



**GENERAL SESSION MINUTES OF THE BOARD OF DIRECTORS MEETING OF
ELECTRIC RELIABILITY COUNCIL OF TEXAS, INC.**

Electric Reliability Council of Texas, Inc.
7620 Metro Center Drive, Room 206
Austin, Texas 78744
December 10, 2013 at 8:30 a.m.

Pursuant to notice duly given, the meeting of the Board of Directors (Board) of Electric Reliability Council of Texas, Inc. (ERCOT), convened on the above-referenced date.

Meeting Attendance:

Board Members:

Director	Affiliation	Segment
Baer, Tonya	Office of Public Utility Counsel	Consumer – Residential
Bermudez, Jorge	Unaffiliated	Unaffiliated Director (<i>Proxy for Kevin Gresham</i>)
Bowling, Shannon	Cirro Group	Independent Retail Electric Provider
Carpenter, Mark	Oncor Electric Delivery Company	Investor-Owned Utility Segment Alternate
Crowell, Craven (Chairman)	Unaffiliated	Unaffiliated Director
Dalton, Andrew	Valero Services, Inc.	Consumer - Industrial
Doggett, H.B. “Trip”	ERCOT	President and Chief Executive Officer (CEO)
Dreyfus, Mark	Austin Energy	Municipal
Fehrenbach, Nick	City of Dallas	Consumer - Commercial
Gent, Michehl	Unaffiliated	Unaffiliated Director
Karnei, Clifton	Brazos Electric Power Cooperative	Cooperative
Nelson, Donna	Chairman	Public Utility Commission of Texas (PUCT)
Pfirmsmann, Karl	Unaffiliated	Unaffiliated Director (<i>Proxy for Vice Chair Judy Walsh</i>)
Porter, Jean Ryall	CCNG Power, LLC	Independent Power Marketer (<i>Not Present for Agenda Items 1 – 3</i>)

Guests:

Anderson, Kenneth	Public Utility Commission of Texas (PUCT) Commissioner (<i>Not Present for Agenda Items 1 – 4</i>)
Day, Betty	ERCOT Vice President of Business Integration



Dreyer, Jerry	ERCOT Vice President and Chief Information Officer
Dumas, John	ERCOT Director of Wholesale Market Operations
Jones, Brad	ERCOT Vice President of Commercial Operations
Lasher, Warren	ERCOT Director of System Planning
Leady, Vickie	ERCOT Assistant General Counsel and Assistant Corporate Secretary
Legatt, Mike	ERCOT Principal, Human Factor Engineer
Magness, Bill	ERCOT Vice President, General Counsel and Corporate Secretary
Mann, Mitzie	ERCOT Senior Paralegal
Manning, Chuck	ERCOT Vice President of Human Resources and Chief Compliance Officer
Markham, Lori	ERCOT Corporate Governance Specialist
Ögelman, Kenan	CPS Energy, Technical Advisory Committee (TAC) Chair
Opheim, Calvin	ERCOT Manager of Load Forecasting and Analysis
Petterson, Michael	ERCOT Vice President of Finance and Treasury
Rife, Carolyn	ERCOT Senior Administrative Assistant
Saathoff, Kent	ERCOT Executive Advisor
Schue, Jamie	ERCOT Associate Corporate Counsel
Shellman, Carolyn	CPS Energy (Municipal Segment Alternate)
Stephenson, Randa	Lone Star Transmission, TAC Vice-Chair
Woodfin, Dan	ERCOT Director of System Operations

Call Open Session to Order and Announce Proxies (Agenda Item 1)

Craven Crowell, Board Chairman, determined that a quorum was present and called the Board meeting to order at approximately 8:30 a.m. Chairman Crowell noted the Antitrust and Security Admonitions. He announced that Kevin Gresham provided his proxy to Unaffiliated Director Jorge Bermudez in his absence and the absence of Independent Generator Segment Alternate Kristy Ashley, that Unaffiliated Director Judy Walsh provided her proxy to Unaffiliated Director Karl Pfirrmann, and that Mark Carpenter would act on behalf of the Investor Owned Utility Segment in Scott Prochazka’s absence.

Chairman Crowell announced that he would recess the General Session at approximately 10:15 a.m. due to the off-site Forty-Third Annual Meeting of ERCOT Membership. He addressed the following Agenda Items in the order below.

Consent Agenda; Unopposed Nodal Protocol Revision Requests (NPRRs) and Planning Guide Revision Request (PGRR) Recommended by Technical Advisory Committee (TAC) for Approval; and Cancellation of January 2014 ERCOT Board and Committee Meetings (Agenda Items 2.1, 2.1.1-2.1.3, 2.1.5-2.1.13 and 2.2)

Chairman Crowell entertained discussion of the Consent Agenda. Michehl Gent requested removal of Agenda Item 2.1.4 – NPRR541, SPS and RAP Modeling Clarification.

Chairman Crowell entertained a motion for the approval of the Consent Agenda as follows:

- NPRR528, Clarification of Assessment of Chronic Congestion;
- NPRR529, Constraint Management Plan;
- NPRR540, Clarification of Credible Single Contingency;



- NPRR542, Clarification of the Use of Emergency Condition;
- NPRR558, Addition of Bilateral Load Response Data to Protected Information List;
- NPRR561, Clarification of Shutdown Telemetry Status;
- NPRR565, Seasonal Generation Notifications;
- NPRR566, Removal of Language Regarding QSE Service Filings;
- NPRR575, Clarification of the RUC Resource Buy-Back Provision for Ancillary Services – URGENT;
- NPRR578, Restores RUC Decommitment Charge Language Deleted in NPRR416 – URGENT;
- NPRR579, Amendment to the Minimum PTP Option Bid Price Approval Timeline – URGENT;
- PGRR030, New Planning Guide Section 8A, Declaration of Resource Data Accuracy and 8B, Declaration of Adequate Water Rights; and
- Cancellation of January 2014 ERCOT Board and Committee Meetings.

