



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

7620 Metro Center Drive, Room 206
Austin, Texas 78744
August 11, 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
Ashley, Kristi	Exelon Corporation	Independent Generator Segment Alternate (<i>Not Present for Agenda Items 1 – 3</i>)
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 (<i>Not Present for Agenda Items 1 – 3</i>)
Dreyfus, Mark	Austin Energy	Municipal
Fehrenbach, Nick	City of Dallas	Consumer – Commercial
Karnei, Clifton	Brazos Electric Power Cooperative, Inc.	Cooperative
Pfirmsmann, Karl	Unaffiliated	Unaffiliated Director
Walsh, Judy (Vice Chair)	Unaffiliated	Unaffiliated Director (<i>Proxy for Craven Crowell and Jean Ryall Porter</i>)

Other Board Members and Guests:

Klock, Larry	Russell Reynolds Associates
Leady, Vickie	ERCOT Assistant General Counsel and Assistant Corporate Secretary
Levine, Jonathan	ERCOT Corporate Counsel
Lindquist, Tom	Russell Reynolds Associates
Magness, Bill	ERCOT Vice President, General Counsel and Corporate Secretary
Smith, Wade	American Electric Power Service Corporation (Investor-Owned Utility Segment Alternate)



Call General Session to Order, and Announce Proxies and Segment Alternates (Agenda Item 1)

Judy Walsh, Committee Vice Chair, determined that a quorum was present and called the Nominating Committee meeting to order at approximately 10:02 a.m. Vice Chair Walsh announced that Jorge Bermudez held a proxy for Michehl Gent and that she held proxies for Committee Chairman Craven Crowell and Jean Ryall Porter. She noted that Chairman Crowell was absent due to an illness in his family. Vice Chair Walsh reported that the Committee was meeting for the purpose of reviewing the prospective candidate pool for the Unaffiliated Director position which will become vacant upon the expiration of Michehl Gent's final term on the Board. Vice Chair Walsh addressed the following Agenda Items in the order below.

June 10, 2014 General Session Meeting Minutes (Agenda Item 2)

Vice Chair Walsh entertained a motion to approve the June 10, 2014 General Session Meeting Minutes (Minutes).

Karl Pfirrmann moved to approve the Minutes as presented. Nick Fehrenbach 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.

Convene Executive Session; Reconvene General Session

Vice Chair Walsh adjourned the meeting into Executive Session at approximately 10:03 a.m. and reconvened the General Session of the meeting at approximately 11:32 a.m.

Vote on Matters from Executive Session (Agenda Item 4)

There were no voting items from Executive Session.

Adjournment (Agenda Item 5)

Vice Chair Walsh adjourned the meeting at approximately 11:33 a.m.

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

Vickie G. Leady
Assistant Corporate Secretary