



**Date:** October 4, 2016  
**To:** Board of Directors  
**From:** Bill Magness, President and Chief Executive Officer  
**Subject:** Confirmation of Technical Advisory Committee (TAC) Chair and Vice Chair for the Remainder of 2016

**Issue for the ERCOT Board of Directors**

**ERCOT Board of Directors Meeting Date:** October 11, 2016

**Item No.:** 8

**Issue:**

Confirmation of the election of Chair and Vice Chair of TAC for the remainder of 2016.

**Background/History:**

Section 5.1(g) of the Amended and Restated Bylaws of Electric Reliability Council of Texas, Inc. (ERCOT), as approved on August 17, 2015 (Bylaws), requires that the ERCOT Board of Directors (Board) confirm TAC's election of its Chair and Vice Chair each year. Section 5.1(g) of the Bylaws further provides that the TAC Chair and Vice Chair shall provide full disclosure pursuant to Section 9.2 (Potential Conflicts of Interest) of the Bylaws during the confirmation process.

At the August 25, 2016 TAC meeting, the TAC Representatives elected Adrienne Brandt, CPS Energy, and Bob Helton, GDF Suez, as Chair and Vice Chair of TAC, respectively, for the remainder of 2016. Since their election, both Ms. Brandt and Mr. Helton have acknowledged their disclosure obligations pursuant to Section 9.2 of the Bylaws.

**Key Factors Influencing Issue:**

- The ERCOT Bylaws require Board confirmation of TAC's election of its Chair and Vice Chair.
- The ERCOT Bylaws require full disclosure by the TAC Chair and Vice Chair pursuant to Section 9.2 (Potential Conflicts of Interest) during the confirmation process.

**Conclusion/Recommendation:**

It is recommended that the Board confirm TAC's election of Adrienne Brandt, CPS Energy, and Bob Helton, GDF Suez, as Chair and Vice Chair of TAC, respectively, for the remainder of 2016.



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

WHEREAS, pursuant to Section 5.1(g) of the Amended and Restated Bylaws (Bylaws) of Electric Reliability Council of Texas, Inc. (ERCOT), the ERCOT Board of Directors (Board) must confirm the election of the Chair and Vice Chair of the Technical Advisory Committee (TAC) each year;

WHEREAS, at the August 25, 2016 TAC meeting, TAC elected Adrienne Brandt, CPS Energy, and Bob Helton, GDF Suez, as Chair and Vice Chair of TAC, respectively, for the remainder of 2016; and

WHEREAS, since their election, both Ms. Brandt and Mr. Helton have acknowledged their disclosure obligations pursuant to Section 9.2 of the Bylaws;

THEREFORE, BE IT RESOLVED, the ERCOT Board hereby confirms Adrienne Brandt, CPS Energy, and Bob Helton, GDF Suez, as TAC Chair and Vice Chair for the remainder of 2016.

**CORPORATE SECRETARY'S CERTIFICATE**

I, Vickie G. Leady, Assistant Corporate Secretary of ERCOT, do hereby certify that, at its October 11, 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 October, 2016.

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