Brandeis University

Statement of Compensation Philosophy

This Statement of Compensation Philosophy is intended to guide the Board of Trustees in setting and approving executive compensation of the President, and by the President in setting the compensation of the President’s direct reports. The Executive Committee shall review this Statement every two years and make proposed revisions, subject to approval by the Board.

I. The following principles should guide the University’s compensation program:

A. Compensation should be consistent with:

1. the University’s mission, culture, values, reputation, and tax-exempt status, and

2. the need to attract and retain highly qualified, experienced and motivated leadership for the University.

B. The process for setting and approving executive compensation must include full transparency with the Board of Trustees about compensation paid to the President and full transparency with the Executive Committee about compensation paid to the President’s direct reports.

II. Setting and Approving Compensation

A. The Board is responsible for appointing the President and approving the President’s compensation, upon recommendation of the Executive Committee or a subcommittee thereby appointed by the Chair Subject to the next sentence, compensation paid to the President’s direct reports shall be set by the President in a manner consistent with the approved University budget, and reported to the Executive Committee. Executive Committee approval is required for compensation paid to a direct report to the President if such compensation (x) upon the initial hire of such direct report, is not within the range of 25% to
75% of the market composite* compensation for the position, based upon advice from an independent compensation consultant qualified to make such determination, and (y) thereafter, if such compensation increases on a percentage basis in any year by more than twice the average percentage increase in salary in such year for Brandeis exempt employees.;

B. The process for setting and approving compensation shall meet or exceed best practices at nonprofits and higher education institutions;

*Market comparability typically comes from two primary sources, national published executive compensation surveys for top U S research universities, and Form 990 filings for peer colleges and universities.

C. Before the Board approves the President’s compensation, the Executive Committee (or subcommittee thereof) shall obtain a Reasonableness Opinion from an independent compensation consultant qualified to express that opinion, and shall provide the Board in executive session with clear information about all components of the proposed compensation including, but not limited to, base salary, deferred compensation, incentives, benefits, and other arrangements, both when awarded and when paid; and relevant analyses and peer group studies provided by the compensation consultant and utilized by the Executive Committee or its subcommittee. Information provided to the Board should be accompanied by clear summaries of all components of the President’s compensation.

D. The entire compensation process shall be carried out in strict confidence by individuals who are free of conflicts of interest of any kind. Any individual with a conflict of interest should not participate in the process.

III. The compensation setting process should include consideration of a wide range of factors including, but not limited to the following:

A. The best interests of Brandeis University;

B. The executive’s responsibilities, duties, performance, experience and seniority;

C. Whether the amount and type of compensation are reasonable and consistent with
norms and best practices at nonprofits and higher education institutions;

D. Equity within the University;

E. Confidence of the public and the University’s reputation.

IV. Communication and Disclosure

A. The compensation of the President and other highest paid employees at Brandeis shall be disclosed annually in the university’s publicly available Form 990;

B. Any Presidential severance or post-Presidency employment agreements will be disclosed prior to the President’s departure.

Approved January 28, 2020