



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

7620 Metro Center Drive, Room 206
Austin, Texas 78744
April 7, 2014

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:

Board Members:

Director	Affiliation	Segment
Bermudez, Jorge	Unaffiliated	Unaffiliated Director (<i>Proxy for Michehl Gent</i>)
Carpenter, Mark	Oncor Electric Delivery Company	Investor Owned Utility
Comstock, Read	Direct Energy	Independent Retail Electric Provider Segment Alternate
Crowell, Craven (Chairman)	Unaffiliated	Unaffiliated Director
Dreyfus, Mark	Austin Energy	Municipal
Fehrenbach, Nick	City of Dallas	Consumer - Commercial
Gresham, Kevin	E.ON North America LLC	Independent Generator
Karnei, Clifton	Brazos Electric Power Cooperative, Inc.	Cooperative
Pffirmann, Karl	Unaffiliated	Unaffiliated Director
Porter, Jean Ryall	CCNG Power, LLC	Independent Power Marketer
Walsh, Judy (Vice Chair)	Unaffiliated	Unaffiliated Director

Other Guests:

Ashley, Kristy	Exelon 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, Nominating Committee Chairman, determined that a quorum was present and called the Nominating Committee General Session to order at approximately 11:07 a.m. He addressed the following Agenda Items in the order below.



January 14, 2013 General Session Meeting Minutes (Agenda Item 2)

Chairman Crowell entertained a motion to approve the January 14, 2013 General Session Meeting Minutes (Minutes).

Clifton Karnei moved to approve the Minutes as presented. Karl Pfirrmann seconded the motion. The motion passed by unanimous voice vote with no abstentions.

Other Business (Agenda Item 3)

No other business was discussed at this time.

Executive Session

Chairman Crowell recessed the General Session into Executive Session at approximately 11:08 a.m. and reconvened General Session at approximately 11:46 a.m.

Vote on Matters from Executive Session (Agenda Item 4)

Chairman Crowell announced that there were four voting items from Executive Session.

Mr. Karnei moved to select Chairman Crowell as an Unaffiliated Director Candidate for his second three-year term for recommendation to ERCOT Corporate Members. Jean Ryall Porter seconded the motion. The motion passed by unanimous voice vote with one abstention (Chairman Crowell).

Mr. Karnei moved to select Judy Walsh, Nominating Committee Vice Chair, as an Unaffiliated Director Candidate for her second three-year term for recommendation to ERCOT Corporate Members. Chairman Crowell seconded the motion. The motion passed by unanimous voice vote with one abstention (Vice Chair Walsh).

Mr. Karnei moved to select Mr. Pfirrmann as an Unaffiliated Director Candidate for his second three-year term for recommendation to ERCOT Corporate Members. Ms. Ryall Porter seconded the motion. The motion passed by unanimous voice vote with one abstention (Mr. Pfirrmann).

Vice Chair Walsh moved to select Russell Reynolds Associates as the executive search firm to provide Unaffiliated Director Candidates to fill the vacancy created by expiration of Michehl Gent's third and final term in May 2015. Mr. Pfirrmann seconded the motion. The motion passed by unanimous voice vote with no abstentions.

Chairman Crowell also announced that Mr. Gent provided his proxy to Jorge Bermudez for purposes of the entire meeting.

Adjourn (Agenda Item 5)

Chairman Crowell adjourned the meeting at approximately 11:48 p.m.



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

Vickie G. Leady
Assistant Corporate Secretary