



**Board of Trustees
Compensation and Labor Committee Meeting**

**March 26, 2015
11:45 a.m. – 12:00 p.m.
Fairwinds Alumni Center
800-442-5794, passcode 463796**

AGENDA

I. CALL TO ORDER

John Sprouls
*Chair, Compensation and
Labor Committee*

II. MEETING MINUTES

- Approval of October 22, 2014, meeting minutes

Chair Sprouls

III. NEW BUSINESS

- Consultant for Comprehensive Review of the President's Performance (CLC-1)

- Consultant for Comprehensive Review of the President's Compensation (CLC-2)

Chair Sprouls
Marvin Pyles
*Associate Vice President and
Chief Human Resources Officer*

Chair Sprouls
Marvin Pyles

IV. CLOSING COMMENTS

Chair Sprouls

ITEM: CLC-1

**University of Central Florida
BOARD OF TRUSTEES
Compensation and Labor Committee**

SUBJECT: Consultant for Comprehensive Review of the President's Performance

DATE: March 26, 2015

PROPOSED COMMITTEE ACTION

Select one of the attached proposals for the comprehensive assessment of the president's performance.

BACKGROUND INFORMATION

On November 30, 2004, the Presidential Performance and Compensation Review Policy was approved by the University of Central Florida Board of Trustees. This policy provides for the review of the president's performance and compensation on an annual basis by the board and also at three-year intervals by independent consultants. The comprehensive assessment was last completed in 2012 and is due again in 2015. The board delegated to the Compensation and Labor Committee the responsibility to solicit proposals from independent consultants, make selections to submit to the board for approval, and oversee the review process.

Supporting documentation:

Curris Comprehensive Performance Assessment (Attachment 1)

Glidden Comprehensive Performance Assessment (Attachment 2)

AGB Consulting Comprehensive Performance Assessment (Attachment 3)

UCF BOT Presidential Performance and Compensation Review Policy (Attachment 4)

Prepared by: Marvin Pyles, Associate Vice President and Chief Human Resources Officer

Submitted by: John Sprouls, Chair of the Compensation and Labor Committee

Attachment 1

PROPOSAL

PRESIDENTIAL EVALUATION, UNIVERSITY OF CENTRAL FLORIDA

Submitted by

Constantine W. Curris, Curris Associates LLC

2061 Lakeside Drive
Lexington, Kentucky 40502
859-806-1763

As an independent contractor I am pleased to submit this proposal to serve as a consultant to the University of Central Florida Board of Trustees as the Board conducts a comprehensive evaluation of the performance of President John C. Hitt.

In the following sections I will delineate a suggested plan for conducting an independent, external evaluation. Quite obviously the Board of Trustees has the ultimate responsibility for the evaluation and the process to be employed. If selected for this assignment, I would serve as a consultant to the Board and would tailor this proposal to address the Board's specific expectations and recommended procedures. The projected scope parallels the process utilized three years ago when the Board of Trustees engaged me to conduct the triennial presidential review, save that the Board's revised policy entails extension of the review to request participation from the chair of the state's Board of Governors

PROJECTED SCOPE

For a university having the size and complexity of the University of Central Florida, a meaningful comprehensive review would entail somewhere in the vicinity of 30 on-site interviews, and an additional 10 to 15 off-site (primarily telephonic) interviews. While some of these interviews lend themselves to group settings (e.g., student government leaders), the bulk of these interviews would be one-to-one sessions. In addition to representatives from campus constituencies, I project discussions with alumni and Foundation representatives, as well as with community and state leaders whose perspectives the Board would view as important. It is my practice as well to have select calls to national higher education representatives for their perspectives on the University's national stature and the work of President Hitt.

I would plan on individual interviews, in person or telephonically, with the thirteen members of the Board of Trustees. These interviews may be interspersed with on-campus appointments or at times convenient to individual trustees.

TIMELINE

The early fall timeline suggested for the presidential evaluation fits my scheduled commitments and is acceptable. Within the suggested time frame, I would propose the following breakdown:

1. Three days of interviews on site, initially meeting with the Trustee overseeing the presidential evaluation process and then with President Hitt, to be followed by scheduled interviews with designated campus officials and constituent representatives.
2. The equivalent of one or two days of telephonic interviews conducted from Lexington, Ky.
3. A one to two day visit to Orlando roughly a week later to meet with individual Trustees and campus representatives unable to participate during the prior visit.
4. The submission of the consultative report approximately a week or so later. The submission of the final document would meet the September 20 deadline.

RESPONSIBILITIES OF THE CONSULTANT

- A. Provide professional service to the UCF Board of Trustees throughout the evaluation process.
- B. Work with the Board designated campus coordinator to structure and facilitate the interview schedule.
- C. Tailor the interview process to the specific information needs of the Board and any issues identified for full exploration. While each comprehensive evaluation is individually structured, I have found that Richard Morrill's, "Assessing Presidential Effectiveness" (2010) provides an excellent protocol for shaping the process.
- D. Maintain high ethical standards throughout the evaluation process, including honoring confidentiality of comments made during interviews, limiting information gleaned from the evaluation process to the UCF Board of Trustees, and presenting the Board with my best objective assessments.
- E. Fulfill contractual expectations in submitting the final report in the agreed to format and by the agreed to date.
- F. Be mindful that public funds finance this evaluation process; be prudent in expending funds; and be accountable for those expenditures.

RESPONSIBILITIES OF THE UNIVERSITY

- A. Designate a campus coordinator will work with the consultant in facilitating the interview process and in securing information and materials needed for the evaluation.
- B. Provide suitable space for the consultant to conduct interviews.
- C. Communicate to interviewees the necessary background information on the evaluation process and the consultant's role in that process.
- D. Provide the consultant prior to the campus visit, appropriate information, including:
 - President Hitt's resume;
 - The Trustees' stated performance expectations for the past three years;
 - President Hitt's latest written management review statement and any other materials he would wish to transmit;
 - University organizational chart;
 - The most recent SACS study team report and the institutional response (if such a report or response has occurred in the past three years);
 - The University strategic plan currently in place;
 - Any published performance indicators used by the University (dashboard data);
 - Other materials the Board would deem important to the presidential evaluation.

FEES

\$13,000, not including travel and accommodation expenses.

This fee is calculated on the basis of four days of engagement at \$2500 per day and two and one-half days of office based work at \$1200 a day. All project and communication costs are included in the cited fee.

Travel expenses would be actual costs for coach airfare, per diem meal expenses (save for those meals provided by the University), housing costs, and a rental car (unless transportation is available through the University). A cursory review of airfares suggests travel costs would total approximately \$1000.

Should the Board of Trustees request an in-person presentation subsequent to my two visits, I would request a \$500 honorarium and direct travel costs.

My standard policy is to submit an invoice for contractual payment and expenses once my work is concluded and the University affirms the comprehensive evaluation has been satisfactorily completed.

REFERENCES

The Trustee Compensation and Labor Committee should feel free to check any reference familiar with my work, including other and former trustees who oversaw my work three years ago. My most recent consulting engagements include:

Presidential Evaluation, Shepherd University

Mr. Gaston "Gat" Caperton, former chair Shepherd Board of Governors
304/258-2343

Chancellor Search, Louisiana State University -- Shreveport

Dr. King Alexander, President, Louisiana State University
225/578-2111

Presidential Search, Western Association of Colleges and Schools (WASC)

Executive Vice-President Harold Hewitt, Chapman University and WASC Chair
714/997-6717

Presidential Evaluation, West Virginia State University

Mr. Paul Konstanty, Chair, WVSU Board of Governors Presidential Evaluation
304/353-8170

2/25/2015

CONSTANTINE WILLIAM CURRIS

**President Emeritus
American Association of State Colleges and Universities**

**2061 Lakeside Drive
Lexington, Kentucky 40502**

**Phone: 859-368-8299
E-Mail: cwcurreis@gmail.com
cwc@agbsearch.com**

Personal Information:

Born: November 13, 1940, Lexington, Kentucky

Married: Jo Hern Curris (Tax Attorney, J.D., University of Kentucky;
Master in Taxation, Emory School of Law)

Children: Robert Alexander and Elena Diane

Education:

B.A. in Political Science (magna cum laude) (Speech Communication minor), University of Kentucky, 1962

M.A. in Political Science (Public Administration emphasis), University of Illinois, 1965

Ed.D. in Higher Education (Student Personnel Services and Public Policy minors), University of Kentucky, 1967

Professional Experiences:

2009 – Principal, Curris Associates, Higher Education Executive Consultation
Consulting engagements include Presidential Evaluations, Institutional Assessments, and State Higher Education Policy Analysis

Presidential Search Consultant (through AGB Search, Inc.)

1999 - 09 President, American Association of State Colleges & Universities (AASCU)

1995 - 99 President and Professor of Public Policy, Clemson University, Clemson, South Carolina

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- 1983 - 95 President and Professor of Public Policy, University of Northern Iowa, Cedar Falls, Iowa
- 1973-83 President, Murray State University, Murray, Kentucky
- 1971-73 Vice President and Dean of the Faculty, West Virginia Institute of Technology, Montgomery, West Virginia
- 1969-71 Dean of Student Personnel Programs, Marshall University, Huntington, West Virginia
- 1968-69 Director of Academic Programs (Higher Education Division), West Virginia Board of Education, Charleston, West Virginia
- 1965-68 Vice President and Dean of the Faculty, Midway College (KY)

Professional Recognition and Honors:

Election to the Sigma Chi Hall of Fame (2005)

Humanics Exemplar Award, American Humanics (2002)

Designated as Distinguished Alumnus, University of Illinois College of Arts and Sciences (2001)

Election to the University of Kentucky Alumni Hall of Fame (2000)

Designation by the Iowa State Board of Regents of a 100,000 sq. ft. classroom facility as the Curris Business Building (1998)

National Distinguished Alumnus, TKA-DSR, National Speech Honorary (1987)

Designation by the Murray State University Board of Regents of the 130,000 sq.ft. student center as the Curris University Center (1983)

Boss of the Year, Murray Chapter, Professional Secretaries International (1982)

Who's Who in America (1977 -)

Outstanding Young Kentuckian (1974)

Algernon S. Sullivan Medallion, as the outstanding Male Undergraduate (1962)

Phi Beta Kappa, Omicron Delta Kappa, Pi Sigma Alpha, Tau Kappa
Alpha-Delta Sigma Rho, Phi Delta Kappa (1961-65)

Honorary Degrees: Morehead State University, Allen College of Nursing,
Moscow Linguistics University, Towson University, Rhode Island College,
Youngstown State University

Selected Publications and Professional Presentations:

“Ethical Standards for Executive Searches,” 22 Trusteeship 4, (July/August 2014)

Faculty, Association of Governing Boards Leadership Institute for Board Leaders
and Executives of Public Universities, June 2014

“What a Board Member Needs to Know,” keynote presentation 2013 Oklahoma
State Regents Education Conference, October 2013

Presenter, “The Federal Government and Higher Education Policy”
Harry Lee Waterfield Distinguished Lecture Series, Murray State University
(April 2010).

