

Equity and Human Resources Committee Operating Guidelines

Section One: Governance Committee Components

1. Standing committees generally meet five (5) times a year on a schedule established by the Board and the respective committee Chair. Additional committee meetings may be set by the committee Chair as needed, at least three days before the meeting.
2. The Chair shall seek to ensure that meeting materials are distributed no less than one week in advance of meetings absent extenuating circumstances.
3. Committees shall, at their first meeting of the academic year, establish a calendar of committee activities and a written Workplan, which plan shall be adopted and guide the work of the committee for the following year. The Workplan shall include each element assigned to the committee in the University's Enterprise Risk Management Plan. Each committee's Workplan shall be shared with the Governance Committee.
4. Adjustments to both the calendar and Workplan may be adopted by each committee as necessary, with notice sent to the Governance Committee.
5. Committees shall develop Operating Guidelines consistent with the Template provided by the Governance Committee. Such OG's may carry forward from year to year but shall be reviewed at least annually. If a committee desires to make changes to its OG's, these shall be sent to the Governance Committee for review and endorsement and subsequently sent to the full Board for adoption.
6. All Committees may at any time schedule or move into executive session or meeting to discuss litigation and/or other matters protected by the attorney client privilege or other legal protections. All such meetings shall be confidential, privileged and closed to the public.
7. All Committees shall assume such additional responsibilities as may from time to time be assigned by the Chair of the Board.

Section Two: Equity and Human Resources Committee

1. Purpose

- A. As set forth in the *Bylaws*, the Committee on Equity and Human Resources shall consider and report or make recommendations to the Board *inter alia* on matters pertaining to:
 1. Selection, evaluation, and compensation of the President
 2. Executive Compensation
 3. Total Rewards
 4. Diversity & Inclusion/Belonging
 5. Succession Planning
 6. Talent Development/Training

B. The Equity and Human Resources Committee exercises strategic oversight of the University's equity and human resources functions. The Committee's mission is to provide focus and attention on equity, inclusion, and diversity at Penn State University with the goal of ensuring that educational and employment equity has the full attention of the Board of Trustees.

2. Composition

- A. This committee shall consist of not less than five (5) voting Trustee members, in addition to *ex officio* members and any other members appointed by the Chair of the Board.
- B. The Chair of the Board of Trustees is authorized to invite faculty representatives, student representatives, or other constituent representatives to attend and participate in the meetings of the Committee (other than executive sessions) as non-voting members.
- C. The Vice President for Human Resources serves as the Executive Liaison to the Committee. The Vice Provost for Educational Equity regularly staffs this Committee, along with such other administrative personnel as might be deemed helpful by the Executive Liaison and/or Committee Chair.

3. Authority and Responsibilities

A. In addition to the responsibilities set forth in the *Bylaws*, the Committee's specific responsibilities to make recommendations to the Board shall include the following matters:

1) Culture and Belonging:

- i. Provide oversight of the University's policies, initiatives, and strategic goals related to diversity, equity, and inclusion. Review the University's annual comprehensive plan for diversity, equity, and inclusion.
- ii. Coordinate with the Governance Committee to oversee the diversity of pipeline of candidates for the Board of Trustees, Commonwealth Campus Boards and the Board of Visitors at each College.
- iii. Coordinate with the Governance Committee to oversee Board related diversity, equity, and inclusion activities, such as board training, engagement, dialogue, and other activities.

2) Executive Compensation Strategy and Benefit Programs:

- i. Review annually and, if appropriate, recommend to the Board of Trustees changes to the University's executive compensation and benefits¹

¹ Executive compensation and benefit programs may include: base salary; incentive compensation arrangements; supplemental benefits and perquisites, including housing, domestic assistance, automobile, air travel, bowl game travel, spousal/family travel, executive long-term disability insurance, supplementary life insurance, accidental death and dismemberment insurance, and moving expenses; deferred compensation; severance arrangements; and other rewards and benefit opportunities for which Executives are, or may become eligible.

philosophy and strategy to ensure that it appropriately sets forth a clear direction for the attraction and retention of leadership and appropriately compensates senior leaders for their contributions to the University.

