UNIVERSITY SYSTEM
of MARYLAND

USM Board of Regents
Committee on Organization and Compensation
March 29, 2018
University of Maryland, Baltimore
Saratoga Building
Conf. Room 03-117

AGENDA FOR OPEN SESSION   **8:30 a.m.**

Call to Order   **Regent Gooden**

1. Goal Setting and Performance Assessment Framework (information)

2. Review of 5-Year Presidential Review Process (information)

3. Summary of Process for Aging Salary Data (information)

4. Post Presidential Benefits (information)

5. Review of Process and BOR Guidelines for Presidential Searches (information)

6. Briefing Book for Organization and Compensation Committee (information)

7. Status Report of Work Plan on Executive Compensation and Governance (information)

8. Reconvene to Closed Session (action)

UNIVERSITY SYSTEM *of* **MARYLAND**

BOARD OF REGENTS

SUMMARY OF ITEM FOR ACTION,
INFORMATION OR DISCUSSION

TOPIC: Goal Setting Framework and Performance Assessment

COMMITTEE: Organization and Compensation

DATE OF MEETING: March 29, 2018

SUMMARY: At their January 25, 2018 meeting, the Organization and Compensation Committee reviewed and discussed a strawman draft for a new framework for annual goal setting and performance assessment for the Chancellor and USM presidents. Based on feedback from the committee, the draft was modified and then taken to the USM presidents on March 5, 2018 for further review. The attached document reflects modifications to the draft based on feedback from the presidents.

The Committee will review and discuss the revised document.

ALTERNATIVE(S):   The Committee could choose not to discuss the topic.

FISCAL IMPACT: Fiscal impact is anticipated to be minimal

CHANCELLOR'S RECOMMENDATION: The Chancellor recommends that the Regents review and discuss the revised strawman for the framework for executive goal setting and performance assessment and determine next steps.

COMMITTEE ACTION: _____   DATE: March 29, 2018

BOARD ACTION: _____   DATE: _____

SUBMITTED BY: Janice Doyle, jdoyle@usmd.edu, 301-445-1906

<u>Discussion Draft #3</u>

<u>Annual Goal Setting Framework and Performance Assessment</u>

MARCH 2018

1. Introduction

Executive evaluation is one of the BOR's primary responsibilities. Effective performance assessment contributes to institutional performance by establishing clear expectations and fostering open communication among leadership and the BOR. Last year the BOR hired Sibson Consulting to conduct a review of the performance evaluation process for the Chancellor and presidents. The review found that the current process for goal setting and performance review is generally effective, but suggested a number of improvements to streamline the process, enhance effectiveness and make the process more transparent. The BOR faces a challenging task of conducting annual evaluations of twelve presidents and the Chancellor. This task is made more complex given the significant differences in the size, mission and profile of the twelve institutions and the Chancellor's role in system leadership and oversight. The report recommended that the process be more standardized by developing guidance on goal setting and a standard template in order to simplify the process while ensuring the process continues to be effective. In addition, the BOR asked that the framework of goal setting be more holistic focusing on outcomes as well as behavioral competencies.

2. Background

The current process used for chancellor/presidential goal setting and performance assessment begins with the Chancellor and each president drafting their goals and objectives for the coming year based on guidance and feedback from the BOR and/or the Chancellor. The guidance includes perspectives from regents and the Chancellor on issues, concerns and institutional priorities that have been expressed throughout the prior year and during the prior-year annual performance review. The presidents provide a mid-year report and end-of-year report to the Chancellor on their goals and objectives. The Chancellor provides an end-of-year report to the BOR.

The annual assessment of presidents is guided by three key sources of information: 1) mid-year and end-of-year performance reports from the Chancellor and each president, including outcomes/achievements on goals and objectives; 2) feedback from the regents, Chancellor and senior USM staff on success in various content areas at each institution including some behavioral-based assessments and 3) data on key performance metrics. The annual assessment of the Chancellor is based on an end of year report from the Chancellor on the achievement of goals and objectives for the year and from feedback from regents on performance and leadership.

3. **Proposed Changes to Annual Goal Setting Framework and Performance Assessment**

    a. **Overarching Framework.** The BOR proposes a new framework of five overarching objectives for annual goal setting and performance assessment as follows: *Shape the future, Build effective relationships, Deliver results, Energize the team, and Model personal excellence, integrity and accountability.* See Appendix A for details regarding the framework components.

    b. **Proposed Revisions to Performance Assessment.** The Sibson report recommends a diverse scorecard measuring results across three areas (Annual Goals, Competencies, and Longitudinal Perspective)*.* The proposal is for a hybrid model for annual goal setting and evaluation that combines both outcome-oriented and behavior-based metrics. The primary sources of information for the revised assessment approach are identified in Table 1.

    Annual performance assessment will be comprised of three key information sources: (1) review of outcomes from mid-year and end-of-year performance reports; (2) feedback on behavioral competencies; and (3) data on key metrics/projects.

    1) Annual outcome-based goals.
        The development of clear, measurable performance goals is a critical first step. The number of goals should be limited to a maximum of ten in order to focus on high level outcomes that are important to the BOR. Further, the use of a standard template for goal setting and more guidance and structure in the establishment of annual goals and objectives will reduce the complexity of the annual reviews. While a more standardized process is desirable, it is critical that goal setting be flexible enough to address differing issues and complexities of each institution. A strawman for the proposed format is attached for review and discussion along with guidance for goal setting by SMART goals (see attached).

    2) Behavioral competencies - leadership and management.
        Assessment of behavioral competencies is more difficult than measuring the achievement of outcome-based goals, but excellent leadership and management skills are arguably more critical to the long term health of the university. Such assessment can be accomplished through three methods with differing timeframes.

        - Self-Assessment. At the beginning of their appointment, the chancellor and presidents should complete a self-assessment, such as the Divine Assessment, which provides an evaluation of their strengths and weaknesses in leadership and management skills. The feedback from this assessment can be used to guide areas for further professional development.
        - Annual goals supporting leadership and management. The chancellor and presidents will establish annual goals that support excellent leadership and

management guided by a set of defined desirable behavioral-based competencies. Assessment regarding the achievement of these goals will be based on an end of year report from the chancellor/presidents and on feedback from regents, chancellor and USM senior staff.

- <u>Comprehensive Performance Reviews</u>. Comprehensive performance reviews shall be conducted periodically in accordance with BOR policy. The current policy, VII-5.01 - Policy on the Five-Year Review of USM presidents, is currently under review by the BOR's Organization and Compensation Committee. Revisions to the policy should consider:
  - o changes to the timeframe for the reviews, with new presidents reviewed at the end of 3 years of service and subsequent reviews completed on a longer cycle for successful presidents. However, the BOR may determine at any time if a more comprehensive review is warranted.
  - o an assessment of leadership and management skills via a survey of key institutional staff, faculty, students and other constituents.

3) Trends in key metrics/projects.
It is critical that the BOR is informed regarding the long term trends on key metrics that reflect on the overall performance of the institution. The Chancellor and presidents should develop a limited number of metrics/projects (maximum of ten), subject to Chancellor and BOR approval, that focus on high level outcomes of the USM and each respective institution. Trend data on these key metrics/projects will be included in the annual performance assessment.

