



**Board of Trustees
Compensation and Labor Committee
Meeting
October 28, 2015
Millican Hall 308**

MINUTES

CALL TO ORDER

Chair John Sprouls called the meeting to order at 8:36 a.m. Committee members Marcos Marchena, Clarence Brown, and Joseph Conte were present. Committee members John Sprouls, Olga Calvet, and Ray Gilley attended by teleconference call.

MEETING MINUTES

The minutes of the September 24, 2015, meeting were approved as submitted.

NEW BUSINESS

The 2012-15 Performance Unit Plan Goal Accomplishments (CLC-1)

The report from the University Audit Office documenting the 2012-15 Goal Accomplishments was presented to the committee. After discussion, the committee members unanimously approved the report.

Performance Unit Plan Payments for the 2012-15 Cycle (CLC-2)

The report showing the payments due to the president and senior officers for the 2012-15 cycle of the Performance Unit Plan was explained to the committee. After review and discussion, the committee members unanimously approved the payments for the 2012-15 cycle.

2015-18 Performance Incentive Measures and Goals (CLC-3)

The Performance Incentive Measures and Goals for the 2015-18 cycle were presented to the committee. Chairman Marchena made a motion to revise the BOG Performance Funding Benchmark. After discussion, the committee members unanimously approved the 2015-18 Performance Incentive Measures and Goals with the BOG Performance Funding Benchmarks revised as agreed upon by the committee.

2015-18 Performance Unit Plan Awards (CLC-4)

The proposal for the 2015-18 Performance Unit Plan Awards was given to the committee. After discussion, the committee members unanimously approved the proposal.

Presidential Evaluation Report Submitted by Constantine Curris, Curris Associates (CLC-5)

The Presidential Evaluation Report prepared by Dr. Constantine Curris was presented to the committee. The committee members unanimously accepted the report.

Presidential Compensation Review and Recommendations Submitted by McConnell and Company (CLC-6)

The report of the Presidential Compensation Review and Recommendations submitted by McConnell and Company was presented to the committee. The committee determined that there be no increase in base salary at this time and the increase would be in performance units in order to focus on results. The committee members unanimously passed a motion to accept the report, retain the president's base salary at \$505,730 and increase his incentive performance target units by 6% for the 2015-18 cycle.

Sixth Amended and Restated Employment Agreement for President Hitt (CLC-7)

A revised employment agreement for President Hitt was presented to the committee. Scott Cole, Vice President and General Counsel, explained that the intent of the amendment is to modify the agreement from a rolling term to a fixed term, ending on June 30, 2016. After discussion, the committee members unanimously approved the revisions.

The Annual Report, July 1, 2014-June 30, 2015 (INFO-1)

President Hitt's annual report for July 1, 2014 – June 30, 2015 was presented to the committee.

Trustee Koons made a motion to amend the 2015-18 Performance Unit Plan. The motion was that the awards made to senior leadership personnel under the 2015-2018 Performance Unit Plan would take effect only if there is a pay increase for the general faculty in two of the three years covered by the plan. After discussion, the committee agreed to table the discussion for a future meeting. It was recommended that a thorough analysis of the issue be undertaken.

CLOSING COMMENTS

There being no further discussion, Chair Sprouls adjourned the meeting at 9:52 a.m.

Respectfully submitted: Shelia Daniels 11/18/15
Shelia Daniels Date
Interim Associate Vice President and
Chief Human Resources Officer