

2020 Compensation Survey



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EXECUTIVE SUMMARY



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Throughout the Covid-19 pandemic, banks have relied on their employees to counsel customers and process billions of dollars of Paycheck Protection Program loans — not to mention working behind the scenes as they adapt to a virtual work environment.

The crisis reinforces the old adage that good talent is hard to find. “Hire right,” investor Ray Dalio once wrote. “The penalties of hiring wrong are huge.”

Bank Director’s 2020 Compensation Survey, sponsored by Compensation Advisors, confirms that talent can be difficult to find in key areas. More than 70% of directors, CEOs, human resources officers and other senior executives responding to the survey point to skills that are particularly difficult to hire and retain, such as information security, technology, lending and risk.

But hiring less-skilled staff also proves challenging: Half indicate that it’s “somewhat” or “very” difficult to attract and retain entry-level employees who fit into the organization’s culture. What’s more, concerns around recruiting younger talent have risen slightly in the past three years: 30% cite this as a top-three challenge this year, compared to 21% in 2017.

Yet, 79% believe their bank offers an effective compensation package that helps attract and retain top talent.

This apparent disconnect could stem from the generation gap between bank leadership and younger staff. Two-thirds of survey respondents are over 55, while more than half of their bank’s workforce is 45 or younger. One can infer that these employees, mostly Gen Z and millennials, primarily occupy entry and mid-level positions.

The survey was distributed in March and April, as the coronavirus forced banks to rapidly shift operations to work-from-home arrangements and adjust branch procedures. Ninety-two percent of respondents indicate their bank instituted or expanded remote work, and 80% introduced or expanded flexible scheduling in response to Covid-19. As the industry emerges from this crisis, how will this impact corporate culture moving forward, as well as expectations from prospective employees?

KEY FINDINGS

→ Covid-19 Response

In addition to adapting to remote and flexible work arrangements, more than half expanded paid leave to encourage staff to stay home if they showed symptoms of the virus. In addition, 81% have limited service to drive-thru only, and 78% limited in-person meetings to appointment only, in order to keep customers and staff safe.

→ Top Compensation Challenges

The top two compensation challenges that respondents identify remain the same compared to last year: tying compensation to performance (48%), and managing compensation and benefit costs (44%).

→ CEO Retirement

More than 20% expect their CEO to step down within the next three years; an additional 7% are unsure whether their CEO will retire. This metric is, naturally, age dependent: For CEOs over the age of 65, more than half are expected to retire.

→ Few Measure D&I Progress

Stakeholders have increasingly paid attention to corporate efforts around diversity & inclusion. However, 42% of respondents say their bank lacks a formal D&I program, and doesn't track progress toward hiring and promoting women, minorities, veterans or individuals with disabilities. Of the metrics most frequently tracked by banks, 58% look at the percentage of women at different levels of the bank, and 51% at the percentage of minorities. Less than half track the gender pay gap, participation of women or minorities in development programs, or participation by employees in D&I-focused education and training.

→ CEO, Board Pay Increased

Median total CEO compensation increased in fiscal year 2019, to \$649,227. Pay ranged from a median of \$251,000 for banks under \$250 million to \$3.6 million for banks above \$10 billion. More than 70% measure CEO performance against the bank's strategic plan and corporate goals.

FUNDAMENTAL CHALLENGES

1. What are your top three compensation challenges for 2020?

Respondents were asked to select no more than three options.

Bank Asset Size	>\$10B	\$1B-\$10B	\$500M-\$1B	\$250M-\$500M	<\$250M	Total
Tying compensation to performance	55%	54%	55%	46%	19%	48%
Managing compensation and benefit costs	27%	46%	50%	39%	46%	44%
Succession planning for the CEO and/or executives	36%	41%	21%	28%	31%	32%
Offering competitive pay	18%	20%	40%	49%	19%	30%
Recruiting commercial lenders	27%	35%	24%	23%	35%	30%
Recruiting younger talent	46%	23%	32%	23%	46%	30%
Retaining key people	36%	22%	32%	31%	31%	28%
Recruiting technology talent	18%	23%	11%	15%	12%	17%
Recruiting key executives	-	15%	13%	13%	31%	15%
Understanding and complying with regulations, including compliance risk	36%	12%	8%	15%	15%	14%
Creating liquidity for thinly-traded stock	-	4%	11%	13%	15%	9%

TALENT & CULTURE

2. Thinking about your bank's overall talent needs, how difficult is it to attract and retain qualified employees who fit your organization's culture and add skills in each of the following areas?