Karl Pfirrmann moved to approve the Consent Agenda as modified, that is, as presented with the exception of Agenda Item 2.1.4 as requested by Mr. Gent. Andrew Dalton seconded the motion. The motion passed by unanimous voice vote with no abstentions.

November 19, 2013 General Session Meeting Minutes (Agenda Item 3)

Chairman Crowell entertained a motion to approve the November 19, 2013 General Session Meeting Minutes (Minutes).

Shannon Bowling moved to approve the Minutes as presented. Jorge Bermudez seconded the motion. The motion passed by unanimous voice vote with no abstentions.

Chief Executive Officer (CEO) Update (Agenda Item 4)

Trip Doggett provided the CEO Update. Mr. Doggett acknowledged Kent Saathoff for his years of service to ERCOT and highlighted his career achievements. He reported that Mr. Saathoff will be retiring in February 2014. He commended Mike Leggett for his work with the Macomber Map, and the late Gary Macomber for his initial research on control room needs. Mr. Doggett also recognized the Legal Board Support Team – Mitzie Mann, Tisa Wilkins, Kathie Randle, Vickie Leady, Lori Markham, Carolyn Rife, and Jamie Schue – for the assistance they provide to the Board.

Load Forecasting Review (Agenda Item 5)

Warren Lasher and Calvin Opheim presented the Load Forecasting Review and responded to questions and comments from Board members.

Donna Nelson, Chairman of the Public Utility Commission of Texas (PUCT, Commission), called an Open Meeting of the Commission to order to consider matters which had been duly posted with the Texas Secretary of State for December 10, 2013.

After receiving input on the Load Forecasting methodology, Mr. Doggett announced a plan would be coordinated with the Board on this topic.



Weather-Sensitive ERS Pilot Project (Agenda Item 6)

John Dumas presented the Weather-Sensitive Emergency Response Service (ERS) Pilot Project and responded to questions and comments from Board members.

TAC Report (Agenda Item 7)

Kenan Ögelman presented the TAC Report to the Board and responded to questions and comments from Board members.

NPRR541, SPS and RAP Modeling Clarification (Agenda Item 2.1.4)

In response to Chairman Crowell's request, Mr. Ögelman and Dan Woodfin provided background on NPRR541, which was removed from the Consent Agenda, and responded to questions and comments from Board members.

Mr. Gent moved to approve NPRR541 as recommended by TAC in the December 3, 2013 TAC Report. Mr. Pfirrmann seconded the motion. The motion passed by unanimous voice vote with no abstentions.

Non-Unanimous NPRR Recommended by TAC for Approval; NPRR571, ERS Weather-Sensitive Loads Requirements - URGENT (Agenda Items 7.1 and 7.1.1)

Mr. Ögelman presented NPRR571 and responded to questions and comments from Board members.

Mr. Pfirrmann moved to approve NPRR571 as recommended by TAC in the November 7, 2013 TAC Report. Andrew Dalton seconded the motion and offered a friendly amendment requesting TAC to report to the Board in October 2014 with an update on ERS performance through the summer months. Mr. Pfirrmann accepted Mr. Dalton's amendment to the motion. The motion passed by unanimous voice vote with no abstentions.

Proposed Changes for 2014 Methodology for Determining Minimum Ancillary Service Requirements (Agenda Item 8)

Mr. Pfirrmann moved to approve the Proposed Changes for 2014 Methodology for Determining Ancillary Service Requirements as presented. Mr. Dalton seconded the motion. The motion passed by unanimous voice vote with no abstentions.

Confirmation of 2014 TAC Representatives (Agenda Item 9)

Mark Dreyfus moved to confirm the 2014 TAC Representatives as presented. Shannon Bowling seconded the motion. The motion passed by unanimous voice vote with no abstentions.

Other Business (Agenda Item 10)

Chairman Crowell requested 2014 Board members to complete and return their 2014 Committee Preference forms and Ethics Agreements as soon as possible.

Recess for Forty-Third Annual Meeting of ERCOT Membership

Chairman Crowell recessed the General Session at approximately 10:25 a.m. for the Forty-Third Annual Membership Meeting at Austin Marriott South and announced that the Board would meet in Executive Session upon return from the Membership Meeting.



After determining that a quorum was present, Chairman Crowell convened Executive Session at approximately 1:00 p.m. and reconvened General Session at approximately 1:07 p.m.

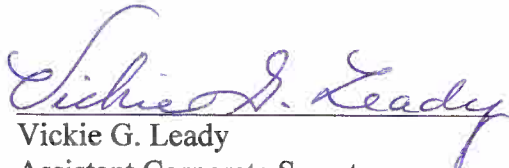
Vote on Matters from Executive Session (Agenda Item 11)

Chairman Crowell announced that during Executive Session the sole voting item was the approval of the Executive Session Meeting Minutes so there were no voting items to be considered in General Session at this time.

Adjourn (Agenda Item 12)

Chairman Crowell adjourned the meeting at approximately 1:08 p.m.

Board materials and presentations from the meeting are available on ERCOT's website at <http://www.ercot.com/committees/board>.


Vickie G. Leady
Assistant Corporate Secretary