3) President's Performance and Compensation:

- i. Recommend annually for Board of Trustees approval the President's goals and objectives to be used in connection with the President's performance evaluation and compensation determination.
- ii. Evaluate at least annually the President's performance in light of these established goals and objectives; as appropriate, recommend for the Board's approval changes to the President's annual compensation, including salary and incentive compensation or any substantive changes in the terms relating to the President's contract.

4) Performance and Compensation of Other Executives:

- i. Receive the President's summary report of the overall performance of their direct reports.
- ii. Approve compensation decisions for any employee whose total guaranteed compensation at any point in the length of their contract exceeds that of the President.
- iii. Review or approve, as appropriate, compensation, benefits and perquisites for any employee whose total guaranteed compensation at any point in the length of their contract exceeds that of the President and any substantive changes in the terms relating to compensation, benefits, and perquisites for such employee. Notwithstanding the foregoing, compensation for all employees in an interim or acting capacity shall be determined by the President.

5) Appointment of Vice Presidents and Deans:

- i. The Committee will be notified in writing by the President or his or her designee when a vacancy at the level of Vice President or Dean occurs, which information shall include when applicable, the position description/advertisement; roster of search committee members; information about any search firm engaged to assist in the search and a brief description of the search process parameters.
- ii. When a successful finalist has been chosen, the Committee will be notified and sent the application materials of the candidate, a summary of the interview feedback and any other relevant materials, as determined by the President or the Executive Vice President and Provost.
- iii. The notice to the Committee members will specify a date by which the members of the Committee shall have an opportunity to express any concerns to the President. If there are no concerns, the University may

proceed with the hiring and announcement of the candidate and shall introduce the hire at the next meeting of the Board of Trustees. If any Committee expresses a concern with respect to a candidate, a conference call will be held at which Committee members may express their concerns and discuss any issues with the President.

- iv. The process shall not be applicable to the Vice President and General Counsel whose appointment and removal is set forth in the Bylaws

6) Compliance:

- i. Review internal pay equity data for executives at the University on an annual basis.
- ii. Oversee compliance with respect to EEO and Affirmative Action regulations and laws.

7) Board Reporting:

- i. The Committee shall present annually to the Board of Trustees a market and competitive analysis for the top five highest paid employees.
- ii. The Committee shall report to the Board immediately after each Committee meeting at which the Committee approves any individual appointment or compensation decision. This report will include a review of any issues that arise with respect to the University's executive compensation programs, compliance with legal or regulatory requirements, and any other matters that the Committee deems appropriate or are requested to be included by the Board.

4. Special Committee Resources

- A. The University's current executive compensation philosophy and strategy is set forth in **Appendix A** hereto.
- B. **Appendix B** sets forth the current list of higher education institutions against which the University will measure and establish executive pay levels for various categories of Executives.

APPENDIX A **Executive Compensation Strategy**

1. Institutional Alignment

- a) Penn State is committed to becoming an even greater university in the years ahead. Penn State believes in the importance of higher education and will pursue excellence in all aspects of its operations.
- b) Achievement towards this aspirational goal requires that Penn State recruit and retain a highly qualified, talented, and diverse executive team. To that end, the University has developed an Executive Compensation Strategy that establishes the principles under which Penn State recruits, retains, and rewards executive talent.

2. Executives

- a) This executive compensation strategy covers all employees classified as Executives and any employee whose total guaranteed compensation any point in the length of their contract exceeds that of the President.

3. Rewards Prominence

- a) In order to attract and retain the very best executive talent, Penn State must offer market competitive reward opportunities.

4. Elements of Rewards

- (a) Penn State will offer a variety of reward vehicles to attract, retain, and reward Executives in an appropriate and reasonable manner. Such vehicles may include one or more of the following:
 - (i) Base Salary: Salary is the primary vehicle through which total compensation will be delivered. Salary provides a competitive foundation for pay and reflects the individual's role, unique skills and abilities, potential career and advancement opportunity, experience, and performance. Salary increase budgets shall be determined annually based on institutional performance, financial affordability, the competitive market, and the overall macroeconomic climate. Individual salary increases shall be determined based on an individual's performance, as well as budget, market and internal equity considerations.
 - (ii) Annual Incentives: Based upon market circumstances and individual situations, compensation for certain positions may include incentives.
 - (iii) Health and Welfare Benefits: The University may provide Executives with health and welfare benefits that are competitive with its relevant comparison market, many of which are offered to all employees at the University. The most current information and details on employee benefits can be found at <http://hr.psu.edu/benefits>.
 - (iv) Retirement Benefits: Penn State is committed to a shared responsibility with its Executives to provide a competitive level of retirement income security.