Presenter, “Public Higher Education: Is the Public Lost?”
David Dodds Henry Lecture, University of Illinois (March 2005)

Presenter, "The Environment, Society and Technology: A University
Perspective;" Technology and Environment Conference, Xian, PRC
(November 1994)

Continuity and Change, President Constantine Curris' Annual Address to the
Faculty, 1983-1993, edited by Grace Ann Hovet and Darrell Davis, UNI,
Cedar Falls, Iowa (August 1994)

Presenter, "Effecting Change in Teacher Education," Teach America
II Conference, Washington, D.C. (June 1993)

Presenter, "Achieving World-Class Stature for Public Schools,"
33rd Annual Iowa Business Trends Conference (November 1991)

Presenter, "Higher Education and the Legislative Process," American
Association of State Colleges and Universities Orientation Program
for New Presidents (November 1990 and 1991)

Presenter, Testimony on The National Teacher Act of 1989 and The Excellence in Teaching Act of 1990, U.S. Senate Subcommittee on Education, Arts and Humanities (February 1990)

"Student Development Revisited," 5 Iowa Student Personnel Association Journal 4 (1990)

Presenter, "The Costs of Professional Accreditation," Annual Meeting of the Midsouth Academy of Economics and Finances (February 1989)

Panelist, "Accountability in Higher Education," National Conference of State Legislatures Annual Meeting (July 1988)

Presenter, "Generating and Sustaining Support for Education," Midwestern Governors' Conference, Lincoln, Nebraska (November 1984)

Panelist and Moderator, "How to Work with the State Legislature," Association of Governing Boards annual meeting, Atlanta, Georgia (April 1983)

"State Public Welfare Developments in Kentucky," 64 The Register of the Kentucky Historical Society 299 (1966)

"Exercise of Procedural Discretion by the Regulatory Agencies" (with S. Nagel), 17 Admin. Law Review 173 (1965)

Professional and Civic Responsibilities

Director, The Washington Center for Internships and Academic Seminars (2002 –)

Member, Educational Commission of the States (2015 --)

Murray State University Board of Regents (2009 --); Chairman (2010 – 14)

Board of Governors, Sigma Chi Foundation (2000 – 2011) Emeritus (2011-)

Director, Sigma Chi Fraternity Leadership Training Board (2009 –2011)

Commission on the Future of the South (1998-2000)

Charter member, United States-Afghanistan Commission on Women (2002- 2006)

Kellogg Commission on the Future of State and Land-Grant Universities (1996 - 99)

Midway College Board of Trustees (1980-86); Trustee Emeritus (1986 –)

South Carolina Research Authority (1996-99)

South Carolina State Forestry Commission (1995-99)

American Association of State Colleges and Universities, Chairman (1995), Director (1991-97); Chair, Committee on Policies, Purposes, and Priorities (1991); Member, President's Commission on Teacher Education (1990-95); Chairman, Board of Directors (1995-96)

Member, Commission on Educational Credit and Credentials of the American Council on Education (1984-1987)

Member, Iowa Department of Economic Development Board (1986-88) (1990-95)

Co-chair, Commission on Enhancing Educational Leadership in Iowa. Iowa Department of Education (1991)

Director, American Humanics, Inc. (1986-2009); Chair, Board of Directors (1992-94)

Trustee, Allen College of Nursing (1993-95)

Member, National Advisory Council of the Center for the Study of the Presidency (1988-98)

Council Member, Winnebago Boy Scout Council (1992-95)

Member, Board of Directors of Junior Achievement of Blackhawk Land (1989-95)

Campaign Chair, Cedar Valley United Way Campaign (1987)

Council Member, St. Demetrios Greek Orthodox Church Parish (1987-91)

Chair, Iowa Task Force on Teacher Education and Certification (1984)

Charter Member, National Small Business Development Center Advisory Board (1982-85)

Attachment 2

PROPOSAL

ASSESSMENT OF PRESIDENTIAL PERFORMANCE UNIVERSITY OF CENTRAL FLORIDA

Robert Glidden, President Emeritus, Ohio University
140 Gibraltar Forge Drive, Rockbridge Baths, VA 24473
glidden@icloud.com 540-348-6360

I am pleased to submit this proposal to the University's Board of Trustees Compensation and Labor Committee for the assessment of presidential performance at the University of Central Florida. My primary qualifications for conducting such an assessment are ten years as president of a public university, during which I designed a presidential assessment process that the trustees used to evaluate my performance throughout my tenure, and leadership assessments that I designed and conducted for several nonprofit organizations that I have served as a board member and board chair. I also recently taught for five years in the American Council on Education Fellows Program and mentored those rising leaders on performance assessment.

Having served in public institutions my entire career, I am cognizant of the need for sensitivity in data and information gathering and in reporting style. I would work with the Committee and the Human Resources staff to determine what is desirable and what would be most helpful to the president, the Board, and the institution as a whole. Similarly, much of the content of assessment instruments would be discussed in advance with the Committee and HR staff, so as to gather the most important and most beneficial information while also maintaining the appropriate level of confidentiality.

My approach to leadership evaluation has always been consistent with the purpose stated in the UCF Board's Presidential Performance and Compensation Review Policy, that is, to enable a president to strengthen his or her performance. I would strive to strike an appropriate balance between assessment of past performance and assessment of the president's approach to leading the University into the future.

In this proposal I will briefly describe the pre-assessment preparation necessary, the procedure I would follow in conducting the assessment, and the nature of the final report. The assessment would comprise two major elements: 1) a written questionnaire that I would ask each interviewee to complete before the interviews; and 2) interviews of representatives from the many constituencies a president serves, some in small groups of three to five persons each, and some as individuals. I am flexible about details in most of these matters and will welcome the opportunity to discuss past practices and present desires with the Committee and the Human Resources staff, should you see fit to contract my services.

Preparation

- 1) Written Assessment Instrument - Depending on the nature of open-records laws in Florida, I would prefer to begin the assessment process with a written assessment instrument that each interviewee would complete before the actual interviews. Committing one's thoughts to writing helps to prepare for an interview, and such written documents also provide a record for appraisal by the evaluator. Questions posed would be relatively broad in nature, and their content would be agreed upon in advance by the president, the chair and/or representatives of the Compensation and Labor Committee, and the HR staff. I would strive for a balance between items that reflect on past performance and those that look to the president's preparation of the institution for the future. This instrument could be a quantitative rating of various items, although that is not be advisable if such ratings cannot be kept confidential, in which case the written assessment would consist only of open-ended questions. Whatever the case, my intent would be to keep the written assessment to no more than 10 or 12 items in no more than two pages.
- 2) Determination of Interviewees - On this matter also, I would need assistance from the president himself, the Committee, and the HR staff. It would be most desirable to achieve a balance among representatives of the following constituencies: trustees, faculty, staff, students, chancellor/Board of Governors, University supporters, and community leaders, possibly including business leaders, leaders of major nonprofit groups, and political leaders. Inclusiveness is important in such a process and, assuming that it is acceptable to hold some interviews in small groups, I would propose to interview 50 people or more. I favor small-group interviews (i.e., groups of three to five persons from the same constituency) because when the purpose is performance enhancement the group discussion can elicit good ideas. Equally important, extreme comments in either direction are usually countered or balanced by a group discussion.
- 3) Areas of Focus - First I would talk with the president and the Committee chair to determine content areas that are of most interest to them. Second, I would like to see the past two or three assessments to determine areas of improvement that were suggested. I would also like to know any specific academic (teaching, student learning outcomes) or research goals that have been established. And finally, I would try to learn from the president's management review statement areas of challenge for the future that should be included. General topics would focus around internal governance and leadership on the one hand, and external relations on the other. They would include communication effectiveness, both internal and external, and leadership style such as team-building, delegation, and effective utilization of key personnel. Perhaps most important, one area of focus would be preparation of the institution to face future challenges.
- 4) All of the above items must be determined in advance of the assessment. While it would be my preference to make these determinations on site, with face-to-face interviews and discussions, it would be possible to do them by e-mail and telephone. I would be available to have these conversations any time during the first two weeks of July or after August 3, 2015. It would be preferable to have prepared the written assessment instrument in advance so that it could be distributed to interviewees by August 15 or very shortly thereafter. Interviewees should have the instrument two weeks before the interviews.

Procedure

The items on the written assessment instrument would provide a starting point for the interviews but, whether in small groups or with individuals, the intent would be for the interviews to be conversational in nature. Strong emphasis would be given at the outset of each interview (and throughout if necessary) on the purpose of the assessment, i.e., performance enhancement. If the written assessment instrument has included a rating feature, it would be done with a Likert scale, i.e., with respondents checking a point on a continuum as opposed to rating with a number. This enables the assessor to assign numbers accordingly, but the numbers are not publicly available. The advantage of this approach is that it provides the president with a rough comparison of relative strength among areas of focus. However, unless it is possible for me to maintain the confidentiality of such quantitative indicators, a rating feature would not be used.

The following table shows a desirable mix and number of interviews that might be scheduled for each constituent group if all are conducted in small groups. There would, of course, be more interviews if some are conducted individually. Obviously, I would seek advice about the specifics of the sub-groups within each constituency.

