



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

7620 Metro Center Drive, Room 206  
Austin, Texas 78744  
February 11, 2019

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>
Bulger, Terry	Unaffiliated	Unaffiliated Director
Cramton, Peter	Unaffiliated	Unaffiliated Director <i>(Proxy for Judy Walsh)</i>
Crowell, Craven (Chairman)	Unaffiliated	Unaffiliated Director
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
Karnei, Clifton	Brazos Electric Power Cooperative, Inc.	Cooperative
Lyons, Glen	ExxonMobil Power and Gas Services, Inc.	Consumer – Industrial Segment Alternate
Mercado, Kenny	CenterPoint Energy, Inc.	Investor-Owned Utility
Pfirmsmann, Karl	Unaffiliated	Unaffiliated Director
Shellman, Carolyn	CPS Energy	Municipal

Guest Board Members and Segment Alternates:

<b>Director/ Segment Alternate</b>	<b>Affiliation</b>	<b>Segment</b>
Magness, Bill	ERCOT	President and Chief Executive Officer
Schwartz, Mark	Golden Spread Electric Cooperative, Inc.	Cooperative Segment Alternate



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 11:30 a.m. Chairman Crowell announced that Committee Vice Chair Judy Walsh, Unaffiliated Director, had provided her proxy to Unaffiliated Director Peter Cramton, and Glen Lyons, Consumer – Industrial Segment Alternate, was attending in Sam Harper’s absence.

Chairman Crowell announced that the Committee was meeting for the purpose of discussing the timeline related to the selection of Unaffiliated Director candidates for the vacancies that will be created at the expiration of the third and final terms of Karl Pfirrmann, Vice Chair Walsh and himself on December 31, 2020.

**October 16, 2017 General Session Meeting Minutes (Agenda Item 2)**

Chairman Crowell entertained a motion to approve the October 16, 2017 General Session Meeting Minutes (Minutes).

**Clifton Karnei moved to approve the Minutes as presented. Karl Pfirrmann seconded the motion. The motion passed by unanimous voice vote with three abstentions (Terry Bulger, Mr. Lyons and Kenny Mercado).**

**Other Business (Agenda Item 3)**

No other business was discussed at this time.

**Executive Session; Vote on Matters from Executive Session; Adjournment (Agenda Items 4 and 5).**

Chairman Crowell announced that no voting items from Executive Session were expected; accordingly, he would adjourn the meeting immediately upon conclusion of Executive Session. Chairman Crowell recessed General Session and convened Executive Session at approximately 11:33 a.m.

There were no voting matters from Executive Session.

Chairman Crowell adjourned the meeting upon the conclusion of Executive Session at approximately 12:15 p.m.



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

A handwritten signature in blue ink that reads "Vickie G. Leady". The signature is written in a cursive style and is positioned above a horizontal line.

Vickie G. Leady  
Assistant Corporate Secretary