

**THE PENNSYLVANIA STATE UNIVERSITY  
BOARD OF TRUSTEES**

**COMMITTEE ON COMPENSATION  
MINUTES OF MEETING  
VOLUME COMP 8**

**September 18, 2014**

A meeting of the Committee on Compensation was held on Thursday, September 18, 2014, beginning at 12:30 p.m., in Room 222 of the Penn Stater Conference Center Hotel.

The following committee members, constituting a quorum, were present: Mark Dambly, Keith Masser, Committee Chairman Carl Shaffer, and Paul Silvis.

The meeting was called to order by Chairman Shaffer, and minutes of the July 10, 2014, and July 26, 2014, meetings were approved.

Chairman Shaffer indicated that the purpose of today's meeting agenda topic, consistent with the Committee's Operating Guidelines, was to review and approve President Barron's compensation recommendations for Tier II executives. Chairman Shaffer reviewed that the Committee met in executive session on September 2, 2014 and was provided salary information, including market data, prior to that session.

President Barron reviewed the results of his analysis for the Tier II executives, with his analysis taking into account performance, duties, areas of oversight, and detailed compensation information of 30 peer institutions, with the following recommendations presented:

- Steve Dunham, Vice President and General Counsel
  - 3% recommended increase, bringing annual salary to \$545,904.
- Nick Jones, Executive Vice President and Provost
  - 4% increase, bringing annual salary to \$494,004
- Rod Kirsch, Senior Vice President for Development and Alumni Relations
  - 5% increase with \$20,000 market adjustment, bringing annual salary to \$467,304
- David Gray, Senior Vice President for Finance and Business/Treasurer
  - 3% increase with \$40,000 market adjustment, bringing annual salary to \$452,004.

Following President's Barron's review, Chairman Shaffer called for a motion to approve the salary recommendations with Mark Dambly making a motion to approve with a second by Paul Silvis; the Committee unanimously approved the recommendations.

Respectfully submitted,

Janine S. Andrews  
Director  
Board of Trustees