Entry-level staff						
Bank Asset Size	>\$10B	\$1B-\$10B	\$500M-\$1B	\$250M-\$500M	<\$250M	Total
Very difficult	20%	7%	8%	-	-	6%
Somewhat difficult	20%	30%	61%	51%	58%	45%
Somewhat easy	50%	45%	18%	39%	27%	36%
Very easy	10%	17%	13%	10%	4%	13%
Not applicable	-	-	-	-	12%	2%

Call center/customer service						
Bank Asset Size	>\$10B	\$1B-\$10B	\$500M-\$1B	\$250M-\$500M	<\$250M	Total
Very difficult	-	1%	3%	3%	-	2%
Somewhat difficult	27%	32%	43%	31%	19%	32%
Somewhat easy	73%	49%	27%	31%	46%	42%
Very easy	-	10%	11%	8%	-	8%
Not applicable	-	7%	16%	28%	35%	17%

Compliance

Bank Asset Size	>\$10B	\$1B-\$10B	\$500M-\$1B	\$250M-\$500M	<\$250M	Total
Very difficult	18%	20%	8%	11%	31%	17%
Somewhat difficult	46%	51%	50%	68%	42%	53%
Somewhat easy	27%	25%	29%	18%	12%	23%
Very easy	9%	4%	8%	-	4%	4%
Not applicable	-	-	5%	3%	12%	3%

Data management

Bank Asset Size	>\$10B	\$1B-\$10B	\$500M-\$1B	\$250M-\$500M	<\$250M	Total
Very difficult	18%	19%	13%	15%	8%	16%
Somewhat difficult	55%	49%	42%	51%	58%	49%
Somewhat easy	27%	27%	21%	23%	13%	23%
Very easy	-	-	8%	-	-	2%
Not applicable	-	6%	16%	10%	21%	11%

Human resources

Bank Asset Size	>\$10B	\$1B-\$10B	\$500M-\$1B	\$250M-\$500M	<\$250M	Total
Very difficult	-	3%	-	3%	8%	3%
Somewhat difficult	36%	42%	41%	40%	39%	40%
Somewhat easy	64%	45%	35%	53%	31%	44%
Very easy	-	5%	11%	-	-	4%
Not applicable	-	6%	14%	5%	23%	10%

Information security

Bank Asset Size	>\$10B	\$1B-\$10B	\$500M-\$1B	\$250M-\$500M	<\$250M	Total
Very difficult	18%	33%	13%	24%	12%	23%
Somewhat difficult	73%	38%	53%	50%	60%	49%
Somewhat easy	9%	23%	26%	24%	8%	21%
Very easy	-	1%	8%	3%	4%	3%
Not applicable	-	4%	-	-	16%	4%

Lending

Bank Asset Size	>\$10B	\$1B-\$10B	\$500M-\$1B	\$250M-\$500M	<\$250M	Total
Very difficult	-	23%	18%	29%	48%	25%
Somewhat difficult	91%	51%	47%	47%	44%	51%
Somewhat easy	9%	23%	26%	24%	8%	21%
Very easy	-	3%	8%	-	-	3%

Marketing

Bank Asset Size	>\$10B	\$1B-\$10B	\$500M-\$1B	\$250M-\$500M	<\$250M	Total
Very difficult	-	-	-	5%	4%	2%
Somewhat difficult	27%	29%	21%	46%	35%	32%
Somewhat easy	46%	55%	63%	46%	31%	51%
Very easy	27%	9%	8%	-	4%	7%
Not applicable	-	7%	8%	3%	27%	9%

Risk						
Bank Asset Size	>\$10B	\$1B-\$10B	\$500M-\$1B	\$250M-\$500M	<\$250M	Total
Very difficult	36%	22%	8%	26%	24%	21%
Somewhat difficult	27%	51%	58%	53%	52%	51%
Somewhat easy	36%	26%	29%	16%	20%	24%
Very easy	-	-	5%	3%	-	2%
Not applicable	-	1%	-	3%	4%	2%

Technology/digital						
Bank Asset Size	>\$10B	\$1B-\$10B	\$500M-\$1B	\$250M-\$500M	<\$250M	Total
Very difficult	18%	35%	26%	38%	20%	31%
Somewhat difficult	82%	45%	47%	35%	60%	48%
Somewhat easy	-	16%	18%	19%	8%	15%
Very easy	-	1%	3%	3%	-	2%
Not applicable	-	3%	5%	5%	12%	5%

3. Considering your bank's compensation and cultural practices, which of the following are offered to your full-time employees?

For options like maternity leave, respondents were asked to indicate whether the benefit is offered to employees who would be eligible for that benefit due to their gender, age or similar criteria.