Proposed Interviews for Assessment of Presidential Performance

Constituency	Sub-Group	Number of Interviews
University Trustees		1
Faculty	Arts & Humanities	1
	Professional Programs	
	Sciences	1
	Research	
Faculty Senate	(or Union)	1
Staff	Advancement, PR, Admissions	1
	Maintenance, Trades, Unions	1
Student Leadership	Student Senate + Honors Group?	1
Community Leadership	Business, Nonprofit, Economic Dvlpmt	1
	Political	1
University Supporters	Major & Prospective Donors	1
	Athletics, Arts, Social Services	1
Board of Governors/Chancellor		1
TOTAL		12

Final Report

The Final Report will be submitted no later than September 20, 2015, and will include details about the University's progress and major achievements during the president's tenure, with emphasis on the past three years (to the extent that three years' data and information are provided). It will also, as stipulated in the Board policy, include any recommendations for the president and board for strengthening the University's management and governance.

Depending on the Board's preference, the final written report could be one single document, or it could be organized into a summary document for public dissemination plus a more detailed document with specific findings and possibly additional recommendations. If requested I would also be pleased to report orally to the president and the Board, either by teleconference or in person.

The content of the Final Report will be consistent with the major areas of focus as determined at the outset of the assessment, with detailed findings from both the written instrument and the interviews.

Fees and Expenses

I can be somewhat flexible regarding fees for this project, but will base this estimate on my customary fees for consulting engagements. My daily fee when working independently has been \$2,500/day if the engagement includes travel, or \$1,250/day if the work can be done in my home office. For this assignment I estimate that a maximum of three days in Orlando would be required for interviews, plus one additional day if it is acceptable for me to travel to Orlando for a day of preparation several weeks in advance of the interviews, and an additional half day if I am requested to come for a presentation to the president and Board. I estimate a minimum of one day at home for preparation of the written assessment instrument plus two days to complete the final report.

Regarding expenses, I would travel economy fare, but the round-trip fare between Roanoke, VA, and Orlando now is approximately \$850, with another \$100 for personal auto mileage and airport parking. I would expect reimbursement only for actual expenses, which will be documented, of course, but I am estimating \$125/day for hotel and \$50/day for meals.

The table on the following page details my estimate of fees and expenses for this project, with and without options. (Options are indicated with an asterisk.) Regarding the options, I believe the preparation can be done more effectively if I could meet with the president and appropriate Committee and Board members and Human Resources staff in person, but you may wish to determine that based on the additional cost.

I have not included time or travel cost to Tallahassee or wherever I might need to go to interview the Chancellor or staff at the Board of Governors, but you can determine whether that is necessary. I believe it would be acceptable to conduct such interview(s) via telephone.

Estimate of Fees and Expenses				
Purpose	Activity	Cost		
		Fee	Expense	Total
Preparation	*Interviews, Discussion in Orlando	\$2,500*		
	RT Airfare + Mileage to/from Airport + Parking		\$950	
	Hotel & Meals (2 days @\$175)		\$350	
	Preparation of Written Assessment Instrument	\$1,250		\$5,050
Interviews	3 days @\$2,500	\$7,500		
	RT Airfare + Mileage to/from Airport + Parking		\$950	
	Hotel & Meals (4 days @\$175)		\$700	\$9,150
Final Report	Writing/Editing - 2 days in Home Office @\$1,250	\$2,500		
	Oral Report in Orlando (half day)	\$1,250		
	RT Airfare + Mileage to/from Airport + Parking		\$950	
	Hotel & Meals (1 day @\$175)		\$175	\$4,875
Total Maximum Fees + Expenses		\$15,000	\$4,075	\$19,075
Total w/o Options		\$11,250	\$1,650	\$12,900

*Optional Activities/Expenses

I will be pleased to respond to any questions or suggestions regarding this proposal, and I thank Mr. Pyles and others at the University for giving me the opportunity to apply for this engagement.

Respectfully submitted,



Robert Glidden

ROBERT GLIDDEN

PRESIDENT EMERITUS

OHIO UNIVERSITY

Robert Glidden was president of Ohio University from 1994 until his retirement in 2004, and served as interim president of California Polytechnic State University (Cal Poly) in San Luis Obispo from August 2010 to February 2011. From 1979 to 1994 he was at Florida State University, as professor and dean of the School of Music (1979-91) and then as provost and vice president for academic affairs (1991-94). During his career he has been a member of the faculties at Wright State University, Indiana University, The University of Oklahoma, and he was dean of music at Bowling Green State University in the late 1970s. He also served for three years, 1972-75, as executive director of the National Association of Schools of Music and National Association of Schools of Art in Washington. A native of Iowa, he took his academic degrees, all in music, from The University of Iowa: the B.A. in 1958, the M.A. in 1960, and the Ph.D. in 1966.



During his presidency at Ohio University Dr. Glidden was a member of the Ohio Governor's Science and Technology Council and chaired the Ohio Aerospace Institute. He was chair of the Mid-American (Athletics) Conference and the Inter-University Council of Ohio, a member of the Board of Directors for Ohio Campus Compact, and a member of the Ohio Higher Education Funding Commission from its inception in 1996 until his retirement. For the American Council on Education he served as chair of the Commission on Leadership and Institutional Effectiveness and on the Advisory Committee for the Center on Policy Analysis. More recently he has facilitated a number of presidential roundtables for ACE and he continues to work with the ACE Fellows program as a mentor and leadership coach.

President Glidden has been active in higher education accreditation for 40 years. He was chairman of the Council on Postsecondary Accreditation in the mid-1980s and more recently (1996-98) was founding chair of the Council on Higher Education Accreditation (CHEA). He served on the CHEA board until 2004. Presently he serves on the Accreditation Committee for the American Bar Association.

Dr. Glidden has been a consultant or evaluator for more than 90 colleges and universities across the United States and has delivered papers on various aspects of American higher education in Europe and Asia. He has twice served on higher education quality assessment teams for the Irish government, having conducted assessments of Trinity-Dublin and the National University at Galway in 2004 and chairing a team of Europeans in the evaluation of the Dublin City University during Spring 2010. In November 2011 he presented workshops for the rectors of the Saudi Arabian Universities at the Minister of Higher Education's Annual Conference in Taif, and in Spring 2012 he spoke at the Saudi International Exhibition & Conference on Higher Education. He has served as a consultant to the Princess Nora Bint Abdul Rahman University in Riyadh is on the Register of Auditors for the Hong Kong Quality Assurance Council.

In retirement Dr. Glidden lives near Lexington, Virginia, where he is chair of the Board of Directors for Kendal at Lexington, a continuing care retirement community.

Attachment 3

AGB CONSULTING

March 11, 2015

Mr. Marvin Lee Pyles, SPHR
Associate Vice President and Chief Human Resources Officer
University of Central Florida
3280 Progress Drive, Suite 100
Orlando, FL 32826-3229
Sent via email: Marvin.Pyles@ucf.edu

Dear Mr. Pyles:

The Association of Governing Boards of Universities and Colleges (AGB) welcomes the opportunity to work with you, the University of Central Florida Board of Trustees, and President John C. Hitt and on a comprehensive presidential assessment. Many institutions and systems have benefited from the expertise that AGB offers through this consultancy. AGB prides itself on offering an independent third party view, based upon both national best practice and the Association's own understandings of institutional governance.

What follows is a proposal for a comprehensive presidential assessment for which we recommend AGB senior consultant Dr. Michael Adams (biographical information on page 4), to work with you, the board, and President Hitt, and to provide this service.

Comprehensive Presidential Assessment

Scope of Work

Through a multi-step process, the assessment would include (but is not limited to) the following activities:

- The assessment process will begin with a telephone consultation for Board Chair Olga Clavet (or designee), President Hitt, and Dr. Adams to discuss expectations, the process we employ, and the timeframe for the work to be done.
- President Hitt will prepare and submit a written self-evaluation based on mutually agreed upon goals established by him and the board leadership. This document will be made available to the board and Dr. Adams.
- Dr. Adams will meet privately with President Hitt to discuss the self-evaluation and the procedures to be followed in the assessment.
- President Hitt, Chair Clavet, and a designated presidential assessment committee will provide Dr. Adams with the names of individuals who should be interviewed, with the understanding that Dr. Adams may contact additional individuals. Interviews are typically conducted with all or most board members (depending on board size) and with a selection of faculty members, staff members, students, alumni, community leaders, and other persons in the higher education community. Interviewees will be

Mr. Pyles
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assured of confidentiality, meaning that no opinions expressed would be attributed to individuals by name or title.

- The board will announce the assessment process to the community.
- Dr. Adams will synthesize the information from written materials, documents, and interviews and present key findings and recommendations for the president and the assessment committee. The assessment will be completed by September 30, 2015, prior to which Dr. Adams will work with you, the president, and the assessment committee to conduct the assessment process with agreed upon activities. While some of the planning will likely be conducted by telephone and electronically, there is an expectation that Dr. Adams will complete two or more onsite visits for the purpose of interviews and meetings with you, President Hitt, members of the board, and campus constituents.

Please note: At no point in the process will Dr. Adams be available to the press or other media.

Pricing

The comprehensive presidential assessment service traditionally ranges from \$35,000 to \$60,000, depending on the number of consulting days required for this work. This amount covers the fee for the consultant and AGB staff expertise and operational support. The specific price will be determined by the number of interviews to be conducted and trips required, which will be used to estimate consulting days. AGB will provide a set price in a contract agreement.

All travel, accommodations, and incidental expenses are additional and would be billed by AGB to the University of Central Florida. AGB would be responsible for transferring payments to the consultant.

If additional work, beyond the scope of work provided in this proposal, is agreed upon by the University of Central Florida and AGB Consulting, a second proposal or addendum would be sent for your review.

Termination

The University of Central Florida can terminate this engagement on five days' notice for any reason. In the event of termination, the University would be obliged only for professional fees and expenses incurred through the effective date of termination.

About AGB and Qualifications

AGB is a membership organization serving over 1,300 public and private higher education institutions and 36,000 individual board members, presidents, and senior administrators. Founded over ninety years ago, AGB advances the practice of citizen trusteeship that distinguishes American higher education. By serving as a continuing-educated resource to trustees and boards and by contributing to effective working relationship between boards and chief executives, AGB seeks to strengthen the governance of high education institutions. By

Mr. Pyles
March 11, 2015
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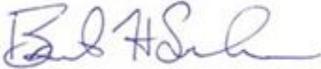
providing education to boards, trustees, presidents, and other senior institutional and university system leaders, AGB hopes to enhance institutional oversight and to stimulate cooperation with public-policy makers, government agencies, and private organizations that have a stake in the quality and effective governance of colleges and universities.

