GOVERNANCE COMMITTEE
September 22, 2022

TO THE REGENTS OF THE UNIVERSITY OF CALIFORNIA

1. APPROVAL OF APPOINTMENT OF AND COMPENSATION FOR DOUGLAS HAYNES AS VICE PROVOST, ACADEMIC PERSONNEL AND PROGRAMS, OFFICE OF THE PRESIDENT AS DISCUSSED IN CLOSED SESSION

Recommendation

The Committee recommends approval of the following items in connection with the appointment of and compensation for Douglas Haynes as Vice Provost, Academic Personnel and Programs, Office of the President:

A. Per policy, appointment of Douglas Haynes as Vice Provost, Academic Personnel and Programs, Office of the President, at 100 percent time.

B. Per policy, an annual base salary of $373,600.

C. Per policy, standard pension and health and welfare benefits and standard senior management benefits, including eligibility for senior management life insurance upon start date and eligibility for executive salary continuation for disability after five consecutive years of Senior Management Group service.

D. Reimbursement of actual and reasonable moving and relocation expenses associated with relocating Mr. Haynes’s primary residence subject to the limitations under Regents Policy 7710, Senior Management Group Moving Reimbursement. If Mr. Haynes voluntarily separates from this position prior to completing one year of service or accepts an appointment at another University of California location within 12 months from his initial date of appointment, he will be required to pay back 100 percent of these moving and relocation expenses.

E. Per policy, eligibility to participate in the UC Employee Housing Assistance Program, subject to all applicable program requirements.

F. Per policy, continued eligibility to accrue sabbatical credits as a member of the tenured faculty, consistent with academic personnel policy.

G. Per policy, if Mr. Haynes maintains an active research program during his appointment as Vice Provost, Academic Personnel and Programs, the University will provide an annual allocation of $10,000 in Office of the President (UCOP) funding to him for his research program for the duration of his appointment as Vice Provost, Academic Personnel and Programs. He may use these funds in any manner consistent with policies and that supports his research needs. Unexpended funds remaining at the date of the end of his appointment as Vice Provost,
Academic Personnel and Programs would still then be available to him for subsequent use if he remains a member of the faculty of the University.

H. Mr. Haynes will comply with the Senior Management Group Outside Professional Activities (OPA) policy and reporting requirements.

I. This action will be effective on Mr. Haynes’s start date, which is estimated to be on or about October 3, 2022.

**COMPARATIVE ANALYSIS**

**Recommended Compensation**

**Effective Date:** Start date estimated to be on or about October 3, 2022  
**Annual Base Salary:** $373,600  
**Incentive Plan Compensation:** N/A  
**Target Cash Compensation:** $373,600  
**Funding:** Fully funded through Assessment dollars; no State funds are used.

**Prior Incumbent Data**

**Title:** Vice Provost – Academic Personnel and Programs  
**Annual Base Salary:** $325,056  
**Incentive Plan Compensation:** N/A  
**Target Cash Compensation:** $325,056  
**Funding:** Fully funded through Assessment dollars; no State funds are used  
*Target Cash Compensation consists of base salary and, if applicable, incentive and/or stipend.

**COMPETITIVE ANALYSIS FOR**  
VICE PROVOST – ACADEMIC PERSONNEL AND PROGRAMS  
(MRZ: VICE PROVOST – ACADEMIC PERSONNEL AND PROGRAMS)

<table>
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<tr>
<th>MARKET REFERENCE ZONE FOR BASE SALARY</th>
<th>25&lt;sup&gt;th&lt;/sup&gt;</th>
<th>50&lt;sup&gt;th&lt;/sup&gt;</th>
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*Survey Source:* College and University Professional Association (CUPA) Administrative Compensation Survey. CUPA reports base salary only.

The compensation described above shall constitute the University’s total commitment until modified by the Regents or President, as applicable under Regents policy, and shall supersede all previous oral and written commitments. Compensation recommendations and final actions will be released to the public as required in accordance with the standard procedures of the Board of Regents.
Background to Recommendation

The President of the University recommends approval for the appointment of and compensation for Douglas Haynes as Vice Provost, Academic Personnel and Programs, Office of the President, at 100 percent time, with a proposed base salary of $373,600, effective on his start date which is estimated to be on or about October 3, 2022.

The previous incumbent, Susan Carlson, stepped down as of June 30, 2022, and the position is currently vacant. A national competitive recruitment was started upon Ms. Carlson’s announcement of her intention to return to her faculty appointment at UC Davis, and Mr. Haynes has been identified as the top candidate from a broad and diverse applicant pool.

The proposed base salary of $373,600 is 10.5 percent above the 60th percentile ($338,200) and 5.9 percent below the 75th percentile ($397,200) of the position’s Market Reference Zone and 14.9 percent above the previous incumbent’s base salary ($325,056).

This is a Level Two Senior Management Group (SMG) position, and the proposed base salary is below the 75th percentile of the position’s Market Reference Zone; however, due to the proposed salary exceeding the 60th percentile while exceeding the previous incumbent’s base salary by ten percent or more, Regental approval is needed. Had the previous incumbent remained in her position until July 1, 2022 or later, she would have received the 2022 general increase through the systemwide salary program, and the salary of the new incumbent would not have been more than ten percent over her salary and the action would have remained within the President’s approval authority.

