



Meeting Minutes - Final

Board of Directors

Friday, February 1, 2019

9:00 AM

Horseshoe Bay Resort

Special Meeting - Workshop Session

Open Session of this Special Meeting was held in the Horseshoe Bay Resort and was recorded in accordance with Board Meetings Policy.

Call to Order and Roll Call

This meeting was called to order at 9:20 am on February 1, 2019 at the Horseshoe Bay Resort, 200 Hi Circle North, Horseshoe Bay, Texas.

President Paul Graf noted that Director Milton Rister was absent from the meeting because of health and medical recovery.

Present: 6 - Director Randy Klaus, Director Emily Pataki, Director Jim Powers, Director James Oakley, Director Amy Akers, and President Paul Graf

Absent: 1 - Director Milton Rister

Adoption of Agenda

The agenda was adopted as posted and without objection.

Discussion and Deliberation of Workshop Items - P Graf

President Paul Graf welcomed all Board of Directors including CEO Julie Parsley, COO Eddie Dauterive, and General Counsel Don Ballard. PEC Board Counsel Ross Fischer, and Governance and Policy Manager Sylvia Romero were also in attendance.

President Paul Graf thanked CEO Julie Parsley, General Counsel Don Ballard and the Governance Team for coordination and assistance with the workshop session.

Member Comments (3 minute limitation or as otherwise directed by Board)

There were no members in attendance wanting to address the Board.

Action Items / Other Items

There were no action items / other items to come before the Board.

Recess to Executive Session

President Paul Graf announced the items to be discussed in Executive Session and at 9:23 am stated the Board would go into Executive Session.

Executive Session - Legal Matters

1. [2019-037](#) **Workshop Session on Strategies and Assessment of Legal Matters**
2. [2019-038](#) **Matters in Which the Board Seeks the Advice of Its Attorney as Privileged Communications in the Rendition of Professional Legal Services**

Executive Session - Contract and Competitive Matters

3. [2019-039](#) **Workshop Session on Strategies and Assessment of System Improvements, Power Supply, Rates, Technology Innovations, Operations, Financial, Market Analysis, and Other Competitive Commercial Information**

Executive Session - Real Estate Matters

4. [2019-040](#) **Workshop Session on Strategies and Assessment of Facilities and Real Estate**

Executive Session - Safety and Security Matters

5. [2019-041](#) **Workshop Session on Strategies and Assessment of Electric System and Its Security and Reliability**

Executive Session - Personnel Matters

6. [2019-042](#) **Workshop Session on Strategies and Assessment of Personnel and Structure of Organization and Its Departments**

Reconvene to Open Session at 2:02 pm

Items from Executive Session

There were no items or resolutions to address from Executive Session.

Workshop Session Open Discussion

Adjournment

There being no further business to come before the Board of the Directors, the meeting was adjourned at 2:03 pm.

Approved:

Emily Pataki, Secretary

Paul Graf, President