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Developing SMART Goals

S	M	A	R	T
SPECIFIC	MEASURABLE	ATTAINABLE	RELEVANT	TIME-BOUND
Clearly define what the goal will establish	Establish an approach to measure progress towards achieving the goal	Ensure the goal is challenging yet realistic to achieve	Aligned to objectives and long-term goals	Set the timeframe in which goal will be attained

2

APPENDIX A

FRAMEWORK FOR OVERARCHING GOALS

1. Shape the future:
   - What actions are you taking today to ensure the university is relevant and effective in the future?
   - How are you creating a vision for the future?
   - How are you aligned with and implementing the USM strategic priorities?
   - How are you driving value, affordability, quality and efficiency?
   - How are you enabling change?

2. Build effective relationships:
   - How are you developing enduring relationships with all of the key stakeholders – BOR, presidents, staff, faculty, students, local community, donors, governor and staff, and General Assembly to ensure support of your programs and projects?
   - How are you promoting "systemness"?

3. Deliver results
   - Did you accomplish or make progress towards goals to move your university forward?
   - How are you promoting an environment of transparency?
   - How are you achieving specific System objectives – STEM, graduation rates, retention, enrollment, etc.?
   - How are you delivering on your financial commitments – fund balance, capital plan, etc.?

4. Energize the team:
   - How are you personally motivating your team?
   - How are you implementing social media and other communication channels to effectively communicate with your stakeholders?
   - How are you promoting inclusion and diversity in the system or on your campus?

5. Model personal excellence, integrity and accountability:
   - Do you "walk the talk'?
   - How are you demonstrating your commitment to ethics, integrity and excellence?
   - How are you moving toward a learning and evolving orientation?
   - How are you demonstrating transparency and accountability for your actions?

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Table 1

	PRIMARY SOURCE FOR MEASURING OUTCOMES		
Overarching Framework	Annual Outcome-Based Goals	Behavior-Competencies	Longitudinal Perspective - Key Metrics
1. Shape the future	Moderate	High	High
2. Build effective relationships	Minimal	High	Minimal
3. Deliver results	High		High
4. Energize the team	Minimal	High	
5. Model personal excellence, integrity, and accountability		High	

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APPENDIX B

DESCRIPTION OF
BEHAVIORAL-BASED COMPETENCIES FOR LEADERSHIP AND MANAGEMENT

1. Leadership
   a. Establishes an institutional vision and provides leadership in developing, communicating, and implementing key priorities in a continuously changing environment.
   b. Creates a culture that fosters creativity, new ideas and innovation.
   c. Deals effectively with pressure and remains persistent under adversity and recovers quickly from setbacks.
   d. Contributes to developing and enhancing the academic quality of the institution and delivering high-quality services.
   e. Inspires others to do their best and builds teamwork among colleagues and subordinates.
   f. Recognizes and awards accomplishments of outstanding faculty and staff.
   g. Fosters an inclusive workplace with a climate of respect and high morale with employees and students; communicates well, is accessible and responds to their issues or concerns.
   h. Promotes an environment that encourages student growth, leadership and success.
   i. Portrays a progressive and professional image of the university that reflects the institution's impact on the external environment.
   j. Encourages partnerships with the community, business, industry, and other educational institutions.
   k. Exhibits good media presence and is politically astute.
   l. Establishes strong relationships with the local, regional and state representatives and organizations.

2. Management
   a. Keeps current regarding trends and issues in higher education, and on local, national, and international policies and trends that affect the institution and shape stakeholders' views.
   b. Sets priorities for action and delegates authority, responsibilities and work in a manner that is clear, appropriate, effective and fair.
   c. Promotes and supports sound fiscal management and effective and efficient management of resources; capitalizes on opportunities and manages risk.
   d. Makes sound decisions in a timely manner, gathering information, considering alternate solutions and consulting appropriate individuals before making decisions.
   e. Holds self and others accountable for measurable high-quality, timely, and cost-effective results, complying with established control systems and rules.
   f. Ensures institution is up-to-date on technological developments and uses technology effectively to enhance operations and outcomes; ensure security of technology systems.
   g. Supports effective recruitment strategies and facilitates employees' meaningful orientation, evaluation and professional development.

h. Is accessible and involved with the external community and communicates effectively.
i. Works to enhance funding resources to the institution including state appropriations and revenue from other sources including grants and contracts, donations, and other external sources.
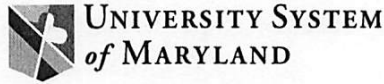
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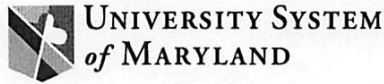
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Annual Outcome-Based Goals Form

Name: <u>XXXXX President</u>   Institution: <u>XXXXX University</u>

Planning and Assessment Period: <u>2018-2019</u>

Objective	Goal	Outcome
1. **Shape the Future**	1.1	
	1.2.	
2. **Build Effective Relationships**	2.1.	
	2.2	
3. **Deliver Results**	3.1	
	3.2.	
	3.3	
	3.4	
	3.5	
4. **Energize the Team**	4.1	
	4.2	

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DRAFT SAMPLE

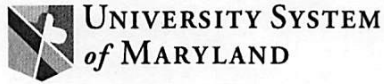**Annual Outcome-based Goals**

Name: <u>XXXXX President</u>   Institution: <u>XXXXX University</u>

Planning and Assessment Period: <u>2018-2019</u>

Framework	Annual Goal	Outcome
1. Shape the Future	1.1 Design and implement a review process to ensure school and department strategic objectives are in line with university's strategic plan	
2. Build Effective Relationships	2.1. Develop a strategic plan for the University's presence in the downtown area of the city.	
	2.2 Nurture existing partnerships with corporations, agencies, and foundations and aggressively pursue new ones	
3. Deliver Results	3.1 Increase undergraduate enrollment by 2%	
	3.2 Achieve a 4-point increase in the second year retention rate.	
	3.3 Increase student study abroad participation by 20% by June 30	
	3.4 Increase research proposals and awards by 5%	
	3.5 Raise $XXM in the annual fund	
4. Energize the Team	4.1 Increase the number of engagement opportunities with the university community.	
	4.2 Develop a program to recognize staff and faculty who have made significant contributions to the university.	

