



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

7620 Metro Center Drive, Room 206  
Austin, Texas 78744  
December 9, 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>
Bluntzer, Rick	Just Energy Texas, LP	Independent Retail Electric Provider
Bulger, Terry	Unaffiliated	Unaffiliated Director
Cramton, Peter	Unaffiliated	Unaffiliated Director
Crowell, Craven (Chairman)	Unaffiliated	Unaffiliated Director (Proxy for Karl Pfirrmann)
Emery, Keith	Tenaska Power Services Co.	Independent Power Marketer
Fehrenbach, Nick	City of Dallas	Consumer – Commercial
Gresham, Kevin	RWE Renewables Americas, LLC	Independent Generator
Harper, Sam	Chaparral Steel Midlothian, LP	Consumer – Industrial
Mercado, Kenny	CenterPoint Energy, Inc.	Investor-Owned Utility
Schwartz, Mark	Golden Spread Electric Cooperative, Inc.	Cooperative Segment Alternate
Shellman, Carolyn	CPS Energy	Municipal
Walsh, Judy (Vice Chair)	Unaffiliated	Unaffiliated Director



Guest Board Members and Segment Alternates:

<b>Director/ Segment Alternate</b>	<b>Affiliation</b>	<b>Segment</b>
Carpenter, Mark	Oncor Electric Delivery Company	Investor-Owned Utility Segment Alternate
Lyons, Glen	ExxonMobil Power and Gas Services, Inc.	Consumer – Industrial Segment Alternate
Magness, Bill	ERCOT	President and Chief Executive Officer
Sargent, Jackie	Austin Energy	Municipal – Segment Alternate

Officers and Guests:

Leady, Vickie	ERCOT Assistant General Counsel and Assistant Corporate Secretary
Levine, Jonathan	ERCOT Senior Corporate Counsel
Linguist, Tom	Lyceum Leadership Consulting
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 9:30 a.m. He announced that Unaffiliated Director Karl Pfirrmann had provided his proxy to Unaffiliated Director Chairman Crowell, and that Mark Schwirtz, Municipal Segment Alternate, was attending in Clifton Karnei’s absence.

Chairman Crowell announced that the Committee was convening to review the prospective candidate pool identified by Lyceum Leadership Consulting to fill the three Unaffiliated Director vacancies that will be created at the expiration of the third and final terms of Mr. Pfirrmann, Vice Chair Judy Walsh and himself on December 31, 2020. Chairman Crowell addressed the following Agenda Items in the order below.

**August 12, 2019 General Session Meeting Minutes (Agenda Item 2)**

Chairman Crowell entertained a motion to approve the August 12, 2019 General Session Meeting Minutes (Minutes).

**Kenny Mercado moved to approve the Minutes as presented. Peter Cramton seconded the motion. The motion passed by unanimous voice vote with one abstention (Sam Harper).**

**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 9:32 a.m.

There were no voting matters from Executive Session.

Chairman Crowell adjourned the meeting upon conclusion of Executive Session at approximately 11:25 a.m.

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

  
Vickie G. Leady  
Assistant Corporate Secretary