AGB works to identify emerging issues of concern to higher education and to promote visibility by conducting research, developing publications, holding forums for discussions, and by encouraging appropriate member initiatives, whether on individual campuses, in state systems, or across higher education as a whole. Our ultimate goal is to help ensure that higher education remains a strong and vital national asset. AGB's comprehensive portfolio of services for board and chief executives of our member institutions is nationally recognized.

The Association has conducted a significant number of consulting projects and board development efforts for our private and public institution members as well as university systems, and affiliated university foundations. AGB consultants are engaged by the Association as independent contractors and represent the best thinking and practices related to institutional and system governance.

We look forward to the opportunity to discuss this work with you, President Hitt, and the University of Central Florida Board of Trustees on this important engagement. Please contact me if you have questions, need additional information, or are ready to discuss this proposal. I can be reached at 202-776-0824 or at bschrader@agb.org.

Sincerely,



Brent H. Schrader
Assistant Director, AGB Consulting
Association of Governing Boards of Universities and Colleges

Enclosed: Biographical information for Dr. Michael Adams

Mr. Pyles
March 11, 2015
Page 4 of 4

Michael Adams

Dr. Michael F. Adams is currently President Emeritus and Regents' Professor at The University of Georgia. Dr. Adams was named the 21st president of the University of Georgia on June 11, 1997 and served until June 30, 2013. When he was named president, he immediately focused on securing UGA's future as one of America's premier public research universities. Under Dr. Adams' leadership, student quality rose steadily and the University of Georgia has been recognized as one of the nation's top 20 public research universities for eight out of the past 10 years by U.S. News & World Report.

Dr. Michael F. Adams was one of America's longest serving and best known university presidents. A widely respected figure in higher education, he has been elected by his peers to lead a number of national organizations including the National Association of Independent Colleges and Universities, the Association of Public and Land-Grant Universities, the American Council on Education and the National Collegiate Athletic Association's Executive Committee. He holds a Ph.D. from The Ohio State University and has been awarded five honorary degrees. In addition, he is a specialist in political communication and higher education administration and has written professionally in both areas. Dr. Adams has held senior positions in state and national government – as Chief of Staff to former Senator Howard Baker and as an advisor to former Tennessee Governor and current Senator Lamar Alexander.

Either personally or on behalf of the University he has received more than 50 awards in higher education, including the Knight Foundation Award for Presidential Leadership, the Pioneer Award for Leadership in Civil Rights and the James T. Rogers Award, the highest honor bestowed by the Southern Association of Colleges and Schools. He is the recipient of the Governor's Award in the Humanities from the Georgia Endowment for the Humanities. For 10 consecutive years, Georgia Trend magazine included Dr. Adams on its list of Most Influential Georgians. In 2013 the Associated Press said, "In many ways Dr. Adams has been the voice of higher education in the south for the past decade." Molly Broad, President of the American Council on Education, said, "No college president has had a greater impact on national higher education policy than Mike Adams."

The UGA campus was transformed under his leadership, with more than \$1 billion in new construction, renovation and infrastructure and 6.2 million square feet of new space completed. The East Campus Village, served by the Harris Dining Commons, added space for more than 1,200 students to help meet demand for on-campus living, and another 500-bed residence hall opened in 2010. The new home of the Lamar Dodd School of Art, also on East Campus, opened in 2008, and the expansion of the Georgia Museum of Art was completed in early 2011. A new Special Collections Library, to be named in honor of the late Georgia Senator Richard B. Russell, opened in 2012, and a range of student-serving facilities, including an expansion of the Tate Student Center, opened recently. Under his leadership, the University of Georgia attained its highest rankings ever; became the most selective in its history; and grew from some 29,000 students to almost 35,000 students today.

Dr. Adams is a graduate of the public schools of Georgia and Tennessee, earning his diploma in 1966 as the most outstanding graduate of Chattanooga High School and earned undergraduate degree in speech and history from Lipscomb University, which named him Alumnus of the Year in 2011. He has been married to his college sweetheart, Mary Lynn Ethridge Adams, whom he met in a Lipscomb University history class, for 40 years. They are the parents of two sons, both of whom are married to UGA alumnae, and are very proud of their three granddaughters, Campbell, Tucker, and Lawson.

Attachment 4

Presidential Performance and Compensation Review Policy

Third Amended Policy

March 2013

This policy supplements Florida Board of Governors regulations and provides an annual assessment of the president's performance, goals, and compensation by the UCF Board of Trustees. It details the purposes and process by which the president's performance and compensation shall be reviewed on an annual basis. It further requires that a comprehensive review of the president's performance and compensation shall normally occur at three-year intervals.

Annual Review

Purpose

The purpose of the review is to enable the president to strengthen his or her performance, to enable the president and the board of trustees to reset mutually agreeable goals, and to inform annual decisions on compensation adjustments and other terms of employment.

Responsibility

It shall be the responsibility of the board of trustees to assess the president's performance, goals, and compensation annually. The board delegates to the UCF Compensation and Labor Committee, as its members shall mutually decide and within the parameters of this policy, the responsibility for organizing and conducting the process with the president.

Process

The president shall provide a written management review statement in a format and timetable mutually agreed upon with the Compensation and Labor Committee. Normally, unless revised by the committee in consultation with the president in the intervening period, the statement format will remain the same year to year. In addition, the board chair shall request participation from the chair of the Board of Governors, who may involve the chancellor, during the annual evaluation process. This participation will include a review of the president's responsiveness to the Board of Governors' strategic goals and priorities, and the president's compliance with system-wide regulations. The management review statement, any supplemental information the committee may have requested of the president, and any supplemental information the committee has developed shall be sent to all trustees and to the president before the board of trustees meeting at which the president's review, goals, and compensation will be acted upon. The president will attend this meeting. A staff member shall be assigned to work directly with the committee.

Outcomes

After the board's deliberation and action, minutes shall be published that document the review of the president's performance and compensation.

Note: Portions of this policy were selected from the following publication:

R. T. Ingram and W. A. Weary, *Presidential & Board Assessment in Higher Education Purposes, Policies & Strategies Appendix B Illustrative Board Policy and Procedures: Annual Presidential Performance Reviews* (Washington, D.C.: Association of Governing Boards of Universities and College Publications, 2000), 57-58.

Comprehensive Review

Purposes

The purpose of the review is to strengthen the leadership of the president and board of trustees by assessing the quality of their relationship and the president's performance through an independently conducted process. The process seeks to gather, on a wide range of management and governance matters, the informed perceptions of leaders of major stakeholder groups, as well as those of the president and trustees.

Responsibility

It shall be the responsibility of the board of trustees to comprehensively assess the quality of the relationship between the president and the board; along with the president's performance and compensation, at three-year intervals. The board delegates to the Compensation and Labor Committee, as its members shall mutually decide and within the parameters of this policy, the responsibility for organizing and conducting the review process with the president, using independent consultants. No consultants shall be connected directly or indirectly with the institution by present or past affiliation. The chair of the board of trustees and the president shall be consulted regarding the selection of the independent consultants. The final selection of the consultants shall be approved by the Compensation and Labor Committee and by the board. Procedural details shall be decided upon by the Compensation and Labor Committee with the consultants' advice and counsel, and within the parameters of this policy.

Process

The activities shall include personal interviews with appropriate individuals, internal and external to the institution, as agreed upon by the committee and consultants. In addition, the consultant shall request participation from the chair of the Board of Governors, who may involve the chancellor, during the evaluation process. This participation will include the president's responsiveness to the Board of Governors' strategic goals and priorities, and the president's compliance with system-wide regulations. The committee also shall provide any guidance on the general nature of the consultant's review. A staff member shall be assigned to work directly with the consultants and the committee.

The customary annual presidential management review shall be modified to be consistent with the advice of the consultants and committee. Prepared in advance of the review process, the statement shall provide a comprehensive picture of the institution's academic and financial status, along with other indicators of progress during the president's tenure. It should highlight particular achievements, as well as persistent institutional issues.

The committee also shall decide how best to communicate with the UCF community and the Orlando metropolitan area before, during, and after this process. The committee is delegated the authority to set (1) the report's general written and oral format (for later submission to the committee, president, and board) and (2) the arrangement by which the consultants will be available to discuss their report with the president and board.

Outcomes

The consultants will provide a comprehensive written report detailing the institution's progress and major achievements during the president's tenure. This shall include substantive recommendations for the president and the board designed to strengthen UCF's management and governance.

*Note: Portions of this policy were selected from the following publication:
R. T. Ingram and W. A. Weary, *Presidential & Board Assessment in Higher Education Purposes, Policies & Strategies Appendix B Illustrative Board Policy and Procedures: Annual Presidential Performance Reviews* (Washington, D.C.: Association of Governing Boards of Universities and College Publications, 2000), 57-58.*

ITEM: CLC-2

University of Central Florida
BOARD OF TRUSTEES
Compensation and Labor Committee

SUBJECT: Consultant for Comprehensive Review of the President's Compensation

DATE: March 26, 2015

PROPOSED COMMITTEE ACTION

Select one of the attached proposals for the comprehensive review of the president's compensation.

BACKGROUND INFORMATION

On November 30, 2004, the Presidential Performance and Compensation Review Policy was approved by the University of Central Florida Board of Trustees. This policy provides for the review of the president's performance and compensation on an annual basis by the board and also at three-year intervals by independent consultants. The comprehensive assessment was last completed in 2012 and is due again in 2015. The board delegated to the Compensation and Labor Committee the responsibility to solicit proposals from independent consultants, make selections to submit to the board for approval, and oversee the review process.

Supporting documentation:

McConnell Comprehensive Compensation Review (Attachment A)

Mercer Comprehensive Compensation Review (Attachment B)

Casagrande Comprehensive Compensation Review (Attachment C)

Prepared by: Marvin Pyles, Associate Vice President and Chief Human Resources Officer

Submitted by: John Sprouls, Chair of the Compensation and Labor Committee

Attachment A

MCCONNELL & COMPANY

Compensation Consulting

February 22, 2015

Mr. Marvin Lee Pyles
Associate Vice President and Chief Human Resources Officer
University of Central Florida
3280 Progress Drive
Suite 100
Orlando, FL 32826-3229

Dear Mr. Roberts:

As you requested, I am writing to provide a proposal to assist the University of Central Florida (UCF) in conducting a review of the salary of its President, Dr. John C. Hitt and to make other appropriate recommendations relating to his total compensation. As you review this letter, please remember that the proposed work plan is flexible and can be modified in any reasonable way to ensure that it meets your needs in an effective manner.

