



**Date:** June 5, 2018  
**To:** Board of Directors  
**From:** Bill Magness, President and Chief Executive Officer  
**Subject:** Confirmation of Technical Advisory Committee (TAC) Chair for the Remainder of 2018

**Issue for the ERCOT Board of Directors**

**ERCOT Board of Directors Meeting Date:** June 12, 2018

**Item No.:** 7

**Issue:**

Confirmation of the election of the Chair of TAC for the remainder of 2018.

**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 its February 20, 2018 meeting, the Board confirmed Robert "Bob" Helton, then of Dynegy, Inc., and Diana Coleman, Office of Public Utility Counsel, as Chair and Vice Chair of TAC, respectively, for the 2018 year.

Since his confirmation, Mr. Helton has transitioned from employment with Dynegy, Inc., a Corporate Member in the Independent Generator Segment, and is now employed by ENGIE Resources LLC, also a Corporate Member in the Independent Generator Segment. At its May 24, 2018 meeting, TAC elected Mr. Helton to serve as TAC Chair for the remainder of 2018. Since his election, Mr. Helton has acknowledged his 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 Robert "Bob" Helton, ENGIE Resources LLC, as TAC Chair for the remainder of 2018.



**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 May 24, 2018 TAC meeting, TAC elected Robert “Bob” Helton, ENGIE Resources LLC, as TAC Chair for the remainder of 2018; and

WHEREAS, since his election, Mr. Helton has acknowledged his disclosure obligations pursuant to Section 9.2 of the Bylaws;

THEREFORE, BE IT RESOLVED, the ERCOT Board hereby confirms Robert “Bob” Helton, ENGIE Resources LLC, as TAC Chair for the remainder of 2018.

**CORPORATE SECRETARY’S CERTIFICATE**

I, Vickie G. Leady, Assistant Corporate Secretary of ERCOT, do hereby certify that, at its June 12, 2018 meeting, the ERCOT Board passed a motion approving the above Resolution by \_\_\_\_\_.

IN WITNESS WHEREOF, I have hereunto set my hand this \_\_\_\_ day of June, 2018.

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