(v) Other benefits: In addition to the benefits described above, Executives may receive select additional benefits and perquisites as determined by the President and approved as provided in the Operating Guidelines.

5. Comparison Markets (Peer Institutions)

(a) Penn State competes and recruits nationally for talent across both private and public institutions. In addition, for some roles, primarily administrative in nature, the University may consider talent from outside of higher education. For academic and administrative Executives, Penn State shall consider compensation data from a comparison market that consists of large nationally ranked public and private research institutions across the United States. This comparison market is a balanced mix of private and public institutions, as Penn State does compete for executive talent with select private institutions.

(b) The criteria used to determine this comparison market includes:

1. Classification as a research university;
2. Membership in the Big Ten Academic Alliance [BTAA] and/or Association of American Universities (AAU);
3. National ranking (Top 50 National Universities and/or Top 25 Public Universities);
4. Financials including Research Expenses Per Instruction / Research and Public Service FTE Staff and Total Expenses (Operating Budget)

(c) Certain positions may include a comparison to programs such as the top 25 ranking (at the time) by sport or program to capture and represent the national perspective.

(d) The Committee on Equity and Human Resources of the Board of Trustees is responsible for the development of the comparison market(s) and for their regular review, which may result in changes in the composition of the comparison market(s) from time-to-time. The Committee shall review the composition of the comparison markets annually with the Board of Trustees and shall recommend any changes thereto to the Board of Trustees for its approval.

6. Pay Positioning

(a) In the aggregate, Penn State will target pay to competitive rates at the 50th percentile (i.e., median) of the relevant comparison market. Pay positioning for individual Executives will vary based on their skills, knowledge, experience and performance levels as illustrated below.

7. Performance Measurement and Goal Setting

(a) Penn State strongly believes in a high-performance culture that is supported and modeled by its Executives.

(b) The Board of Trustees is responsible for determining annual performance expectations for the President, evaluating the performance of the President, and determining resulting compensation actions, after receipt of recommendations of the Committee with respect

thereto.

- (c) The President or designee is responsible for determining annual performance expectations for his or her direct reports, evaluating the performance of such Executives, and determining resulting compensation actions, with the assistance of Human Resources and subject to the approval of the Committee with respect to any employee whose salary exceeds that of the President with notice to the Committee with respect to other Executives.

8. Communication/Transparency

- (a) Communication about performance expectations, individual performance evaluations, and compensation implications will be consistent with the performance management process. It is the intent that such processes will be transparent and foster understanding among the parties involved regarding their roles and desired outcomes.
- (b) The Chair of the Board of Trustees or designee will be responsible for the communication of compensation decisions and rationale to the President.
- (c) The President or his/her designee will be responsible for the communication of compensation decisions and rationale to their direct reports.
- (d) In communicating compensation decisions and rationale, Penn State will ensure that those communications draw linkages between institutional success, performance measures, and individual reward decisions.

Appendix B

Executive Higher Education Comparison Market - Public and Private Institutions Combined*

