



**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
June 7, 2021 at 8:30 a.m.; and continuing on
June 8, 2021 at 8:30 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:

Director	Affiliation	Segment
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
Fehrenbach, Nick	City of Dallas	Consumer – Commercial
Gresham, Kevin	RWE Renewables Americas, LLC	Independent Generator
Hancock, Tom	Garland Power and Light	Municipal
Harper, Sam	Chaparral Steel Midlothian, LP	Consumer – Industrial (<i>Not Present for Agenda Items 1 – 2</i>)
Jones, Brad	ERCOT	Interim President and Chief Executive Officer (CEO)
Lake, Peter (<i>Presiding Director</i>)	Public Utility Commission of Texas (PUCT, Commission)	Chairman
Lyons, Glen	ExxonMobil Power and Gas Services, Inc.	Consumer – Industrial Segment Alternate (<i>Seated for Agenda Items 1 – 2 Only; Not Present for Agenda Items 3 – 9</i>)
McClendon, Shannon	Demand Control 2 LLC	Independent Retail Electric Provider
Parsley, Julie	Pedernales Electric Cooperative, Inc.	Cooperative



Segment Alternates and Guests:

Bivens, Carrie	Potomac Economics, ERCOT Independent Market Monitor (IMM), Director
Blakely, Eric	Just Energy Texas LP, Technical Advisory Committee (TAC) Vice Chair
Brown, Jim	Just Energy Texas LP (Independent Retail Electric Provider Segment Alternate) <i>(Not Present for Agenda Items 17 – 18)</i>
Bunch, Kevin	EDF Trading North America LLC (Independent Power Marketer Segment Alternate)
Coleman, Chris	ERCOT Senior Meteorologist
Day, Betty	ERCOT Vice President of Security and Compliance and Chief Compliance Officer
Hobbs, Kristi	ERCOT Vice President of Corporate Strategy and PUC Relations
Kezar, Mike	South Texas Electric Cooperative Inc. (Cooperative Segment Alternate) <i>(Not Present for Agenda Items 1 – 2 and 11 – 18)</i>
Lange, Clif	South Texas Electric Cooperative Inc., TAC Chair
Leady, Vickie	ERCOT Assistant General Counsel and Assistant Corporate Secretary
Levine, Jonathan	ERCOT Senior Corporate Counsel
McAdams, Will	PUCT Commissioner
Mereness, Matt	ERCOT Senior Director of Passport Program Implementation
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) <i>(Not Present for Agenda Items 17 – 18)</i>
Rickerson, Woody	ERCOT Vice President of Grid Planning and Operations
Schleimer, Steven	Calpine Corporation (Independent Generator Segment Alternate) <i>(Not Present for Agenda Items 1 – 2 and 17 – 18)</i>
Seely, Chad V.	ERCOT Vice President, General Counsel and Corporate Secretary
Spak, Mara	ERCOT Vice President of Human Resources
Talavera, Judith	American Electric Power Service Corporation (Investor-Owned Utility Segment Alternate)
Tamby, Jeyant	ERCOT Senior Vice President, Chief Administrative Officer and Chief of Staff
Taylor, Sean	ERCOT Vice President and Chief Financial Officer

Call General Session to Order, Announce Proxies and Segment Alternates at 8:30 a.m. on Monday, June 7, 2021 (Agenda Item 1)

Chad Seely, ERCOT Corporate Secretary, determined that a quorum was present and called the urgent Board meeting to order at approximately 8:30 a.m.

Mr. Seely recognized Peter Lake, Chairman of the PUCT. Chairman Lake called an Open Meeting of the Commission to order to consider matters which had been duly posted with the Texas Secretary of State for June 7, 2021.



At Mr. Seely's request, Vickie Leady, Assistant Corporate Secretary, conducted a roll call of Directors, Segment Alternates and Commissioners and confirmed a quorum was present.

Mr. Seely announced that with no seated Unaffiliated Directors and no current Board Chair and Vice Chair, pursuant to the ERCOT Bylaws, as Corporate Secretary and the CEO's designee, Mr. Seely called the urgent Board meeting to order on behalf of the Board. Mr. Seely added that upon the election of a Presiding Director for the meeting under Agenda Item No. 2, he would turn the meeting over to the Presiding Director.

Mr. Seely welcomed to the Board Judith Talavera, Investor-Owned Utility Segment Alternate, who was elected by her Market Segment on May 5, 2021.

Mr. Seely announced that Glen Lyons, Industrial Consumer Segment Alternate, was attending in Sam Harper's absence for today's portion of the meeting.

