

# THE REGENTS OF THE UNIVERSITY OF CALIFORNIA

January 18, 2006

The Regents of the University of California met on the above date at the Price Center, San Diego campus.

Present: Regents Dynes, Gould, Hopkinson, Island, Johnson, Juline, Kozberg, Lansing, Lee, Lozano, Núñez, Parsky, Pattiz, Preuss, Rominger, Rosenthal, Ruiz, Sayles, Schilling, and Wachter (20)

In attendance: Regents-designate Coombs, Ledesma, and Schreiner, Faculty Representatives Brunk and Oakley, Secretary Trivette, General Counsel Holst, Interim Treasurer Berggren, Acting Provost Hume, Senior Vice Presidents Darling and Mullinix, Vice Presidents Broome, Foley, Gomes, Gurtner, and Hershman, Chancellors Bishop, Carnesale, Córdova, Denton, Drake, Fox, Tomlinson-Keasey, Vanderhoef, and Yang, Vice Chancellor Burnside representing Chancellor Birgeneau, and Recording Secretary Nietfeld

The meeting convened at 9:00 a.m. with Chairman Parsky presiding.

## REPORT OF THE SPECIAL COMMITTEE ON REGENTS' PROCEDURES

### A. *Dates of Regents Meetings for 2007*

The Committee recommended that the following dates of Regents meetings for 2007 be approved.

#### 2007

January 17-18

March 14-15

April – campus visit

May 16-17

June – DOE Laboratory visit

July 18-19

September 19-20

October – campus visit

November 14-15

B. ***Establishment of the Special Committee on Compensation and Suspension of Relevant Bylaws Pertaining to Compensation Matters***

That Committee recommended that:

- (1) A Special Committee on Compensation shall be established, effective immediately. The goals of the Special Committee shall be to:
  - Ensure that the University of California's compensation and benefits policies, procedures, programs, and practices are fair, effective, clear, comprehensible, transparent, and accountable and inspire the trust of the University community and the public.
  - Promote and support the excellence of the University through compensation policies, programs, and practices that attract and retain the highest quality faculty and staff.
- (2) The charge to the Special Committee shall be to analyze, discuss, review and make recommendations to The Regents on all matters related to the University of California's compensation and benefits policies, procedures, programs, and practices, including all matters requiring Regental action as mandated in the Senior Leadership Compensation Policy adopted by the Regents in November 2005.
- (3) The Special Committee shall make an annual report on senior management compensation and on outside professional activities by senior managers, forwarding this report and any resulting conclusions of the Committee.
- (4) The Special Committee shall conduct any studies or audits necessary to accomplish these goals.
- (5) The term of the Special Committee shall continue until action is taken by The Regents to discharge it.
- (6) In the period during which the Special Committee operates, portions of the following Bylaws shall be suspended insofar as they refer to compensation matters, including employment and benefits:
  - Bylaw 12.3.(l), (m),(n), (o), (p), Committee on Finance
  - Bylaw 12.7 (c), Committee on Health Services
- (7) In the period during which the Special Committee operates, references to the Committee on Finance shall be understood to refer to the Special Committee on Compensation in the following Standing Orders insofar as they refer to compensation matters, including employment and benefits:

- Standing Order 100.3 (a), (b), and (c)
- Standing Order 101.2 (a)

Upon motion of Regent Kozberg, duly seconded, the recommendations of the Special Committee on Regents' Procedures were approved.

The meeting adjourned at 9:05 a.m.

Attest:

Secretary