



**Date:** February 28, 2022  
**To:** Board of Directors  
**From:** Paul Foster, ERCOT Board Chair  
**Subject:** Election of Interim Chief Executive Officer and Ratification of Officers

**Issue for the ERCOT Board of Directors**

**ERCOT Board of Directors Meeting Date:** March 7-8, 2022

**Item No.:** 13

**Issue:**

Election of the Interim Chief Executive Officer (CEO) and ratification of Officers of Electric Reliability Council of Texas, Inc. (ERCOT).

**Background/History:**

Sections 8.2 and 4.10(b) and (c) of the ERCOT Bylaws require that the ERCOT Board of Directors (Board) elect the CEO of ERCOT and ratify the remaining ERCOT Officers for terms not to exceed one year. Section 8.2 further provides that officers may be re-elected or re-ratified for consecutive terms without limitation and that all officers shall hold office until their successors are chosen and qualified or until their earlier resignation or removal. Section 7.1 of the Bylaws provides in part that “[t]he CEO shall serve as President of ERCOT.”

At its meeting on March 7-8, 2022, the Board will consider the election of Interim CEO and ratification of Officers as recommended by Brad Jones, Interim ERCOT President and CEO.

**Key Factors Influencing Issue:**

- The Bylaws require the election of the ERCOT CEO and ratification of Officers at least annually.
- ERCOT must have a CEO and Officers to perform its statutory and corporate functions.

**Conclusion/Recommendation:**

The Board will consider ratifying whether, at its March 7-8, 2022 Board meeting, the ERCOT Board should elect Brad Jones as Interim President and CEO of ERCOT, while employed for a term not to exceed one year, and should ratify the following ERCOT Officers for the 2022 year, while employed for a term not to exceed one year:

Senior Vice President, Chief Administrative Officer and Chief of Staff – Jeyant Tamby;  
Vice President and Chief Financial Officer – Sean Taylor;  
Vice President and Chief Information Officer – Jayapal Parakkuth;  
Vice President, Commercial Operations – Kenan Ögelman;  
Vice President, Corporate Strategy and PUC Relations – Kristi Hobbs;



Vice President, General Counsel and Corporate Secretary – Chad V. Seely;  
Vice President, System Planning and Weatherization – Woody Rickerson;  
Vice President, System Operations – Dan Woodfin  
Vice President, Human Resources – Mara Spak;  
Vice President, Security & Compliance and Chief Compliance Officer – Betty Day; and  
Assistant General Counsel and Assistant Corporate Secretary – Jonathan Levine.



**ELECTRIC RELIABILITY COUNCIL OF TEXAS, INC.**  
**BOARD OF DIRECTORS RESOLUTION**

WHEREAS, pursuant to Sections 8.2 and 4.10(b) and (c) of the Amended and Restated Bylaws of Electric Reliability Council of Texas, Inc. (ERCOT), the ERCOT Board of Directors (Board) shall elect the Interim ERCOT Chief Executive Officer (CEO) and ratify other ERCOT Officers for a term while employed not to exceed one year;

WHEREAS, Section 7.1 of the Bylaws provides in part that the ERCOT CEO shall serve as President of ERCOT; and

WHEREAS, the ERCOT Board deems it desirable and in the best interest of ERCOT to elect a President and CEO and ratify other ERCOT Officers for the 2022 year for a term while employed not to exceed one year

THEREFORE, BE IT RESOLVED, the ERCOT Board hereby elects Brad Jones to serve as Interim ERCOT President and CEO for a term while employed not to exceed one year; and

RESOLVED FURTHER, the ERCOT Board hereby ratifies the following other ERCOT Officers for the 2022 year for a term while employed not to exceed one year:

Senior Vice President, Chief Administrative Officer and Chief of Staff – Jeyant Tamby;  
Vice President and Chief Financial Officer – Sean Taylor;  
Vice President and Chief Information Officer – Jayapal Parakkuth;  
Vice President, Commercial Operations – Kenan Ögelman;  
Vice President, Corporate Strategy and PUC Relations – Kristi Hobbs;  
Vice President, General Counsel and Corporate Secretary – Chad V. Seely;  
Vice President, System Planning and Weatherization – Woody Rickerson;  
Vice President, System Operations – Dan Woodfin  
Vice President, Human Resources – Mara Spak;  
Vice President, Security & Compliance and Chief Compliance Officer – Betty Day;  
and  
Assistant General Counsel and Assistant Corporate Secretary – Jonathan Levine.



**CORPORATE SECRETARY'S CERTIFICATE**

I, Jonathan M. Levine, Assistant Corporate Secretary of ERCOT, do hereby certify that, at its March 7-8, 2022 meeting, the Board passed a motion approving the above Resolution by \_\_\_\_\_.

IN WITNESS WHEREOF, I have hereunto set my hand this \_\_\_\_ day of March, 2022.

\_\_\_\_\_  
Jonathan M. Levine  
Assistant Corporate Secretary