



**USM Board of Regents
Committee on Organization and Compensation
Minutes from Public Session
May 4, 2016
University of Maryland, Baltimore**

Regent Kinkopf called the meeting of the Organization and Compensation Committee of the University System of Maryland to order in public session at 9:06 a.m. on Wednesday, May 4, 2016 in the President's Conference Room 03-117, 14th floor, 220 North Arch Street, Baltimore 21201.

Those in attendance were: Regents Kinkopf, Augustine, Attman, Johnson, Neall, Slater and Rauch; Chancellor Caret, AAG Bainbridge, Ms. Doyle, Ms. Goedert, and Mr. Vivona.

1. Revised policy – approval of tenure for presidents and chancellor. The regents approved a revision to BOR Bylaws and BOR Policy II-1.0 in order to provide a specific process for the approval of tenure for presidents and Chancellor once the faculty recommend that tenure be granted. (Moved by Regent Slater, seconded by Regent Kinkopf, unanimously approved.)
2. Review of service on paid boards for presidents and chancellor. The regents approved an addendum to the appointment letters for the Chancellor and presidents that clarifies the conditions and approval authority for service on paid boards for any future paid board position. (Moved by Regent Attman, seconded by Regent Johnson, unanimously approved.)
3. Analysis of presidential salaries – FY 2016 CUPA data. The Chancellor and regents reviewed the data on USM presidents' salaries in comparison to CUPA data for comparative institutions and discussed the importance of identifying all of the various types of compensation (housing and car allowance, bonuses, retirement contributions, etc.) to ensure accurate data for benchmarking.
4. Discussion of possible bonus structure for presidents. The regents and Chancellor discussed various options for compensating presidents, including the use of bonuses. The Chancellor reported that an external consultant was being hired to conduct a comprehensive review of presidential compensation. The O & C Committee will use the study's results to conduct a comprehensive review of USM presidential compensation to identify best practices to recruit and retain presidents of the highest caliber.
5. State of Maryland Higher Education Institutions Supplemental 401(a). The regents approved amendments to the State of Maryland Higher Education Institutions Supplemental 401(a) Matching Plan and Trust to update the plan to bring it into compliance with minor changes in federal law. (Moved by Regent Neall, seconded by Regent Rauch, unanimously approved.)
6. Reconvene to Closed Session. Regent Kinkopf read the "convene to close statement" citing the topics for the closed session and the relevant statutory authority for closing the meeting under the

Open Meetings Act outlined in §3-305 and §3-103 of the Act. The written statement of the reason(s) for closing the meeting, including a citation of the authority under §3-305 and a listing of the topics to be discussed was amended to add the following to the written statement:

TOPICS TO BE DISCUSSED: Discussion of individual president's compensation;

REASON FOR CLOSING: to discuss a personnel matter involving an individual president (3-305(b)(1)(i))