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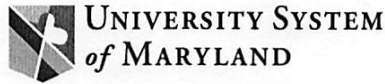*of* MARYLAND

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Annual Behavioral Competencies Form

Name: XXXXX President   Institution: XXXXX University

Planning and Assessment Period: 2018-2019

Framework	Behavioral Competencies	Assessment/Feedback
1. Shape the future	1.1	
	1.2	
	1.3	
2. Build Effective Relationships	2.1.	
	2.2	
4. Energize the Team	3.1	
	3.2.	
	3.3	
5. Model personal excellence, integrity, and accountability	4.1	

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DRAFT SAMPLE

Annual Behavioral Competencies

Name: XXXXX President

Institution: XXXXX University

Planning and Assessment Period: 2018-2019

Framework	Behavioral Competencies	Assessment/Feedback
1. Shape the future	1.1 Demonstrates effective leadership under crisis. 1.2 Establishes a clear vision for the future of the university	
	1.3. Is an effective manager, with strong decision making and problem solving skills 1.4 Provide strong fiscal leadership	
2. Build Effective Relationships	2.1. Develops and sustains critical relationships with external constituents	
	2.2 Establishes strong relationships with campus community	
4. Energize the Team	3.1 Actively works to motivate team to achieve key objectives	
	3.2. Uses social media and other communication tools to effectively communicate with the campus community	
	3.3 Promotes inclusion and diversity on campus.	
5. Model personal excellence, integrity, and accountability	4.1 Demonstrates transparency and accountability in actions.	

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Key Longitudinal Metrics/Project Status Form

Name: <u>XXXXX President</u>   Institution: <u>XXXXX University</u>

Planning and Assessment Period: <u>2018-2019</u>

<u>Long term goals for the University</u>   <u>Trend Data/Project Status</u>

1.

2.

3.

4.

5.

6.

7.

8.

9.

10.

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DRAFT SAMPLE

Key Longitudinal Metrics/Project Status

Name: <u>XXXXX President</u>   Institution: <u>XXXXX University</u>

Planning and Assessment Period: <u>2018-2019</u>

Long term goals for the University	Trend Data/Project Status
1. Achieve and sustain total enrollment of 5, 500 FTES	FY 2015 – 4,856 FTES FY 2016 - 4,915 FTES FY 2017 - 5,025 FTES FY 2018 - 5,125 FTES
2. Increase 6-year undergraduate graduation rate to 72%	FY 2015 – 69.2% FY 2016 – 69.9% FY 2017 – 70.1% FY 2018 - 70.9%
3. Update and implement university strategic plan	FY 2015 – Formed strategic plan committee - Conducted reviews, discussions and drafting of goals for new plan FY 2016 – Completed draft of new plan - Finalized plan FY 2017 - Determined key steps for Implementation - Completed year-one actions
4. Meet or exceed annual USM Fund Balance requirements	FY 2015 - .5% FY 2016 - .9% FY 2017 – 1.1% FY 2018 – 1.5%
5. No repeat audit findings	FY 2013 – 3 repeat findings FY 2015 – 1 repeat finding FY 2017 – 0 repeat findings

USM Bylaws, Policies and Procedures of the Board of Regents

VII-5.01 - BOARD OF REGENTS POLICY ON THE FIVE-YEAR REVIEW OF USM
      PRESIDENTS

(Approved by the Board of Regents, April 16, 2004; Amended June 19, 2015; Amended October 9, 2015)

I.   **PURPOSE OF REVIEWS**

    A.   Initial Five-Year Reviews

        The normal expectation is that presidents will serve for periods of at least five (5) to six (6) years following their initial appointments. It is appropriate, therefore, to conduct an in-depth review of presidents and the impact of their leadership after a period of roughly five (5) years of service. This will enable the Board of Regents and the Chancellor to assess presidential performances over a more extended period of time than is possible with the ongoing annual performance reviews. The five-year review is expected to highlight major accomplishments, offer constructive suggestions as to areas where improvement in performance could occur, and provide guidance about the continuation of a president's service.

    B.   It is also important to occasionally conduct in-depth reviews of presidents who serve extended periods of time in order to insure that their leadership continues to move their institutions forward with vitality and vigor. At the request of the Chancellor and/or the Board of Regents, a President shall be scheduled for an in-depth review at no less than 5-year intervals following the initial 5-year review. When possible and practical, these reviews should be coordinated with the cycle of Middle States Commission on Higher Education (MSCHE) and/or other accrediting body reviews.

II.   **AREAS FOR REVIEW/ASSESSMENT**

    Presidential performance will be assessed in a number of areas including:

    A.   Institutional leadership

        1. establishing a vision and mission for the institution

        2. developing a strategic plan and direction

        3. aligning the vision, mission, and planning with resource allocation;

    B.   Progress toward academic excellence as measured by student and faculty quality and accomplishments;

VII – 5.01-1

USM Bylaws, Policies and Procedures of the Board of Regents

C.   Soundness of fiscal management;

D.   Success in non-state resource development, including external grants and contracts, and private gifts;

E.   For those institutions with a major research mission, success of the research enterprise and its impact on economic development;

F.   Strength of external relations efforts (including public relations, marketing efforts, and government and private sector relations);

G.   Ability to develop strategic partnerships with other System institutions, higher education institutions outside the System, federal laboratories, state and local agencies, and the private sector;

H.   Commitment to serving the public good through well articulated state and community outreach and engagement efforts;

I.   Quality of student services (if appropriate);

J.   Commitment to shared governance;

K.   Ability to contribute as a constructive and collaborative member of the USM leadership; and

L.   Attention to the development of a high quality administrative and managerial infrastructure and an attractive, well maintained physical plant.

III.   REVIEW COMMITTEE

A.   The Chancellor shall appoint a review committee and charge it with evaluating the President's overall performance in the areas mentioned above.

1. The committee will consist of no more than five (5) members, who will be knowledgeable and experienced leaders, such as presidents of institutions with missions similar to that of the president under review.

2. The President may suggest suitable members for the committee and will be asked to review the proposed committee; however, the final selection will be made by the Chancellor.

B.   Review Schedule

VII – 5.01-2

USM Bylaws, Policies and Procedures of the Board of Regents

The deliberations and recommendations of the committee are strictly confidential and will proceed according to the following schedule:

1. A president under review completes a self-assessment, which includes the major accomplishments and the challenges faced during the period under review.

2. The self-assessment is shared with the committee members several weeks in advance of their site visit.

3. Before making a site visit, the committee members review the self-assessment and other key institutional documents, such as Middle States review documents, recent accreditation reports, strategic plans, as well as representative information shared with alumni, donors, and other external groups.

4. At the beginning of the site visit, the committee meets with the Chancellor to receive its formal charge and then with the Vice Chancellors. The Committee visits the campus and meets with the institution's vice presidents, and the officers of constituent groups such as faculty, staff and student governance bodies, alumni, and affiliated foundation boards (this will differ from institution to institution). These meetings are expected to be strictly confidential and will take place in a conference room setting. The campus visit should be completed in a concentrated time frame of no more than three days.

5. The committee has an exit interview with the Chancellor.

6. The Committee prepares and submits its formal report within two weeks of the exit interview.

7. The Chancellor shares the report with the President, who is invited to respond in writing.

8. The Chancellor makes the review committee report and the President's response available to the Committee on Organization & Compensation, discusses the report with the Committee and then with the entire Board of Regents. The report remains confidential and becomes part of the president's personnel file.

9. The Chancellor meets with the President to discuss the review committee's reports, the Board's reaction to it, and the steps that need to be taken in response to the report.

