



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

7620 Metro Center Drive, Room 206  
Austin, Texas 78744  
October 16, 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:**

<b>Director</b>	<b>Affiliation</b>	<b>Segment</b>
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
Fehrenbach, Nick	City of Dallas	Consumer – Commercial
Gresham, Kevin	E.ON North America, LLC	Independent Generator Segment Alternate
Karnei, Clifton	Brazos Electric Power Cooperative, Inc.	Cooperative
Pfirmsmann, Karl	Unaffiliated	Unaffiliated Director
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
Magness, Bill	ERCOT	President and Chief Executive Officer

Officers and Guests:

Leady, Vickie	ERCOT Assistant General Counsel and Assistant Corporate Secretary
Levine, Jonathan	ERCOT Senior Corporate Counsel
Seely, Chad V.	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 12:30 p.m. Chairman Crowell announced that Kevin Gresham, Independent Generator Segment Alternate, was attending in the absence of former Independent Generator Director Randy Jones who retired from Calpine Corporation, effective October 13, 2017. Chairman Crowell announced that the Committee was meeting for the purpose of considering matters related to the selection of an Unaffiliated Director candidate to fill the position created by the resignation of Jorge Bermudez, and to consider the Unaffiliated Director vacancy that would be created at the expiration of Peter Cramton’s first term on August 16, 2018. Chairman Crowell addressed the following Agenda Items in the order below.

**August 7, 2017 General Session Meeting Minutes (Agenda Item 2)**

Chairman Crowell entertained a motion to approve the August 7, 2017 General Session Meeting Minutes (Minutes).

**Clifton Karnei moved to approve the Minutes as presented. Keith Emery seconded the motion. The motion passed by unanimous voice vote with two abstentions (Nick Fehrenbach and Mr. Gresham).**

**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 12:32 p.m. Chairman Crowell reconvened General Session at approximately 12:45 p.m.

**Vote on Matters from Executive Session (Agenda Item 4)**

Chairman Crowell entertained motions on the personnel matters discussed during Executive Session.



**Mr. Karnei moved to select Terry Bulger as the Unaffiliated Director candidate to fill the position created by the resignation of Jorge Bermudez for recommendation to the ERCOT Corporate Members as discussed in Executive Session. Karl Pfirrmann seconded the motion. The motion passed by unanimous voice vote with no abstentions.**

**Carolyn Shellman moved to select Mr. Cramton as an Unaffiliated Director Candidate for his second term for recommendation to the ERCOT Corporate Members as discussed in Executive Session. Jack Durland seconded the motion. The motion passed by unanimous voice vote with one abstention (Mr. Cramton).**

**Adjournment (Agenda Item 5)**

Chairman Crowell adjourned the meeting at approximately 12:46 p.m.

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

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Vickie G. Leady  
Assistant Corporate Secretary