Institution Name	Location	Control	BTAA Member	# of Campuses ²	USNWR Ranking ³		Research Expenses per Instruction / Research and Public Service FTE	Total Expenses ⁴	Has a Hospital ^{4,5}	Hospital Expenses ^{4,6}	AAHC Member ⁷
					National	National Public					
Boston University	Boston, MA	Private not-for-profit	1	41			\$62,701	\$2,077,641,000	Affiliated	\$1,782,658,647 ⁸	No
Carnegie Mellon University	Pittsburgh, PA	Private not-for-profit	1	22			\$157,689	\$1,299,231,349	No	N/A	No
Columbia University in the City of New York	New York, NY	Private not-for-profit	1	18			\$103,056	\$5,037,252,000	Affiliated	N/A	No
Cornell University	Ithaca, NY	Private not-for-profit	1	17			\$128,318	\$2,458,715,330	Affiliated	N/A	No
Duke University	Durham, NC	Private not-for-profit	1	10			\$178,402	\$6,858,841,000	Yes	\$3,659,168,000	Yes
Johns Hopkins University	Baltimore, MD	Private not-for-profit	1	7			\$651,698	\$6,395,919,000	Affiliated	\$2,621,813,686 ⁹	No
Massachusetts Institute of Technology	Cambridge, MA	Private not-for-profit	1	2			\$282,702	\$3,891,684,000	No	N/A	No
New York University	New York, NY	Private not-for-profit	1	25			\$144,418	\$7,484,876,000	Affiliated	\$6,349,850,000 ¹⁰	No
Northwestern University	Evanston, IL	Private not-for-profit	Yes	1	10		\$161,570	\$2,459,351,000	Affiliated	\$5,995,427,000 ¹¹	No
Ohio State University-Main Campus	Columbus, OH	Public	Yes	6	49	16	\$107,808	\$7,558,478,115	Yes	\$4,025,092,463	Yes
Rutgers University-New Brunswick	New Brunswick, NJ	Public	Yes	3	55	19	\$119,328	\$3,682,225,000	Yes	\$828,249,000	Yes
Stanford University	Stanford, CA	Private not-for-profit		1	3		\$192,457	\$6,065,925,000	Yes	\$863,506,000	Yes
The University of Texas at Austin	Austin, TX	Public		1	38	10	\$224,882	\$3,199,177,309	Yes	\$106,913,734	No
University of California-Berkeley	Berkeley, CA	Public		1	20	1	\$196,280	\$3,031,898,000	Affiliated ¹²	N/A	No
University of California-Los Angeles	Los Angeles, CA	Public		1	20	1	\$165,445	\$9,273,968,000	Yes	\$2,753,531,963	No
University of Chicago	Chicago, IL	Private not-for-profit		1	6		\$94,248	\$4,068,781,211	Affiliated	\$2,091,967,757 ¹³	No
University of Florida	Gainesville, FL	Public		1	29	5	\$143,897	\$3,379,773,000	Affiliated	\$2,006,553,000 ¹⁴	No
University of Illinois at Urbana-Champaign	Champaign, IL	Public	Yes	1	41	13	\$225,323	\$2,751,467,580	Affiliated	N/A	No
University of Maryland-College Park	College Park, MD	Public	Yes	1	55	19	\$136,911	\$2,098,670,096	Affiliated	\$4,246,036,000 ¹⁵	No
University of Michigan-Ann Arbor	Ann Arbor, MI	Public	Yes	3	25	3	\$132,439	\$9,168,735,000	Yes	\$4,958,820,000	No
University of Minnesota-Twin Cities	Minneapolis, MN	Public	Yes	5	62	23	\$151,791	\$3,415,564,680	Affiliated	\$6,284,368,000 ¹⁶	Yes
University of North Carolina at Chapel Hill	Chapel Hill, NC	Public		1	29	5	\$137,797	\$3,276,364,482	Affiliated	\$4,347,932,000 ¹⁷	No
University of Pennsylvania	Philadelphia, PA	Private not-for-profit		1	7		\$131,524	\$10,944,686,000	Yes	\$6,818,402,000	Yes
University of Pittsburgh-Pittsburgh Campus	Pittsburgh, PA	Public		5	62	23	\$162,910	\$2,308,751,198	Affiliated	\$22,215,148,000 ¹⁸	Yes
University of Southern California	Los Angeles, CA	Private not-for-profit		1	25		\$77,694	\$5,529,573,000	Yes	\$1,383,534,060	Yes
University of Virginia-Main Campus	Charlottesville, VA	Public		2	25	3	\$182,789	\$3,650,376,737	Yes	\$1,689,025,601	Yes
University of Washington-Seattle Campus	Seattle, WA	Public		3	55	19	\$108,431	\$6,444,294,019	Yes	\$2,083,129,793	Yes
University of Wisconsin-Madison	Madison, WI	Public	Yes	1	38	10	\$203,614	\$3,216,479,750	Yes	N/A	Yes
Washington University in St Louis	Saint Louis, MO	Private not-for-profit		1	15		\$131,963	\$3,580,028,000	Affiliated	N/A	Yes
Yale University	New Haven, CT	Private not-for-profit		1	3		\$105,614	\$4,090,892,128	Affiliated	\$3,529,636,000 ¹⁹	Yes
The Pennsylvania State University	University Park, PA	Public	Yes	24	77	31	\$125,999	\$7,653,947,000	Yes	\$2,606,724,000	No
PSU Percent Rank					Highest	Lowest	Lowest	27 th	90 th		
P.25					1	40	19	\$121,575	\$3,073,717,827		43 rd
Median					1	25	10	\$144,057	\$3,666,300,869	N/A	\$1,838,632,235
P.75					1.75	11	4	\$181,692	\$6,313,420,500		\$3,141,583,982
											\$4,806,098,000

