



To: ERCOT Board of Directors
From: Chad V. Seely, Vice President, General Counsel & Corporate Secretary
Date: February 4, 2020
Re: Committee Member Preferences and Assignments for 2020

Attached for your review is the 2020 Committee Preferences and Assignments list. The 2020 Committee Member Preference form was previously provided to the 2020 Directors. As noted on the attached list, Segment Alternates serve on the Committees selected by their respective Segment Directors.

Human Resources and Governance Committee

The Board Members listed under the Human Resources and Governance Committee (HR&G) agreed to serve on the HR&G Committee as their preferred committee. The HR&G Charter provides in pertinent part that, "The Board members shall decide from among themselves who shall participate in the Committee. The Committee shall be comprised of representatives from at least two Market Segments and one or more of the Unaffiliated Board members." The noted HR&G composition complies with the HR&G Charter. The HR&G Chair and Vice Chair are scheduled to be elected at the February 11, 2020 HR&G meeting.

Finance and Audit Committee

The Board Members listed under the Finance and Audit Committee (F&A) agreed to serve on the F&A Committee as their preferred committee. The F&A Charter provides in pertinent part that, "The Board members shall decide from among themselves who shall participate in the Committee. The Committee shall be comprised of at least five Board members, at least three of which are from Market Segments and two or more of which must be Unaffiliated Board members." The noted F&A composition complies with the F&A Charter. The F&A Chair and Vice Chair are scheduled to be elected at the February 11, 2020 F&A meeting.

Nominating Committee

The Board Members listed under the Nominating Committee (Nominating) are members of Nominating pursuant to Section 4.3(b)(1) of the Bylaws, which require that Nominating shall consist of all of the voting Directors, other than the ERCOT Chief Executive Officer (CEO) (that is, all of the Board other than the ERCOT CEO and Public Utility Commission Chair). The noted Nominating composition complies with the Bylaws. Pursuant to the Bylaws, the Nominating Chair and Vice Chair will

be the Board Chair and Vice Chair absent a request for election of these positions by the Committee.

If you have any questions about the 2020 Committee Preferences or Assignments, please let me or Vickie Leady, ERCOT Assistant General Counsel and Assistant Corporate Secretary, know.

**ERCOT Board of Directors
Committee Preferences and Assignments for 2020**

Finance & Audit (F&A) Committee

1. Rick Bluntzer (Segment Alternate: Ned Ross)
2. Terry Bulger
3. Nick Fehrenbach (Segment Alternate: Jennifer Richie)
4. Kevin Gresham (Segment Alternate: Steven Schleimer)
5. Clifton Karnei (Segment Alternate: Mark Schwirtz)
6. Jackie Sargent (Segment Alternate: Ian Taylor)
7. Judy Walsh

Human Resources & Governance (HR&G) Committee

1. Mark Carpenter (Segment Alternate: Wade Smith)
2. Lori Cobos
3. Seth Cochran (Segment Alternate: Keith Emery)
4. Peter Cramton
5. Craven Crowell
6. Sam Harper (Segment Alternate: Glen Lyons)
7. Karl Pfirrmann

Nominating Committee

1. Rick Bluntzer (Segment Alternate: Ned Ross)
2. Terry Bulger
3. Mark Carpenter (Segment Alternate: Wade Smith)
4. Lori Cobos
5. Seth Cochran (Segment Alternate: Keith Emery)
6. Peter Cramton
7. Craven Crowell
8. Nick Fehrenbach (Segment Alternate: Jennifer Richie)
9. Kevin Gresham (Segment Alternate: Steven Schleimer)
10. Sam Harper (Segment Alternate: Glen Lyons)
11. Clifton Karnei (Segment Alternate: Mark Schwirtz)
12. Karl Pfirrmann
13. Jackie Sargent (Segment Alternate: Ian Taylor)
14. Judy Walsh