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PROJECT NO. 51878

REPORTS OF THE ELECTRIC
RELIABILITY COUNCIL OF TEXAS
FOR CALENDAR YEAR 2021 §
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PUBLIC UTILITY COMMISSION
OF TEXAS

PROJECT NO. 50664

ISSUES RELATED TO THE STATE
OF DISASTER FOR CORONAVIRUS
DISEASE 2019 §
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PUBLIC UTILITY COMMISSION
OF TEXAS

**ELECTRIC RELIABILITY COUNCIL OF TEXAS, INC.'S NOTICE OF
APRIL 27, 2021 URGENT TELECONFERENCE MEETING OF THE
ERCOT BOARD OF DIRECTORS**

Given the need to convene on short notice to consider matters related to the Chief Executive Officer (CEO) transition, and the continuing Coronavirus Disease 2019 (COVID-19) pandemic situation and the inability to accommodate medium to large in-person groups and maintain proper social distancing requirements, Electric Reliability Council of Texas, Inc. (ERCOT) hereby provides notice to the Public Utility Commission of Texas (Commission) that it has scheduled an urgent teleconference meeting of the ERCOT Board of Directors (Board) at 10:00 a.m. on April 27, 2021, to consider urgent, time-sensitive matters that cannot wait until its next regularly-scheduled meeting.

I. COVID-19 Pandemic Outbreak and Mandatory Social Distancing

The circumstances surrounding the international COVID-19 outbreak and the resulting need for ERCOT to conduct meetings via teleconference are set forth in ERCOT's April 6, 2020 *Notice of April 14, 2020 Urgent Teleconference Meeting of the ERCOT Board of Directors* filed in Project Nos. 27706 and 50664 (April 6, 2020 Notice). ERCOT continues to monitor this extremely fluid and dynamic situation closely, and follow guidance from federal, state, and local health agencies, along with professional epidemiologist recommendations. As such, ERCOT intends to continue to restrict visitation on all ERCOT facilities for the foreseeable future. Consistent with this policy, after consultation with Technical Advisory Committee (TAC) and TAC Subcommittee leadership, on May 11, 2020, ERCOT announced via Market Notice that

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ERCOT and TAC leadership have determined that all stakeholder meetings will continue to operate remotely for the foreseeable future.

II. ERCOT Bylaws Allow for the Board to Meet on Urgent Matters on Advance Notice of Less than Seven Days, but Not Less than One Hour

While at least seven days' advance notice is typically required for Board meetings, ERCOT Bylaws Section 4.6(b) provides, consistent with Public Utility Regulatory Act (PURA) Section 39.1511(b), that the Board may meet on urgent matters on such shorter notice, not less than one hour, as the person or persons calling such meeting reasonably may deem necessary or appropriate for urgent matters. ERCOT Bylaws Section 4.6(b) defines "urgent matters" as follows:

For purposes of these Bylaws, an urgent matter is an emergency or public necessity (including but not limited to an imminent threat to public health and safety or to the ERCOT market or system), or a reasonably unforeseen situation. A matter shall be considered an urgent matter if it would be difficult or impossible for a quorum of Directors or subcommittee members to physically convene in one location and failure to consider the matter without delay may result in operational (including but not limited to those activities and functions affecting the ERCOT market or system), regulatory, legal, organizational or governance risk.

On March 3, 2021, the Board voted to terminate the employment of ERCOT CEO Bill Magness, effective in 60 days from the date of receipt of written notice of termination, that is, May 3, 2021. On April 23, 2021, ERCOT posted a public agenda for the April 27, 2021 urgent Board meeting by teleconference on the ERCOT website. Agenda items for the urgent Board meeting are limited to matters relating to the CEO transition, which is urgent and time-sensitive in light of the approaching effective date for Mr. Magness' termination, and other urgent and time-sensitive matters. Although the public agenda for the April 27, 2021 urgent Board meeting was not posted to ERCOT's website at least seven days prior to the meeting, due to the urgent nature of the matters expected to be considered at the April 27, 2021 urgent Board meeting, and the need for discussion to occur without unreasonable delay, shorter notice was deemed necessary and appropriate in this instance.

III. ERCOT Bylaws Allow for a Teleconference Board and Committee Meetings to Act on Urgent Matters and Discuss Non-Urgent Matters

In addition to the allowance for meetings on urgent matters to be held on short notice, while meetings of the Board are generally conducted in person, ERCOT Bylaws Sections 4.6(c) and 4.7(e) provide, consistent with PURA Section 39.1511(b), that meetings may be held via teleconference, but that at such meetings the Board may only take action on urgent matters. Because the matters that are expected to be considered at the April 27, 2021 urgent Board meeting are urgent in nature and delay of consideration may result in operational, market, regulatory, legal, organizational or governance risk to ERCOT, the conditions for an urgent meeting by teleconference have been met for this meeting, in accordance with the Bylaws. Accordingly, ERCOT has decided that the urgent Board meeting scheduled for 10:00 a.m. on April 27, 2021 will also be held only via teleconference.

IV. The April 27, 2021 Urgent Board Meeting will be Publicly Accessible Without Charge by Live Internet Video and Written Comments will be Accepted

As required by PURA Section 39.1511(c), ERCOT will make live Internet video of the general session (public portion) of the meeting publicly accessible without charge for viewing from an Internet website. Specifically, the teleconference will be hosted by ERCOT through Cisco Webex, which will be simultaneously webcast live by ERCOT's vendor, Swagit Productions, to the public on the ERCOT website at no charge. In addition, ERCOT expects to use Webex's video functionality as part of this teleconference, assuming no technical difficulties; and this video will be webcast live to the public. To address public participation and comment on the agenda items of the urgent Board meeting as required by PURA Section 39.1511(b), on the agenda publicly posted on ERCOT's website, ERCOT has provided the public with instructions and contact information for providing public comments in writing on one or more of the agenda items in advance of the meeting by 5:00 p.m. on April 26, 2021.

Respectfully Submitted,

/s/ Chad V. Seely

Chad V. Seely
Vice President and General Counsel
Texas Bar No. 24037466
(512) 225-7035 (Phone)
(512) 225-7079 (Fax)
chad.seely@ercot.com

Vickie G. Leady
Assistant General Counsel
Texas Bar No. 08122090
(512) 275-7436 (Phone)
(512) 225-7079 (Fax)
vickie.lead@ercot.com

ERCOT
7620 Metro Center Drive
Austin, Texas 78744

ATTORNEYS FOR ELECTRIC RELIABILITY
COUNCIL OF TEXAS, INC.