

## Human Resources and Governance (HR&G) Committee Meeting Room 168; 7620 Metro Center Drive, Austin, Texas February 10, 2014; 1:00 p.m. to 4:00 p.m.\*

1. Call General Session to Order, Announce Proxies and Segment Alternates  2. Committee Membership Discussion Board Chair  3. Election of Committee Chair Vote Board Chair  4. Election of Committee Vice Chair Vote Chair  5. Designation of Committee Secretary Vote Chair  6. November 18, 2013 General Session Meeting Minutes  7. Recommendation regarding Committee Charter Vote Chair  8. Human Resources Operations Reports Discussion Chuck Manning  9. Recommendation regarding Election of Chief Executive Officer and Ratification of Officers	Allocation in Minutes
3.Election of Committee ChairVoteBoard Chair4.Election of Committee Vice ChairVoteChair5.Designation of Committee SecretaryVoteChair6.November 18, 2013 General Session Meeting MinutesVoteChair7.Recommendation regarding Committee CharterVoteChair8.Human Resources Operations ReportsDiscussionChuck Manning9.Recommendation regarding Election of Chief Executive Officer and Ratification of OfficersVoteChair	2
<ul> <li>Election of Committee Vice Chair</li> <li>Designation of Committee Secretary</li> <li>November 18, 2013 General Session Meeting Minutes</li> <li>Recommendation regarding Committee Charter</li> <li>Human Resources Operations Reports</li> <li>Recommendation regarding Election of Chief Executive Officer and Ratification of Officers</li> </ul>	3
5.       Designation of Committee Secretary       Vote       Chair         6.       November 18, 2013 General Session Meeting Minutes       Vote       Chair         7.       Recommendation regarding Committee Charter       Vote       Chair         8.       Human Resources Operations Reports       Discussion       Chuck Manning         9.       Recommendation regarding Election of Chief Executive Officer and Ratification of Officers       Vote       Chair	3
6. November 18, 2013 General Session Meeting Minutes  7. Recommendation regarding Committee Charter  8. Human Resources Operations Reports  9. Recommendation regarding Election of Chief Executive Officer and Ratification of Officers  Vote Chair Vote Chair	2
Minutes  7. Recommendation regarding Committee Charter  8. Human Resources Operations Reports  9. Recommendation regarding Election of Chief Executive Officer and Ratification of Officers  Vote Chair Chair	2
8. Human Resources Operations Reports Discussion Chuck Manning  9. Recommendation regarding Election of Chief Executive Officer and Ratification of Officers  Chair	3
9. Recommendation regarding Election of Chief Vote Chair Executive Officer and Ratification of Officers	25
Executive Officer and Ratification of Officers	20
	5
10. Key Performance Indicators (KPIs) Discussion Paula Feuerbacher	10
10.1 Update on 2013 4 <sup>th</sup> Quarter and YTD KPI	
10.2 Review 2014 KPI Matrix	
11. Bylaws Revisions Discussion Bill Magness	20
11.1 Board Member Eligibility Requirements Discussion	
12. Annual Status Report from Benefits Committee Discussion Chuck Manning	10
13. Board Training Opportunities Discussion Bill Magness	5
14. Other Business Discussion Chair	5
Convene Executive Session	60
November 18, 2013 Executive Session Meeting Vote Chair Minutes	
Personnel Discussion Chair	
Litigation and Regulatory Matters Discussion Bill Magness	
Security, Compliance and Risk Management Matters Discussion Chuck Manning	
Contract Matters Discussion Bill Magness	
Reconvene General Session	
15. Vote on Matters from Executive Session Vote Chair	
16. Adjourn Chair	5

<sup>\*</sup>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 April 7, 2014 at 7620 Metro Center Drive, Austin, Texas.