Committee vote: Regents Cohen, Drake, Elliott, Leib, Park, Pérez, Reilly, and Sherman voting “aye.”

Board vote: Regents Anguiano, Batchlor, Blas Pedral, Chu, Cohen, Drake, Elliott, Kounalakis, Leib, Makarechian, Matosantos, Ortiz Oakley, Park, Reilly, Sures, Thurmond, and Timmons voting “aye.”

2. APPROVAL OF INCENTIVE COMPENSATION USING NON-STATE FUNDS FOR FISCAL YEAR 2021-22 FOR JAGDEEP SINGH BACHHER AS CHIEF INVESTMENT OFFICER AND VICE PRESIDENT – INVESTMENTS, OFFICE OF THE PRESIDENT AS DISCUSSED IN CLOSED SESSION

Recommendation

The Committee recommends approval of an incentive award of $1,422,487 for Plan Year 2021-22, under the Office of the Chief Investment Officer Annual Incentive Plan (AIP), for Jagdeep Singh Bachher as Chief Investment Officer and Vice President – Investments,
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The recommended incentive award represents 200 percent of Mr. Bachher’s total salary paid as of the end of the 2021-22 Plan Year of $711,243.50.

The incentive compensation described above shall constitute the University’s total commitment regarding incentive compensation until modified by the Regents or the President, as applicable under Regents policy, and shall supersede all previous oral and written commitments. Compensation recommendations and final actions will be released to the public as required in accordance with the standard procedures of the Board of Regents.

COMPARATIVE ANALYSIS

Recommended Compensation

**Effective Date:** upon Regents’ approval

**Base Salary as of 6/30/22:** $712,974

(Total Salary Paid as of end of 2021-22 Plan Year: $711,243.50)

**AIP Award:** $1,422,487

(200 percent of total salary paid as of the end of the 2021-22 Plan Year)

**Base Salary as of 6/30/22 Plus Recommended AIP Award:** $2,135,461

**Funding:** No State funds are used to fund AIP incentive awards as the funding is solely from investment income revenues.

Prior Year Data (2020-21 Plan Year)

**Base Salary as of 6/30/21:** $692,208

(Total Salary Paid as of end of 2020-21 Plan Year: $692,208)

**AIP Award:** $1,384,416

(200 percent of total salary paid as of the end of the 2020-21 Plan Year)

**Base Salary as of 6/30/21 Plus Recommended AIP Award:** $2,076,624

**Funding:** No State funds are used to fund AIP incentive awards as the funding is solely from investment income revenues.

Background to Recommendation

The President of the University requests approval of an incentive award of $1,422,487 payable in three annual installments for Jagdeep Singh Bachher, Chief Investment Officer (CIO) and Vice President – Investments, Office of the President, for the 2021-22 Plan Year. This award falls under the Office of the Chief Investment Officer Annual Incentive Plan (AIP) and will be funded entirely through investment returns, using no State funds.

Assets under management by the Office of the Chief Investment Officer total $152.3 billion for the Plan Year ending June 30, 2022. The proposed award of $1,422,487 has been reviewed by the President, as well as approved by the Administrative Oversight Committee (AOC) established by the Board of Regents and consisting of the Executive Vice President – Chief Financial Officer, Executive Vice President – Chief Operating Officer, Vice President – Systemwide Human Resources, and Interim Executive Director – Systemwide Compensation. Per policy, the award for Mr. Bachher requires Regental
approval in addition to approval by the AOC. The calculations have been reviewed by the Office of Ethics, Compliance and Audit Services as directed by the Senior Vice President and Chief Compliance and Audit Officer.

The AIP is a performance-based incentive plan that places a certain amount of pay at risk for each participant and pays out only if certain investment and other performance standards are met or exceeded. Performance-based, at-risk incentives are a typical component of total cash compensation for investment professionals, including those at the California State Teachers’ Retirement System (CalSTRS), the California Public Employees’ Retirement System (CalPERS), and other large public pension funds and endowment funds. Awards are based on a rolling three-year assessment against performance benchmarks and a portion is deferred for payout in subsequent years to help retain staff and focus efforts on adding longer-term value. Plan participants are assigned award opportunity levels that serve to motivate individual, group, and total entity performance as part of a competitive total cash compensation package.

Committee vote: Regents Drake, Elliott, Leib, Park, Pérez, Reilly, and Sherman voting “aye” and Regent Cohen abstaining.

Board vote: Regents Anguiano, Batchlor, Blas Pedral, Chu, Drake, Elliott, Leib, Makarechian, Matosantos, Ortiz Oakley, Park, Reilly, Sures, and Timmons voting “aye” and Regents Cohen, Kounalakis, and Thurmond abstaining.

