ERCOT

DRAFT GENERAL SESSION MINUTES OF THE NOMINATING COMMITTEE
OF ELECTRIC RELIABILITY COUNCIL OF TEXAS, INC.

7620 Metro Center Drive, Room 206
Austin, Texas 78744
January 14, 2013

Pursuant to notice duly given and after determination that a quorum was present, the meeting of the Nominating Committee of the Board of Directors (Board) of Electric Reliability Council of Texas, Inc. (ERCOT) convened on the above-referenced date.

Meeting Attendance:

Committee Members:

Director	Affiliation	Segment
Bermudez, Jorge	Unaffiliated	Unaffiliated Director
Bowling, Shannon	Cirro Group	Independent Retail Electric Provider Segment Alternate
Crowell, Craven (Chairman)	Unaffiliated	Unaffiliated Director
Dalton, Andrew	Valero Services, Inc.	Consumer - Industrial
Dreyfus, Mark	Austin Energy	Municipal
Fehrenbach, Nick	City of Dallas	Consumer - Commercial
Gent, Michehl	Unaffiliated	Unaffiliated Director
Givens, Sheri	Office of Public Utility Counsel	Consumer - Residential
Gresham, Kevin	E.ON Climate & Renewables NA, LLC	Independent Generator
Karnei, Clifton	Brazos Electric Power Cooperative, Inc.	Cooperative
Pfirrmann, Karl	Unaffiliated	Unaffiliated Director
Prochazka, Scott	CenterPoint Energy, Inc.	Investor Owned Utility
Walsh, Judy	Unaffiliated	Unaffiliated Director

Other Guests:

Clemenhagen, Barbara	Topaz Power Holdings, LLC (Independent Generator Segment Alternate)

Leady, Vickie	ERCOT Assistant General Counsel and Assistant Corporate Secretary
Magness, Bill	ERCOT Vice President, General Counsel and Corporate Secretary

Call General Session to Order, Announce Proxies and Segment Alternates (Agenda Item 1)
Craven Crowell, Board Chairman, determined that a quorum was present and called the Nominating Committee (Committee) meeting to order at approximately 1:04 p.m. Chairman Crowell announced that the Nominating Committee was being convened for the purpose of considering the Unaffiliated Director vacancy which would be created at the expiration of Jorge Bermudez' first term on June 30, 2013. He noted that Shannon Bowling, Segment Alternate for the Independent Retail Electric Provider Segment, would be acting on the Segment's behalf as Eric Hendrick changed employment in late December 2012 and was no longer eligible to serve as Director on the Board pursuant to the Bylaws. Chairman Crowell addressed the following Agenda Items in the order below.

Election of Committee Chair (Agenda Item 2)
Mr. Crowell entertained a nomination for the election of Committee Chair.

Karl Pfirrmann nominated Mr. Crowell as Committee Chair. Andrew Dalton seconded the nomination. Mr. Crowell was elected as Committee Chair by unanimous voice vote with no abstentions.

February 20, 2012 General Session Meeting Minutes (Agenda Item 3)
Chairman Crowell entertained a motion to approve the February 20, 2012 General Session Meeting Minutes (Minutes).

Nick Fehrenbach moved to approve the Minutes as presented. Kevin Gresham seconded the motion. The motion passed by unanimous voice vote with one abstention (Michehl Gent).

Other Business (Agenda Item 4)
No other business was discussed at this time.

Executive Session
Chairman Crowell adjourned the meeting into Executive Session at approximately 1:06 p.m. and reconvened the General Session of the meeting at approximately 1:13 p.m.

Vote on Matters from Executive Session (Agenda Item 5)
Chairman Crowell entertained a motion on the personnel matter discussed during Executive Session.

Mr. Dalton moved to select Mr. Bermudez as an Unaffiliated Director Candidate for his second term for recommendation to the ERCOT Corporate Members. Mr. Gent seconded the motion. The motion passed by unanimous voice vote with one abstention (Mr. Bermudez).

Adjourn (Agenda Item 6)
Chairman Crowell adjourned the meeting at approximately 1:14 p.m.

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

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Vickie G. Leady
Assistant Corporate Secretary