

**The Human Resources and Governance (HR&G) Committee is expected to consider HR&G Committee Agenda Item 6:**

***Proposed 2017 Board Meeting and Annual Meeting Schedule***

**at its meeting on June 13, 2016.**

**The Board of Directors is expected to hear this matter as part of the HR&G Committee Report at the Board meeting on June 14, 2016.**

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



**Item 15.2:  
2017 ERCOT Board Meeting and Annual  
Meeting Schedule**

*Craven Crowell*  
ERCOT Board Chairman

Board of Directors Meeting

ERCOT Public  
June 14, 2016

# Summary

- Since 2014, regular Board meetings have been scheduled for six times per year during even-numbered months, typically on the second Tuesday of the meeting month.
  - Held the day after Committee meetings
  - One meeting held on same day as the Annual Meeting of Members
- It would be preferable for the Board to vote on the 2017 Board meeting schedule at the August 9, 2016 Board meeting to allow appropriate planning time for the Board, ERCOT staff and stakeholders.

# Review of 2016 Meeting Schedule

- The 2016 Board meeting schedule appears to be working well for the Board and ERCOT staff.
- The Board has been able to complete its work with this meeting schedule.
- In preparation for the development of the 2017 Board meeting schedule, ERCOT management recommends continuing the even-numbered month schedule.

# ERCOT Management Recommendation

- ERCOT management has advised that meetings on even-numbered months worked well
  - The odd-numbered month schedule in 2013 created some internal issues with regard to preparation of meeting materials due to holidays, such as, New Year's Day, Spring Break, Fourth of July, Labor Day and Thanksgiving.
  - An April meeting is needed for the approval of the financial statement audit (to save costs) and for debt covenant compliance, which requires audited financial statements by the end of April.
  - An October meeting allows for consideration and approval of certain items that require year-end approval with sufficient planning time before the end of the year.

# Proposed 2017 Board / Committee Meeting Schedule

- For 2017, a schedule for a total of six meetings **on the second Tuesday of these months (except April and October)** as follows:

Meeting Month	Proposed 2017 Committee/Board Meeting Schedule	
	Committee Meetings	Board Meetings
February	Mon, February 13	Tues, February 14
April	Mon, April 3	Tues, April 4
June	Mon, June 12	Tues, June 13
August	Mon, August 7	Tues, August 8
October	Mon, October 16	Tues, October 17
December	Mon, December 11	Tues, December 12 (Annual Meeting)

# Proposed April and October 2017 Meeting Dates

- There are two occurrences in the proposed meeting schedule which would not fall on the second Tuesday of an even-numbered month – April and October 2017
- April 2017: Propose Board meeting for the 1<sup>st</sup> Tuesday
  - Passover falls on the 2<sup>nd</sup> Tuesday and preceding Monday
  - Easter falls on the Sunday preceding the 3<sup>rd</sup> Tuesday and GCPA's Spring Conference in Houston falls on this week
- October 2017: Propose Board meeting for the 3<sup>rd</sup> Tuesday
  - GCPA's Fall Conference in Austin occurs during the 2<sup>nd</sup> Tuesday and preceding Monday
- Stakeholder meetings can be adjusted for both changes

# Proposed 2017 Annual Meeting Date

- For the Annual Meeting of Members, ERCOT's Bylaws require that:
  - Members shall meet at least annually on a date and at a place to be established by the Board (that is, the Annual Meeting).
  - The Board shall meet at least quarterly, with at least one meeting occurring in conjunction with the Annual Meeting.
- When the Board votes to approve the 2017 Annual Meeting, it should be held on the same day as the December 2017 Board meeting, that is, on Tuesday, December 12, 2017, as currently proposed.



# Board Vote at Next Meeting

A vote by the Board for the 2017 Board meeting schedule and 2017 Annual Meeting is expected to be requested at the August 2016 Board meeting.