Internal training programs						
Bank Asset Size	>\$10B	\$1B-\$10B	\$500M-\$1B	\$250M-\$500M	<\$250M	Total
Offered to all employees	91%	88%	84%	90%	82%	87%
Offered to some employees	9%	9%	13%	10%	4%	9%
Not offered at our bank	-	3%	3%	-	15%	4%

Access to external training/education						
Bank Asset Size	>\$10B	\$1B-\$10B	\$500M-\$1B	\$250M-\$500M	<\$250M	Total
Offered to all employees	82%	55%	50%	41%	58%	53%
Offered to some employees	18%	44%	50%	59%	42%	46%
Not offered at our bank	-	1%	-	-	-	1%

Mentorship program

Bank Asset Size	>\$10B	\$1B-\$10B	\$500M-\$1B	\$250M-\$500M	<\$250M	Total
Offered to all employees	18%	11%	19%	21%	21%	16%
Offered to some employees	46%	56%	57%	41%	33%	49%
Not offered at our bank	36%	33%	24%	39%	46%	35%

Equity compensation/company ownership

Bank Asset Size	>\$10B	\$1B-\$10B	\$500M-\$1B	\$250M-\$500M	<\$250M	Total
Offered to all employees	18%	9%	16%	13%	15%	13%
Offered to some employees	73%	63%	40%	39%	59%	53%
Not offered at our bank	9%	28%	45%	49%	26%	35%

Employee volunteering initiatives

Bank Asset Size	>\$10B	\$1B-\$10B	\$500M-\$1B	\$250M-\$500M	<\$250M	Total
Offered to all employees	91%	84%	71%	72%	62%	76%
Offered to some employees	9%	13%	13%	21%	19%	15%
Not offered at our bank	-	3%	16%	8%	19%	9%

Maternity leave

Bank Asset Size	>\$10B	\$1B-\$10B	\$500M-\$1B	\$250M-\$500M	<\$250M	Total
Offered to all employees	91%	81%	79%	82%	63%	79%
Offered to some employees	-	15%	5%	5%	15%	10%
Not offered at our bank	9%	4%	16%	13%	22%	11%

Paternity/new parent and/or caregiver leave

Bank Asset Size	>\$10B	\$1B-\$10B	\$500M-\$1B	\$250M-\$500M	<\$250M	Total
Offered to all employees	73%	68%	50%	62%	37%	59%
Offered to some employees	-	12%	11%	8%	-	8%
Not offered at our bank	27%	21%	40%	31%	63%	33%

Health and/or wellness perks

Bank Asset Size	>\$10B	\$1B-\$10B	\$500M-\$1B	\$250M-\$500M	<\$250M	Total
Offered to all employees	100%	90%	84%	85%	44%	81%
Offered to some employees	-	6%	8%	3%	11%	6%
Not offered at our bank	-	4%	8%	13%	44%	13%

Telecommuting/work-from-home options

Bank Asset Size	>\$10B	\$1B-\$10B	\$500M-\$1B	\$250M-\$500M	<\$250M	Total
Offered to all employees	-	12%	11%	8%	23%	12%
Offered to some employees	82%	83%	74%	74%	39%	73%
Not offered at our bank	18%	6%	16%	18%	39%	16%

Flexible scheduling

Bank Asset Size	>\$10B	\$1B-\$10B	\$500M-\$1B	\$250M-\$500M	<\$250M	Total
Offered to all employees	-	13%	8%	8%	19%	11%
Offered to some employees	80%	77%	74%	68%	50%	71%
Not offered at our bank	20%	10%	18%	24%	31%	18%

Student loan repayment assistance

Bank Asset Size	>\$10B	\$1B-\$10B	\$500M-\$1B	\$250M-\$500M	<\$250M	Total
Offered to all employees	-	18%	16%	18%	19%	17%
Offered to some employees	36%	12%	8%	13%	4%	12%
Not offered at our bank	64%	71%	76%	68%	78%	72%

Childcare (on-site or reimbursement)

Bank Asset Size	>\$10B	\$1B-\$10B	\$500M-\$1B	\$250M-\$500M	<\$250M	Total
Offered to all employees	9%	12%	8%	3%	4%	8%
Offered to some employees	9%	6%	3%	3%	4%	4%
Not offered at our bank	82%	82%	90%	95%	92%	88%

Relaxed dress code

Bank Asset Size	>\$10B	\$1B-\$10B	\$500M-\$1B	\$250M-\$500M	<\$250M	Total
Offered to all employees	30%	39%	53%	66%	27%	45%
Offered to some employees	50%	35%	29%	13%	35%	30%
Not offered at our bank	20%	26%	18%	21%	39%	25%

Collaboration tools, like Slack

Bank Asset Size	>\$10B	\$1B-\$10B	\$500M-\$1B	\$250M-\$500M	<\$250M	Total
Offered to all employees	-	26%	11%	5%	19%	16%
Offered to some employees	46%	29%	16%	24%	11%	24%
Not offered at our bank	55%	46%	73%	70%	70%	61%

4. Does your bank have the talent it needs to drive its strategy in the following key areas?

Numbers don't add up to 100% due to rounding.