Mr. Seely 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/committee/board](https://ercot.com/committee/board) at the meeting link for June 7-8, 2021 under "Key Documents." In regard to the reason for the urgent Board meeting, he reported that ERCOT would make a courtesy notice filing in regard to this meeting today in Project Nos. 51878 and 50664 at the Public Utility Commission.

Mr. Seely 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 in-person meeting.

Election of Presiding Director for Meeting (Agenda Item 2)

Mr. Seely entertained nominations for a Presiding Director for the meeting.

Shannon McClendon nominated Chairman Lake as Presiding Director for the meeting. Mark Carpenter seconded the motion. The motion passed by unanimous voice vote with no abstentions.

Mr. Seely turned the meeting over to Chairman Lake.

Executive Session

Chairman Lake recessed General Session at approximately 8:39 a.m. and convened Executive Session at approximately 8:44 a.m., and announced that General Session was scheduled to reconvene on Tuesday, June 8, 2021 at 8:30 a.m.

Reconvene General Session, Announce Proxies and Segment Alternates at 8:30 a.m. on Tuesday, June 8, 2021 (Agenda Item 3)

Chairman Lake determined that a quorum was present and reconvened General Session at approximately 8:30 a.m. on June 8, 2021.



Chairman Lake announced that at the start of the Board meeting the previous day, he had called an Open Meeting of the Commission to order to consider matters which had been duly posted with the Texas Secretary of State for June 7, 2021, and reconvened the Open Meeting.

At Chairman Lake's request, Mr. Seely conducted roll call of Directors and Segment Alternates and confirmed a quorum was present. Chairman Lake acknowledged that PUCT Commissioner Will McAdams was also present, and addressed the following Agenda Items in the order below.

Notice of Written Public Comment, if Any (Agenda Item 4)

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

Ms. McClendon inquired about the possibility of interested members of the public providing oral comments live during Board teleconference meetings. Mr. Seely commented on the logistical challenges of facilitating live public comment during meetings by teleconference. Chairman Lake reported that the company's current goal at this time is to resume in-person stakeholder and Board and Committee meetings in the September 2021 time frame.

Consent Agenda (Item 5)

Chairman Lake presented the Consent Agenda. Mr. Seely reviewed the cost impacts of the Revision Requests on the Consent Agenda. There were no questions or comments from Board members. Chairman Lake entertained a motion for the approval of the Consent Agenda as follows:

- NRR979, Incorporate State Estimator Standards and Telemetry Standards into Protocols;
- NRR1062, Modify IDR Meter Requirement and Eliminate IDR Meter Requirement Report, as amended by the May 11, 2021 ERCOT comments;
- NRR1064, Identification of Chronic Congestion;
- NRR1071, Minor Revisions to the Reporting of Demand Response by Retail Electric Providers and Non-Opt-In Entities;
- NRR1074, "mp" Definition Revision – URGENT;
- LRG068, Add BUSLRG and BUSLRGDG Profile Types;
- NOGRR199, Related to NRR979, Incorporate State Estimator Standards and Telemetry Standards into Protocols;
- PGR088, Include Financial Security Amount in the Monthly Generator Interconnection Status Report; and
- RMGR164, Related to NRR1062, Modify IDR Meter Requirement and Eliminate IDR Meter Requirement Report.

Mark Carpenter moved to approve the Consent Agenda, as presented and as recommended by TAC, and with NRR1062 also as amended by the May 11, 2021 ERCOT comments. Ms. McClendon seconded the motion. The motion passed by unanimous voice vote with no abstentions.



General Session Meeting Minutes; February 9, 2021 Urgent Meeting; February 24, 2021 Urgent Meeting (Agenda Items 6 and 6.1 – 6.2)

Chairman Lake entertained a motion to approve the February 9, 2021 General Session Urgent Meeting Minutes (February 9, 2021 Minutes).

Mr. Carpenter moved to approve the February 9, 2021 Minutes as presented. Kevin Gresham seconded the motion. The motion passed by unanimous voice vote with four abstentions (Nick Fehrenbach, Tom Hancock, Ms. McClendon and Julie Parsley).

Chairman Lake entertained a motion to approve the February 24, 2021 General Session Urgent Meeting Minutes (February 24, 2021 Minutes).

Mr. Carpenter moved to approve the February 24, 2021 Minutes as presented. Mr. Gresham seconded the motion. The motion passed by unanimous voice vote with three abstentions (Mr. Hancock, Ms. McClendon and Ms. Parsley).

Chief Executive Officer Update (Agenda Item 7)

Brad Jones presented the CEO Update and responded to questions and comments from Board members.

2021 Summer Outlook (Agenda Item 8)

Mr. Jones invited Chris Coleman and Kenan Ögelman to present the 2021 Summer Outlook.

