

UTIMCO
MEETING OF COMPENSATION COMMITTEE

The Adolphus
1321 Commerce Street
Dallas, Texas 75202

October 10, 2003

AGENDA

- Open Session**
- 7:30 a.m. Call to Order
- 7:30 a.m. - 7:35 a.m. Consideration of Minutes of September 12, 2003 Meeting*
- 7:35 a.m. – 9:00 a.m. **Convene into Executive Session**
Pursuant to Section 551.074, Texas Government Code, the Committee may convene in Executive Session for the purpose of considering the following:
- Performance Compensation Plan for Fiscal Year 2002-2003*
 - Performance Compensation Plan Awards for Fiscal Year 2002-2003 (excluding President)*
 - Salary and Performance Compensation Plan Award for the President for Fiscal Year 2002-2003, subject to consideration by the Corporation's Board of Directors*
 - Performance Compensation Guidelines – for 2003-2004 Fiscal Year* Compensation Committee Charter, subject to consideration by the Corporation's Board of Directors*
- 9:00 a.m. - 9:05 a.m. **Reconvene into Open Session to consider taking action on:**
- Performance Compensation Plan for Fiscal Year 2002-2003*
 - Performance Compensation Plan Awards for Fiscal Year 2002-2003 (excluding President)*
 - Salary and Performance Compensation Plan Award for the President for Fiscal Year 2002-2003, subject to consideration by the Corporation's Board of Directors*
 - Performance Compensation Guidelines – for 2003-2004 Fiscal Year* Compensation Committee Charter, subject to consideration by the Corporation's Board of Directors*
- 9:05 a.m. **Adjournment**

*Requires action by resolution