Lending



Technology



Data management



Information security



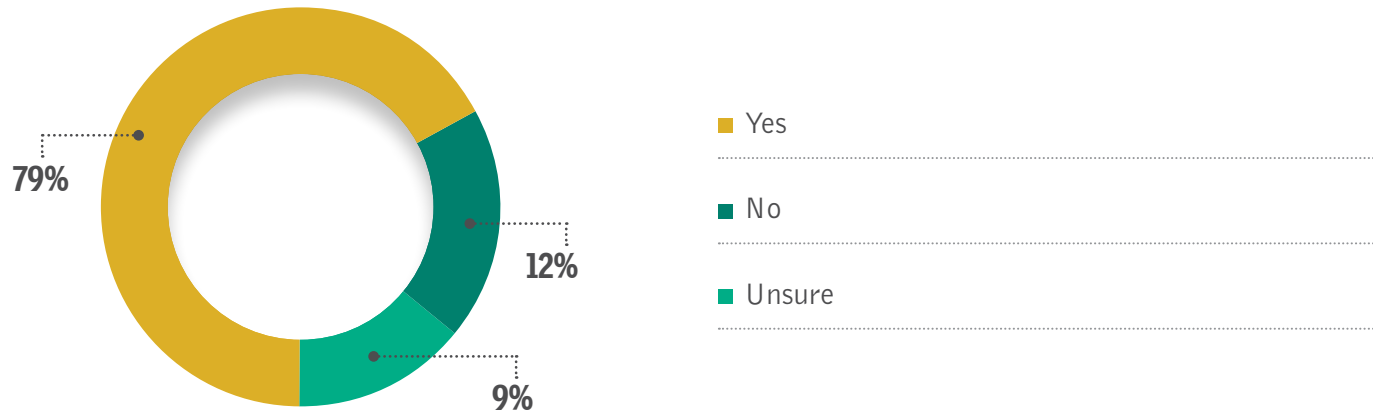
- Yes

- No

- Unsure/Not applicable

5. Overall, do you believe the compensation, benefits and perks offered by your bank are effective in attracting and/or retaining top talent for your organization?

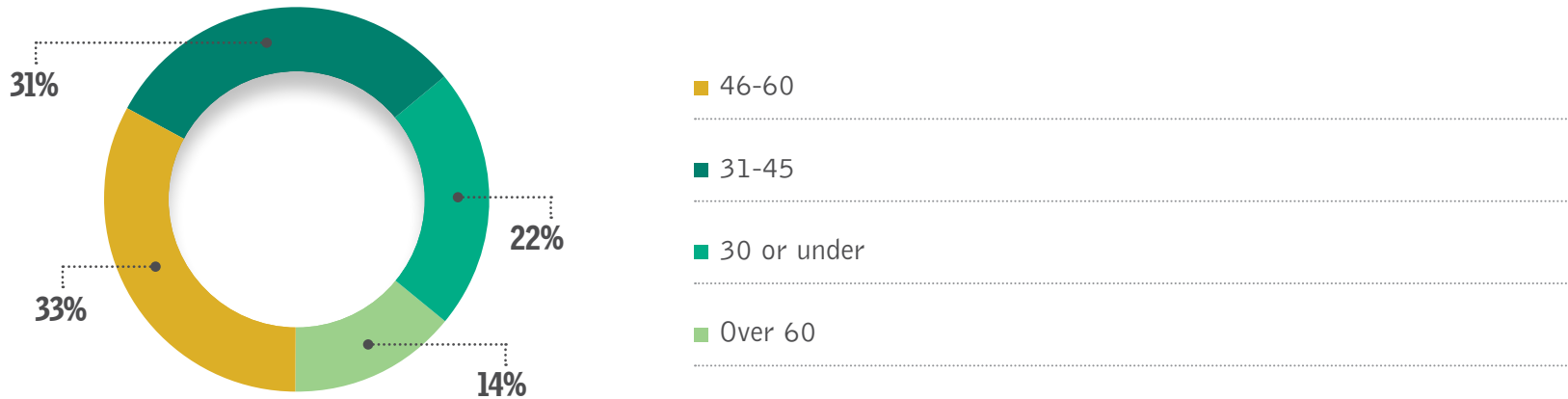
**Indicates less than 10 responses within a category.



Bank Asset Size	>\$10B**	\$1B-\$10B	\$500M-\$1B	\$250M-\$500M	<\$250M	Total
Yes	89%	81%	82%	84%	60%	79%
No	11%	10%	15%	3%	24%	12%
Unsure	-	9%	3%	14%	16%	9%

6. When considering the generational makeup of your workforce, what percentage fall within the following age groups?

Represents an average of reported values. Only asked of respondents who indicate they serve as an officer at the bank.



7. What was your organization’s employee turnover rate in 2019?

Median value reported. Only asked of respondents who indicate they serve as an officer at the bank. **Indicates less than 10 responses within a category.

