



**GENERAL SESSION MINUTES OF THE
FINANCE AND AUDIT COMMITTEE MEETING
OF ELECTRIC RELIABILITY COUNCIL OF TEXAS, INC.**

8000 Metropolis Drive (Building E), Suite 100, Boardroom A
Austin, Texas 78744
February 9, 2026

Pursuant to notice duly given and after determination that a quorum was present, the meeting of the Finance and Audit (F&A) Committee of the Board of Directors (Board) of Electric Reliability Council of Texas, Inc. (ERCOT) convened on the above-referenced date.

Meeting Attendance:

Committee Members:

Director	Affiliation/Role (if any)	Voting Category
Krummel, Christopher (Chair)	Selected Director	Voting
Barkley, Benjamin	Office of Public Utility Counsel (OPUC), Chief Executive and Public Counsel	Voting
England, Julie	Selected Director	Voting
Mohl, Bill	Selected Director	Voting

Other Board Members:

Director	Affiliation/Role (if any)	Voting Category
Flores, Bill	Selected Director	Non-Voting
Gleeson, Thomas	Chairman, Public Utility Commission of Texas (PUCT)	Non-Voting
Heeg, Peggy	Selected Director	Non-Voting
McAllister, Kathleen	Selected Director	Non-Voting
Vegas, Pablo	ERCOT President and Chief Executive Officer (CEO)	Non-Voting

Officers and Guests:

Officer/Guest	Role
Akanni-Owo, Roti	ERCOT Executive Director of Internal Audit / Chief Audit Executive
Gleason, Brandon	ERCOT Vice President, Legal and Compliance, Assistant Corporate Secretary
Jackson, Kathleen	PUCT Commissioner



James, Michelle	ERCOT Senior Manager of Critical Infrastructure Protection (CIP) and Corporate Compliance
Rychetsky, Penny	ERCOT Internal Audit Advisor
Scheel, Richard	ERCOT Senior Vice President, Chief Financial Officer, and Chief Risk Officer
Seely, Chad V.	ERCOT Senior Vice President, Regulatory Policy, General Counsel, Chief Compliance Officer, and Corporate Secretary
Swanson, Leslie	ERCOT Treasurer and Controller, Finance and Treasury
Thompson, Chad	ERCOT Director Compliance Analysis

Call General Session to Order (Agenda Item 1)

Christopher Krummel, F&A Committee Chair, determined that a quorum was present and called the F&A Committee meeting to order at approximately 11:25 a.m. Chair Krummel highlighted the Antitrust Admonition.

Notice of Public Comment, if Any (Agenda Item 2)

Chair Krummel announced that on the agenda for the meeting, which was posted publicly on February 2, 2026, ERCOT had provided instructions for members of the public who were interested in commenting in person and that to date no individuals had expressed interest in commenting, which Chad Seely confirmed.

December 8, 2025 General Session Meeting Minutes (Agenda Item 3)

Chair Krummel entertained a motion to approve the December 8, 2025 General Session Meeting Minutes (Minutes).

Benjamin Barkley moved to approve the Minutes as presented. Julie England seconded the motion. The motion passed by unanimous voice vote with no abstentions.

Annual Charter Review and Approval; Review of Committee Charter (Agenda Items 4 – 4.1)

Chair Krummel presented the Review of Committee Charter and indicated that no revisions were proposed.

Internal Audit Department Charter (Agenda Item 4.2)

Penny Rychetsky presented the Internal Audit Department Charter and requested Committee approval of the Charter as presented in the meeting materials. No revisions were proposed from the version last approved at the February 2025 Committee meeting.

Bill Mohl moved to approve the Internal Audit Department Charter as presented. Ms. England seconded the motion. The motion passed by unanimous voice vote with no abstentions.



Annual Policy Review (Agenda Item 5)

Chair Krummel invited ERCOT staff to present the Annual Policy Review.

