



**The Finance and Audit (F&A) Committee is  
expected to consider  
F&A Committee Agenda Items 5.3 and 9.1:**

***Recommendation regarding Acceptance of  
2024 System and Organization Control Audit  
Report***

**at its meeting on December 2, 2024.**

**The Board of Directors is expected to hear  
the F&A Committee's recommendation on  
this matter as part of the  
F&A Committee Report  
at the Board meeting  
on December 3, 2024.**

**Attached are the Board materials  
in relation to these agenda items.**



**Date:** November 21, 2024  
**To:** Board of Directors  
**From:** Bill Flores, Finance and Audit (F&A) Committee Chair  
**Subject:** Acceptance of 2024 System and Organization Control Audit Report

**Issue for the ERCOT Board of Directors**

**ERCOT Board of Directors Meeting Date:** December 3, 2024

**Item No.:** 10.1.1

**Issue:**

Acceptance of the 2024 System and Organization Control (SOC) Audit Report

**Background/History:**

Per Section 1.4.3.1(1) of the ERCOT Protocols (entitled “Audits to be Performed”), “At least annually, an Appointed Firm shall perform a System and Organization Control (SOC) audit of ERCOT regarding ERCOT’s market Settlements operations.” Weaver & Tidwell, LLP (Weaver) was engaged to perform the audit for 2024.

Weaver has provided its *Report on Electric Reliability Council of Texas, Inc.’s Description of its Settlement and Billing Operations System and Suitability of the Design and Operating Effectiveness of its Controls for the period October 1, 2023 through September 30, 2024* (SOC 1 Report), including the auditor’s opinion. **Weaver’s opinion is unmodified. There are no reportable exceptions.**

On December 2, 2024, Weaver will meet with the ERCOT Finance and Audit (F&A) Committee to review the SOC 1 Report. Given the unmodified opinion, the 2024 SOC Audit Report is expected to be accepted by the Committee.

Due to the confidentiality of the SOC 1 Report, the report is available solely for the Board’s electronic viewing in the Board’s Executive Session meeting materials under F&A Committee Agenda Item ES 2.2.1.

**Key Factors Influencing Issue:**

1. ERCOT Protocol Section 1.4.3.1(1) requires an annual SOC audit be performed;
2. Certain external organizations, including Market Participants, utilize the SOC 1 Report as an assurance of the suitability of ERCOT internal controls in connection with certain Sarbanes-Oxley reporting requirements; and
3. Because most Market Participants’ fiscal years end December 31, acceptance of the SOC 1 Report in a timely manner will allow the Report to be utilized in connection with preparation of their year-end financial statements.

**Conclusion/Recommendation:**

ERCOT staff recommends, and the F&A Committee is expected to recommend, that the Board accept the 2024 SOC Audit Report.



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

WHEREAS, Section 1.4.3.1(1) of the ERCOT Protocols (entitled “Audits to be Performed”) requires that at least annually, an Appointed Firm shall perform a System and Organization Control (SOC) audit of ERCOT regarding ERCOT’s market Settlements operations;

WHEREAS, Weaver & Tidwell, LLP (Weaver) was engaged as the Independent Service Auditor to perform ERCOT’s System and Organization Control audit for 2024;

WHEREAS, Weaver’s opinion on the System and Organization Control audit for the period from October 1, 2023 to September 30, 2024 is unmodified;

WHEREAS, after due consideration of the alternatives, the Finance and Audit (F&A) Committee, at its meeting on December 2, 2024, recommended that the Board of Directors (Board) of ERCOT accept the System and Organization Control audit report for the twelve-month period ended September 30, 2024 (also known as the 2024 System and Organization Control Audit Report), as presented by Weaver; and

WHEREAS, the Board deems it desirable and in the best interest of ERCOT to accept the F&A Committee’s recommendation to accept the 2024 System and Organization Control Audit Report;

THEREFORE, BE IT RESOLVED, that 2024 System and Organization Control Audit Report is hereby accepted.

**CORPORATE SECRETARY’S CERTIFICATE**

I, Chad V. Seely, Corporate Secretary of ERCOT, do hereby certify that, at its December 3, 2024 meeting, the Board passed a motion approving the above Resolution by \_\_\_\_\_.

IN WITNESS WHEREOF, I have hereunto set my hand this \_\_\_ day of December, 2024.

\_\_\_\_\_  
Chad V. Seely  
Corporate Secretary