



**DRAFT GENERAL SESSION MINUTES OF THE NOMINATING COMMITTEE  
OF ELECTRIC RELIABILITY COUNCIL OF TEXAS, INC.**

7620 Metro Center Drive, Room 206  
Austin, Texas 78744  
October 14, 2014

Pursuant to notice duly given and after determination that a quorum was present, the meeting of the Nominating 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:

| <b>Director</b>               | <b>Affiliation</b>                      | <b>Segment</b>   |
|-------------------------------|---|--|
| Bermudez, Jorge               | Unaffiliated                            | Unaffiliated Director<br><i>(Proxy for Michehl Gent)</i> |
| Carpenter, Mark               | Oncor Electric Delivery Company         | Investor-Owned Utility                                   |
| Comstock, Read                | Direct Energy                           | Independent Retail Electric Provider                     |
| Crowell, Craven<br>(Chairman) | Unaffiliated                            | Unaffiliated Director                                    |
| Dreyfus, Mark                 | Austin Energy                           | Municipal  |
| Fehrenbach, Nick              | City of Dallas                          | Consumer – Commercial                                    |
| Gresham, Kevin                | E.ON North America, LLC                 | Independent Generator                                    |
| Karnei, Clifton               | Brazos Electric Power Cooperative, Inc. | Cooperative  |
| Pfirmsmann, Karl              | Unaffiliated                            | Unaffiliated Director                                    |
| Porter, Jean Ryall            | CCNG Power, LLC                         | Independent Power Marketer                               |
| Walsh, Judy<br>(Vice Chair)   | Unaffiliated                            | Unaffiliated Director                                    |

Guest Board Members and Segment Alternates:

| <b>Director/<br/>Segment Alternate</b> | <b>Affiliation</b>                          | <b>Segment</b>   |
|--|---|--|
| Ashley, Kristy                         | Exelon Corporation                          | Independent Generator Segment Alternate                |
| Cox, Brad                              | Tenaska Power Services                      | Independent Power Marketer Segment Alternate           |
| Doggett, H.B. “Trip”                   | ERCOT                                       | President and Chief Executive Officer (CEO)            |
| Nelson, Donna                          | Public Utility Commission of Texas (PUCT)   | Chairman   |
| Smith, Wade                            | American Electric Power Service Corporation | Investor-Owned Utility Segment Alternate               |
| Werner, John                           | Source Power & Gas, LLC                     | Independent Retail Electric Provider Segment Alternate |



Officers and Guests:

|                  |   |
|------------------|---|
| Klock, Lawrence  | Russell Reynolds Associates, Inc.                                 |
| Leady, Vickie    | ERCOT Assistant General Counsel and Assistant Corporate Secretary |
| Levine, Jonathan | ERCOT Corporate Counsel   |
| Magness, Bill    | ERCOT Vice President, General Counsel and Corporate Secretary     |

**Call General Session to Order, Announce Proxies and Segment Alternates (Agenda Item 1)**

Craven Crowell, Committee Chairman, determined that a quorum was present and called the Nominating Committee General Session to order at approximately 11:18 a.m. Chairman Crowell announced that the Nominating Committee meeting was being convened for the purpose of interviewing candidates for the upcoming vacancy of the Unaffiliated Director seat currently filled by Michehl Gent. He reported that Mr. Gent provided his proxy to Unaffiliated Director Jorge Bermudez and addressed the following Agenda Items in the order below.

**September 17, 2014 General Session Meeting Minutes (Agenda Item 2)**

Chairman Crowell entertained a motion to approve the September 17, 2014 General Session Meeting Minutes (Minutes).

**Mr. Bermudez moved to approve the Minutes as presented. Mark Carpenter seconded the motion. The motion passed by unanimous voice vote with one abstention (Kevin Gresham).**

**Other Business (Agenda Item 3)**

No other business was discussed at this time.

**Executive Session**

Chairman Crowell announced that no voting items from Executive Session were expected, and accordingly he would adjourn the meeting immediately upon conclusion of Executive Session. Chairman Crowell adjourned the meeting into Executive Session at approximately 11:19 a.m. for discussion of Executive Session matters.

**Vote on Matters from Executive Session (Agenda Item 4)**

There were no voting items from Executive Session.

**Adjournment (Agenda Item 5)**

Chairman Crowell adjourned the meeting upon the conclusion of Executive Session at approximately 5:10 p.m.



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

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Vickie G. Leady  
Assistant Corporate Secretary