



Conferencing to Attend Remotely
Dial in by phone
+1 585-371-6044, 402919380#

Compensation Committee Meeting

Scott Bieler Clinical Sciences Center, 9th Floor
Patrick P. Lee Board Conference Room

Wednesday, 12/10/2025
11:00 AM - 12:00 PM ET

- | | | |
|--|---------|---------------------------------------|
| 1. Chairperson's Opening Remarks | | R. Buford Sears |
| 2. Draft Minutes of September 17, 2025 Meeting
<i>Draft Minutes of September 17, 2025 - Page 2</i> | Approve | R. Buford Sears |
| 3. Executive Compensation Market Update Letter for 2026
<i>Executive Compensation Market Update Letter for 2026 - Page 5</i> | Discuss | R. Buford Sears |
| 4. Review of Business Judgement Factors for Executive Compensation Levels
<i>Review of Business Judgment Factors for Executive Compensation Levels - Page 34</i> | Discuss | R. Buford
Sears/Candace
Johnson |
| MOTION TO MOVE INTO EXECUTIVE SESSION | | |
| 5. FY'26 Goal Amendments/Midcourse Review

<i>FY'26 Goal Amendments - Page 43</i> | Discuss | R. Buford
Sears/Candace
Johnson |
| 6. FY'26 Goal Updates

<i>FY'26 Goal Updates - Page 58</i> | Discuss | R. Buford
Sears/Candace
Johnson |
| 7. President & CEO Total Compensation Assessment
<i>President & CEO Total Compensation Assessment - Page 173</i> | Discuss | R. Buford Sears |
| RETURN TO OPEN SESSION | | |
| 8. Adjournment | | |