



**Date:** April 12, 2016  
**To:** Board of Directors  
**From:** Chad Seely, Vice President, General Counsel and Corporate Secretary  
**Subject:** Ratification of Principal Office Designation

**Issue for the ERCOT Board of Directors**

**ERCOT Board of Directors Meeting Date:** April 19, 2016

**Item No.:** 12

**Issue:**

Whether the Board of Directors (Board) of Electric Reliability Council of Texas, Inc. (ERCOT) should ratify the designation of ERCOT's executive and administrative center located at 7620 Metro Center Drive, Austin, Travis County, Texas 78744 (Met Center) as its principal office, effective as of March 26, 2001.

**Background/History:**

Section 1.1 (Principal Office) of ERCOT's Bylaws provides in pertinent part:

The principal office of Electric Reliability Council of Texas, Inc., a Texas non-stock, non-profit corporation ("ERCOT"), shall be located at such place in Texas as the ERCOT Board of Directors (the "Board") may determine.

ERCOT's executive and administrative offices have been located at the Met Center since ERCOT first leased and occupied this office on or about March 26, 2001. After a review of ERCOT's corporate records, ERCOT Legal recommends that the Board formally ratify the designation of the Met Center as ERCOT's principal office, effective as of March 26, 2001.

**Key Factors Influencing Issue:**

Pursuant to the ERCOT Bylaws, the Board may determine ERCOT's principal office. ERCOT Legal has been identifying the Met Center as ERCOT's principal office on its corporate and other legal filings, such as those with the Texas Secretary of State, the Internal Revenue Service and the Public Utility Commission of Texas.

**Conclusion/Recommendation:**

ERCOT Legal would recommend that the Board formally ratify the designation of the Met Center as ERCOT's principal office, effective as of March 26, 2001.



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

WHEREAS, after due consideration of the alternatives, the Board of Directors (Board) of Electric Reliability Council of Texas, Inc. (ERCOT) deems it desirable and in the best interest of ERCOT to ratify the designation of ERCOT's executive and administrative center located at 7620 Metro Center Drive, Austin, Travis County, Texas 78744 (Met Center) as its principal office, effective as of March 26, 2001; and

THEREFORE, BE IT RESOLVED, that the Board ratifies the Met Center as ERCOT's principal office, effective as of March 26, 2001.

**CORPORATE SECRETARY'S CERTIFICATE**

I, Vickie G. Leady, Assistant Corporate Secretary of ERCOT, do hereby certify that, at its April 19, 2016 meeting, the ERCOT Board passed a motion approving the above Resolution by \_\_\_\_\_.

IN WITNESS WHEREOF, I have hereunto set my hand this \_\_\_ day of \_\_\_\_\_, 2016.

\_\_\_\_\_  
Vickie G. Leady  
Assistant Corporate Secretary