UTIMCO MEETING OF COMPENSATION COMMITTEE

Hotel Crescent Court, Board Room 400 Crescent Court Dallas, Texas

February 18, 2003

AGENDA

8:00 a.m.

Open Session

Call to Order

8:00 a.m. - 8:05 a.m.

Approval of Minutes of October 31, 2002 Meeting*

8:05 a.m. - 9:45 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

deliberating personnel compensation.

9:45 a.m. – 10:00 a.m.

Reconvene into Open Session

Approval of Performance Compensation Plan for the 2002-2003

Fiscal Year and Performance Compensation Guidelines -

2002-2003 Fiscal Year*

10:00 a.m.

Adjournment

^{*}Requires action by resolution