Background & Study Objectives

In 2006, the University's Board of Trustees retained McConnell & Company to work with the Compensation and Labor Committee of the Board that had been tasked with producing a new employment contract for President Hitt. We produced a report identifying competitive pay levels from a variety of perspectives and provided specific recommendations for the president's contract. The report was presented to a full meeting of the Board and a new contract, consistent with our recommendations was prepared and executed. One key feature of this contract was Dr. Hitt's participation in a new Performance Unit Plan that varies the compensation of the plan participants depending on the University's performance with regard to Quality of Education, Institutional Success and Fundraising.

The objective of the anticipated study is to provide a comprehensive review of the president's compensation as required every third year by the Board's policy. The review shall include providing suitable comparisons of Dr. Hitt's compensation to the range of compensation provided to the presidents of other organizations --- both educational as well as broader industry. Our report is to include recommendations for his compensation, commentary regarding the effectiveness of the program and other pertinent recommendations.

Mr. Marvin Lee Pyles

Page 2

February 22, 2015

Proposed Work Plan

The first step in the study is for me to gain an in-depth understanding of the Board's opinions regarding Dr. Hitt's current compensation and the effectiveness of the program. It is also appropriate to solicit Dr. Hitt's opinions on these matters as well. Accordingly, I would initiate this process by conducting an interview with the Committee Chair to elicit his thoughts and opinions. I would also conduct an interview with Dr. Hitt to solicit his input and with you to more fully understand any limitations on University pay practices or external factors that may be relevant.

Secondly, I would review data that has been (is being) developed by your staff regarding current pay practices among Presidents at other Universities that are considered comparable to UCF. As in 2012, I will supplement this information with a detailed analysis of pay practices at Florida's major public universities (based on an analysis of contracts available under FOIA) and broad industry pay data.

Using the opinions gathered in my interviews and the market pay data, I would then develop a working presentation document that would: identify the relevant issues for the Committee's consideration; incorporate data regarding the range of external practices that may need to be considered; and provide specific recommendations which I believe are appropriate to UCF's particular situation. This document would be reviewed with the Chairman of the Committee and revised as necessary.

If requested, I will also present the Committee recommendations to a meeting of the full Board of Trustees that will be held sometime this fall on the UCF campus.

Timing, Qualifications and Financial Arrangements

A project of this type normally takes about six to eight weeks to complete, depending on the difficulty in coordinating schedules and the priority that the client places on reaching an agreement.

I have attached a copy of my professional resume, which identifies my relevant experience and some of the clients for whom I have provided executive compensation consulting services.

My fees are based on the actual time I spend on an assignment, charged at \$500 per hour. Invoices outstanding more than 30 days accrue a 1.5% monthly finance charge.

On the basis of the work plan described in this proposal, I estimate that the professional fees necessary to complete the project within the scope described

Mr. Marvin Lee Pyles
Page 3
February 22, 2015

herein will not exceed \$12,500. If asked to make a presentation to the
Committee or the Board of Trustees, the additional fee would not exceed \$1,500.

* * * * *

Very truly yours,



Paul J. McConnell

Paul J. McConnell

Mr. McConnell is the founder and principal consultant for McConnell & Company. He has more than 35 years of experience in the compensation and benefits field. This experience includes positions with leading national consulting firms such as TPF&C and Hay Associates and as Senior Vice President of Compensation and Benefits for Barnett Banks, Inc.

Mr. McConnell specializes in executive compensation, sales incentives and the development of broad based employee incentive plans. His particular interest is helping companies to achieve their corporate objectives by identifying an overall compensation strategy that supports those objectives; then developing and implementing the necessary programs.

Organizations which Mr. McConnell has provided consulting assistance include Availity, Blue Cross/Blue Shield of Florida, Capital Health Plan, Metro Orlando Economic Development Commission, Florida State University Foundation, Hibernia National Bank, the Kenan Charitable Trust (and related foundations), Stars Behavioral Health Group, Westway Group Inc., Nicholas Financial, Pennzoil Quaker-State, Sizeler Property Investors, SunTrust Banks, the Tennessee Valley Authority, Torchmark and the University of Central Florida.

Mr. McConnell holds a bachelor's degree in mathematics from the University of Washington. Mr. McConnell is also a member of the Society of Actuaries.

Attachment B



TALENT • HEALTH • RETIREMENT • INVESTMENTS



University of Central Florida President Compensation Review

February 24, 2015

Stephen S. Pollack
(213) 346-2233
stephen.pollack@mercer.com



Background

- In accordance with the University of Central Florida (“UCF”) Board of Trustees Presidential Assessment and Compensation Review Policy, every three years the UCF Board of Trustees engages a consultant to perform an assessment of the president's performance, as well as his compensation
- The committee prefers to engage two consultants, one to assess his performance and one to assess compensation. UCF has asked Mercer to propose on the compensation assessment project
 - Mercer is also able to provide a proposal on the performance evaluation project, if requested
- Mercer’s proposal outlines how we can assist UCF with this important project

Mercer's Qualifications

What We Bring to UCF

Objectivity: Mercer is dedicated to strict objectivity and to providing high-quality, unbiased advice that is intended to serve the best interests of our clients and their stakeholders. Our reputation and our ability to work with senior administration and boards depends on it.

Experience

- Trusted advisor to over 25,000 clients worldwide
- Leading service provider for tax-exempt clients, with over 1,500 tax-exempt clients
- Specialized Higher Ed vertical with over 240 clients nationwide
- Experience advising on:
 - Compensation philosophy
 - Pay competitiveness
 - Incentive design
 - Retirement benefits
 - Deferred compensation
 - Pay program governance
 - Goal-setting for key leaders
 - Leadership assessment and development

Expertise

- Deep understanding of the scrutiny of executive pay at tax-exempts, especially higher ed institutions receiving significant public funding
- Tax-Exempt and Higher Ed Teams dedicated to sector-specific:
 - Issues
 - Trends
 - Regulations
 - Client solutions
- Established competitive benchmark information across tax-exempt and for-profit organizations
- Designing meaningful and measurable goals for performance evaluation and measuring success against those goals

Advice and Counsel

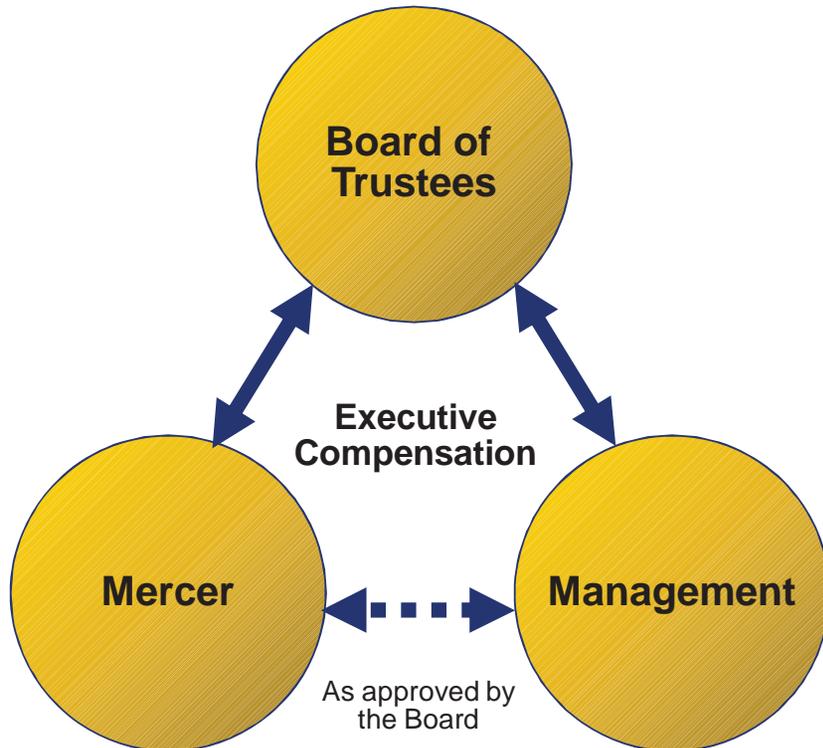
- Unify organization and human capital strategies
- Provide counsel that supports compliance and governance best practices
 - Ensure comprehensive governance practices, given scrutiny of executive compensation programs
- Assist with aligning leadership goals with the institution's strategic priorities

Our Higher Education Client List

- Alfred University
- American University
- Apollo (University of Phoenix)
- Ball State University
- Baylor University
- Berea College
- Birmingham-Southern College
- Bowdoin College
- Bowling Green State University
- Brown University
- Bucknell University
- California Institute of Technology
- California Institute of Arts
- Catholic University of America
- Central Piedmont University
- City University of New York
- Columbus State Community College
- Cornell University
- Creighton University
- Dartmouth College
- Davidson College
- DePaul University
- Emerson College
- Emory and Henry College
- Florida International University
- Florida Polytechnic University
- George Washington University
- Georgetown University
- Harvard University
- Hanover College
- Indiana State University
- Johns Hopkins University
- Johnson & Wales University
- Kent State University
- Kentucky State University
- La Salle University
- Lehigh University
- Loyola College of Maryland
- Maricopa County Community College
- Miami College
- Miami Dade College
- Miami University of Ohio
- Middlebury College
- Middle Tennessee State University
- MIT
- Murray State University
- New Mexico State University
- New York University
- Northwestern University
- Ohio State University
- Ohio University
- Ohio Wesleyan University
- Oregon Health & Science University
- Princeton University
- Purdue University
- Quinnipiac University
- Higher Education System of West Virginia
- Illinois Wesleyan University
- Indiana Wesleyan University
- Rensselaer Polytechnic Institute
- Seattle University
- Simmons College
- Southern Methodist University
- Stanford University
- Suffolk University
- Swarthmore College
- Texas Christian University
- The Tennessee Board of Regents
- Tennessee State University
- University of Akron
- University of Alabama
- University of California
- University of Chicago
- University of Dayton
- University of Florida
- University of Illinois – Springfield
- University of Kentucky
- University of Louisville
- University of Notre Dame
- University of Mississippi
- University of Oregon
- University of Pennsylvania
- University of Richmond
- University of the Sciences
- University of Seattle
- University of Texas
- University of Toledo
- University of Virginia
- University of Washington
- University of Wyoming
- Vanderbilt University
- VA Commonwealth University
- Washington and Lee University
- Webster University
- Western Governors University
- Wilmington University
- Xavier University
- Yale University