Handling of Complaints Regarding Financial Matters (Agenda Item 5.1)

Richard Scheel presented the Handling of Complaints regarding Financial Matters. No changes to the procedure were proposed.

Policy on Hiring Former Employees of the Independent Auditor (Agenda Item 5.2)

Mr. Scheel presented the Policy on Hiring Former Employees of the Independent Auditor. No changes to the policy were proposed. No staff from external auditors have been hired since the policy was last presented.

Policy on Independent Auditor Selection (Agenda Item 5.3)

Mr. Scheel presented the Policy on Independent Auditor Selection. Request for Proposals for a new external auditor will occur in 2026.

Annual Risk Assessments (Agenda Item 6)

Chair Krummel invited ERCOT staff to present the Annual Risk Assessments.

Forecast Adequacy of the Budgeted System Administration Fee Rate (Agenda Item 6.1)

Mr. Scheel presented the Forecast Adequacy of the Budgeted System Administration Fee (SAF) Rate. The SAF rate presented to the PUCT is expected to be adequate for 2027. The Committee discussed that the SAF was determined in connection with ERCOT's budget, and what would trigger a change in the future.

Review of Financial Institutions that are Market Participants (Agenda Item 6.2)

Leslie Swanson presented the Review of Financial Institutions that are Market Participants, the purpose of the review, and that there have been no changes since last year.

Annual Corporate Standards Review and Approval (Agenda Item 7)

Chair Krummel invited ERCOT staff to present the Annual Corporate Standards Review and Approval.

Recommendation regarding Financial Corporate Standard (Agenda Item 7.1)

Ms. Swanson presented the Recommendation regarding Financial Corporate Standard and proposed to approve the standard as presented in the meeting materials. She described the purpose of the standard and noted that only minor grammatical updates were proposed.

Mr. Mohl moved to recommend the Board approve the revised Financial Corporate Standard. Ms. England seconded the motion. The motion passed by unanimous voice vote with no abstentions.

Recommendation regarding Investment Corporate Standard (Agenda Item 7.2)

Ms. Swanson presented the Recommendation regarding Investment Corporate Standard and proposed to approve the standard as presented in the meeting materials. She described the purpose of the standard and noted that no changes were proposed.



Mr. Barkley recommended that the Board approve the Investment Corporate Standard. Mr. Mohl seconded the motion. The motion passed by unanimous voice vote with no abstentions.

Committee Briefs (Agenda Item 8)

Chair Krummel invited ERCOT staff to present the Committee Briefs.

Review 2025 Financial Summary (Agenda Item 8.1)

Mr. Scheel presented the 2025 Financial Summary. ERCOT's preliminary, unaudited year-end 2025 net available amount of actual revenues over expenditures was \$109.7 million favorable to budget. Since October 2025, SAF income has declined, driven largely by December weather, while interest income has increased, driven largely by market changes and forces. Long-term liabilities are expected to decrease due to ongoing paydowns.

Periodic Report on Investments (Agenda Item 8.2)

Ms. Swanson presented the Periodic Report on Investments, including that ERCOT is in compliance with the Investment Corporate Standard.

Periodic Report on Debt Compliance (Agenda Item 8.3)

Ms. Swanson presented the Periodic Report on Debt Compliance, noting that ERCOT is in compliance with all debt requirements, including securitization.

Future Agenda Items (Agenda Item 9)

Mr. Scheel presented the Future Agenda Items, which Mr. Seely confirmed is posted publicly on ERCOT's website.

Other Business (Agenda Item 10)

No other business was discussed.

Vote on Matters from Executive Session; Adjournment (Agenda Item 11 and 12)

Chair Krummel announced that no voting items were expected from Executive Session and adjourned General Session at approximately 11:47 a.m.

Committee materials and presentations from the meeting are available on ERCOT's website at http://www.ercot.com/committees/board/finance_audit/.

Brandon Gleason
Assistant Corporate Secretary