VII – 5.01-3

UNIVERSITY SYSTEM of MARYLAND

BOARD OF REGENTS

SUMMARY OF ITEM FOR ACTION,
INFORMATION OR DISCUSSION

TOPIC: Review of process and BOR policy for the Five-year Review of USM Presidents
(VII-5.01)

COMMITTEE: Organization and Compensation

DATE OF MEETING: March 29, 2018

SUMMARY: BOR Policy VII-5.01 establishes a policy for the in-depth performance review of
presidents after they have served for five years following their initial appointment. The policy
also provides for additional in-depth reviews at the request of the Chancellor and/or the Board
of Regents. The USM has documentation that provides guidance regarding the typical steps in
the review process.

The Committee may consider modifications to the policy and process, as follows:

1. Modify the timeframe for reviews – consider conducting a review of new presidents after
    a shorter period of time – maybe 3 or 4 years instead of 5. Also, consider developing
    more guidance regarding the circumstances that would trigger further in-depth reviews.
2. Develop a template for the in-depth review report that provides more guidance and
    structure for the reports.
3. Review the areas for review/assessment to ensure all key areas are covered given the
    new framework proposed by the BOR.
4. Review the committee structure and the review process and schedule to ensure in-depth
    reviews provide high quality and timely assessment of presidents to the BOR and
    appropriate feedback to presidents to promote improved performance, even for
    successful presidents.

The Committee will discuss the process they want to follow for this review which may include
setting up a smaller group, getting feedback from presidents and setting a schedule for the
review.

ALTERNATIVE(**S**):   The Committee could choose not to discuss the topic.

FISCAL IMPACT: Fiscal impact depends on any changes to the policy or process for in-
depth reviews of presidents.

CHANCELLOR'S RECOMMENDATION: The Chancellor recommends that the Committee
discuss the BOR policy and USM process for in-depth reviews of presidents and determine a
process to review and recommended appropriate revisions.

COMMITTEE ACTION: DATE: March 29, 2018

BOARD ACTION: DATE:

SUBMITTED BY: Janice Doyle, jdoyle@usmd.edu, 301-445-1906

USM Bylaws, Policies and Procedures of the Board of Regents

VII-5.01 - BOARD OF REGENTS POLICY ON THE FIVE-YEAR REVIEW OF USM PRESIDENTS

(Approved by the Board of Regents, April 16, 2004; Amended June 19, 2015; Amended October 9, 2015)

I.   **PURPOSE OF REVIEWS**

    A.   Initial Five-Year Reviews

        The normal expectation is that presidents will serve for periods of at least five (5) to six (6) years following their initial appointments. It is appropriate, therefore, to conduct an in-depth review of presidents and the impact of their leadership after a period of roughly five (5) years of service. This will enable the Board of Regents and the Chancellor to assess presidential performances over a more extended period of time than is possible with the ongoing annual performance reviews. The five-year review is expected to highlight major accomplishments, offer constructive suggestions as to areas where improvement in performance could occur, and provide guidance about the continuation of a president's service.

    B.   It is also important to occasionally conduct in-depth reviews of presidents who serve extended periods of time in order to insure that their leadership continues to move their institutions forward with vitality and vigor. At the request of the Chancellor and/or the Board of Regents, a President shall be scheduled for an in-depth review at no less than 5-year intervals following the initial 5-year review. When possible and practical, these reviews should be coordinated with the cycle of Middle States Commission on Higher Education (MSCHE) and/or other accrediting body reviews.

II.   **AREAS FOR REVIEW/ASSESSMENT**

    Presidential performance will be assessed in a number of areas including:

    A.   Institutional leadership

        1. establishing a vision and mission for the institution

        2. developing a strategic plan and direction

        3. aligning the vision, mission, and planning with resource allocation;

    B.   Progress toward academic excellence as measured by student and faculty quality and accomplishments;

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C.   Soundness of fiscal management;

D.   Success in non-state resource development, including external grants and contracts, and private gifts;

E.   For those institutions with a major research mission, success of the research enterprise and its impact on economic development;

F.   Strength of external relations efforts (including public relations, marketing efforts, and government and private sector relations);

G.   Ability to develop strategic partnerships with other System institutions, higher education institutions outside the System, federal laboratories, state and local agencies, and the private sector;

H.   Commitment to serving the public good through well articulated state and community outreach and engagement efforts;

I.   Quality of student services (if appropriate);

J.   Commitment to shared governance;

K.   Ability to contribute as a constructive and collaborative member of the USM leadership; and

L.   Attention to the development of a high quality administrative and managerial infrastructure and an attractive, well maintained physical plant.

III. REVIEW COMMITTEE

A.   The Chancellor shall appoint a review committee and charge it with evaluating the President's overall performance in the areas mentioned above.

1.   The committee will consist of no more than five (5) members, who will be knowledgeable and experienced leaders, such as presidents of institutions with missions similar to that of the president under review.

2.   The President may suggest suitable members for the committee and will be asked to review the proposed committee; however, the final selection will be made by the Chancellor.

B.   Review Schedule

VII – 5.01-2

USM Bylaws, Policies and Procedures of the Board of Regents

The deliberations and recommendations of the committee are strictly confidential and will proceed according to the following schedule:

1. A president under review completes a self-assessment, which includes the major accomplishments and the challenges faced during the period under review.

2. The self-assessment is shared with the committee members several weeks in advance of their site visit.

3. Before making a site visit, the committee members review the self-assessment and other key institutional documents, such as Middle States review documents, recent accreditation reports, strategic plans, as well as representative information shared with alumni, donors, and other external groups.

4. At the beginning of the site visit, the committee meets with the Chancellor to receive its formal charge and then with the Vice Chancellors. The Committee visits the campus and meets with the institution's vice presidents, and the officers of constituent groups such as faculty, staff and student governance bodies, alumni, and affiliated foundation boards (this will differ from institution to institution). These meetings are expected to be strictly confidential and will take place in a conference room setting. The campus visit should be completed in a concentrated time frame of no more than three days.

5. The committee has an exit interview with the Chancellor.

6. The Committee prepares and submits its formal report within two weeks of the exit interview.

7. The Chancellor shares the report with the President, who is invited to respond in writing.

8. The Chancellor makes the review committee report and the President's response available to the Committee on Organization & Compensation, discusses the report with the Committee and then with the entire Board of Regents. The report remains confidential and becomes part of the president's personnel file.

9. The Chancellor meets with the President to discuss the review committee's reports, the Board's reaction to it, and the steps that need to be taken in response to the report.

VII – 5.01-3

PROCESS FOR 5-YEAR REVIEW OF PRESIDENTS

POLICY VII 5.01

- The 5-year review is planned approximately at the 5-year anniversary of the president's appointment as president of the institution.
- The president is alerted to this, at his/her annual or midyear review, and he/she is asked to appoint someone at the institution to serve as liaison with the USM office for planning purposes.
- President will prepare a self-evaluation report based on criteria outlined in policy. That report will be distributed by the USM office to the team approximately 10 days before the scheduled visit. A few other documents or publications may be included – but past teams have advised against sending too much.