Mercer's Approach

Mercer's Approach



- Mercer will work *for* the Board of Trustees and *with* Management to ensure programs are effective and reinforce UCF's strategy
- Our role as your advisor has many facets:
 - Making recommendations on pay philosophy, pay programs, governance issues, etc.
 - Proactively sharing information about changes to the regulatory environment
 - Consistently available to the Board of Trustees and Management
 - Emphasis on objective opinion and counsel, not just data

President Compensation Review

We believe the President's compensation program must both reinforce UCF's strategy and reflect external realities

Context & Priorities

Internal Context: UCF Strategy and Effectiveness

- Institutional strategy
- Leadership and talent needs
- Capabilities
- Culture and values

External Context: Competitive Marketplace

- External performance expectations
- Competitive market for talent
- Regulatory and stakeholder influences

Compensation Benchmarking and Design

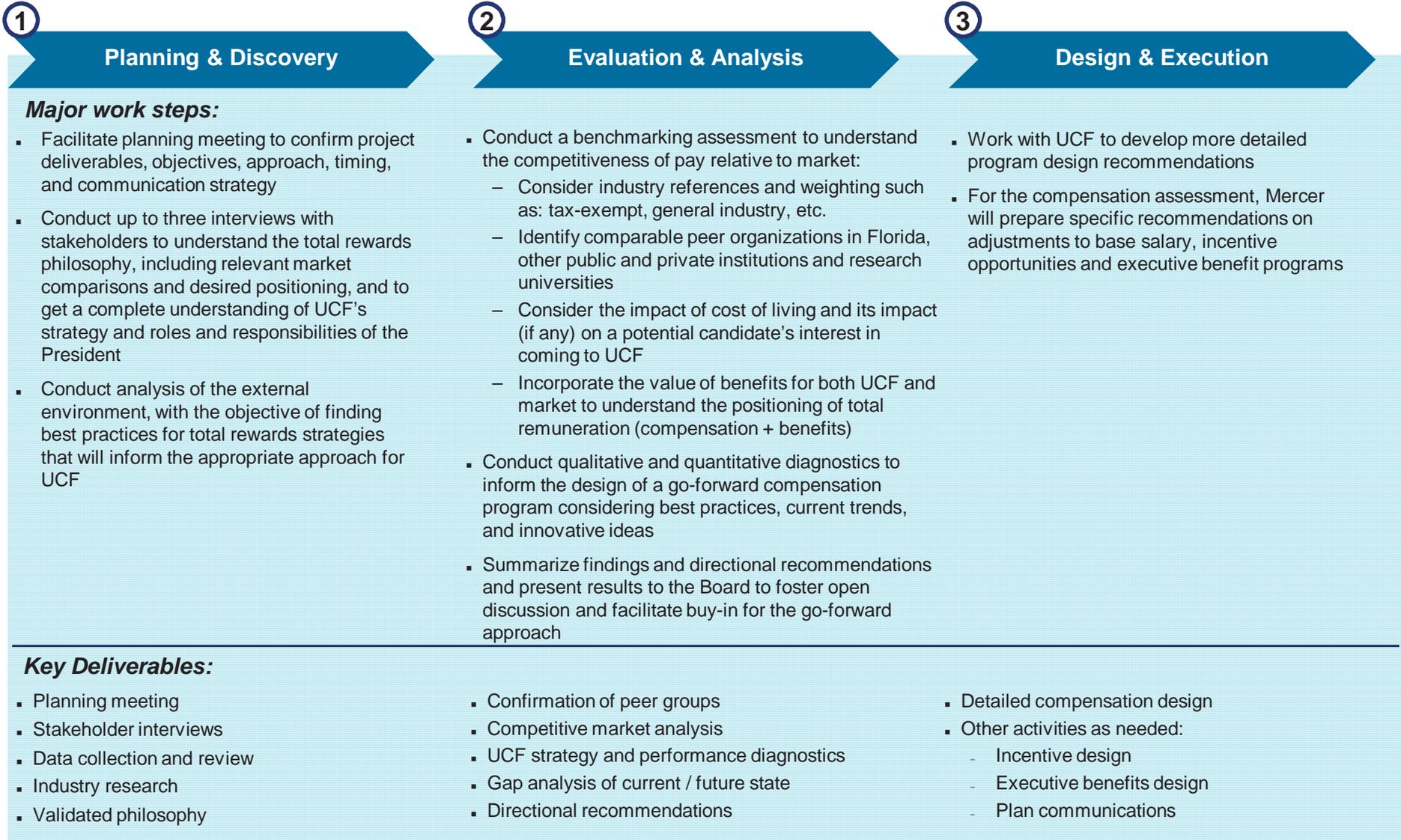
Benchmarking

- **Market:** What is the market for executive talent?
- **Pay Positioning:** How will UCF position executive compensation levels against the market?
- **Pay Mix:** What is the right mix between fixed vs. variable vs. retirement and other benefits?
- **Key Resources:**
 - Public filings of comparable organizations
 - Broader for-profit and tax-exempt industry surveys
 - College & University Professional Association (CUPA) survey
 - Mercer's Executive Benefit and Perquisite Practices Survey for Tax-Exempt Organizations

Design and Implementation of Pay Programs

- Review key provisions of each pay program element to ensure alignment with UCF's objectives:
 - Base salary
 - Incentives
 - Supplemental retirement and deferred compensation
 - Health and welfare benefits
 - Perquisites
- Mercer can also draft a letter on the reasonableness of the President's compensation program

Compensation Review: Approach & Deliverables



Fees

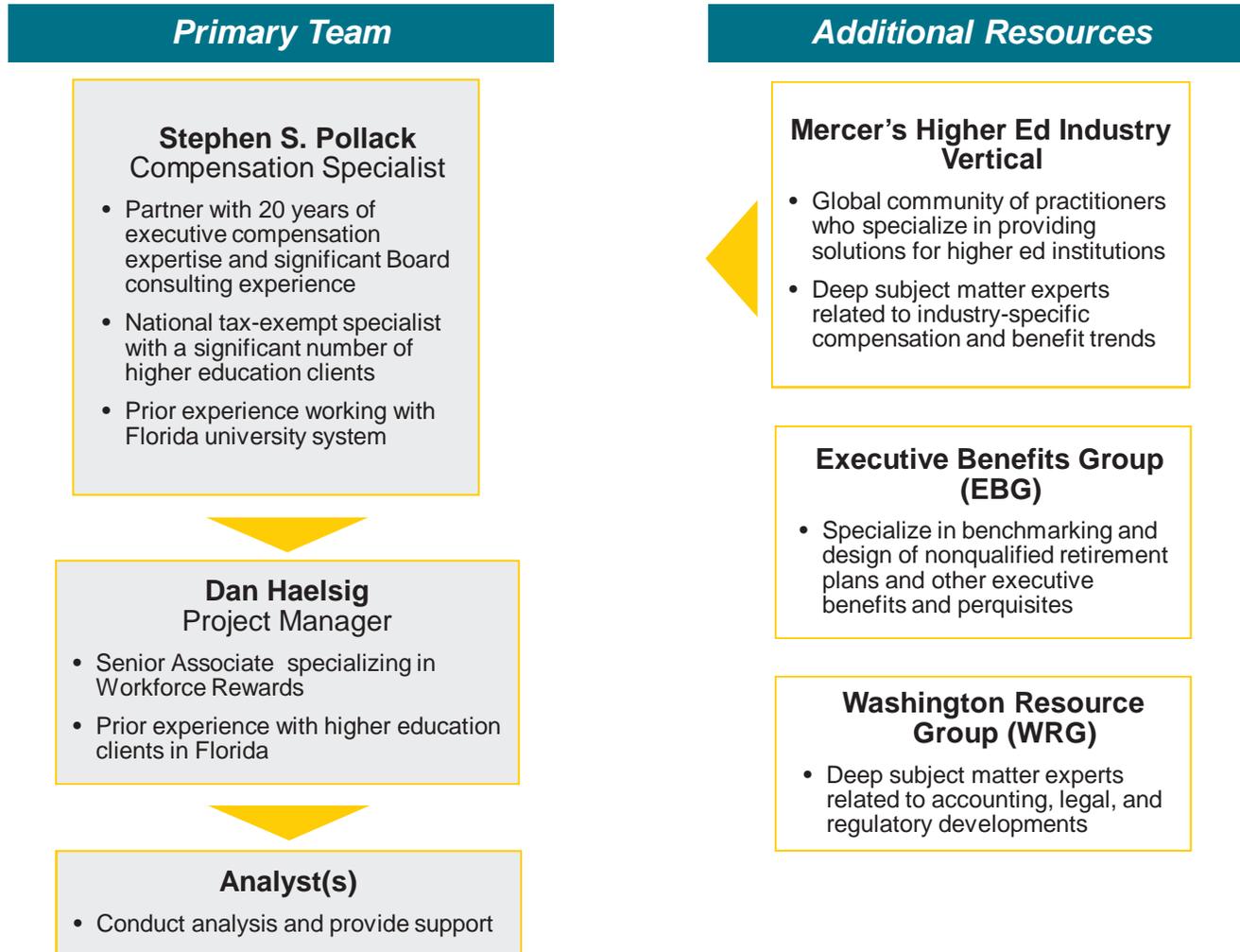
Project	Assumptions	Estimated Fees
President Compensation Review	<ul style="list-style-type: none"> • Develop a peer group of up to 15 comparable institutions • Optional (not included): Opinion letter of the reasonableness of compensation • Does not include specific redesign of compensation or benefit programs 	\$25,000 - \$30,000

- Mercer bills out-of-pocket expenses such as travel at cost without markup; expenses may be estimated and confirmed in advance and are not expected to exceed 10% of the project fees
- Mercer sends invoices at the end of each month for work completed in the prior month
- Changes to the scope of the project that cannot be accommodated within the approved budget, will be estimated in advance and approved by UCF before proceeding

We would welcome the opportunity to discuss our proposal in more detail and/or modify our approach based on proposals you receive, to ensure you can compare services on an apples-to-apples basis

Mercer Team

Mercer Team



Stephen S. Pollack

- Stephen S. Pollack is a Partner in Mercer's Talent business in our Los Angeles office.
- Stephen has 20 years of human resources and compensation consulting experience, primarily in the design and implementation of executive and broad-based employee compensation and performance management programs. Over the past eight years, Stephen has focused exclusively on the not-for-profit sector.
- Recent projects include:
 - Conducting custom survey on top executive total remuneration for a public university system
 - Evaluating total remuneration (compensation, health/welfare benefits and retirement) for the entire population of a public university system
 - Assessing the executive total compensation and salary grade structure for a large not-for-profit health care system
 - Designing annual and long-term incentive plans for not-for-profit health plan
 - Developing a compensation and performance management program for a private foundation
- Prior to joining Mercer, Stephen worked as the Senior Director of Human Resources for a software development start-up and as the Director of Compensation and H.R.I.S at Sybase, Inc. Prior to that, Stephen worked as a human resources generalist for Wells Fargo Bank.
- Stephen received an M.B.A. from The UCLA Anderson School of Management; his B.A. is in Sociology/Organizational Development from University of California, Davis.

