



MINUTES OF THE BOARD OF DIRECTORS OF TEXAS RELIABILITY ENTITY, INC.

December 10, 2025

Board Members

Jeff Corbett	Board Chair, Independent Director
Suzanne Spaulding	Board Vice Chair, Independent Director
Milton Lee	Independent Director
Crystal Ashby	Independent Director (remote)
Jim Albright	President and CEO
Curt Brockmann	Member Representatives Committee Chair
Daniela Hammons	Member Representatives Committee Vice Chair
Thomas Gleeson	Chairman, Public Utility Commission of Texas, <i>Ex Officio</i> Director

Texas RE Attendees

Joseph Younger, Vice President and Chief Operating Officer
Derrick Davis, Vice President, General Counsel and Corporate Secretary
Donna Bjornson, Vice President and Chief Financial Officer
Kara Murray, Director, Human Resources
Mark Henry, Chief Engineer and Director, Reliability Outreach
Paul Curtis, Deputy General Counsel and Assistant Corporate Secretary
Matt Barbour, Manager, Communications and Training

Other Attendees

Kal Ayoub, Director, Office of Electric Reliability, FERC
Suzanne Keenan, NERC Board of Trustees member (remote)
Jim Robb, NERC President and Chief Executive Officer
Pablo Vegas, President and Chief Executive Officer, ERCOT

Additional Texas RE staff and other individuals attended in person or via public teleconference.

Call to Order

Pursuant to notice duly given, the meeting of the Texas Reliability Entity, Inc. (Texas RE) Board of Directors (Board) convened on December 10, 2025. Chair Corbett determined that a quorum was present and called the meeting to order at 2:00 p.m. Central Time.

Antitrust Admonition

At Chair Corbett's request, Thad Crow reviewed the antitrust admonition and reminded attendees to abide by Texas RE's antitrust guidelines.



Consent Agenda: Approval of September 17, 2025, Board of Directors Meeting Minutes

Suzanne Spaulding made a motion to approve the consent agenda item: the September 17, 2025, Board of Directors meeting minutes. Milton Lee seconded the motion. The motion passed by unanimous voice vote.

Remarks and Reports

The following guests made remarks:

Kal Ayoub, Director, Office of Electric Reliability, FERC
Pablo Vegas, President and Chief Executive Officer, ERCOT
Suzanne Keenan, NERC Board of Trustees member
Jim Robb, NERC President and Chief Executive Officer

Mr. Albright gave the CEO report. He congratulated Chair Corbett and Ms. Ashby on their re-election to the Texas RE Board of Directors and congratulated new and re-elected MRC members. He discussed NERC's approval of the Texas RE 2026 Business Plan and Budget and FERC's approval of the Regional Delegation Agreement. Mr. Albright also commended Chair Corbett for his leadership as Chair of the Board.

Audit, Governance, Risk, and Finance Committee Meeting Report

Crystal Ashby, AGR&F Chair, reported that the AGR&F Committee met earlier today. The committee approved meeting minutes and selected Suzanne Spaulding to serve at the AGR&F Chair for 2026.

Director Compensation Committee Report and Revisions to Board Policies and Procedures

Milton Lee, DCC Chair, reported that the DCC met on October 15, 2025, and voted to recommend adjusting the Director Compensation Committee Chair compensation.

Suzanne Spaulding made a motion to approve revisions to the Board Policies and Procedures, including adjusting compensation for the Director Compensation Committee Chair. Crystal Ashby seconded the motion. The motion passed by unanimous voice vote.

Nominating Committee Report and Recommendation to Board Concerning Independent Director

Milton Lee, Nominating Committee Chair, reported that the Nominating Committee met on August 20, 2025, and voted to recommend that Crystal Ashby serve as Texas RE Board Chair and Jeff Corbett serve as Board Vice Chair for 2026.

Milton Lee made a motion to approve Crystal Ashby to serve as Texas RE Board Chair and Jeff Corbett to serve as Board Vice Chair for 2026. Crystal Ashby seconded the motion. The motion passed by unanimous voice vote.



2026 Corporate Goals and Focus Areas

Joseph Younger, Vice President and Chief Operating Officer, presented on Texas RE's 2026 Corporate Goals and Focus Areas. He noted that Texas RE is on track to complete all of its 2025 goals by the end of the year.

Texas RE's Chief Engineer's Report

Mark Henry, Chief Engineer and Director, Reliability Outreach, presented the Chief Engineer's report.

Program Area Reports

Texas RE staff provided written program area quarterly reports and were available to answer questions.

Other Business & Future Agenda Items

None.

Adjournment

At 4:02 p.m., Chair Corbett adjourned the open portion of the meeting and convened in executive session.

Signed by:

Derrick Davis

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Derrick Davis,
Corporate Secretary