- **DATE:** Step One is to target a few dates that will work well on campus – no other interfering major campus events, exam dates, spring break, etc.
- Working with the campus liaison, check calendar of the president for suggested times for the one on one meeting with the team (this meeting before the campus constituent meeting)
- Check the calendar of the Chancellor for a dinner the night before the campus constituent visits that coordinates with the campus and president dates. At this dinner, the Chancellor will have the chance to alert the team of any issues he or the Board wants the team to pursue or issues that he has heard about from the campus

- **TEAM:** Chancellor asks presidents to suggest a few presidents of institutions considered peer (or close to peer) institutions – often 3 to 5 names.
- Chancellor also identifies such presidents, and decides between both lists a good mix for the team.
- Working with the 3 dates (you might have two or three blocks to allow flexibility for the team) – put holds on them in order to have flexibility for the team
- Chancellor makes personal calls to invite the team. He needs to identify who should chair the team
- He should alert them to the proposed dates
- Invite letters go to team – with more specifics (eg, they arrange their own travel – USM reimburses; we arrange their lodging and transportation here (usually the campus will be responsible for the transportation); honorariums ($2500 team chair, $1500 others). *Sample letters are in files.*

- **VISIT:** Campus arranges meetings of key constituents – faculty, staff and student leaders, cabinet, dean's council, department chairs, alumni, foundation, BOV reps; external community – might vary a little on each campus based on shared governance structures and other factors. USM office

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liaison needs to review to ensure that it is a balanced group – older/younger faculty, eg.   *Sample schedules are in files.*

- Neither the USM liaison nor the campus liaison attends the meetings. The intent is to have as candid a dialogue as possible. If any individual wants to share information privately with a member of the team, the team chair should be alerted and efforts should be made to facilitate this.
- **FOLLOW-UP:** Often the team captain will have a debriefing with Chancellor either right after meeting or within following day or two (did not happen with UMCP).
- Report is expected with 2-3 weeks after visit – to Chancellor.
- Chancellor shares report with President.
- President is invited to draft a response – not mandatory
- Report (and president's response) is shared with Committee on Organization and Compensation (O/C).
- Chancellor shares his reaction and O/C reactions to report with president. If appropriate, goals can be amended.
- Summary is provided as part of O/C report to next full board meeting.
- A very brief summary has occasionally been shared with campus community – just with message of "good report reaffirming president's leadership" (if correct) and thank you to campus for participating.

kr
2/29/16

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UNIVERSITY SYSTEM
of MARYLAND

SUMMARY OF ITEM FOR ACTION,
INFORMATION OR DISCUSSION

TOPIC: USM Work Plan for Updating Executive Compensation Market Data for 2018

COMMITTEE: Committee on Organization and Compensation

DATE OF COMMITTEE MEETING: March 29, 2018

SUMMARY: In consultation with Sibson Consulting, the USM System Office has put together a draft work plan and schedule for updating (or "aging") the market data on executive compensation prepared by Sibson for the USM in 2017 as part of the USM Executive Compensation and Governance study. Under the proposed work plan, the USM Institutional Research staff, within the office of the Vice Chancellor for Administration and Finance, will undertake a process to update the survey data on executive compensation, collected by Sibson in 2017, for each of the USM institutional peers and the System Office. Information used to appropriately age the data will be taken from Sibson's 2018 Compensation Planning Analysis, which draws upon data from five published salary-planning resources to project where the market has moved in 2018 in terms of Executive Compensation for those working in Education.

Because of the variability inherent in incentive-based compensation systems, and the fact that USM cannot know whether an incentive will be awarded each year to a peer institution executive, the Institutional Research Office is proposing to focus the updated analysis on the base salary component only. Additional information on which institutions within each institution's peer set utilized incentive compensation in 2017, and the amount of the incentive awarded relative to the base salary, may be provided (using the 2017 Sibson data set) if determined to be useful by the Board.

Upon completion of the updated analysis, projected to be completed the first week of April, the information will be shared with the Board and System leadership for their review and further discussion and refining. A final draft of the updated data set is expected to be made available to the Board and the USM leadership in May.

ALTERNATIVE(**S**): This item is for discussion only at this time.

FISCAL IMPACT: This item is for discussion only at this time.

CHANCELLOR'S RECOMMENDATION: This item is for discussion only at this time.

COMMITTEE RECOMMENDATION: DATE:

BOARD ACTION: DATE:

SUBMITTED BY: Ellen Herbst (301) 445-1923

/var/folders/vz/zpvyvsgj37q32kv059t536hdgzyvgv/t/com.microsoft.outlook/outlook temp/draft executive compensation update work plan cover sheet to org and comp march 29, 2018.docx

Work Plan for Updating USM Executive Compensation Market Data for 2018

The USM Institutional Research and Planning office will carry out the process for updating or "aging" the Executive Compensation survey data prepared by Sibson Consulting in 2017 for the Board. The following represents the steps and timeline anticipated.

February 2018

- Working in coordination with Sibson, the USM IR office will download the 2017 peer and executive compensation data for each USM institution and the System Office, using the secure data access site established by Sibson.

March 2018

- For each USM institution and the System Office, the USM IR office will calculate the projected 2018 base salary for the executive officer of each peer institution and the System office using an aging factor recommended by Sibson.

  The factor selected will reflect the average percent increase in salary projected for executives in the "Education" industry by Sibson. Sibson derives the projection using data from five published salary-planning sources that draw on data from private and public employers nationwide.

- The projected 25th percentile, Median, 75th percentile, and 90th percentile for each set of peer institutions and the System office will be calculated using the aging factor as well.

April 2018

- The USM IR office will provide to the Organization and Compensation Committee Chair at the beginning of April a draft Excel Spreadsheet delineating the following:
  - The 2017 base salary for the chief executive of each peer USM institution, as established by the Board in its 2017 work with Sibson, along with the median and 25th/75th/90th percentiles for the set of peer institutions.
  - The 2018 projected base salary for the chief executive of each peer institution or System office, along with the median and percentiles for the set of peer institutions.

  Based on feedback from Org and Comp Committee members, the USM IR office will work as needed to expand or refine its projection for 2018.

- Note: Based on the Sibson data, the use of incentive compensation appears to be be more prevalent at some types of institutions (i.e., research universities like UMCP and UMBC, special mission institutions like UMUC, and larger

comprehensives like Towson). However, neither Sibson nor the USM IR office is able to determine whether the incentive salary recorded in 2017 is stable or at risk. Therefore a decision has been made by the USM to update or "age" the data on base salary alone for 2018.   As part of its analysis, however, the USM IR office will note for the Committee which institutions in each peer group utilized incentive compensation in 2017, per the Sibson survey. If useful, the office can also undertake some additional analysis, such as calculating the percentage of an individual executive's total cash compensation the incentive compensation represented in 2017.

May 1, 2018

- Based on Board feedback and further refining, the USM IR office will present to the Organization and Compensation Committee Chair a final Excel sheet for each peer institution and the system office with the final projected salary data and information for 2018.

