



## Item 9: Future Agenda Items

*Mara Spak*

Vice President, Human Resources

Human Resources and Governance Committee  
Meeting

ERCOT Public

August 30, 2023

# 2023 Future Agenda Items

**Key Takeaway:** The committee's work on this new meeting planner is in progress.

|    | Task Description  | Charter Page # | Committee Meeting Date          |      |      |      |       |       |  |
|----|---|----------------|---------------------------------|------|------|------|-------|-------|--|
|    |   |                | 2-27                            | 4-17 | 6-19 | 8-30 | 10-16 | 12-18 |  |
|    |   |                |                                 |      |      |      |       |       |  |
| 1  | Designate a Committee secretary   | 2              | HRG                             |      |      |      |       |       |  |
| 2  | Committee educational topics  | 2              | As necessary when topics arise  |      |      |      |       |       |  |
| 3  | Review and assess adequacy of Committee charter                               | 5              | HRG                             |      |      |      |       |       |  |
| 4  | Undertake annual self-evaluation  | 5              | HRG                             | HRG  |      |      |       |       |  |
| 5  | Review Company's Certificate of Formation and bylaws                          | 3              |                                 |      |      |      |       |       |  |
| 6  | Review Board's policies and procedures  | 3              |                                 |      |      |      |       |       |  |
| 7  | Review frequency of meetings  | 3              |                                 |      |      |      |       |       |  |
| 8  | Review charters and membership of Board committees                            | 3              |                                 |      |      | HRG  |       |       |  |
| 9  | Oversee annual self-evaluations of committees of the Board                    | 3              | HRG                             | HRG  |      |      |       |       |  |
| 10 | Review Company's ethics agreement forms for Company staff and Directors       | 3              | HRG                             |      |      |      |       |       |  |
| 11 | Regular review conflicts of interest disclosed by Company staff and Directors | 3              | As necessary when topics arise  |      |      |      |       |       |  |
| 12 | Review Ethics Agreements for staff and Directors                              | 3              |                                 |      | HRG  |      |       |       |  |
| 13 | Assess Board members, the Board, committee structure                          | 3              | Periodically, as necessary      |      |      |      |       |       |  |
| 14 | Recommend Director education and training opportunities                       | 3              | As necessary when topics arise  |      |      |      |       |       |  |
| 15 | Review CEO's performance  | 3              |                                 |      |      |      |       |       |  |
| 16 | Changes to CEO compensation and employment terms                              | 3              | As necessary when changes arise |      |      |      |       |       |  |
| 17 | Review Company's key performance indicators                                   | 3              |                                 |      |      |      |       |       |  |
| 18 | Recommendation to the Board on Company's strategic plan                       | 3              |                                 |      | HRG  | HRG  |       |       |  |
| 19 | Review Company's corporate communications strategy, including crisis comms    | 3              |                                 | HRG  |      |      |       |       |  |
| 20 | Review Company's governmental relations efforts                               | 3              |                                 |      |      |      |       |       |  |
| 21 | Review CEO's direct reports' performance and compensation                     | 4              |                                 |      |      |      |       |       |  |
| 22 | Review Succession Planning report   | 4              |                                 |      |      |      |       |       |  |
| 23 | Review Company's health and welfare benefit plan activities and future        | 4              |                                 | HRG  |      |      |       |       |  |
| 24 | Review design of Company's employment agreements                              | 2              | As necessary when topics arise  |      |      |      |       |       |  |
| 25 | Review overall employee compensation programs                                 | 2              | As necessary when topics arise  |      |      |      |       |       |  |
| 26 | Review 401(k) Savings Plan audit report                                       | 4              |                                 |      |      | HRG  |       |       |  |
| 27 | Review Company's retirement plan activities and future strategies             | 2              |                                 | HRG  |      |      |       |       |  |
| 28 | Review Company's Human Resources Operations Report                            | 1              |                                 |      | HRG  |      |       |       |  |

"HRG" designates items addressed in meetings of the Human Resources and Governance Committee

