



DRAFT MINUTES OF THE FIFTIETH ANNUAL MEMBERSHIP MEETING BY TELECONFERENCE OF ELECTRIC RELIABILITY COUNCIL OF TEXAS, INC. (ERCOT)

Electric Reliability Council of Texas, Inc.
Annual Membership Meeting By Teleconference
December 8, 2020

Upon confirmation that a quorum was present (through confirmed attendance on the teleconference and written proxies) by Chad Seely, ERCOT Vice President, General Counsel and Corporate Secretary, Bill Magness, ERCOT President and Chief Executive Officer (CEO), called the meeting to order at approximately 2:02 p.m. Mr. Magness welcomed the ERCOT Membership, Public Utility Commission of Texas (PUCT) Commissioners, Unaffiliated Directors and ERCOT officers and staff to the meeting.

Mr. Magness announced that while attendance on the teleconference was limited, the meeting was being publicly webcast on the ERCOT website by Swagit Productions. Mr. Magness addressed certain administrative matters and reminded everyone that all meeting materials may be found on ERCOT's website at the meeting link, that is, <http://www.ercot.com/calendar/2020/12/8/181488>. He explained that this year, due to pandemic precautions, instead of the traditional luncheon with a guest speaker, the meeting by teleconference would be largely limited to legally required organizational business.

Mr. Magness reviewed some of the year's key accomplishments. On behalf of the company, he thanked staff, Members, and the PUCT for their support during the past year.

Mr. Crowell acknowledged departing 2020 Directors Seth Cochran, Craven Crowell, Karl Pfirrmann and Judy Walsh, and thanked them for their service to the Board. Mr. Crowell also thanked departing 2020 Segment Alternate Steve Madden. Mr. Crowell then welcomed incoming 2021 Director Keith Emery, who served as a 2020 Segment Alternate; and incoming 2021 Segment Alternates Kevin Bunch and Vanessa Anesetti-Parra.

Approval of December 10, 2019 Annual Meeting Minutes

Mr. Magness noted that the draft minutes from the December 10, 2019 Annual Meeting were included in the meeting materials and entertained a motion for approval of the minutes. **Michael Kezar (South Texas Electric Cooperative Inc.) moved for approval of the December 10, 2019 Annual Meeting Minutes as presented. Sam Harper (Chaparral Steel Midlothian, LP dba Gerdau) seconded the motion. The motion passed by unanimous voice vote with no abstentions.**

Confirmation and Approval of 2021 Directors and Segment Alternates

Mr. Magness called attention to the list of the Directors and Segment Alternates to serve on the ERCOT Board from January 1, 2021 through December 31, 2021, as elected by the individual Market Segments, which was included in the meeting materials. **Bob Helton (ENGIE North America Inc.) moved to confirm and approve the list of Directors and Segment Alternates to serve on the ERCOT Board from January 1, 2021 through December 31, 2021, as elected by the individual Market Segments. Mark Carpenter (Oncor Electric Delivery Company**



LLC) seconded the motion. The motion passed by unanimous voice vote with no abstentions.

ERCOT Board of Directors – 2021

<u>Segment</u>	<u>Member</u>	<u>Segment Alternate</u>
Consumer – Residential <i>(ex officio)</i>	Lori Cobos – Office of Public Utility Counsel	N/A
Consumer – Commercial	Nick Fehrenbach – City of Dallas	Jennifer Richie – City of Waco
Consumer – Industrial	Sam Harper – Chaparral Steel Midlothian, LP dba Gerdau	Glen Lyons – ExxonMobil Power and Gas Services Inc.
Cooperative	Clifton Karnei – Brazos Electric Power Cooperative Inc.	Mike Kezar – South Texas Electric Cooperative Inc.
ERCOT CEO <i>(ex officio)</i>	Bill Magness	N/A
Independent Generator	Kevin Gresham – RWE Renewables Americas LLC	Steven Schleimer – Calpine Corporation
Independent Power Marketer	Keith Emery – Tenaska Power Services Co.	Kevin Bunch – EDF Trading North America LLC
Independent Retail Electric Provider	Edward (Ned) Ross – Direct Energy LP	Vanessa Anesetti-Parra – Just Energy Texas LP
Investor-Owned Utility	Mark Carpenter – Oncor Electric Delivery Company LLC	Wade Smith – American Electric Power Service Corporation
Municipal	Jackie Sargent – Austin Energy	Ian Taylor – New Braunfels Utilities
PUCT Chair <i>(ex officio, non-voting)</i>	DeAnn Walker	N/A



Unaffiliated	Terry Bulger Peter Cramton Raymond Hepper Sally Talberg Vacant	N/A
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Announcement of 2021 TAC Representatives

Mr. Magness announced that Market Segment voting had been completed and noted that the list of 2021 TAC Representatives, as elected by the individual Market Segments to serve from January 1, 2021 through December 31, 2021, was included in the meeting materials. He stated that, earlier that morning at the ERCOT Board meeting, the Board voted to confirm the 2021 TAC Representatives to allow them to serve beginning January 1, 2021.

Election of Unaffiliated Director Candidate Craig S. Ivey

Mr. Magness noted that a biography of Unaffiliated Director candidate Craig S. Ivey was included in the meeting materials and entertained a motion on his election. **Clifton Karnei (Brazos Electric Power Cooperative, Inc.) moved to elect Craig S. Ivey as an Unaffiliated Director, to be seated on the Board as soon as possible, subject to PUCT approval. Jackie Sargent (Austin Energy) seconded the motion. The motion passed by unanimous voice vote with no abstentions.**

Adjournment

Mr. Magness adjourned the Annual Meeting at approximately 2:20 p.m.

Jonathan Levine
Assistant Corporate Secretary