



MEMORANDUM

To: Board of Directors
From: Chad Seely, ERCOT Vice President, General Counsel and
Corporate Secretary
Date: October 4, 2016
Re: Item 12 – Member-Affiliate Determination related to New EFH
Restructuring Entity

TCEH Corp. completed its emergence process yesterday from the Chapter 11 voluntary bankruptcy of EFH Corp. and certain of its subsidiaries in the United States Bankruptcy Court for the District of Delaware.

Today ERCOT received the attached letter from TCEH Corp. (TCEH), requesting that the ERCOT Board of Directors determine, at its October 11, 2016 meeting, that TCEH and its subsidiaries are not Affiliates (as defined in the ERCOT Bylaws) of any other ERCOT Member for purposes of ERCOT Membership and stakeholder participation.

A determination by the ERCOT Board at its October meeting would allow TCEH to update its subsidiaries' ERCOT memberships in a timely fashion and participate in Market Segment elections which occur in November 2016 for the 2017 year. The Record Date for 2017 Market Segment elections for Board and Technical Advisory Committee seats is November 11, 2016.

Given the timing of receipt of this request, ERCOT Legal will provide a decision template for this Agenda Item prior to the October 11, 2016 Board meeting.

Oaktree Relationship to TCEH Corp. and GDF Suez Energy Marketing North America Inc.

