

**ROSWELL PARK CANCER INSTITUTE CORPORATION
COMPENSATION COMMITTEE**

A meeting of the Compensation Committee of the Board of Directors of Roswell Park Cancer Institute Corporation was held on Wednesday, August 30, 2017 at 10:30 am in the Patrick P. Lee Conference Room, 9th floor of the Scott Bieler Clinical Sciences Center.

Present: R. Buford Sears
Candace S. Johnson, PhD, President & CEO
Michael L. Joseph, Chairman of the Board
Gail Mitchell, Esq.

Excused: Donna M. Gioia

Staff

Present: Errol Douglas, Vice President of Human Resources
Betsy Doty-Lampson Administrator to Board of Directors
Michelle Moore, Assistant Vice President of Human Resources
Michael Sexton, Esq., Chief Institute Operations Officer, General Counsel and Secretary
Anthony Woods, Director of Classification and Compensation

Chairman's Opening Remarks

Mr. Sears thanked everyone for attending, and turned to a review of the minutes of the June 21, 2017 meeting.

After review, Mr. Sears called for approval of the minutes. *On motion by Ms. Mitchell which was seconded by Mr. Joseph, the minutes from June 21, 2017 were unanimously approved.*

FY'18 Individual Goal Updates

Mr. Sears reminded the group of the responsibilities of certain positions and as people change their job descriptions throughout the course of the year that this is a "floating" document. He noted that on page 4 in Director's Desk the items that were highlighted in blue those are the individuals whose goals have changed partially due to the Strategic Plan and partially the changes in individual responsibilities. He indicated that these are noted as informational only.

CEO Long Term Incentive Plan (LTIP) Goal Updates for FY'16 & 18 and for FY'17,'18 & '19

Mr. Sears asked the committee to turn to page 41 in Director's Desk dealing with the CEO LTIP plan. He indicated that there are discreet three year periods and that her goals change year to year. Mr. Joseph indicated that the format utilized now for the Committee to access CEO goal performance is more helpful to him, and Ms. Mitchell agreed that it is laid out clearly. Mr. Sears indicated that this document is for informational purposes and no action needed to be taken at this meeting.

There being no further business, a motion was made for adjournment by Mr. Joseph second by Ms. Mitchell and was unanimously carried.


Michael B. Sexton, Secretary