EXECUTIVE COMMITTEE  
OCTOBER 29, 2015  
KEENE STATE COLLEGE  
KEENE, NH  

MEETING MINUTES

Trustee Participants:  Chair Pamela Diamantis, Vice Chair Tim Riley, Bob Baines, Amy Begg, Don Birx, Todd Black, Jude Blake, Cathy Conway, Lincoln Crutchfield, Ted Dey, Chet Homer, Mark Huddleston, Anne Huot, Shawn Jasper, Todd Leach, Joe Morone, Ken Moulton, Mark Rubinstein, John Small, Hank Stebbins,  

Staff:  Julie Bernier, Victoria Dutcher, Jim Hundrieser, Jim McGrail, Cathy Provencher, Ron Rodgers, Tia Miller

Call to Order

Chair Diamantis called the meeting to order at 4:00 pm

Minutes

Trustee Black moved the following motion, Trustee Riley seconded the motion.  A vote was taken and the motion carried.

VOTED, that the Executive Committee approve the minutes of the Executive Committee meeting of August 27, 2015 as presented.

Board Retreat Survey Results

Chair Diamantis highlighted the survey results and cited the value and importance of trustee feedback.  She also thanked and recognized Trustees Morone and Small for their leadership and effective facilitation of the strategic planning segment of the board retreat.  She also encouraged the trustees to review the survey results which are contained in the board binder.

Compensation Committee

Approve the Amendments to Executive Compensation Philosophy and Process (BOT V.F.3) Policy
Trustee Blake moved the following motion, Trustee Moulton seconded the motion. A vote was taken and the motion carried.

**VOTED, on recommendation of the Compensation Committee, that the Executive Committee hereby approves for recommendation to the full Board the amendments to Executive Compensation Philosophy and Process (BOT V.F.3) policy, as attached.**

**Nonpublic Session**

Trustee Blake moved the following motion to go into nonpublic session at 4:17 pm, Trustee Riley seconded the motion. A vote was taken and the motion carried.

**VOTED, that the USNH Board of Trustees Executive Committee go into nonpublic session for the purpose of discussing (1) discussing personnel issues including matters relating to collective bargaining, (2) discussing the compensation of certain public employees, (3) discussing matters which if discussed in public could provide a strategic advantage to certain private interests, and (4) consulting with legal counsel, as authorized by RSA 91-A:2, I (a) and (b) and 91-A:3, II (a), (c), and (e).**

At 5:15 pm the Executive Committee, on motion made by Trustee Blake and seconded by Trustee Riley, voted to come out of nonpublic session reporting the following votes.

**Compensation Committee Recommendations**

Trustee Homer moved the following motion, Trustee Blake seconded the motion. A vote was taken and the motion carried unanimously.

**VOTED, on recommendation of the Compensation Committee, which recommendation was based on Aon Hewitt’s independent market analysis and reasonableness opinion, the Executive Committee hereby determines: (1) keeping USNH CEOs’ compensation competitive with peer group benchmarks used in the independent market analysis is in the best interest of USNH and the state of New Hampshire; and (2) the recommended increases will help keep the CEOs’ compensation competitive with peer group benchmarks; and**

**FURTHERMORE, the Executive Committee, for the reasons cited, hereby approves calendar year 2016 base salaries for the USNH CEOs in the following amounts: USNH Chancellor Todd Leach: $268,000; KSC President Anne Huot: $278,000; UNH President Mark Huddleston: $405,000; GSC President Mark Rubinstein: $236,000; PSU President Don Birx: $313,000, each to be effective on January 1, 2016; and**

**FURTHERMORE, the Executive Committee, to facilitate the transition of the CEO base salary review and adjustment process from a fiscal year to a calendar year basis, hereby**
approves one-time payments to the following USNH CEOs in the amounts specified:
USNH Chancellor Todd Leach: $6,540; KSC President Anne Huot: $15,210; and UNH President Mark Huddleston: $6,250; and

FINALLY, the Executive Committee hereby approves the amendment of the five USNH CEO executive employment agreements to move the base salary review and adjustment process to a calendar year basis and authorizes the Board Chair to execute on behalf of the Board of Trustees the documents necessary to memorialize the amendments.

New Business

The meeting concluded with a discussion that considered broadening the Compensation Committee’s charge to include benefits. The consensus was that benefits is the work of the System Office and falls under the Chancellor’s responsibilities, however, the board should receive periodic updates of the work being done. The Committee did ask Jim McGrail to give some thought as to whether he would find either a committee or work group focused on benefits helpful.

Adjourn

There being no further business the meeting was adjourned at 5:20 pm.