15%

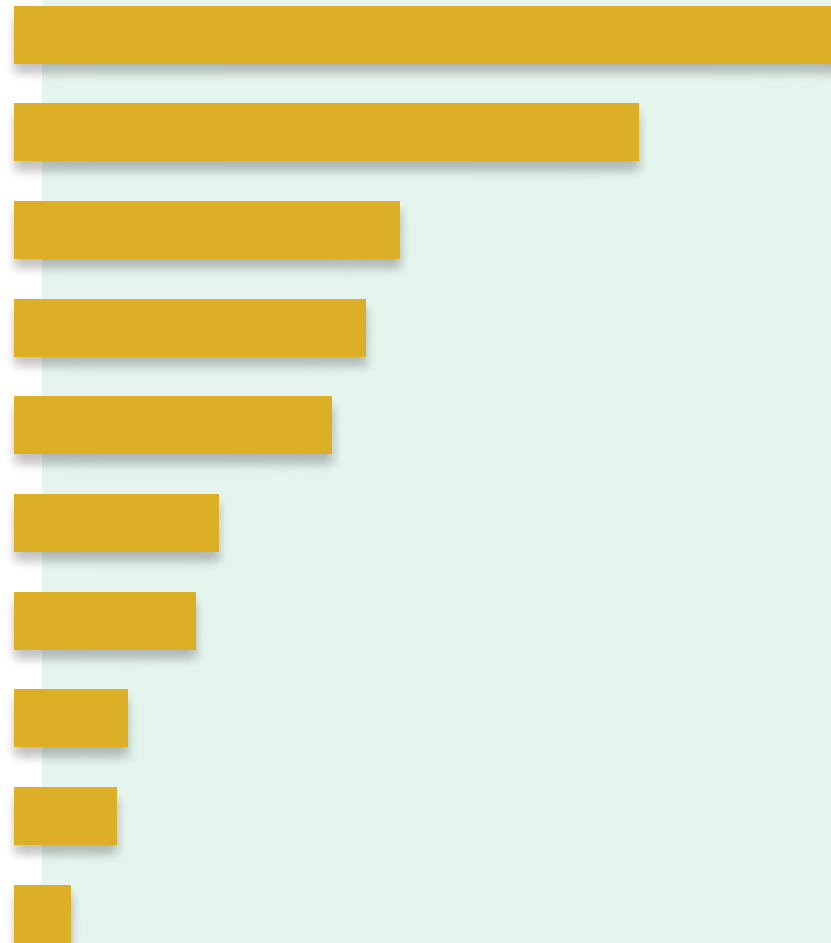
Median turnover rate

Bank Asset Size	>\$10B**	\$1B-\$10B	\$500M-\$1B	\$250M-\$500M	<\$250M**	Total
Median turnover rate	21%	16%	15%	16%	13%	15%

8. Which of the following are the three most common reasons that employees leave your organization?

Respondents were asked to select no more than three options. Only asked of respondents who indicate they serve as an officer at the bank.

73%	Opportunity to advance/grow
55%	Compensation/pay
34%	Conflict with managers and/or team members
31%	Not a cultural fit
28%	Other
18%	Role wasn't clearly defined or understood
16%	Need for more flexible scheduling
10%	Better benefits/perks
9%	Lack of feedback/mentoring
5%	Lack of recognition/rewards



9. Does the bank measure any of the following when evaluating its diversity & inclusion (D&I) progress or initiatives?

Respondents were asked to select all that apply. **Indicates less than 10 responses within a category.

Bank Asset Size	>\$10B**	\$1B-\$10B	\$500M-\$1B	\$250M-\$500M	<\$250M**	Total
Percentage of women at different levels of the bank	78%	64%	53%	63%	28%	58%
Percentage of minorities at different levels of the bank	78%	60%	47%	50%	22%	51%
We lack a formal D&I program and don't measure these metrics	11%	35%	47%	40%	72%	42%
Gender pay gap	33%	44%	19%	57%	28%	38%
Percentage of employees with disability at different levels of the bank	44%	40%	22%	40%	17%	33%
Percentage of veterans at different levels of the bank	33%	35%	31%	37%	17%	32%
Participation by women and/or minorities in internal/external training/mentorship programs	22%	29%	9%	30%	33%	25%
Participation in D&I-focused education and training	33%	31%	6%	17%	22%	22%
Participation in and/or formation of employee affinity groups	22%	11%	3%	7%	17%	10%
Other	-	2%	6%	7%	-	4%

CEO COMPENSATION

10. The CEO at my bank received the following types of compensation in fiscal year 2019.

Respondents were asked to select all that apply. Proxy data included.