2021 Summer Weather Update (Agenda Item 8.1)

Mr. Coleman presented the 2021 Summer Weather Update. There were no questions or comments from Board members.

2021 Summer Markets and Credit (Agenda Item 8.2)

Mr. Ögelman presented the 2021 Summer Markets and Credit and responded to questions and comments from Board members.

Independent Market Monitor (IMM) 2020 State of the Market Report for the ERCOT Electricity Markets (Agenda Item 9)

Carrie Bivens presented the 2020 State of the Market report by the IMM and responded to questions and comments from Board members.

TAC Report; Non-Unanimous Revision Requests Recommended by TAC for Approval; NPRR1075, Update Telemetered HSL and/or MPC for ESRs in Real-Time to Meet Ancillary Service Resource Responsibility – URGENT (Agenda Items 10, 10.1 and 10.1.1)

Clif Lange presented the TAC Report and responded to questions and comments from Board members.

Mr. Lange presented NPRR1075, Update Telemetered HSL and/or MPC for ESRs in Real-Time to Meet Ancillary Service Resource Responsibility – URGENT, as recommended by TAC for Board approval. There were no questions or comments from Board members.



Mr. Carpenter moved to approve NPRR1075 as recommended by TAC in the May 26, 2021 TAC Report. Ms. Parsley seconded the motion. The motion passed by voice vote with one opposed (Mr. Harper) and no abstentions.

Passport Program Update (Agenda Item 10.2)

Matt Mereness presented the Passport Program Update. There were no questions or comments from Board members.

Options for Delivery of Public Information about Legal Proceedings against ERCOT for Board Review (Agenda Item 11)

Ms. McClendon presented the Options for Delivery of Public Information about Legal Proceedings against ERCOT for Board Review and led a discussion with Board members and ERCOT staff.

Possible Human Resources and Governance Committee Assignment regarding Parameters for Executive Session Matters and for Board Expectations of ERCOT Staff (Agenda Item 12)

Ms. McClendon requested that this matter be addressed in Executive Session. There were no questions or comments from Board members.

Review of Communications Matters including ListServ Status, Reporting of ERCOT Staff's Public Activities to Board and Recent Notices to Market Participants (Agenda Item 13)

Ms. McClendon requested that this matter be addressed in Executive Session. There were no questions or comments from Board members.

Finance and Audit (F&A) Committee Report (Agenda Item 14)

Mr. Fehrenbach, F&A Committee Chair, reported that the F&A Committee met the prior day and highlighted items discussed at the F&A Committee meeting. Mr. Fehrenbach responded to questions and comments from Board members.

Human Resources and Governance (HR&G) Committee Report; Ratification of Officers (Agenda Items 15 and 15.1)

Mr. Carpenter, HR&G Committee Chair, reported that the HR&G Committee met the prior day and highlighted items discussed at the HR&G Committee meeting. There were no questions or comments from Board members.

Mr. Carpenter presented the Ratification of Officers. He announced that Jeyant Tamby's title had changed to Senior Vice President, Chief Administrative Officer and Chief of Staff, and Kristi Hobbs had been promoted to the newly created position of Vice President of Corporate Strategy and PUC Relations, each effective June 1, 2021. There were no questions or comments from Board Members.

Mr. Carpenter moved to approve the ratification of Jeyant Tamby as Senior Vice President, Chief Administrative Officer and Chief of Staff and Kristi Hobbs as Vice



President of Corporate Strategy and PUC Relations, as recommended by the HR&G Committee. Mr. Harper seconded the motion. The motion passed by unanimous voice vote with no abstentions.

Other Urgent Business (Agenda Item 16)

No other urgent business was discussed at this time.

Chairman Lake announced that the next urgent Board meetings are anticipated to be held on June 28, 2021 and on a date to be determined in mid-July 2021.

Executive Session

Chairman Lake recessed General Session at approximately 10:41 a.m. and reconvened Executive Session at approximately 10:57 a.m. Chairman Lake reconvened General Session at approximately 6:04 p.m.

Vote on Matters from Executive Session (Agenda Item 17)

Chairman Lake entertained motions for two matters discussed during Executive Session.

Mr. Fehrenbach moved to approve the Contract Matter as discussed in Executive Session. Ms. McClendon seconded the motion. The motion passed by unanimous voice vote with no abstentions.

Mr. Carpenter moved to select the primary and alternate executive search firms identified during Executive Session as the primary and alternate executive search firms to provide CEO search services. Mr. Gresham seconded the motion. The motion passed by unanimous voice vote with no abstentions.

Adjournment (Agenda Item 18)

Chairman Lake adjourned the meeting at approximately 6:06 p.m.

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

Vickie G. Leady
Assistant Corporate Secretary