

AUTHORIZE ADJUSTMENT OF THE SALARY OF THE CHIEF TECHNOLOGY OFFICER

THE GENERAL COUNSEL REPORTS THE FOLLOWING:

DESCRIPTION: In April 2000, Elaine Williams became the Board's Chief Technology Officer. Based upon an assessment of the market rates applicable to this position and Ms. Williams' performance as Chief Technology Officer, pursuant to Board Rule 4-49, the General Counsel requests approval of the following adjustment of the compensation of the Chief Technology Officer: