



**DRAFT GENERAL SESSION MINUTES OF THE  
URGENT BOARD OF DIRECTORS MEETING OF  
ELECTRIC RELIABILITY COUNCIL OF TEXAS, INC.**

Electric Reliability Council of Texas, Inc.  
Urgent Board of Directors Meeting By Teleconference  
February 24, 2021 at 10:00 a.m.

Pursuant to notice duly given, the urgent meeting of the Board of Directors (Board) of Electric Reliability Council of Texas, Inc. (ERCOT), convened via teleconference on the above-referenced date.

**Meeting Attendance:**

**Board Members:**

<b>Director</b>	<b>Affiliation</b>	<b>Segment</b>
Anesetti-Parra, Vanessa	Just Energy Texas LP	Independent Retail Electric Provider
Bulger, Terry	Unaffiliated	Unaffiliated Director
Carpenter, Mark	Oncor Electric Delivery Company	Investor-Owned Utility
Cobos, Lori	Office of Public Utility Counsel (OPUC)	Consumer – Residential
Cramton, Peter (Vice Chair)	Unaffiliated	Unaffiliated Director
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
Hepper, Raymond	Unaffiliated	Unaffiliated Director
Karnei, Clifton	Brazos Electric Power Cooperative, Inc.	Cooperative
Magness, Bill	ERCOT	President and Chief Executive Officer (CEO)
Sargent, Jackie	Austin Energy	Municipal
Talberg, Sally (Chair)	Unaffiliated	Unaffiliated Director
Walker, DeAnn	Public Utility Commission of Texas (PUCT, Commission)	Chair



Segment Alternates and Guests:

Bivens, Carrie	Potomac Economics, ERCOT Independent Market Monitor (IMM), Director
Botkin, Shelly	PUCT Commissioner
Bunch, Kevin	EDF Trading North America LLC (Independent Power Marketer Segment Alternate)
D'Andrea, Arthur	PUCT Commissioner
Day, Betty	ERCOT Vice President of Security and Compliance and Chief Compliance Officer
Kezar, Mike	South Texas Electric Cooperative Inc. (Cooperative Segment Alternate)
Leady, Vickie	ERCOT Assistant General Counsel and Assistant Corporate Secretary
Levine, Jonathan	ERCOT Senior Corporate Counsel
Lyons, Glen	ExxonMobil Power and Gas Services, Inc. (Consumer – Industrial Segment Alternate)
Ögelman, Kenan	ERCOT Vice President of Commercial Operations
Parakkuth, Jayapal	ERCOT Vice President and Chief Information Officer
Richie, Jennifer	City of Waco (Consumer – Commercial Segment Alternate)
Rickerson, Woody	ERCOT Vice President of Grid Planning and Operations
Schleimer, Steven	Calpine Corporation (Independent Generator Segment Alternate)
Seely, Chad V.	ERCOT Vice President, General Counsel and Corporate Secretary
Smith, Wade	American Electric Power Service Corporation (Investor-Owned Utility Segment Alternate)
Spak, Mara	ERCOT Vice President of Human Resources
Tamby, Jeyant	ERCOT Senior Vice President and Chief Administrative Officer
Taylor, Ian	New Braunfels Utilities (Municipal Segment Alternate)
Taylor, Sean	ERCOT Vice President and Chief Financial Officer

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

Sally Talberg, Board Chair, determined that a quorum was present and called the urgent Board meeting to order at approximately 10:01 a.m.

Chair Talberg recognized DeAnn Walker, Chair of the PUCT. Chair Walker called an Open Meeting of the Commission to order to consider matters which had been duly posted with the Texas Secretary of State for February 24, 2021.

At Chair Talberg's request, Chad V. Seely, ERCOT Vice President, General Counsel and Corporate Secretary, conducted a roll call of Directors and Segment Alternates, and confirmed a quorum was present.

Chair Talberg announced that on February 23, 2021, Randall Miller resigned from his position as Independent Retail Electric Provider Segment Alternate position, effective immediately.



Chair Talberg addressed certain administrative matters and reminded everyone that all meeting materials may be found on ERCOT's website, that is, at [ERCOT.com/committee/board](https://www.ercot.com/committee/board) at the meeting link for February 24, 2021 under "Key Documents." Chair Talberg noted the antitrust and security admonitions and announced ERCOT had outlined the reason for this urgent Board meeting in ERCOT's *Notice of February 24, 2021 Urgent Teleconference Meeting of the ERCOT Board of Directors*, which was filed with the Commission on Monday, February 22, 2021, in Project Nos. 27706, 50664 and 51812. She noted that ERCOT provided instructions for public comment on the agenda for this meeting, which was posted publicly on Tuesday, February 19, 2021. She reported that ERCOT received several comments, which ERCOT staff circulated to the Board members for review and which are also posted on the ERCOT website with the meeting materials for today's urgent Board meeting under Agenda Item 3. She reported that the comments cover, among other topics, high retail energy bills, handling of outages, residents affected by the outages, winterization of power plants and federal jurisdiction over ERCOT, and expressed commitment on behalf of the Board to providing answers and information responsive to all comments. She added that ERCOT staff would forward to the Board any additional comments that are received.

Chair Talberg reminded the Board that the Bylaws require the Board to ratify any actions taken at an urgent Board meeting by teleconference at its next regularly scheduled meeting. She addressed the following Agenda Items in the order below.

### **Review of February 2021 Extreme Cold Weather Event; Statement from the Board Chair (Agenda Items 2 and 2.1)**

Chair Talberg presented a Statement from the Board Chair in regard to the February 2021 Extreme Cold Weather Event (Weather Event), and acknowledged the pain and suffering many Texans experienced during this tragedy. Vanessa Anesetti-Parra commented on the Weather Event on behalf of Just Energy Texas LP.

### **ERCOT Presentation (Agenda Item 2.2)**

Mr. Seely reported that a revised version of the presentation for Agenda Item 2.2 was available with the meeting materials on the ERCOT website. Bill Magness presented the ERCOT presentation. He acknowledged that this was a devastating event and that ERCOT is committed to investigating the contributing factors to the Weather Event to help ensure such an event does not occur again. Mr. Magness and Woody Rickerson responded to questions and comments from Board members.

### **Market Financial Matters (Agenda Item 2.3)**

Kenan Ogelman and Sean Taylor presented an ERCOT report on Market Financial Matters and responded to questions and comments from Board members.

Mr. Magness reviewed and provided initial responses to written comments that had been received from the general public on issues that were not addressed in the ERCOT presentation.

Carrie Bivens presented an IMM report on Market Financial Matters. There were no questions or comments from Board members.



**Other Business (Agenda Item 3)**

No other business was discussed at this time.

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

Chair Talberg announced that the Board would not convene in Executive Session. Having no other urgent and time-sensitive matters to consider, Chair Talberg adjourned the meeting at approximately 1:36 p.m.

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

---

Vickie G. Leady  
Assistant Corporate Secretary