



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

8000 Metropolis Drive (Building E), Suite 100, Boardroom B
Austin, Texas 78644
August 15, 2022

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

Meeting Attendance:

Board Members:

Director	Affiliation/Role (if any)	Voting Category
Aguilar, Carlos	N/A	Voting
Ekoh, Chris	Office of Public Utility Counsel, Interim Public Counsel	Voting
England, Julie	N/A	Voting
Flexon, Bob	N/A	Voting
Flores, Bill (Vice Chair)	N/A	Voting
Foster, Paul (Chair)	N/A	Voting
Heeg, Peggy	N/A	Voting
Jones, Brad	ERCOT Interim President and Chief Executive Officer (CEO)	Non-Voting
Lake, Peter	Public Utility Commission of Texas (PUCT, Commission), Chairman	Non-Voting
Smati, Zin	N/A	Voting
Swainson, John (Via Teleconference)	N/A	Voting

Officers and Guests:

Officer/Guest	Role
Day, Betty	ERCOT Vice President of Security and Compliance and Chief Compliance Officer
Glottelty, Jimmy (Via Teleconference)	PUCT Commissioner
Hobbs, Kristi	ERCOT Vice President of Corporate Strategy and PUC Relations



Levine, Jonathan	ERCOT Assistant General Counsel and Assistant Corporate Secretary
Ögelman, Kenan	ERCOT Vice President of Commercial Operations
Rainwater, Kim	ERCOT Corporate Counsel
Rickerson, Woody	ERCOT Vice President of System Planning and Weatherization
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
Taylor, Sean	ERCOT Vice President and Chief Financial Officer
Woodfin, Dan	ERCOT Vice President of System Operations

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

Paul Foster, Board Chair, determined that a quorum was present and called the urgent Board meeting to order at approximately 3:19 p.m.

Chair Foster highlighted the Antitrust Admonition and announced that there were no proxies. He announced that the urgent Board meeting was being called to consider two confidential Executive Session matters and that the meeting would resume briefly after Executive Session. In regard to the reason for the urgent Board meeting, Chair Foster explained that the Executive Session matters are each urgent, time-sensitive, and require deliberation that cannot wait until the next regularly scheduled Board meeting on August 16, 2022. He reminded the Board that the Bylaws require the Board to ratify any actions taken at an urgent Board meeting at the Board's next regularly scheduled in-person meeting.

Chair Foster addressed the following Agenda Items in the order below.

Other Urgent Business (Agenda Item 2)

No other urgent business was discussed at this time.

Executive Session

Chair Foster recessed General Session at approximately 3:20 p.m. and convened Executive Session at approximately 3:23 p.m. Chair Foster reconvened General Session at approximately 3:32 p.m.

Vote on Matters from Executive Session (Agenda Item 3)

Chair Foster entertained a motion to approve the two personnel matters discussed during Executive Session.

Bill Flores, Board Vice Chair, moved to approve the two personnel matters as discussed in Executive Session. Bob Flexon seconded the motion. The motion passed by unanimous voice vote with no abstentions.

Adjournment (Agenda Item 4)

Chair Foster adjourned the meeting at approximately 3:33 p.m.



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

A handwritten signature in blue ink, appearing to read "Jonathan M. Levine", written over a horizontal line.

Jonathan M. Levine
Assistant Corporate Secretary