UNIVERSITY SYSTEM
of **MARYLAND**

BOARD OF REGENTS

SUMMARY OF ITEM FOR ACTION,
INFORMATION OR DISCUSSION

TOPIC: Post Presidential Benefits

COMMITTEE: Organization and Compensation

DATE OF MEETING: March 29, 2018

SUMMARY: The Organization and Compensation Committee discussed the issue of post-presidential benefits at their January 25, 2018 meeting. Follow-up to that discussion found that there were no standard or common approaches regarding these benefits, particularly for presidents with non-traditional backgrounds. The Chancellor will discuss the recommendations with the committee as provided on the attachment.

ALTERNATIVE(**S**):   The Committee could choose not to discuss the topic further.

FISCAL IMPACT: Fiscal impact depends on BOR decisions regarding post presidential benefits.

CHANCELLOR'S RECOMMENDATION: The Chancellor recommends that the Regents discuss the options for post presidential benefits.

COMMITTEE ACTION: DATE: March 29, 2018

BOARD ACTION: DATE:

SUBMITTED BY: Janice Doyle, jdoyle@usmd.edu, 301-445-1906

University System of Maryland
Guidelines for Post Presidential Benefits

1. New presidents will be considered for tenure at their institution if their resume warrants consideration. The Chancellor, with approval of the BOR, will recommend the president be considered, but the decision is made at the institutional level.

2. If a president is awarded tenure, the following conditions apply when they step down as president:

   a. If they served successfully as president for three or more years, they will receive six months of sabbatical or administrative leave at their presidential salary level.
   b. If they served successfully as president for five years or more, they will receive one year of sabbatical or administrative leave at their presidential salary level.
   c. When they return to faculty to teach, their salary will be commensurate with senior faculty in the department, but no less that 50% of their base salary as President, subject to the approval of the president and senior officials at the institution and the Chancellor.
   d. If they served successfully as president for more than 10 years, they may be considered for emeritus status.

3. If a president is not awarded tenure, the following conditions apply when they step down as president:

   a. If they served successfully as president for three or more years, they will receive six months of administrative leave at their presidential salary level.
   b. If they served successfully as president for five years or more, they will receive one year of administrative leave at their presidential salary level.
   c. If they served successfully as president for more than 10 years, they may be considered for emeritus status.

UNIVERSITY SYSTEM
of **MARYLAND**

BOARD OF REGENTS

SUMMARY OF ITEM FOR ACTION,
INFORMATION OR DISCUSSION

TOPIC: Review of process and BOR guidelines for presidential searches

COMMITTEE: Organization and Compensation

DATE OF MEETING: March 29, 2018

SUMMARY: The BOR approved guidelines that establish a general procedural framework for the search and selection of presidents of the institutions of the University System of Maryland. The guidelines were last reviewed in January 2007. Periodic review of these guidelines is important to ensure that the process meets best practice standards and assists the regents in selecting the highest quality leadership for USM institutions.

The Committee will discuss the process they want to follow for this review which may include setting up a smaller group, getting feedback from presidents and setting a schedule for the review.

ALTERNATIVE(S):   The Committee could choose not to discuss the topic.

FISCAL IMPACT: Fiscal impact depends on any changes to the policy or process for presidential searches.

CHANCELLOR'S RECOMMENDATION: The Chancellor recommends that the Committee discuss the BOR policy and USM process for presidential searches and determine a process to review and recommended appropriate revisions.

COMMITTEE ACTION: DATE: March 29, 2018

BOARD ACTION: DATE:

SUBMITTED BY: Janice Doyle, jdoyle@usmd.edu, 301-445-1906

UNIVERSITY SYSTEM OF MARYLAND

GUIDELINES FOR THE SELECTION OF PRESIDENTS

(Approved by the Board of Regents, January 24, 1991; Revised July 13, 2001;
Revised October 22, 2004)

Purpose

The purpose of these guidelines is to establish a general procedural framework for the search and selection of presidents of the institutions of the University System of Maryland. The Regents deem it important that there be general consistency in the presidential search and selection process among the institutions of the System. It is recognized, however, that differences in institutional objectives, traditions, and cultures may require some institution-specific variation in search procedures within and consistent with these general guidelines.

Selection and Appointment of Presidents

The final selection and appointment of an institutional president is, by law, the responsibility and prerogative of the Board of Regents. All other elements of the search process under these guidelines are designed to assist the Regents in meeting that responsibility in a manner responsive to the leadership needs of the institution and the System.

Search and Screening Committee

The Chancellor will appoint a search and screening committee for each search for a president. The Chancellor will name the chair of the committee. The Board will review the committee selections.

The Search and Screening Committee will normally consist of 12-15 persons selected by the Chancellor from institutional constituent groups and/or individuals, including faculty, students, administrators, staff, alumni, foundation boards, boards of visitors, and, often, the institution's general community. The Committee will be composed of a balanced selection of individuals drawn from some of these groups. It is essential that the members of the Committee see themselves and function not as representatives of particular special interest groups, but as members of a team dedicated to a single objective, the identification and recommendation of the strongest possible candidates for the presidency of the institution.

The Chair of the Board of Regents will designate a Regent who will serve as Regents' Liaison to the Search and Screening Committee. The functions of the Regents' Liaison are to assist the Committee in understanding the perspective of the Board of Regents as the work of the Committee proceeds and, when the recommendations of the Committee have been received by

the Board, to help the Regents understand fully the context within which those recommendations were made. The Regents' Liaison is not a voting member of the Committee.

The Chancellor will designate a Chancellor's Liaison to the Search and Screening Committee. The function of the Chancellor's Liaison is to provide to the Committee a direct and immediate source of informed advice as its work proceeds. The Chancellor's Liaison is not a voting member of the Committee.

Responsibilities of the Search and Screening Committee

The primary responsibilities of the Search and Screening Committee are three-fold:

1. **To develop a broad and deep pool of strong candidates, through a national, and proactive search using all available means;**
2. **To select from that pool, with care, deliberation, and thoroughness, a group of no fewer than three and (usually) no more than five finalist candidates to be recommended to the Regents, unranked.**
3. **To adhere to a strict code of confidentiality.**

In meeting its primary responsibilities, the Committee will:

- Agree on a statement of professional qualifications and personal qualities sought in the individual to be selected as president, in consultation with and subject to the approval of the Chancellor.
- Review the evolving role of a university president in today's environment and develop a set of criteria that recognizes and encourages traditional academic candidates as well as non-traditional candidates.
- Develop for itself procedures that will govern the conduct of the search.
- Disseminate widely, through media advertisements and other means, information about the availability of the position.
- Conduct an intensive and extensive proactive search for qualified candidates, using its own contacts and soliciting the assistance of any and all appropriate individuals or organizations internal and external to the institution. The Regents' permit, but do not require, that the Committee employ an executive search service. If the Committee elects not to employ such a service, then it must employ a professional reference checker to ensure thorough, consistent, and fair use of sources of references on candidates, including checking references other than those submitted by the candidates.
- Ensure that the search is demonstrably conducted in a manner consistent with both the letter and the spirit of relevant equal opportunity and diversity policies and requirements.
- Screen candidates fairly and consistently, using evaluative criteria based on the professional qualifications and personal qualities sought.
- Select and interview a group of semi-finalist candidates. (This group typically numbers 6-10.)
- Select from the group of semi-finalist candidates a group of finalist candidates.
- Submit to the Chancellor the names of the finalist candidates, unranked, together with all relevant information, and a written report of the Committee's assessment of the strengths and weaknesses of each.
- All persons involved must maintain confidentiality during the entire process to protect the candidates, the integrity of the process, and the interests of the institution. Only the University System Office at the direction of the Chancellor or the Chancellor's designee should disclose information about the status of the search. Any request from the Search and Screening Committee to conduct an open or semi-open search, due to potentially unique circumstances that the committee feels the institution faces, should be submitted to the Chancellor, who will then act on this recommendation after consultation with the Board.

