

Special Meeting of the Compensation Committee of the University of Louisville Board of Trustees and the Executive Committee of the University of Louisville Foundation, Inc.

December 1, 2011

In Open Session

Members of the Compensation Committee of the University of Louisville Board of Trustees and the Executive Committee of the University of Louisville Foundation, Inc. met on December 1, 2011, in the Alumni Board Room of the University Club with members present and absent as follows:

Trustees Compensation

Committee: Dr. Robert Curtis Hughes, Chair  
Dr. William Selvidge, Vice Chair  
Ms. Marie Abrams  
Mr. David James  
Dr. Robert Staat

Absent: Mr. Jonathan Blue

Foundation Executive

Committee: Mr. J. Chester Porter, Chair  
Mr. Burt Deutsch, Vice Chair  
Ms. Joyce Hagen, Treasurer

Absent: Mr. Eddy Roberts, Secretary - Absent  
Dr. James R. Ramsey, President

Also Present: Mr. Owsley B. Frazier, Trustee and ULF Board Member

ULF Legal

Counsel: Mr. Kennedy Helm, III, Stites & Harbison

From the University: Ms. Angela D. Koshewa, University Counsel  
Mr. Mark Hebert, Director of Media Relations  
Mrs. Kathleen Smith, Assistant Secretary  
Mrs. Debbie Dougherty, Board Liaison

I. Welcome and Call to Order

Having determined a quorum of the Board of Trustees Compensation Committee, Chair Hughes called the meeting to order at 12 Noon. Having determined a quorum of the Foundation Executive Committee, Chair Porter called the meeting to order.

### Approval of Minutes

Ms. Abrams made a motion, which Dr. Selvidge seconded, to approve the Board of Trustees Compensation Committee minutes of June 27, 2011. The motion passed.

Ms. Hagen made a motion, which Mr. Deutsch seconded, to approve the Foundation Executive Committee minutes of November 2, 2011. The motion passed.

#### II. Executive Session

Ms. Abrams made a motion, which Mr. James seconded, for the Compensation Committee to go into executive session. The motion passed.

Ms. Hagen made a motion, which Mr. Deutsch seconded, for the Executive Committee to go into executive session. The motion passed.

#### III. Open Meeting Reconvenes

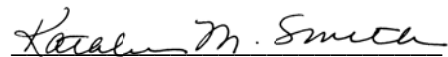
Chair Porter reconvened the open session of the meeting and reported no action was required.

#### IV. Adjournment

Ms. Hagen made a motion, which Mr. Deutsch seconded, to adjourn the UL Foundation Executive Committee at 12:50 p.m. The motion passed.

Ms. Abrams made a motion, which Dr. Staat seconded, to adjourn the Trustees Compensation Committee at 12:50 p.m. The motion passed.

Approved by:



Asst. Secretary