



**DRAFT GENERAL SESSION MINUTES OF THE
NOMINATING COMMITTEE
OF ELECTRIC RELIABILITY COUNCIL OF TEXAS, INC.**

7620 Metro Center Drive, Room 206
Austin, Texas 78744
February 8, 2016

Pursuant to notice duly given and after determination that a quorum was present, the meeting of the Nominating Committee of the Board of Directors (Board) of Electric Reliability Council of Texas, Inc. (ERCOT) convened on the above-referenced date.

Meeting Attendance:

Committee Members:

Director	Affiliation	Segment
Baer, Tonya	Office of Public Utility Counsel	Consumer – Residential (<i>Not Present for Agenda Items 1 – 3</i>)
Cramton, Peter	Unaffiliated	Unaffiliated Director
Crowell, Craven (Chairman)	Unaffiliated	Unaffiliated Director
Durland, Jack	Valero Services, Inc.	Consumer – Industrial
Emery, Keith	Tenaska Power Services Co.	Independent Power Marketer
Fehrenbach, Nick	City of Dallas	Consumer – Commercial
Gresham, Kevin	E.ON North American LLC	Independent Generator
Karnej, Clifton	Brazos Electric Power Cooperative, Inc.	Cooperative
Pfirmsmann, Karl	Unaffiliated	Unaffiliated Director
Smith, Wade	American Electric Power Service Corporation	Investor-Owned Utility
Walsh, Judy (Vice Chair)	Unaffiliated	Unaffiliated Director

Guest Board Members and Segment Alternates:

<u>Director/ Segment Alternate</u>	<u>Affiliation</u>	<u>Segment</u>
Mercado, Kenneth	CenterPoint Energy Inc.	Investor-Owned Utility Segment Alternate
Magness, Bill	ERCOT	President and Chief Executive Officer (CEO)



Soutter, Mark	Invenergy Energy Management LLC	Independent Generator Segment Alternate
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Officers and Guests:

Leady, Vickie	ERCOT Assistant General Counsel and Assistant Corporate Secretary	
Levine, Jonathan	ERCOT Corporate Counsel	
Petterson, Michael	ERCOT Vice President and Chief Financial Officer	
Seely, Chad	ERCOT Vice President and General Counsel	

Call General Session to Order, Announce Proxies and Segment Alternates (Agenda Item 1)

Craven Crowell, Committee Chairman, determined that a quorum was present and called the Nominating Committee (Committee) meeting to order at approximately 12:31 p.m. Chairman Crowell noted the Antitrust and Security Admonitions and announced that there were no proxies. Chairman Crowell announced that the Nominating Committee was being convened for the purpose of considering the Unaffiliated Director vacancy which would be created at the expiration of Jorge Bermudez’ second term on June 30, 2016. Chairman Crowell addressed the following Agenda Items in the order below.

April 13, 2015 General Session Meeting Minutes (Agenda Item 2)

Chairman Crowell entertained a motion to approve the April 13, 2015 General Session Meeting Minutes (Minutes).

Karl Pfirrmann moved to approve the Minutes as presented. Peter Cramton seconded the motion. The motion passed by unanimous voice vote with no abstentions.

Other Business (Agenda Item 3)

No other business was discussed at this time.

Executive Session

Chairman Crowell recessed the General Session and convened Executive Session at approximately 12:32 p.m. Chairman Crowell reconvened General Session at approximately 12:36 p.m.

Vote on Matters from Executive Session (Agenda Item 4)

Chairman Crowell entertained a motion on the personnel matter discussed during Executive Session.

Clifton Karnei moved to select Mr. Bermudez as an Unaffiliated Director Candidate for his third and final term for recommendation to the ERCOT Corporate Members. Kevin Gresham seconded the motion. The motion passed by unanimous voice vote with no abstentions.

Adjournment (Agenda Item 5)

Chairman Crowell adjourned the meeting at approximately 12:37 p.m.



Committee materials and presentations from the meeting are available on ERCOT's website at <http://www.ercot.com/committees/board/bodnom>.

Vickie G. Leady
Assistant Corporate Secretary