Dan Haelsig

- Dan is a Senior Associate in Mercer's Talent business in Tampa. He specializes in global pay structure analysis and development, job leveling and evaluations, job architecture development, competitive market assessment, and other broad-based compensation issues.
- Dan has been a frequent speaker on broad-based rewards, presenting consulting solutions at the Hotel Industry Compensation Survey annual meeting in 2013 and 2014, as well as representing Mercer – Talent at a wide variety of speaking engagements throughout the state of Florida. Dan is also regarded as a thought leader in complex domestic and international Rewards issues, regularly collaborating with North American and Global Talent leadership to work through innovative solutions. Most recently he assisted in driving the Mercer's Total Rewards Survey for 2014.
- Prior to joining Mercer, Dan consulted for a financial services firm in Tampa. There, Dan worked in tandem with the CEO, President, and VP of recruiting to analyze expansion opportunities and recruiting offers. Previously Dan has been a trader, analyst, and financial advisor for another investment bank. While a financial advisor, Dan focused on high net worth clients (over \$100M in assets) as well as global oil and gas transactions. Through this he worked with NFL and NHL owners, 4-Star Generals, and partners and diplomats from China, Russia, Indonesia, Colombia, the Netherlands, and Brazil.
- Dan holds a BS in Industrial and Systems Engineering from the Georgia Institute of Technology and an MBA with a finance specialty from the Hough Graduate School of Business at the University of Florida.

Appendix

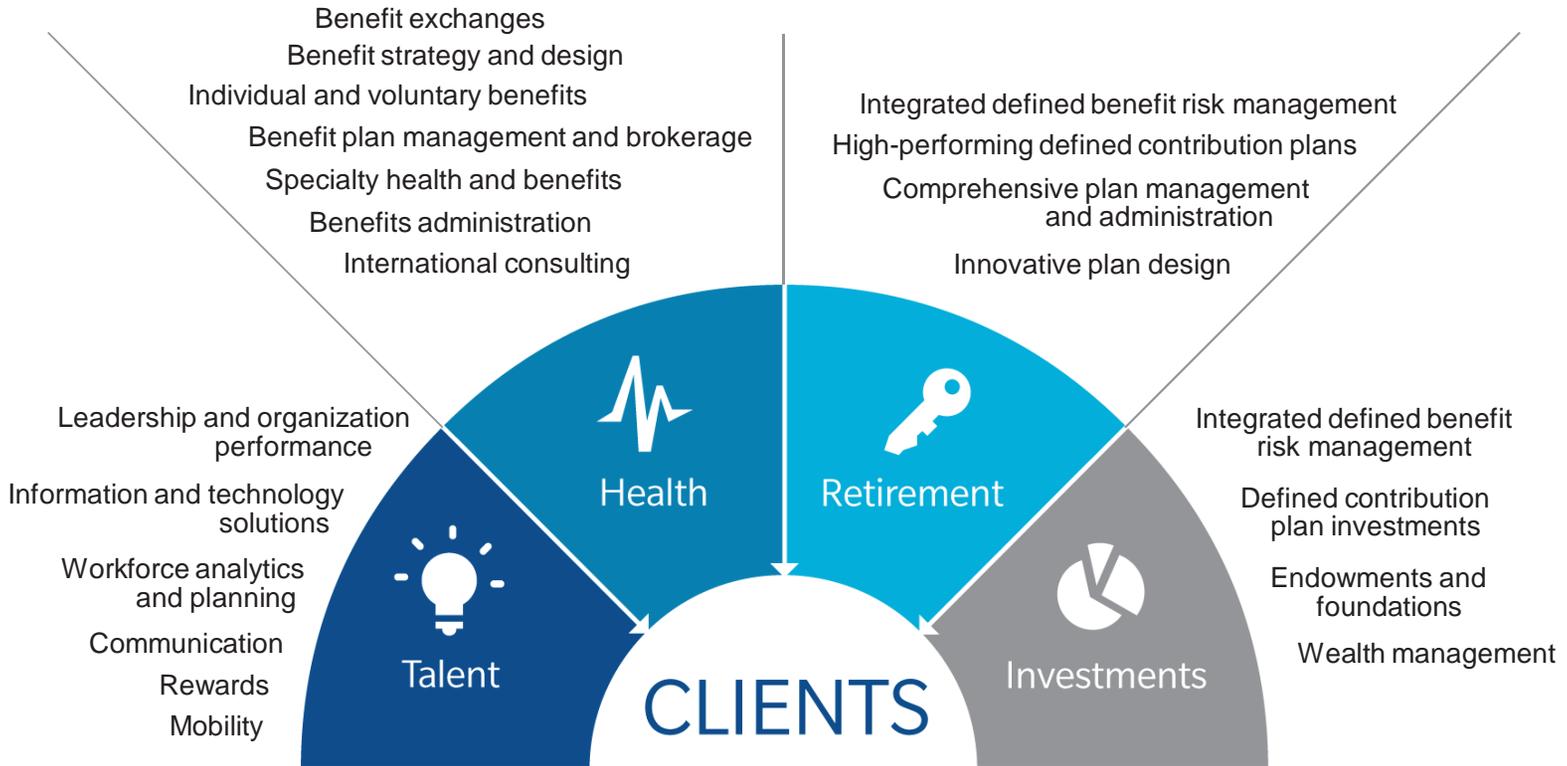
Mercer: Who We Are

We are a global consulting leader in talent, health, retirement, and investments

- \$3.9 billion in revenue
- 65-year history
- Four business segments
- Offices in more than 40 countries
- 19,000+ colleagues



Mercer's Business Segments





Attachment C

CASAGRANDE CONSULTING
“aligning performance with mission”



Proposal for Presidential Compensation Consulting Services to:



March 4, 2015

www.CasagrandeConsultingLLC.com

Prepared by:



- Frank A. Casagrande
President
t: 404.200.5941
e: FrankA@CasagrandeConsultingLLC.com
- Casagrande Consulting
4041 Hickory Fairway Drive
Woodstock, Georgia 30188

Introduction



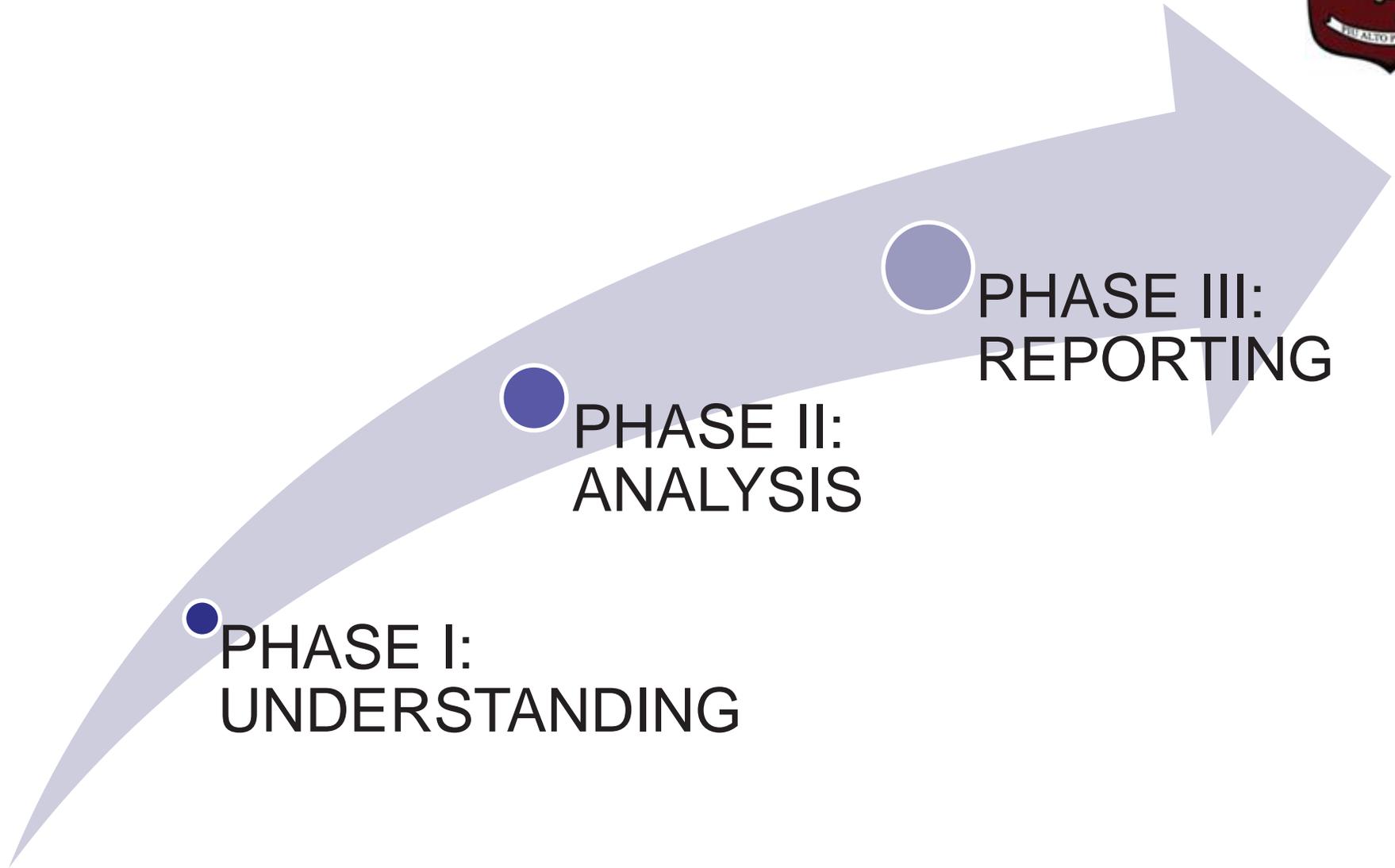
- Today, more than ever, institutions of higher education (IHEs) must be good stewards of their limited resources.
- At the same time, IHEs must be able to recruit, reward, and retain high-performing mission-focused Presidents in an increasingly competitive market.
- Casagrande Consulting (the Consultant) is a Georgia based boutique firm of ten (10) professionals focused on providing human resource and strategic insight to IHEs and other non-profit organizations.
- We work to ensure that performance is aligned with mission.
- As an independent, experienced, and focused consultancy, we are the partner of choice for benchmarking, designing, implementing, and maintaining executive compensation and benefit programs and processes that can be supported by and withstand the scrutiny of all stakeholders.
- Our goal is to help clients establish simple, effective, and defensible processes and programs that support higher levels of institutional performance.
- We appreciate the opportunity to be of service to University of Central Florida (UCF).

