



**DRAFT GENERAL SESSION MINUTES OF THE URGENT FINANCE & AUDIT COMMITTEE
MEETING OF ELECTRIC RELIABILITY COUNCIL OF TEXAS, INC.**

Electric Reliability Council of Texas, Inc.
Urgent Finance & Audit Committee Meeting By Teleconference
June 7, 2021

Pursuant to notice duly given and after determination that a quorum was present, the urgent meeting of the Finance & Audit (F&A) Committee of the Board of Directors (Board) of Electric Reliability Council of Texas, Inc. (ERCOT) convened via teleconference on the above-referenced date.

Meeting Attendance:

Committee Members:

Director	Affiliation	Segment
Fehrenbach, Nick (Chairman)	City of Dallas	Consumer – Commercial
Gresham, Kevin	RWE Renewables Americas, LLC	Independent Generator
Hancock, Tom	Garland Power and Light	Municipal
McClendon, Shannon	Demand Control 2, LLC	Independent Retail Electric Provider
Parsley, Julie (Vice Chair)	Pedernales Electric Cooperative, Inc.	Cooperative

Guest Board Members and Segment Alternates:

Director/ Segment Alternate	Affiliation	Segment
Brown, Jim	Just Energy Texas LP	Independent Retail Electric Provider Segment Alternate
Bunch, Kevin	EDF Trading North America LLC	Independent Power Marketer Segment Alternate
Carpenter, Mark	Oncor Electric Delivery Company	Investor-Owned Utility
Cobos, Lori	Office of Public Utility Counsel (OPUC)	Consumer – Residential
Emery, Keith	Tenaska Power Services Co.	Independent Power Marketer
Harper, Sam	Chaparral Steel Midlothian, LP	Consumer – Industrial
Jones, Brad	ERCOT	ERCOT Interim President and Chief Executive Officer (CEO)
Kezar, Mike	South Texas Electric Cooperative Inc.	Cooperative Segment Alternate



Lake, Peter	Public Utility Commission of Texas (PUCT, Commission)	Chairman
Richie, Jennifer	City of Waco	Consumer – Commercial Segment Alternate
Talavera, Judith	American Electric Power Service Corporation	Investor-Owned Utility Segment Alternate

Officers and Guests:

Day, Betty	ERCOT Vice President of Security and Compliance and Chief Compliance Officer
Hobbs, Kristi	ERCOT Vice President of Corporate Strategy and PUC Relations
Leady, Vickie	ERCOT Assistant General Counsel and Assistant Corporate Secretary
Levine, Jonathan	ERCOT Senior Corporate Counsel
Martin, Loretto	NRG Texas Power LLC/Direct Energy, Credit Work Group (CWG) Chair
Ögelman, Kenan	ERCOT Vice President of Commercial Operations
Parakkuth, Jayapal	ERCOT Vice President and Chief Information Officer
Ruane, Mark	ERCOT Senior Director of Settlements Retail and Credit
Rychetsky, Penny	ERCOT Director of Internal Audit
Seely, Chad V.	ERCOT Vice President, General Counsel and Corporate Secretary
Spak, Mara	ERCOT Vice President of Human Resources
Tamby, Jeyant	ERCOT Senior Vice President, Chief Administrative Officer and Chief of Staff
Taylor, Sean	ERCOT Vice President and Chief Financial Officer
Wiley, Leslie	ERCOT Treasurer

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

Nick Fehrenbach, F&A Committee Chairman, determined that a quorum was present and called the urgent F&A Committee meeting to order at approximately 1:31 p.m. At Chairman Fehrenbach’s request, Chad Seely, ERCOT Corporate Secretary, conducted a roll call of Committee members, guest Board members and Segment Alternates, and confirmed that a quorum was present.

Chairman Fehrenbach highlighted the antitrust and security admonitions and addressed certain administrative matters, and reminded everyone that all meeting materials may be found on ERCOT’s website, that is, at ERCOT.com/committees/board/finance_audit/ at the meeting link for June 7, 2021 under “Key Documents.” In regard to the reason for the urgent F&A Committee meeting, he reported that ERCOT had provided a summary in ERCOT’s *Notice of June 7 and June 8, 2021 Urgent Teleconference Meetings of the ERCOT Finance and Audit Committee, Human Resources and Governance Committee, and Board of Directors*, which was filed earlier that day (Monday, June 7, 2021), in Project Nos. 50664 and 51878 at the Commission.

Chairman Fehrenbach addressed the following Agenda Items in the order below.



Notice of Public Written Comment, If Any (Agenda Item 2)

Chairman Fehrenbach announced that ERCOT had provided instructions for written public comment on the agenda for the meeting, which was posted publicly on Monday, May 31, 2021, and that to date no such comments had been received. There were no questions or comments from Committee members.

General Session Urgent Meeting Minutes; February 8, 2021 Urgent Meeting Minutes; April 12, 2021 Urgent Meeting Minutes (Agenda Items 3 and 3.1 – 3.2)

Chairman Fehrenbach entertained a motion to approve the February 8, 2021 General Session Urgent Meeting Minutes (February Minutes).

Kevin Gresham moved to approve the February Minutes as presented. Vice Chair Julie Parsley seconded the motion. The motion passed by unanimous voice vote with one abstention (Shannon McClendon).

Chairman Fehrenbach entertained a motion to approve the April 12, 2021 General Session Urgent Meeting Minutes (April Minutes).

Ms. McClendon moved to approve the April Minutes as presented. Mr. Gresham seconded the motion. The motion passed by unanimous voice vote with no abstentions.

Review 2021 Financial Summary (Agenda Item 4)

Mr. Taylor presented the 2021 Financial Summary and responded to questions and comments from Committee members.

Periodic Report on Investments (Agenda Item 5)

Mr. Taylor presented the Periodic Report on Investments. There were no questions or comments from Committee members.

Periodic Report on Credit Work Group Activity (Agenda Item 6)

Loretto Martin, CWG Chair, presented the Periodic Report on Credit Work Group Activity. Ms. Martin and Mark Ruane responded to questions and comments from Committee members.

Future Agenda Items (Agenda Item 7)

Mr. Taylor presented the Future Agenda Items. There were no questions or comments from Committee members.

Other Urgent Business (Agenda Item 8)

Chairman Fehrenbach announced that the F&A Committee is expected to meet in July 2021 on a date to be determined to discuss the 2022-2023 Biennial Budget Assumptions and the Financial Statements Audit Report for the year ending December 31, 2020. Chairman Fehrenbach inquired with Committee members regarding meeting date preferences. Chairman Fehrenbach and Mr. Seely agreed that staff would coordinate with Committee leadership on scheduling the meeting. PUCT Chairman Peter Lake responded to questions regarding the urgent Board meeting by teleconference expected to be held on June 28, 2021.



Executive Session

Chairman Fehrenbach recessed General Session at approximately 2:29 p.m. and convened Executive Session at approximately 2:41 p.m. Chairman Fehrenbach reconvened General Session at approximately 3:58 p.m.

Vote on Matters from Executive Session (Agenda Item 9)

Chairman Fehrenbach announced that there was one voting item discussed during Executive Session and entertained a motion.

Ms. McClendon moved to recommend that the Board approve the contract matter discussed during Executive Session under Agenda Item ES 6.3. Vice Chair Parsley seconded the motion. The motion passed by unanimous voice vote with no abstentions.

Adjournment (Agenda Item 10)

Chairman Fehrenbach adjourned the meeting at approximately 3:59 p.m.

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

Jonathan Levine
Senior Corporate Counsel