Charter of the Compensation Committee

1. Purpose

The Compensation Committee is a standing committee of the University of Connecticut Board of Trustees. The primary purpose of the Compensation Committee is to provide guidance and consultation in connection with non-faculty and non-physician compensation policies and practices and to conduct periodic reviews of senior administrative salaries, as compared to the University's peer and aspirant institutions of higher education.

2. Membership

The Compensation Committee shall consist of at least four members, appointed by the Board Chair. One member, upon annual vote of the full Board, shall serve as Committee Chair. Members shall serve at the pleasure of the Board Chair.

3. Responsibilities

The Compensation Committee shall provide input on positions and compensation for certain senior administrators.

Prior to beginning a search for a vacant or new senior administrative position (i.e., a position reporting directly to the President or a newly created position reporting to a direct report of the President), and with the support of the University President, the Committee shall be consulted. The Committee should review the relevant job description and recommended compensation range based on national benchmarking data, typically ranging from the 25th to the 75th percentile for similar positions at similar institutions. No such position or recommended compensation shall be brought before the Committee unless it is supported by the president.

Following discussion, and in the absence of opposition from the Committee, the University may conduct the search and extend an offer within the compensation range. If the University wishes to exceed the proposed compensation range to a qualified finalist, the University must present the revised compensation range to the Committee before extending an offer.

Consultation with the Committee Chair is required for any proposal to promote an existing employee to a newly created senior administrative position, which proposal shall be presented to the full Committee in the discretion of the Chair.

4. Decision-Making

The Committee does not vote on employment or compensation proposals but rather serves in an advisory capacity.

5. Support

The Chief Financial Officer, or any succeeding position, shall support the Compensation Committee and work with the Chief Human Resources Officer or equivalent position to prepare agendas, materials, and other necessary documents in coordination with the Chair.

6. Procedures

The Compensation Committee shall:

- Meet as needed.
- Establish its own rules of procedure, with emphasis on following the Board's rules of procedure.
- Maintain records of its meetings and activities.
- Report its findings and recommendations to the full Board of Trustees as may be appropriate.

7. Term

The Compensation Committee shall continue in existence until it is dissolved or reconstituted by the Board of Trustees.

8. Amendment

This Charter may be amended by a majority vote of the full Board of Trustees.