Chancellor's and Regents' Actions

Following receipt of the report of the Search and Screening Committee, the Chancellor will consult with the Committee Chair, the representative of the executive search service (if any), the professional reference checker (if separate from the search service), and conduct any further reference checks that may be appropriate. The Office of the Chancellor will arrange for interviews of the finalists by the Chancellor and the Regents. Prior to these interviews, the Chair of the Search and Screening Committee will personally brief the Regents and the Chancellor on the work and recommendations of the Committee. Following the interviews of the final candidates, the Regents will hear the recommendation of the Chancellor, and either proceed to select the successful candidate or charge the Committee to present other names.

Following the Regents' selection, the Chancellor, in consultation with the Chair of the Board and with the advice of the Office of the Attorney General, will negotiate the terms of appointment with the successful candidate. Formal appointment by the Board of Regents and public announcement of the appointment will follow.

Duration of Searches

It is extremely important that a search be conducted expeditiously, in order to protect the candidate pool and the semi-finalist and finalist groups from erosion by competing searches in other institutions, and to impress upon candidates the seriousness and professionalism with which the search is conducted. The Regents expect that a search for president should normally lead to the appointment of a president within six months following the initiation of the process with the first meeting of the Search and Screening Committee. This means that the work of the Committee should normally extend over no more than four to five months. Though it is recognized that the nature of the academic calendar may in some cases require extending the search period, every effort must be made to avoid the deleterious consequences that can accompany a lengthy search process.

Staff Support

The Office of the Chancellor will arrange staff support for the Search and Screening Committee. In most cases, the primary staff support for the Committee will come from the Committee's institution. University System Office staff will assist in such matters as: providing advice and assistance to the Chair of the Search and Screening Committee in handling Committee documents and communications; providing assistance in preparing Committee reports to the Chancellor; providing liaison between finalist candidates and the Chancellor and Regents in the final stages of the process; and maintaining the permanent records of the search.

Costs of the Search

Costs of the search will normally be borne by the institution for which the search is conducted.

STEPS IN A PRESIDENTIAL SEARCH

1. Chancellor meets with campus communities to discuss search and to invite recommendations for members of the search committee
2. Appointment of search committee – based on presidential search guidelines
3. Charge by Chancellor to search committee
4. Selection of national search consultant
5. Consultant meets with campus constituents – in groups and individually to ascertain criteria and skills desired in new president
6. Development of comprehensive leadership profile – which is a document that pulls together information about campus and, more important, outlines the criteria for successful candidates. It also will outline opportunities and challenges for the position. This is joint effort of committee and consultant often with help from campus marketing/public relations staff
7. Ad placed in key national publications to announce official "kick-off" of search
8. Consultant undertakes major recruitment efforts.
9. Consultant recommends 12-15 candidates for committee to review on a secure website. Committee can review all candidate submissions as well.
10. Committee discusses candidates and determines whom they would like to meet for initial interviews
11. Airport interviews conducted (2-days)
12. 3-4 candidates recommended for Regents' consideration
13. Consultant conducts further reference checks and background checks before meetings with Regents
14. Interviews with Chancellor and Regents
15. Chancellor negotiates compensation and other details with recommended candidate

UNIVERSITY SYSTEM
of MARYLAND

BOARD OF REGENTS

SUMMARY OF ITEM FOR ACTION,
INFORMATION OR DISCUSSION

TOPIC: Briefing Book for the Organization and Compensation Committee

COMMITTEE: Organization and Compensation

DATE OF MEETING: March 29, 2018

SUMMARY: The Organization and Compensation Committee has developed or revised a
number of documents in the past year or so that related to executive compensation, goal
setting and performance assessment. A briefing book should be developed for members of the
Organization and Compensation Committee to provide guidance on the various content areas.
The book should be posted on the BOR portal for easy access and new members of the
Committee should be briefed on the various documents.

ALTERNATIVE(S):   The Committee could choose not to recommend a briefing book.

FISCAL IMPACT: Fiscal impact is minimal

CHANCELLOR'S RECOMMENDATION: The Chancellor recommends that a briefing book
be developed as guidance for the Organization and Compensation Committee.

COMMITTEE ACTION: DATE: March 29, 2018

BOARD ACTION: DATE:

SUBMITTED BY: Janice Doyle, jdoyle@usmd.edu, 301-445-1906

Committee on Organization and Compensation Briefing Book

This briefing book would contain the documents that the committee has developed over the past year that guide the work of the committee. These materials will be housed on the Diligent Board Book system.

The proposed documents to be included are:

1. Sibson Consulting Report on Executive Compensation and Governance

2. USM Executive Compensation Philosophy

3. Committee on Organization & Compensation Charter

4. Timeframe for Periodic Remuneration Reviews

5. Tally Sheets

6. Annual Calendar for Performance Assessment and Compensation Administration

Pending documents proposed for inclusion upon their completion are:

1. Template and Process for Annual Assessment of Performance:
   a. Annual Goals
   b. Assessment of Behavior-Based Competencies
   c. Longitudinal Metrics of Success

2. Guidelines for In-Depth, 360 Reviews (currently 5-year review process)

3. Guidelines for Chancellor and Presidential Searches

4. Succession Planning Process

UNIVERSITY SYSTEM
of MARYLAND

BOARD OF REGENTS

SUMMARY OF ITEM FOR ACTION,
INFORMATION OR DISCUSSION

TOPIC:　　Status of Work Plan on Executive Compensation and Governance

COMMITTEE:　Organization and Compensation

DATE OF MEETING:　March 29, 2018

SUMMARY:　　The attached spreadsheet provides a status report of the work plan developed to address the recommendations of the Report on Executive Compensation and Governance from Sibson.

The committee will discuss outstanding items and reprioritize the remaining actions, if needed.

ALTERNATIVE(S):　　The Committee could choose not to discuss the topic.

FISCAL IMPACT:　　Components of the work plan may require external expertise; however, it is anticipated that the fiscal impact will be minimal.

CHANCELLOR'S RECOMMENDATION:　　The Chancellor recommends that the Committee discuss the status report and suggest any necessary edits.