3. APPROVAL OF SALARY INCREASE FOR MICHAEL BRANDT AS DEPUTY LABORATORY DIRECTOR FOR OPERATIONS AND CHIEF OPERATING OFFICER, LAWRENCE BERKELEY NATIONAL LABORATORY AS DISCUSSED IN CLOSED SESSION

Recommendation

The Committee recommends approval of the following items in connection with a salary increase for Michael Brandt as Deputy Laboratory Director for Operations and Chief Operating Officer, Lawrence Berkeley National Laboratory:

A. Per policy, a five percent ($22,722) market-based salary adjustment increasing Mr. Brandt’s base salary from $454,488 to $477,210 as Deputy Laboratory Director for Operations and Chief Operating Officer, Lawrence Berkeley National Laboratory, at 100 percent time.

B. Per policy, continuation of standard pension and health and welfare benefits and standard senior management benefits including eligibility for Senior Manager Life Insurance and after five consecutive years of Senior Management Group service, eligibility for Executive Salary Continuation for Disability.
C. Per policy, continuation of eligibility to participate in the UC Employee Housing Assistance Program, subject to all applicable program requirements.

D. Mr. Brandt will continue to comply with the Senior Management Group Outside Professional Activities (OPA) policy and reporting requirements.

E. This action will be effective October 1, 2022.

**COMPARATIVE ANALYSIS**

**Recommended Compensation**

Effective Date: October 1, 2022  
Annual Base Salary: $477,210  
Incentive Plan Compensation: N/A  
Target Cash Compensation:* $477,210  
Funding: Department of Energy (DOE) Funds

**Prior Compensation**

Title: Deputy Laboratory Director for Operations and Chief Operating Officer, Lawrence Berkeley National Laboratory  
Annual Base Salary: $454,488  
Incentive Plan Compensation: N/A  
Target Cash Compensation:* $454,488  
Funding: Department of Energy (DOE) Funds

*Target Cash Compensation consists of base salary and, if applicable, incentive and/or stipend.

**COMPETITIVE ANALYSIS FOR DEPUTY LABORATORY DIRECTOR FOR OPERATIONS AND CHIEF OPERATING OFFICER**

(MRZ: LAWRENCE BERKELEY NATIONAL LABORATORY (LBNL) CHIEF OPERATING OFFICER)

<table>
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<tr>
<th>Percentiles</th>
<th>MARKET REFERENCE ZONE FOR BASE SALARY</th>
<th>MARKET COMPOSITE FOR TARGET CASH COMPENSATION</th>
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<td>% Difference</td>
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Survey Source: Pearl Meyer

The compensation described above shall constitute the University’s total commitment until modified by the Regents, President, or Laboratory Director, as applicable under Regents policy, and shall supersede all previous oral and written commitments.
Compensation recommendations and final actions will be released to the public as required in accordance with the standard procedures of the Board of Regents.

**Background to Recommendation**

The President of the University recommends approval for a five percent ($22,722) market-based salary adjustment for Michael Brandt as Deputy Laboratory Director for Operations and Chief Operating Officer, Lawrence Berkeley National Laboratory, bringing his base salary from $454,488 to $477,210, effective October 1, 2022.

The resulting base salary exceeds the 75th percentile of the Market Reference Zone for the position, and therefore Regental approval is required.

Due to competition for operations executives at National Laboratories, the Lawrence Berkeley National Laboratory (LBNL) would like to provide a competitive salary for Mr. Brandt for retention purposes. LBNL notes that it would be nearly impossible to successfully recruit an individual with Mr. Brandt’s knowledge and background and that losing him would threaten the success of scientific research operations for LBNL, which is highly visible to the U.S. Department of Energy.

The proposed base salary of $477,210 is 10.7 percent above the 75th percentile ($431,200) and 23.1 percent below the 90th percentile ($620,900) of the Market Reference Zone for this position. Mr. Brandt will remain eligible to receive a merit increase under LBNL’s 2022 salary program, the amount of which will be based on the result of his performance review.

Mr. Brandt’s compensation is funded by Department of Energy (DOE) funds. No State or UC general funds are used.

Committee vote: Regents Cohen, Drake, Elliott, Leib, Park, Pérez, Reilly, and Sherman voting “aye.”

Board vote: Regents Anguiano, Batchlor, Blas Pedral, Chu, Cohen, Drake, Elliott, Kounalakis, Leib, Makarechian, Matosantos, Ortiz Oakley, Park, Reilly, Sures, Thurmond, and Timmons voting “aye.”
4. **DATES OF 2024 REGENTS MEETINGS**

   The Committee recommends that the following dates of Regents meetings for 2024 be approved:

   2024
   
   January 23-25, 2024  
   March 19-21, 2024  
   May 14-16, 2024  
   July 16-18, 2024  
   September 17-19, 2024  
   November 12-14, 2024

   Committee vote: Regents Cohen, Drake, Elliott, Leib, Park, Pérez, Reilly, and Sherman voting “aye.”

   Board vote: Regents Anguiano, Batchlor, Blas Pedral, Chu, Cohen, Drake, Elliott, Kounalakis, Leib, Makarechian, Matosantos, Ortiz Oakley, Park, Reilly, Sures, Thurmond, and Timmons voting “aye.”