



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

7620 Metro Center Drive, Room 206
Austin, Texas 78744
August 7, 2017

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 |
| 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 |
| Jones, Randy | Calpine Corporation | Independent Generator |
| Karnei, Clifton | Brazos Electric Power Cooperative, Inc. | Cooperative |
| Pfirmann, Karl | Unaffiliated | Unaffiliated Director |
| Richie, Jennifer | City of Waco | Consumer – Commercial |
| Shellman, Carolyn | CPS Energy | Municipal |
| Smith, Wade | American Electric Power Service Corporation | Investor-Owned Utility |
| Walsh, Judy (Vice Chair) | Unaffiliated | Unaffiliated Director |
| Werner, John | Source Power & Gas, LLC | Independent Retail Electric Provider |



Guest Board Members and Segment Alternates:

| Director/ Segment Alternate | Affiliation | Segment |
|--|--|--|
| Bluntzer, Rick | Just Energy Texas, LP | Independent Retail Electric Provider Segment Alternate |
| Harper, Sam | Chapparral Steel Midlothian LP | Consumer – Industrial Segment Alternate |
| Kezar, Mike | South Texas Electric Cooperative, Inc. | Cooperative Segment Alternate |
| Magness, Bill | ERCOT | President and Chief Executive Officer (CEO) |
| Mercado, Kenny | CenterPoint Energy, Inc. | Investor-Owned Utility Segment Alternate |

Officers and Guests:

| | |
|------------------|---|
| Leady, Vickie | ERCOT Assistant General Counsel and Assistant Corporate Secretary |
| Levine, Jonathan | ERCOT Corporate Counsel |
| Markham, Lori | ERCOT Corporate Governance Specialist |
| Seely, Chad | ERCOT Vice President, General Counsel and Corporate Secretary |

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

Craven Crowell, Nominating Committee Chairman, determined that a quorum was present and called the Nominating Committee General Session meeting to order at approximately 1:00 p.m. He announced that Jennifer Richie, Consumer – Commercial Segment Alternate, was attending in Nick Fehrenbach’s absence. Chairman Crowell reported that the Committee was meeting for the purpose of interviewing prospective candidates for the Unaffiliated Director position created by the resignation of Unaffiliated Director Jorge Bermudez. Chairman Crowell addressed the following Agenda Items in the order below.

June 12, 2017 General Session Meeting Minutes (Agenda Item 2)

Chairman Crowell entertained a motion to approve the June 12, 2017 General Session Meeting Minutes (Minutes).

Karl Pfirmann moved to approve the Minutes as presented. Wade Smith 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 General Session and convened Executive Session at approximately 1:03 p.m. Chairman Crowell reconvened General Session at approximately 5:00 p.m.



Vote on Matters from Executive Session (Agenda Item 4)

Chairman Crowell announced that there were no voting items from Executive Session.

Adjournment (Agenda Item 5)

Chairman Crowell adjourned the meeting at approximately 5:01 p.m.

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

A handwritten signature in cursive script, reading "Vickie G. Leady".

Vickie G. Leady
Assistant Corporate Secretary