



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

7620 Metro Center Drive, Room 206  
Austin, Texas 78744  
February 10, 2015

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:

<b>Director</b>	<b>Affiliation</b>	<b>Segment</b>
Ashley, Kristy	Exelon Corporation	Independent Generator Segment Alternate
Baer, Tonya	Office of Public Utility Counsel	Consumer – Residential
Carpenter, Mark	Oncor Electric Delivery Company	Investor-Owned Utility
Comstock, Read	Direct Energy	Independent Retail Electric Provider
Crowell, Craven (Chairman)	Unaffiliated	Unaffiliated Director
Durland, Jack	Valero Services, Inc.	Consumer – Industrial
Emery, Keith	Tenaska Power Services	Independent Power Marketer
Fehrenbach, Nick	City of Dallas	Consumer – Commercial
Karnei, Clifton	Brazos Electric Power Cooperative, Inc.	Cooperative ( <i>Proxy for Jorge Bermudez and Michehl Gent</i> )
Pfirmsmann, Karl	Unaffiliated	Unaffiliated Director
Shellman, Carolyn	CPS Energy	Municipal
Walsh, Judy (Vice Chair)	Unaffiliated	Unaffiliated Director

Guest Board Members and Segment Alternates:

<b>Director/ Segment Alternate</b>	<b>Affiliation</b>	<b>Segment</b>
Doggett, H.B. “Trip”	ERCOT	President and Chief Executive Officer (CEO)



Nelson, Donna	Public Utility Commission of Texas (PUCT)	Chairman
Porter, Jean Ryall	CCNG Power, LLC	Independent Power Marketer Segment Alternate
Smith, Wade	American Electric Power Service Corporation	Investor-Owned Utility Segment Alternate
Williams, Phil	Denton Municipal Electric	Municipal Segment Alternate

**Officers and Guests:**

Ledy, Vickie	ERCOT Assistant General Counsel and Assistant Corporate Secretary
Levine, Jonathan	ERCOT Corporate Counsel
Magness, Bill	ERCOT General Counsel, Sr. Vice President – Governance, Risk and Compliance & 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 meeting to order at approximately 11:32 a.m. Chairman Crowell announced that Unaffiliated Directors Jorge Bermudez and Michehl Gent each provided his proxy to Cooperative Market Segment Director Clifton Karnei and that Kristy Ashley, Independent Generator Segment Alternate, was attending in Kevin Gresham’s absence. Chairman Crowell reported that the Committee was meeting for the purpose of interviewing additional prospective candidates for the Unaffiliated Director position that will become vacant upon the expiration of Mr. Gent’s third and final term on the Board, which expires in May 2015. Chairman Crowell announced that no voting items from Executive Session were expected, and that, accordingly, he would adjourn the meeting immediately upon conclusion of Executive Session. He addressed the following Agenda Items in the order below.

**December 8, 2014 General Session Meeting Minutes (Agenda Item 2)**

Chairman Crowell entertained a motion to approve the December 8, 2014 General Session Meeting Minutes (Minutes).

**Karl Pfirrmann moved to approve the Minutes as presented. Mark Carpenter 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; Vote on Matters from Executive Session; Adjournment (Agenda Items 4 and 5)**

Chairman Crowell recessed General Session and convened Executive Session at approximately 11:34 a.m.

There were no voting items from Executive Session.

Chairman Crowell adjourned the meeting upon the conclusion of Executive Session at approximately 3:08 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