

**UNIVERSITY OF MASSACHUSETTS
AMHERST•BOSTON•DARTMOUTH•LOWELL•MEDICAL•LAW•ONLINE**

**MINUTES OF THE MEETING OF THE
COMPENSATION COMMITTEE**

Thursday, February 16, 2023; 8:30 a.m.

Remote Meeting via Zoom

**Pursuant to the Governor's Order Suspending Certain Provisions of the
Open Meeting Law, G.L. c.30A, §20 dated March 12, 2020**

Committee Members Present: Chairman Karam; Vice Chair Burns (UMass Board of Trustees); Vice Chair Epstein (Compensation Committee)

University Administration: President Meehan; Executive Vice President Julian; General Counsel Leone; Senior Vice President Calise; John Dunlap, Chief Human Resources Officer

Documents Used:

•Meeting Minutes: May 9, 2022 (Open & Executive Session)

Chairman Karam convened the meeting at 8:31 a.m. and stated that the Board continues to meet under the Governor's executive order issued on March 12, 2020 allowing remote participation, and extended through March 31st.

Any member of the public wishing to address the Board regarding an agenda item or issue related to the agenda, or to make an audio or video recording of the open public session of the Board meeting, was provided notice by the Secretary of the Board through a posting indicating that such written requests needed to be received no later than 24 hours prior to this Board meeting. Under the law, the Chair has complete discretion in granting or denying the request to speak, and may limit the duration that the public has to address the Board. Chairman Karam stated that he received no requests to speak, make an audio or videotape of the meeting.

Consideration of Minutes of the Prior Meeting of the Committee

Chairman Karam stated that the Committee was provided with the draft minutes of the May 9, 2022 Open and Executive Session meetings and asked for any corrections. With no corrections, the minutes were approved.

Chairman Karam stated that General Counsel, through delegation of the Board of Trustees, has determined that the executive session minutes of the last meeting will not be released at this time, and should remain confidential because publication would defeat the lawful purposes of the executive session, per the Massachusetts Attorney General's Office Open Meeting Guidelines and cited laws, including Massachusetts General Law Chapter 30A.

Executive Session Announcement

Chairman Karam asked the Committee for a roll call vote to enter into Executive Session for a strategy session in preparation for contract negotiations with non-union personnel as permitted

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under Chapter 30A, Section 21(a)(2), since a discussion in open session would have a detrimental effect on the University's position. He announced that the Committee would not reconvene in open session, and reminded the Committee members to unmute themselves for the roll call votes.

The motion was moved by Trustee Burns and seconded by Vice Chair Epstein.

The Secretary then called the roll. Chairman Karam voted for the motion as did Vice Chairs Burns and Epstein.

The time was 8:33 a.m.

Zunilka Barrett
Secretary to the Board of Trustees