

## Minutes

### Compensation Subcommittee of the Presidential Contractual Ad hoc Committee Meeting March 16, 2015

Chair Lewis Bear, Jr. called the meeting to order on March 16, 2015 at 2:10 p.m. CST with the following committee members present: Lewis Bear, Jr. and Mort O'Sullivan. Trustee Suzanne Lewis joined by telephone.

Others in attendance: Dr. Judy Bense, President; Pat Lott, General Counsel, Becky Luntsford, Executive Specialist, Dr. Raid Amin.

#### Discussion of Presidential Compensation

Chair Bear provided an overview of the charge to the Compensation Subcommittee:

1. To follow up on the full board's discussion of the President's compensation from last fall .
2. To make a recommendation on the extension of the President's contract.

Trustee O'Sullivan clarified that the Presidential Contract Committee already voted to extend President Bense's contract subject to two things:

1. To confirm the UWF Foundation approves providing funds in excess of the State cap sufficient to cover the contract; and
2. Work out the specifics of the revisions to President Bense's current contract.

The subcommittee members were advised that General Counsel Lott had check with Dr. Kelly and understands that the UWF Foundation has the funds for the President's current contract, but will need to identify additional funds if the amount of the contract is increased. She further advised that the Board's practice in the past has been to take Board action subject to confirmation that the UWF Foundation approves providing additional money.

Dr. Bense reviewed with subcommittee members the revisions she would like to see in her contract extension.

Following discussion, a motion was made to recommend that no adjustment will be made to President Bense's base compensation for 2014-2015; and no bonus will be awarded for 2013-2014 other than the 3.8% bonus which President Bense has already received.

Motion by: Trustee Mort O'Sullivan

Seconded by: Trustee Suzanne Lewis

Motion passed unanimously.

Following further discussion, a motion was made to recommend that adjustments will be made to President Bense's contract as set forth in the *Addendum to President's Employment Agreement* attached hereto which contemplates no adjustment to base compensation but provides adjustments dealing with her return to faculty following her term as President, along with an extension of her term to December 31, 2016.

Motion by: Trustee Mort O'Sullivan

Seconded by: Trustee Suzanne Lewis

Motion passed unanimously.

The recommendations of the Subcommittee will be presented to the full Presidential Contractual Ad hoc Committee at its meeting on March 25, 2015.

The meeting adjourned at 3:26 p.m.

Respectfully submitted,  
Becky Luntsford, recording secretary