Bank Asset Size	>\$10B	\$1B-\$10B	\$500M-\$1B	\$250M-\$500M	<\$250M	Total
Salary	100%	100%	100%	100%	96%	100%
Cash incentive	100%	82%	79%	73%	74%	82%
Nonqualified deferred compensation and/or retirement benefit	81%	55%	61%	52%	39%	58%
Equity grants	97%	69%	47%	21%	26%	57%
Other benefits and perks	23%	29%	23%	36%	30%	28%

Ownership Structure	Public	Private	Mutual	Total
Salary	99%	100%	100%	100%
Cash incentive	90%	68%	71%	82%
Nonqualified deferred compensation and/or retirement benefit	65%	38%	76%	58%
Equity grants	78%	26%	10%	57%
Other benefits and perks	19%	36%	57%	28%

11. Enter the cash compensation amounts for the CEO of your bank for FY 2019.


Median values reported. Proxy data included. Respondents were asked to enter a value greater than zero or leave the field blank. *Indicates a count of less than 10 within a field.

Bank Asset Size	>\$10B	\$1B-\$10B	\$500M-\$1B	\$250M-\$500M	<\$250M	Total
Salary	\$814,572	\$495,000	\$332,759	\$250,000	\$198,000	\$378,063
Cash incentive	\$800,000	\$224,650	\$81,799	\$70,650	\$45,000	\$146,273
Equity grants (fair market value)	\$1,274,798	\$250,586	\$63,938	\$51,500*	\$34,676*	\$227,093
Benefits & perks	\$140,342	\$50,000	\$36,959	\$25,000	\$21,500	\$49,600
Total CEO compensation	\$3,604,846	\$1,000,000	\$495,375	\$340,500	\$251,000	\$649,227

Ownership Structure	Public	Private	Mutual	Total
Salary	\$486,225	\$270,000	\$375,000	\$378,063
Cash incentive	\$240,000	\$80,000	\$120,000	\$146,273
Equity grants (fair market value)	\$240,000	\$75,000	\$400,000*	\$227,093
Benefits & perks	\$54,644	\$23,725	\$100,000	\$49,600
Total CEO compensation	\$1,055,059	\$380,000	\$500,000	\$649,227

12. Is your CEO's performance measured by any of the following?


Respondents were asked to select all that apply.

71% 

Strategic plan and/or
corporate goals

57% 

Return on assets

54% 

Income growth

54% 

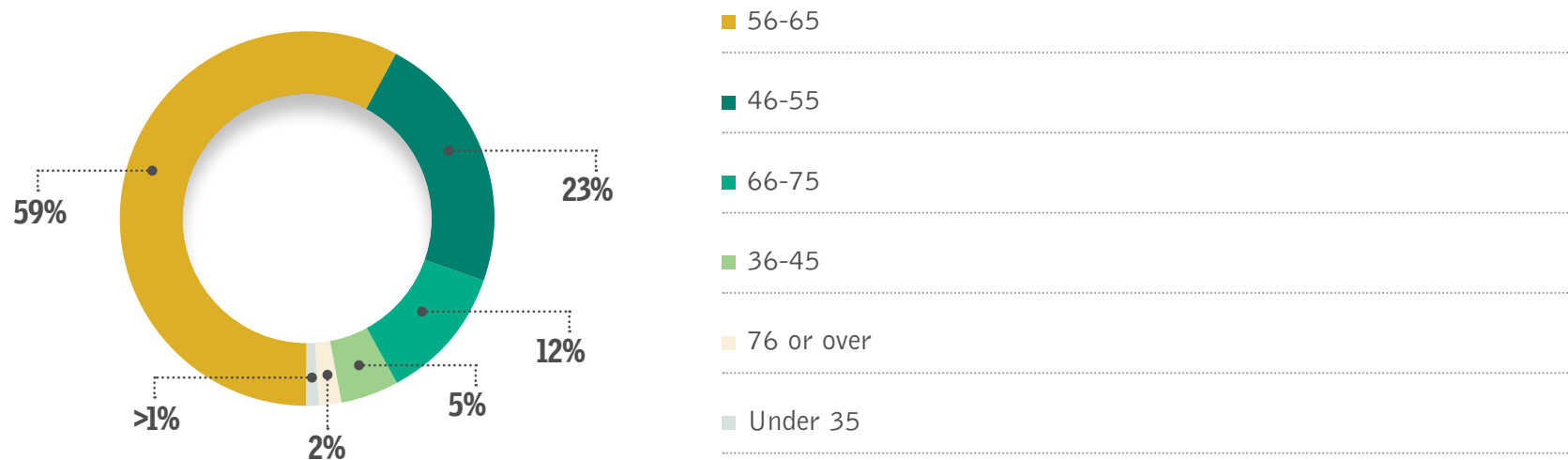
Return on equity

Ownership structure	Public	Private	Mutual	Total
Strategic plan and/or corporate goals	72%	67%	80%	71%
Return on assets	66%	48%	60%	57%
Income growth	47%	57%	65%	54%
Return on equity	60%	50%	50%	54%
Asset quality	49%	33%	45%	41%
Loan growth	30%	42%	65%	41%
Efficiency	42%	27%	55%	37%
Deposit growth	32%	30%	65%	36%
Earnings per share growth	42%	18%	5%	26%
Total shareholder return	32%	20%	5%	23%
Credit or similar risk metrics	17%	20%	25%	20%
CEO compensation is not tied to performance indicators	4%	22%	15%	14%
Employee retention	6%	7%	15%	8%
Other factors	9%	3%	20%	8%

CEO SUCCESSION

13. What is the age of your bank's CEO?

Proxy data included. Numbers don't add up to 100% due to rounding.