COMMITTEE ACTION:　　　　　　　　　　　　　　DATE:　March 29, 2018

BOARD ACTION:　　　　　　　　　　　　　　　　DATE:

SUBMITTED BY:　Janice Doyle, jdoyle@usmd.edu, 301-445-1906

Executive Compensation and Governance Study Work Plan				
Objectives	**Status**	**Target Completion Date**	**Responsible Staff**	**Comments**
Develop a compensation philosophy				
Outline the goals and desired objectives of the executive compensation program, compensation elements, peer group, desired pay positioning, etc.	Completed	Completed 9.15.17	Chancellor's Office	
Enhance governance tools and processes				
Expand and formalize the charter for the Organization and Compensation Committee	Completed	Completed 12.15.17	Chancellor's Office	
Create tally sheets for the Chancellor and presidents to provide year-over-year detailed compensation to regents in a consistent format	Completed	Complete	Chancellor's Office	
Develop an annual calendar of key actions required in performance assessment and compensation administration	Completed	Completed 12.15.17	Chancellor's Office	
Conduct education sessions for the Organization and Compensation Committee and/or the BOR on current topics in executive compensation and governance		As needed	Outside Assistance	
Streamline goal setting and evaluation approach				
Develop a standard template and process for annual goal development and performance evaluation to allow for a simpler, quicker assessment that also balances the Chancellor and presidents' needs for personalization with System's need for greater consistency. The template should be automated, if practicable, and may incorporate scorecard/longitudinal metrics currently used at the System and longer-term strategic planning measurement.	In progress	March 29th Org and Comp	Chancellor's Office	Has been discussed/vetted with CUSP
Review the current guidelines for five-year presidential reviews and recent five-year review reports and determine needed improvements in the process, if any. The guidelines should be updated to reflect agreed upon changes.		March 29th Org and Comp	Chancellor's Office	
Conduct periodic total remuneration reviews				
Supplement annual base salary reviews of recently developed peer groups with total remuneration assessments every 3 to 5 years to ensure continued market competitiveness of the full compensation package. Components include the aging of data, update of data from peers and reassessment of peers.		March 29th Org and Comp - Summary of Aging Process	Chancellor's Office	

Explore the use of incentives and/or deferred compensation vehicles				
The use of incentive pay has been increasing across higher education and is expected to continue. Sibson Consulting estimates that currently about 20-30% of institutions provide incentives to executives, however, they are more prevalent in private institutions than public institutions.		Summer 2018	Outside Assistance	
Review process and guidelines for chancellor and presidential searches and create a succession planning process across the system				
Review current process, outcomes and guidelines for chancellor and presidential searches and determine needed improvements in the process, if any. The guidelines should be updated to reflect agreed upon changes.		March 29th Org and Comp - kickoff small group to look at issue	Chancellor's Office	
Develop a succession planning process to help retain high performing incumbents who demonstrate top executive potential and help alleviate the future expected competition over scarce resources.		TBD	Outside Assistance	

UNIVERSITY SYSTEM
of MARYLAND

BOARD OF REGENTS

SUMMARY OF ITEM FOR ACTION,
INFORMATION OR DISCUSSION

TOPIC: Convening Closed Session

COMMITTEE: Organization and Compensation

DATE OF MEETING: March 29, 2018

SUMMARY: The Open Meetings Act permits public bodies to close their meetings to the public in special circumstances outlined in §3-305 of the Act and to carry out administrative functions exempted by §3-103 of the Act. The Board of Regents will now vote to reconvene in closed session. As required by law, the vote on the closing of the session will be recorded. A 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, is available for public review.

It is possible that an issue could arise during a closed session that the Committee determines should be discussed in open session or added to the closed session agenda for discussion. In that event, the Committee would reconvene in open session to discuss the open session topic or to vote to reconvene in closed session to discuss the additional closed session topic.

ALTERNATIVE(S):   No alternative is suggested.

FISCAL IMPACT: There is no fiscal impact

CHANCELLOR'S RECOMMENDATION: The Chancellor recommends that the BOR Committee on Organization and Compensation vote to reconvene in closed session.

COMMITTEE ACTION: _____   DATE: March 29, 2018

BOARD ACTION: _____   DATE: _____

SUBMITTED BY: Janice Doyle, jdoyle@usmd.edu, 301-445-1906

UNIVERSITY SYSTEM
of MARYLAND

STATEMENT REGARDING CLOSING A MEETING
OF THE USM BOARD OF REGENTS
ORGANIZATION AND COMPENSATION COMMITTEE

Date: March 28, 2018
Time: Approximately 9:30 a.m.
Location: Conf. Room 03-117
            Saratoga Building
            University of Maryland, Baltimore

STATUTORY AUTHORITY TO CLOSE A SESSION

Md. Code, General Provisions Article §3-305(b):

(1)   To discuss:

    [X]   (i)   The appointment, employment, assignment, promotion, discipline, demotion, compensation, removal, resignation, or performance evaluation of appointees, employees, or officials over whom it has jurisdiction; or

    [X] (ii)   Any other personnel matter that affects one or more specific individuals.

(2)   [ ]   To protect the privacy or reputation of individuals with respect to a matter that is not related to public business.

(3)   [ ]   To consider the acquisition of real property for a public purpose and matters directly related thereto.

(4)   [ ]   To consider a preliminary matter that concerns the proposal for a business or industrial organization to locate, expand, or remain in the State.

(5)   [ ]   To consider the investment of public funds.

(6)   [ ]   To consider the marketing of public securities.

(7)   [ ]   To consult with counsel to obtain legal advice on a legal matter.

(8)   [ ]   To consult with staff, consultants, or other individuals about pending or potential litigation.

(9)   [X]   To conduct collective bargaining negotiations or consider matters that relate to the negotiations.

FORM OF STATEMENT FOR CLOSING A MEETING   PAGE TWO

(10)   [ ]   To discuss public security, if the public body determines that public discussions would constitute a risk to the public or public security, including:

        (i)   the deployment of fire and police services and staff; and

        (ii)   the development and implementation of emergency plans.

(11)   [ ]   To prepare, administer or grade a scholastic, licensing, or qualifying examination.

(12)   [ ]   To conduct or discuss an investigative proceeding on actual or possible criminal conduct.

(13)   [ ]   To comply with a specific constitutional, statutory, or judicially imposed requirement that prevents public disclosures about a particular proceeding or matter.

(14)   [ ]   Before a contract is awarded or bids are opened, to discuss a matter directly related to a negotiation strategy or the contents of a bid or proposal, if public discussion or disclosure would adversely impact the ability of the public body to participate in the competitive bidding or proposal process.

Md. Code, General Provisions Article §3-103(a)(1)(i):

    [ ]   Administrative Matters

TOPICS TO BE DISCUSSED:

1. Update on collective bargaining negotiations.
2. Information update regarding athletics contracts at Towson University, Coppin State University, and the University of Maryland, College Park subject to review under BOR VII-10.0 Policy on Board of Regents Review of Certain Contracts and Employment Agreements.
3. Request for emeritus status for institutional president.

REASON FOR CLOSING:

1. To maintain confidentiality regarding collective bargaining negotiations (§3-305(b)(9)).
2. To maintain confidentiality of discussion regarding employment agreements (§3-305(b)(1)).
3. To maintain confidentiality of discussion regarding possible grant of emeritus status, which involves considerations regarding individual performance and personal characteristics of an employee (§3-305(b)(1)).