



**The Human Resources & Governance (HR&G)
Committee is expected to consider
HR&G Committee Agenda Item 7:
*Recommendation regarding
Ratification of New Officers for 2015*
at its meeting on October 12, 2015.**

**The Board of Directors is expected to hear the
HR&G Committee's recommendation during
Agenda Item 11.1:
Ratification of New Officers for 2015
at the Board meeting on October 13, 2015.**

**Attached are the Board materials
in relation to these agenda items.**



Date: October 6, 2015
To: Board of Directors
From: H.B. “Trip” Doggett, ERCOT President and Chief Executive Officer (CEO)
Subject: Recommendation regarding Ratification of New Officers for 2015

Issue for the ERCOT Board of Directors

ERCOT Board of Directors Meeting Date: October 13, 2015

Item No.: 11.1

Issue:

Ratification of new officers of Electric Reliability Council of Texas, Inc. (ERCOT) for 2015.

Background/History:

Section 8.2 of ERCOT’s Amended and Restated Bylaws, as approved on August 17, 2015 (Bylaws), requires that the ERCOT Board of Directors (Board) ratify ERCOT officers for terms not to exceed one year. Section 8.2 further provides that officers may be re-elected or re-ratified for consecutive terms without limitation and that all officers shall hold office until their successors are chosen and qualified or until their earlier resignation or removal.

At its meeting on October 12, 2015, the HR&G Committee is expected to consider the ratification of the following new Officers for 2015, while employed for a term not to exceed one year, as recommended by H.B. “Trip” Doggett, ERCOT President and CEO:

- Kenan Ogelman – Vice President of Commercial Operations, effective October 10, 2015;
- Woody Rickerson – Vice President of Grid Planning and Operations, effective October 1, 2015; and
- Jeyant Tamby – Interim Chief Operating Officer, effective as of October 10, 2015.

Key Factors Influencing Issue:

The Bylaws require the ratification of officers at least annually. It is preferable to ratify officers as the CEO promotes or hires executives for certain leadership roles.

Conclusion/Recommendation:

The HR&G Committee is expected to consider recommending whether the ERCOT Board should ratify the following new ERCOT officers for 2015, while employed for a term not to exceed one year:

- Kenan Ogelman – Vice President of Commercial Operations, effective October 10, 2015;
- Woody Rickerson – Vice President of Grid Planning and Operations, effective October 1, 2015; and
- Jeyant Tamby – Interim Chief Operating Officer, effective as of October 10, 2015.



ELECTRIC RELIABILITY COUNCIL OF TEXAS, INC.
BOARD OF DIRECTORS RESOLUTION

WHEREAS, pursuant to Section 8.2 of the Amended and Restated Bylaws of Electric Reliability Council of Texas, Inc. (ERCOT), the ERCOT Board of Directors (Board) shall ratify ERCOT officers for a term while employed not to exceed one year;

WHEREAS, the ERCOT Board deems it desirable and in the best interest of ERCOT to ratify new ERCOT Officers for 2015 for a term while employed not to exceed one year, as recommended by H.B. "Trip" Doggett, ERCOT President and Chief Executive Officer (CEO) and the Human Resources and Governance (HR&G) Committee;

THEREFORE, BE IT RESOLVED, the ERCOT Board hereby ratifies the following new officers for 2015, while employed for a term not to exceed one year, as recommended by H.B. "Trip" Doggett, ERCOT President and CEO and the HR&G Committee:

- Kenan Ogelman – Vice President of Commercial Operations, effective October 10, 2015;
- Woody Rickerson – Vice President of Grid Planning and Operations, effective October 1, 2015; and
- Jeyant Tamby – Interim Chief Operating Officer, effective as of October 10, 2015.

CORPORATE SECRETARY'S CERTIFICATE

I, Vickie G. Leady, Assistant Corporate Secretary of ERCOT, do hereby certify that, at its October 13, 2015 meeting, the ERCOT Board passed a motion approving the above Resolution by _____.

IN WITNESS WHEREOF, I have hereunto set my hand this ____ day of October, 2015.

Vickie G. Leady
Assistant Corporate Secretary