14. Enter your CEO's tenure, in years.

Median values reported. Proxy data included. Tenure as CEO ranges from 1 to 44 years; time working at the bank ranges from 1 to 49 years. Respondents were asked to enter a value greater than zero or leave the field blank.

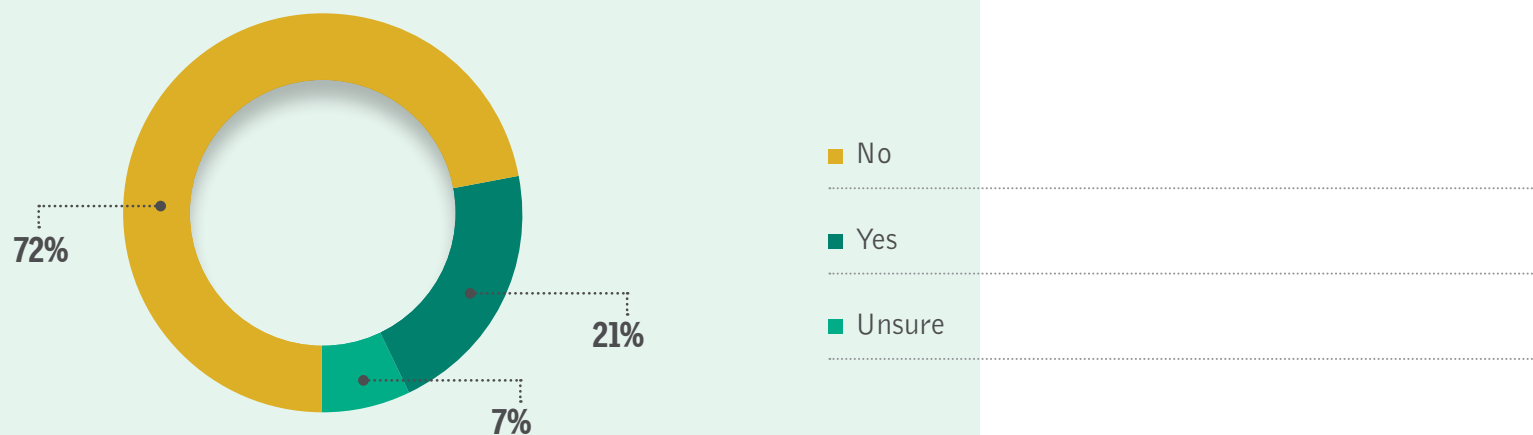
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Median years as CEO

15

Median years working at the bank

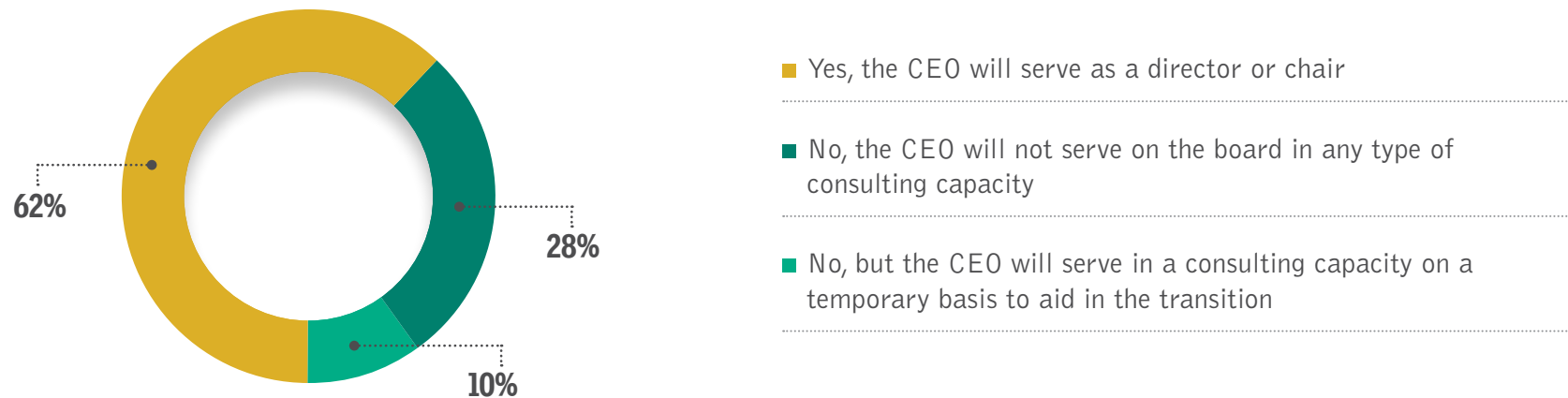
15. Do you expect your CEO to step down within the next three years?