*The following pages include the Executive Higher Education Comparison Market broken out by Public and Private Institutions only. References supporting all charts are available on page 10.

Executive Higher Education Comparison Market - Public Institutions Only*

Institution Name	Location	Control	BTAA Member	# of Campuses ²	USNWR Ranking ³		Research Expenses per Instruction / Research and Public Service FTE Staff ⁴	Total Expenses ⁴	Has a Hospital ^{4,5}	Hospital Expenses ^{4,6}	AAHC Member ⁷
					National	National Public					
Ohio State University-Main Campus	Columbus, OH	Public	Yes	6	49	16	\$107,808	\$7,558,478,115	Yes	\$4,025,092,463	Yes
Rutgers University-New Brunswick	New Brunswick, NJ	Public	Yes	3	55	19	\$119,328	\$3,682,225,000	Yes	\$828,249,000	Yes
The University of Texas at Austin	Austin, TX	Public		1	38	10	\$224,882	\$3,199,177,309	Yes	\$106,913,734	No
University of California-Berkeley	Berkeley, CA	Public		1	20	1	\$196,280	\$3,031,898,000	Affiliated ¹²	N/A	No
University of California-Los Angeles	Los Angeles, CA	Public		1	20	1	\$165,445	\$9,273,968,000	Yes	\$2,753,531,963	No
University of Florida	Gainesville, FL	Public		1	29	5	\$143,697	\$3,379,773,000	Affiliated	\$2,006,553,000 ¹⁴	No
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University of Maryland-College Park	College Park, MD	Public	Yes	1	55	19	\$136,911	\$2,098,670,096	Affiliated	\$4,246,036,000 ¹⁵	No
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University of Minnesota-Twin Cities	Minneapolis, MN	Public	Yes	5	62	23	\$151,791	\$3,415,564,680	Affiliated	\$6,284,368,000 ¹⁶	Yes
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University of Washington-Seattle Campus	Seattle, WA	Public		3	55	19	\$108,431	\$6,444,294,019	Yes	\$2,083,129,793	Yes
University of Wisconsin-Madison	Madison, WI	Public	Yes	1	38	10	\$203,614	\$3,216,479,750	Yes	N/A	Yes
The Pennsylvania State University	University Park, PA	Public	Yes	24	77	31	\$125,999	\$7,653,947,000	Yes	\$2,606,724,000	No
PSU Percent Rank					Highest	Lowest	Lowest	18 th	88 th	43 rd	
P.25					1	55	19	\$134,675	\$3,115,537,655		\$1,927,171,150
Median					1	38	10	\$151,791	\$3,379,773,000	N/A	\$3,389,312,213
P.75					3	27	4	\$189,535	\$5,063,259,510		\$4,500,654,000

*Supporting references are available on page 7.

