



USM Board of Regents
Committee on Organization and Compensation
Minutes from Public Session
September 6, 2017
UMB

Minutes of the Public Session

Regent Gooden called the meeting of the Organization and Compensation Committee of the University System of Maryland Board of Regents to order in public session at 8:30 a.m. on Wednesday September 6, 2017 in Conference Room 03-117, Saratoga Building, UMB, Baltimore.

Those in attendance: Regents Gooden, Gossett, Attman, Augustine, Gourdine, Neall, Rauch, and Brady; Chancellor Caret; Vice Chancellors Boughman and Neal; President Thompson; Ms. Doyle, AAG Bainbridge, AAG Langrill, Ms. Skolnik, Mr. Lurie and Ms. Beckett.

- 1. Approval of public and closed session minutes for O&C meeting on August 22, 2017.** The Regents approved the minutes (Moved by Regent Gooden, seconded by Regent Gossett; unanimously approved).
- 2. Discussion of Work Plan for Report on Executive Compensation and Governance.** The Regents discussed a work plan for the recommendations provided by Sibson in the Report on Executive Compensation and Governance.
- 3. Review of USM Executive Compensation Philosophy.** The Regents reviewed the draft USM Executive Compensation Philosophy and approved the draft with a minor change. (Moved by Regent Brady, seconded by Regent Attman; unanimously approved).
- 4. Timeframe for Periodic Remuneration Reviews.** The Regents reviewed and approved the proposed timeframe for periodic remuneration reviews with a change in the recommended timeframe for comprehensive updates to the compensation data (from “3 years” to “3 to 5 years.” The committee asked that staff review the options for conducting the comprehensive update – i.e. by USM staff or by a consultant. (Moved by Regent Brady, seconded by Regent Neall; unanimously approved).
- 5. Definition of Tenure and Brief Overview of Policies.** Dr. Boughman provided the Regents with an overview of the tenure processes at USM institutions. The committee asked Dr. Boughman to provide data on the numbers and percentage of tenured faculty for each institution.
- 6. Plan for Annual Policy Review.** The Regents approved the proposed plan for annual policy reviews. (Moved by Regent Brady, seconded by Regent Attman; unanimously approved).
- 7. Coppin State University – Proposed Board of Visitors.** President Thompson presented her request to establish a Board of Visitors at CSU. The Regents approved the proposal with a

request that President Thompson come back in six months to a year with an update. (Moved by Regent Brady, seconded by Regent Attman; unanimously approved).

8. **Review of Committee Charge.** The Regents reviewed the charge for the Committee on Organization and Compensation and did not make any changes.
9. **Reconvene to closed session.** There was a motion to convene in closed session to discuss the topics set forth in the closing statement, matters exempted from the Open Meetings Act, under the General Provisions Article, §3-305(b) (1) (i): the appointment, employment, assignment, promotion, discipline, demotion, compensation, removal, resignation or performance evaluation of appointees, employees or officials over whom it has jurisdiction; (7) to consult with counsel to obtain legal advice on a legal matter; and (9) to conduct collective bargaining negotiations or consider matters that relate to the negotiations. (Moved by Regent Rauch, seconded by Regent Gossett; unanimously approved).

Meeting adjourned at 9:59 a.m.



USM Board of Regents
Committee on Organization and Compensation
Minutes from Closed Session
September 6, 2017
UMB

Minutes of the Closed Session

Regent Gooden called the meeting of the Organization and Compensation Committee of the University System of Maryland Board of Regents to order in closed session at 10:04 a.m. on Wednesday September 6, 2017 in Conference Room 03-117, Saratoga Building, UMB, Baltimore.

Those in attendance: Regents Gooden, Gossett, Attman, Augustine, Neall, Rauch, and Brady; Chancellor Caret; Ms. Doyle, AAG Bainbridge, AAG Langrill; Ms. Skolnik and Ms. Beckett were present for a portion of the meeting.

1. **Five Year Presidential Review – President Bell.** The Regents discussed feedback related to President Bell’s five-year review and asked the Chancellor to follow up on a number of issues.
2. **Ratification of Frostburg State University MOU with AFSCME for Nonexempt Employees.** The Regents recommended ratification of the MOU between FSU and AFSCME for Nonexempt employees. (Moved by Chair Gooden, seconded by Regent Gossett, unanimously approved.)
3. **Summary of Current Negotiations.** The Regents reviewed the status of current collective bargaining negotiations.
4. **Coach contract.** AAG Langrill provided information and advice about a coach contract from TU that is subject to review under BOR Policy VII-10.0.
5. **Review of Proposed FY 18 Compensation for USM Chancellor and Presidents.** The Regents discussed the FY18 compensation of USM presidents and the Chancellor, considering the peer data provided in the Sibson Consulting report and performance assessments.
6. **Chancellor’s FY 17 Performance Report and FY 18 Objectives.** The Regents discussed the Chancellor’s FY 17 performance report and his FY 18 objectives.

- 7. Advice of counsel regarding statutory process in connection with a personnel matter.** The Regents received legal advice regarding statutory process in connection with a personnel matter.

Meeting adjourned at 12:05 p.m.