



To: Human Resources and Governance (HR&G) Committee
From: Bill Magness, Vice President, General Counsel and Corporate Secretary
Date: February 3, 2014
Subject: Item 13 – Board Training Opportunities

The current HR&G Committee Charter provides in part that the Committee shall consider Board training opportunities that could enhance the Board's performance.

We are committed to providing the Board with education and training opportunities that Board members would find useful in the execution of their responsibilities. This training takes two forms: (a) training in specialized ERCOT market and operations issues; (b) training focused on topics pertinent to issues facing the Board's oversight of ERCOT, Inc. For the Committee's consideration, we present the following updates and requests for feedback on both types of training.

- (a) Market and Operations Training: ERCOT has several ERCOT market training programs available to the Board for no charge. During the February Board meeting, Board members will be receiving training brochures which highlight these programs. If there are special topics which you believe that the Board should consider when the Board meets, please identify the topic and management will consider a way to get such training coordinated.
- (b) Other ERCOT Training. The Finance and Audit Committee is expected to have four training sessions this year, commencing at noon, which HR&G Committee members may attend and which are identified as follows:

Meeting Date	Educational Topic
February 10, 2014	Project processes and issues
April 7, 2014	Internal controls relating to financial reporting
June 9, 2014	Cyber security
October 13, 2014	Current audit committee issues presented by ERCOT's auditor

The HR&G Committee is scheduled to receive an update on the Affordable Care Act at its February 10, 2014 meeting. ERCOT staff may also present an update on Strategic Planning initiatives later in the year to the HR&G Committee. If there any other sessions that HR&G would request for the Committee, or as part of a larger Board meeting, please let us know. This year we expect that Nominating Committee meetings will be held in conjunction with upcoming 2014 Board/Committee meetings. If the HR&G Committee identifies topics for additional training sessions, we will formulate a training calendar for circulation prior to the April 2014 Committee meeting.

I look forward to the Committee's discussion of this matter.