



## Compensation Committee Meeting

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

**Wednesday, 9/1/2021**  
**10:30 - 11:30 AM ET**

- |                                                                                                                                                                                                                                                |         |                                       |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------|---------------------------------------|
| <b>1. Chairman's Opening Remarks</b>                                                                                                                                                                                                           |         | R. Buford Sears                       |
| <b>2. Compensation Committee Calendar</b><br><i>Compensation Committee Calendar - Page 2</i>                                                                                                                                                   |         | R. Buford Sears                       |
| <b>3. Draft Minutes of June 16, 2021</b><br><i>Compensation Committee Minutes DRAFT 06.16.2021</i><br><i>MBS - Page 3</i>                                                                                                                      | Approve | R. Buford Sears                       |
| MOTION FOR EXECUTIVE SESSION                                                                                                                                                                                                                   |         |                                       |
| <b>4. FY'22 Individual Goal Amendments</b><br><br><i>FY'22 Individual Goal Amendments - Page 6</i>                                                                                                                                             | Approve | R. Buford<br>Sears/Candace<br>Johnson |
| <b>5. FY'22 Individual Goal Updates</b><br><br><i>FY'22 Individual Goal Updates - Page 55</i>                                                                                                                                                  | Approve | R. Buford<br>Sears/Candace<br>Johnson |
| <b>6. CEO Long-Term Incentive Plan (LTIP) Goal Updates for FY'20, '21 &amp; '22 and for FY'21, '22 &amp; '23</b><br><i>CEO Long-Term Incentive Plan (LTIP) Goal Updates for FY'20, '21, &amp; '22 and for FY'21, '22, &amp; '23 - Page 124</i> | Approve | R. Buford<br>Sears/Candace<br>Johnson |
| RETURN TO OPEN SESSION                                                                                                                                                                                                                         |         |                                       |
| <b>7. Review of Compensation Committee Charter</b><br><i>Review of Compensation Committee Charter - Page 127</i>                                                                                                                               | Approve | R. Buford<br>Sears/Michael Sexton     |
| <b>8. Review of Executive Compensation Philosophy</b><br><i>Review of Executive Compensation Philosophy - Page 130</i>                                                                                                                         | Approve | R. Buford Sears                       |
| <b>9. Upcoming Executive Compensation Consulting Needs</b><br><i>Upcoming Executive Compensation Consulting Needs - Page 133</i>                                                                                                               | Approve | R. Buford Sears                       |
| <b>10. Executive Session (if needed)</b>                                                                                                                                                                                                       |         |                                       |
| <b>11. Adjournment</b>                                                                                                                                                                                                                         |         |                                       |