



Date: February 7, 2017
To: Board of Directors
From: Bill Magness, President and Chief Executive Officer
Subject: Confirmation of Technical Advisory Committee (TAC) Chair and Vice Chair for 2017

Issue for the ERCOT Board of Directors

ERCOT Board of Directors Meeting Date: February 14, 2017

Item No.: 5

Issue:

Confirmation of the Election of the Chair and Vice Chair of TAC for 2017.

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 January 26, 2017 TAC meeting, the TAC Representatives elected Adrienne Brandt, CPS Energy, and Bob Helton, Dynegy Inc., as Chair and Vice Chair of TAC, respectively, for the 2017 year. Since their election, Ms. Brandt and Mr. Helton have acknowledged her 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, Dynegy Inc., as TAC Chair and Vice Chair, respectively, for the 2017 year.



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 January 26, 2017 TAC meeting, TAC elected Adrienne Brandt, CPS Energy, and Bob Helton, Dynegy Inc., as Chair and Vice Chair of TAC, respectively, for the 2017 year; and

WHEREAS, since their election, 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, Dynegy Inc., as Chair and Vice Chair of TAC, respectively, for the 2017 year.

CORPORATE SECRETARY'S CERTIFICATE

I, Vickie G. Leady, Assistant Corporate Secretary of ERCOT, do hereby certify that, at its February 14, 2017 meeting, the ERCOT Board passed a motion approving the above Resolution by _____.

IN WITNESS WHEREOF, I have hereunto set my hand this ____ day of February, 2017.

Vickie G. Leady
Assistant Corporate Secretary