Executive Higher Education Comparison Market – Private Institutions Only*

Institution Name	Location	Control	BTAA Member	# of Campuses ²	USNWR Ranking ³		Research Expenses per Instruction / Research and Public Service FTE Staff ⁴	Total Expenses ⁴	Has a Hospital ^{4,5}	Hospital Expenses ^{1,6}	AAHC Member ⁷	
					National	National Public						
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Duke University	Durham, NC	Private not-for-profit		1	10		\$178,402	\$6,858,841,000	Yes	\$3,659,168,000	Yes	
Johns Hopkins University	Baltimore, MD	Private not-for-profit		1	7		\$651,698	\$6,395,919,000	Affiliated	\$2,621,813,686 ⁹	No	
Massachusetts Institute of Technology	Cambridge, MA	Private not-for-profit		1	2		\$282,702	\$3,891,684,000	No	N/A	No	
New York University	New York, NY	Private not-for-profit		1	25		\$144,418	\$7,484,876,000	Affiliated	\$6,349,850,000 ¹⁰	No	
Northwestern University	Evanston, IL	Private not-for-profit	Yes	1	10		\$161,570	\$2,459,351,000	Affiliated	\$5,995,427,000 ¹¹	No	
Stanford University	Stanford, CA	Private not-for-profit		1	3		\$192,457	\$6,065,925,000	Yes	\$863,506,000	Yes	
University of Chicago	Chicago, IL	Private not-for-profit		1	6		\$94,248	\$4,068,781,211	Affiliated	\$2,091,967,757 ¹³	No	
University of Pennsylvania	Philadelphia, PA	Private not-for-profit		1	7		\$131,524	\$10,944,686,000	Yes	\$6,818,402,000	Yes	
University of Southern California	Los Angeles, CA	Private not-for-profit		1	25		\$77,694	\$5,529,573,000	Yes	\$1,383,534,060	Yes	
Washington University in St Louis	Saint Louis, MO	Private not-for-profit		1	15		\$131,963	\$3,560,028,000	Affiliated	N/A	Yes	
Yale University	New Haven, CT	Private not-for-profit		1	3		\$105,614	\$4,090,892,128	Affiliated	\$3,529,636,000 ¹⁹	Yes	
The Pennsylvania State University	University Park, PA	Public	N/A	Yes	24	77	31	\$125,999	\$7,653,947,000	Yes	\$2,606,724,000	No
PSU Percent Rank					Highest	Lowest		35 th	93 rd		44 th	
P.25					1	20					\$1,859,985,925	
Median					1	10					\$3,075,724,843	
P.75					1	6.5					\$5,411,362,250	N/A

*Supporting references are available on page 7.

Executive Higher Education Comparison Market References

- 1 All institutions are RU (VHR), AAU members, and grant medical degrees.
- 2 Number of locations where the institutional President/Chancellor oversees those campuses.
- 3 Source: 2022 USNWR College Rankings.
- 4 Source: IPEDS Data Center, FY 2020. Data reported for flagship campus only.
- 5 If marked “Yes,” data is from IPEDS: If institution reported either revenues from Sales and services of hospitals GASB, hospital revenues (FASB), or expenses for hospital services (GASB or FASB) an institution was determined to have a hospital.
- 6 IPEDS Definition: Hospital services - total expenses is the sum of all operating expenses associated with a hospital operated by the postsecondary institution (but not as a component unit) and reported as a part of the institution. This classification includes nursing expenses, other professional services, general services, administrative services, and fiscal services.
- 7 Association of Academic Health Centers.
- 8 Boston Medical Center total expenses as reported in FY20 IRS Form 990 filing.
- 9 Johns Hopkins Hospital total expenses as reported in FY20 IRS Form 990 filing.
- 10 NYU Langone Hospitals FY20 total operating expenses from Consolidated Financial Statements.
- 11 Northwestern Memorial Healthcare FY20 total expenses from Consolidated Financial Statements.
- 12 The UC Berkeley-UCSF Joint Medical Program is a joint degree program in the University of California system between the UC Berkeley School of Public Health and the UCSF School of Medicine.
- 13 University of Chicago Medical Center total expenses as reported in FY20 IRS Form 990 filing.
- 14 UF Health Shands FY20 total operating expenses from Consolidated Financial Statements.
- 15 University of Maryland Medical System Corporation and Subsidiaries FY20 total operating expenses from Consolidated Financial Statements.
- 16 Fairview Health Services FY20 total operating expenses from Consolidated Financial Statements.
- 17 UNC Health FY20 total operating expenses from Annual Report.