4.2.4	Calpine Corporation Proposed Amendment	Vote	Calpine Corporation	--
4.2.5	Macquarie Energy LLC Proposed Amendment	Vote	Macquarie Energy LLC	--
5.	Update regarding Ethic Agreements for ERCOT Employees, Directors and Segment Alternates	Discussion	Bill Magness	5
6.	Review Unaffiliated Director Compensation	Discussion	Vice Chair	10
7.	Legislative Update	Discussion	Shelly Botkin	5
8.	Review of ERCOT Governing Documents and Governance Structure of Board of Directors and its Committees	Discussion	Chair	10
9.	Review ERCOT Five-Year Strategic Plan	Discussion	Chair	10
10.	Review Q2 2013 Key Performance Indicators (KPIs)	Discussion	Paula Feuerbacher	10
11.	Other Business	Discussion	Chair	5
	Executive Session	--	--	45
	May 13, 2013 Executive Session Meeting Minutes	Vote	Chair	--
	Personnel	Discussion	Chuck Manning	--
	Litigation and Regulatory Matters	Discussion	Bill Magness	--
	Security, Compliance and Risk Management Matters	Discussion	Chuck Manning	--
	Contract Matters	Discussion	Bill Magness	--
	General Session	--	--	--
12.	Vote on Matters from Executive Session	Vote	Chair	5
13.	Adjourn	--	Chair	--

**All times shown in the Agenda are approximate, at best, and should not be relied upon for scheduling. Matters may be taken out of Agenda order or prior to their estimated time.*

The next regularly scheduled HR&G Committee Meeting is expected to be held on September 16, 2013 at 7620 Metro Center Drive, Austin, Texas.