Clemson University Clemson, South Carolina

MINUTES Compensation Committee CLEMSON UNIVERSITY BOARD OF TRUSTEES

Executive Board Room Madren Center Clemson, SC April 5, 2024 8:30 a.m.

Call to Order

Notification as required by the South Carolina Freedom of Information Act was given at least twenty-four hours before the meeting by posting the notice and agenda on the bulletin board located on the ground floor public entrance of Sikes Hall, Clemson University and on the Clemson University Board of Trustees website. Additionally notice of, and the agenda for, the meeting was sent via email to the distribution list maintained by the Office of Media Relations which includes approximately 80 reporters and editors at the major daily newspapers, television and radio stations in S.C.

After notification as required by the Freedom of Information Act, Trustee McKissick called the meeting to order at 8:32 a.m. with the following present:

Committee Members: Smyth McKissick, *Chair*; Nicky McCarter, *Vice Chair*; Bob Peeler, Cheri Phyfer-Kubu, Kim Wilkerson; Bill Hendrix, *Emeritus* and David Wilkins, *Emeritus*

Trustees: David Dukes, Nikki Haley, Ronnie Lee, Louis Lynn, Patti McAbee, Mark Richardson, Bill Smith, and Joe Swann

Trustees Emeriti: J.J. Britton and Allen Wood (via web)

Administration: James P. Clements, President; Tony Wagner, Executive Vice President for Finance and Operations; Max Allen, Vice President and Chief of Staff; April Purvis, Executive Secretary to the Board of Trustees; Robert Donato, Chief Strategy Officer; Robert H. Jones, Executive Vice President for Academic Affairs and Provost; Chip Hood, General Counsel and Special Advisor to the Board of Trustees; Lisa Knox, Associate Vice President and Executive Director for Office of Institutional Excellence; Chris Miller, Vice President for Student Affairs; Felicia Benton-Johnson, Vice President for Diversity and Inclusive Excellence; Greg Yarrow, Interim Dean of the College of Agriculture, Forestry and Life Sciences; Angie Leidinger, Senior Vice President for External Affairs and Senior Advisor to the Board of Trustees; Rick Petillo, Chief Financial Officer; Tracy Arwood, Chief Ethics and Compliance Officer; Brian O'Rourke, Vice President of Advancement; Julio Hernandez, Assistant to the President for Community

Engagement and Outreach; Graham Neff, Director of Athletics; Brian Voss, Vice President and Chief Information Officer (via web)

Guests: Jon Clayton, CCIT; Danielle Arrington, Office of the Executive Secretary to the Board of Trustees; and Alé Kennedy, Office of Human Resources

Media: Caitlin Herrington, Post and Courier

April Purvis called roll of the committee. She noted a quorum was present.

Max Allen introduced media in attendance.

Approval of Consent Agenda

Trustee Phyfer-Kubu moved to approve the consent agenda below. Trustee Peeler seconded the motion. The motion was approved unanimously.

- A. Compensation Committee Minutes of February 2, 2024
- B. Compensation Committee Minutes of March 26, 2024

Executive Session

Trustee McKissick stated it was necessary to enter executive session to discuss personnel and compensation matters related to the agenda items. He stated no decisions would be made, and no votes would be taken. He stated the committee would reconvene in public session.

Trustee Peeler moved to enter executive session. Trustee Phyfer-Kubu seconded the motion. The motion was approved unanimously. The committee entered executive session at 8:33 a.m. and returned to public session at 8:50 a.m.

Approval: Academic Leadership Compensation

Alé Kennedy presented the request to approve the hiring salary range of Kevin Tomsovic, National Academy of Science member, Department of Electrical and Computer Engineering, College of Engineering, Computing and Applied Sciences with a hiring salary target of \$330,000 to \$350,000 and projected start date of July 1, 2024.

Trustee Peeler moved to approve the hiring salary range of Kevin Tomsovic. Trustee Wilkerson seconded the motion. The motion was approved unanimously.

Approval: Revisions to the Compensation Guidelines and Compensation Committee Charter

Alé Kennedy presented the request to approve the revisions to the compensation guidelines and the revisions to the compensation committee charter.

Trustee Phyfer-Kubu moved to approve the revisions to the compensation guidelines and the revisions to the compensation committee charter. Trustee Peeler seconded the motion. The motion was approved unanimously.

Adjournment

There being no further business, Trustee McKissick adjourned the meeting at 8:51 a.m.

Respectfully submitted,

April S. Purvis April Purvis

Executive Secretary to the Board of Trustees

07/18/24

April S. Purvis
Approved Date Approved