Your Needs



- In accordance with University of Central Florida Board of Trustees (UCF BOT) Presidential Performance and Compensation Review Policy, every three years the UCF BOT engages a consultant to perform an assessment of the President's performance, as well as his compensation.
- This proposal is in response to your request for services related to the assessment of presidential compensation only.
- The Consultant will work for UCF through the Compensation and Labor Committee (the Committee) and with the Chief Human Resource Officer (CHRO) on this assignment.

Our Services Overview



Our Services

Phase I: Understanding



- **Purpose:** Understanding UCF and its executive compensation processes.
- **Description:** UCF will:
 - ➔ Forward to the Consultant information relevant to presidential compensation including but not limited to prior analysis of compensation and peers, summary of all terms and conditions of employment and components of compensation for UCF President, job description, organization charts, and strategy & planning documents.
 - ➔ Provide the Consultant access to College and University Professional Association for Human Resources (CUPA-HR) DataOnDemand and other relevant survey data.

The Consultant will:

- ➔ Review materials; and
- ➔ Interview the Committee Chair, President, and CHRO to understand their perspectives on institutional priorities, executive compensation, and roles.
- **Result:** A solid foundation for analyzing presidential compensation at UCF.
- **Consultant time & expense:** 2 days plus travel and data

Our Services

Phase II: Analysis



- **Purpose:** Assess UCF presidential compensation, benefits, perquisites, and terms and conditions in light of UCF's priorities, best practices, and market.
- **Description:** The Consultant, with Phase I input and based on their experience, will:
 - ➔ Examine institutions in existing peer group for presidential compensation benchmarking purposes using attributes such as academic complexity, academic quality, budget, net tuition, endowment, student/faculty ratio, etc. from IPEDS, Carnegie Foundation Classification, and entertain changes to said peer group.
 - ➔ Gather comprehensive presidential base salary, incentives, deferred compensation, select benefits & perquisites, and terms and conditions for all peers over four years from sources such as individual institutions through public records, Chronicle of Higher Education, CUPA-HR, IRS Forms 990, and other relevant databases. The Consultant will work with CHRO to obtain select data from peer institutions especially within Florida. The multiple year analysis is necessary to fully capture non-recurring elements of compensation such as long term incentive or retention awards. The terms and conditions component of the request is necessary to capture components of compensation such as terminal sabbatical leave that would not appears until term has ended.

Our Services

Phase II: Analysis (Continued)



- **Description (Cont'd):** The Consultant will:
 - ➔ Create a component by component and total remuneration comparison of UCF President's compensation and terms and conditions of peers including:
 - Contract Term,
 - Base Salary,
 - Short Term Incentive,
 - Long Term Incentive,
 - Deferred Compensation,
 - Housing and/or Allowance,
 - Car Allowance,
 - Club Allowance,
 - Severance,
 - Sabbatical, and
 - Post Presidency Terms and Conditions (tenure, salary, endowed chair, etc.)
- **Result:** Valid, reliable, and independently conducted review of competitiveness of total compensation for UCF President that is aligned with the University's priorities, informed by the market, and defensible to all stakeholders!
- **Consultant time & expense:** 3 days

Our Services

Phase III: Reporting



- **Purpose:** Share, refine, and finalize competitive assessment of presidential compensation.
- **Description:** The Consultant will:
 - ➔ Prepare a draft report including analysis of peer institutions and component by component comparison of UCF President terms and conditions to those of peers, including but not limited to base salary, short term incentive, long term incentive, deferred compensation, housing, car, and club allowances, severance, sabbatical, and post-presidency employment arrangements;
 - ➔ Share draft of report with CHRO to ensure completeness and accuracy;
 - ➔ Present draft report to Committee Chair; and
 - ➔ Revise and finalize report as a result of stakeholder feedback.
- **Result:** Best practice comparison of presidential compensation and benefits!
- **Consultant time & expense:** 2 days plus travel.



Professional Arrangements

- Based upon our proposed project plan, estimated 7 consultant days and two trips to Orlando our total fees and expenses for this assignment will be \$17,500.
- Invoicing will be as follows:
 - ➔ Initial invoice of \$6,250 upon completion of Phase I,
 - ➔ Second invoice of \$5,000 upon completion of Phase II, and
 - ➔ Final Invoice of \$6,250 upon completion of Phase III.
- It is anticipated that the draft and final report will be provided to UCF in PDF format and that any and all printing will be done by UCF.
- We anticipate the timeline for this engagement to be approximately 6 to 8 weeks from start to finish, assuming the up front and presentation meetings can be scheduled in a timely manner.

Casagrande Consulting

Our References



- University of North Texas System - Lead consultant on analysis of presidential compensation for entire System, including discernment of peer groups, market study, and design of long term incentive/retention program.

Contact Information:

Nancy S. Footer
Vice Chancellor and General Counsel
University of North Texas System
(214) 752-5970
Nancy.Footer@UNTSystem.edu

- Utah System of Higher Education – Lead consultant on analysis of presidential compensation for entire System, including work on discernment of philosophy, peer groups, and market study.

Contact Information:

David L. Buhler, Ph.D.
Commissioner of Higher Education
Utah System of Higher Education
(801) 321-7162
DBuhler@USHE.edu

Casagrande Consulting

Our Services



- Casagrande Consulting, LLC was launched in early 2009. We are a boutique firm of 10 professionals focused on providing insight to institutions of higher education and not-for-profit organizations in the areas of:
 - ➔ Advancement & Development,
 - ➔ Board Effectiveness,
 - ➔ Compensation & Benefits,
 - ➔ Human Resources Strategy & Planning,
 - ➔ Institutional Strategy & Planning,
 - ➔ Leadership Development,
 - ➔ Online Learning Readiness,
 - ➔ Performance Management, and
 - ➔ Presidential Evaluations.
- The consultants at the firm all have a background in working with or for institutions of higher education or not-for-profit organizations.
- For additional information about our firm, people, and services, visit our website.

Casagrande Consulting

Our Higher Education Clients



- Since our establishment in early 2009, we have worked with the following higher education entities: Arcadia University, Association of Chiropractic Colleges, Austin College, Brooklyn Law School, Cabrini College, Carlow University, Clark Atlanta University, Coker College, College of Charleston, Duke Corporate Education, Emory University, Fairfield University, Goddard College, Gwynedd Mercy University, Keuka College, Lander University, Life Chiropractic College West, Life University, Logan University, Manchester University, Oglethorpe University, Parker University, Prescott College, Robert Morris University, Rose-Hulman Institute of Technology, Sacred Heart University, Saint Mary's College of California, Siena College, Southwest Florida College, St. Bonaventure University, Taylor University, Texas Chiropractic College, The University of Tampa, Union College, University of Hartford, University of North Texas System, University of Puget Sound, University of Western States, Utah System of Higher Education, Wagner College, Winthrop University, and Woodbury University.

Casagrande Consulting

Our People – Frank A. Casagrande



- Frank will be UCF's client relationship manager and lead consultant.
- He has 30+ years of experience in consulting and education. Prior to launching the firm in 2009, he was Higher Education Sector Practice Leader for Hay Group, and worked for KPMG and Buck Consultants. Frank's education experience includes Passaic Board of Education, Montclair State University, and Rutgers University.
- He is a frequent speaker on executive compensation and benefits issues including:
 - ➔ Executive Compensation: What You Need to Know, Now; 2013 SunTrust Perspectives: A Not-For-Profit Financial Leadership Summit,
 - ➔ Aligning Senior Leadership Rewards and Retention with Performance and Mission; 2013 Council of Independent Colleges (CIC) Presidents Institute,
 - ➔ How to Avoid Random Acts of Executive Compensation; 2013 YMCA Chief Human Resources Officers Meeting,
 - ➔ IRS Initiatives and Their Effect on Compensating Law School Deans, 2009 The John Marshall Law School Center for Tax Law and Employee Benefits, and
 - ➔ Executive Compensation: Considerations for the Board and the President; 2009 Council of Independent Colleges (CIC) Presidents Institute.
- He has an MA in Teaching from Montclair State University, a BS in Applied Mathematics from Union College (NY), and was an enrolled actuary.

Casagrande Consulting

Our People – Anthony R. Casagrande



- Anthony will support the analysis needs of the project, including quantitative analysis of CUPA-HR, IRS 990, and other survey data.
- Anthony has been with Casagrande Consulting since 2010 and is responsible for supporting all of the firm's analysis, research, marketing, technology, and administrative needs.
- Anthony commenced his undergraduate studies at Harvard University and is completing his degree in Applied Linguistics at Georgia State University.