CEO Age	Under 45	46-55	56-65	66 or over	Total
No	91%	93%	67%	35%	72%
Yes	-	7%	24%	53%	21%
Unsure	9%	-	9%	12%	7%

16. When he or she retires, do you expect the CEO to serve on the board?

Question only asked of respondents who indicate their bank's CEO could step down within the next three years.



17. In your opinion: Why is your CEO continuing to work at the bank, rather than retiring from his or her position?

Question only asked of non-CEO respondents who indicate their bank's CEO is aged 66 or over and isn't expected to step down within the next three years. Respondents were asked to select all that apply.

83% The CEO enjoys leading the bank

50% The CEO wants to accomplish certain strategic goals before stepping down

17% There is no viable CEO successor



BOARD COMPENSATION

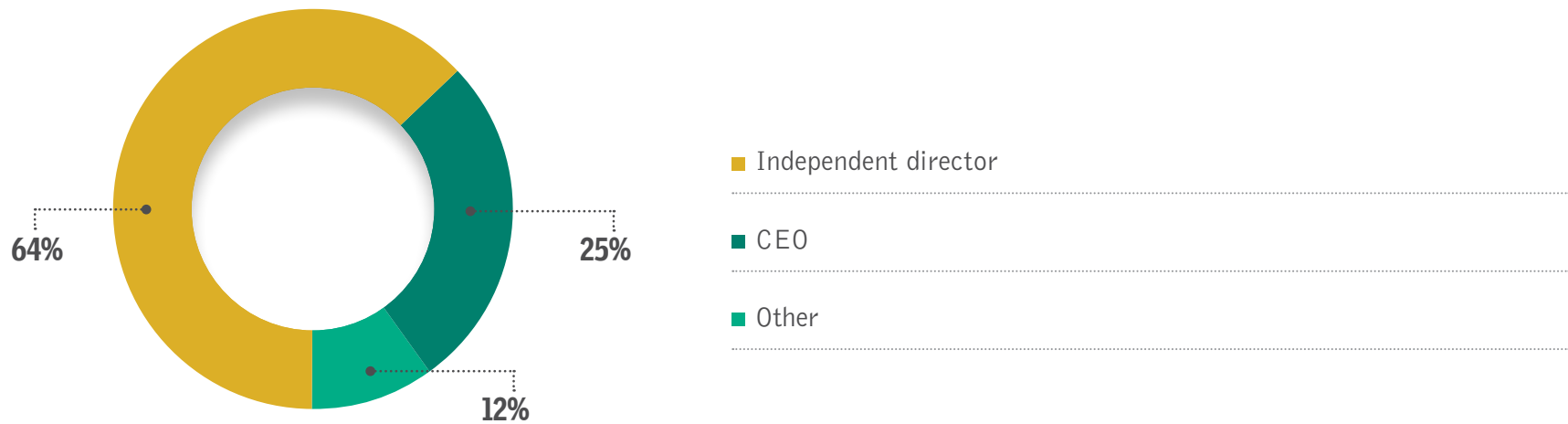
18. Do your directors and/or non-executive chairman receive compensation for board service?

Proxy data included. Numbers don't add up to 100% due to rounding.



19. Is the chairman of the board also the CEO or an independent director?

Proxy data included. Numbers don't add up to 100% due to rounding.



Bank Asset Size	>\$10B	\$1B-\$10B	\$500M-\$1B	\$250M-\$500M	<\$250M	Total
Independent director	39%	68%	66%	69%	68%	64%
CEO	52%	19%	20%	22%	27%	25%
Other	10%	13%	14%	9%	5%	12%

20. The non-executive chairman at my bank receives the following types of compensation.

Respondents were asked to select all that apply. Proxy data included.

Bank Asset Size	>\$10B	\$1B-\$10B	\$500M-\$1B	\$250M-\$500M	<\$250M	Total
Annual cash retainer	100%	85%	85%	59%	50%	81%
Board meeting fee	25%	60%	63%	88%	92%	64%
Committee fees	42%	46%	49%	65%	75%	51%
Equity compensation	92%	52%	49%	24%	17%	48%
Committee retainer	50%	24%	15%	12%	8%	21%
Deferred compensation/benefits	33%	15%	17%	6%	25%	17%

Ownership Structure	Public	Private	Mutual	Total
Annual cash retainer	91%	51%	93%	81%
Board meeting fee	53%	87%	71%	64%
Committee fees	43%	64%	71%	51%
Equity compensation	66%	21%	7%	48%
Committee retainer	27%	10%	7%	21%
Deferred compensation/benefits	17%	10%	36%	17%

21. Enter the cash compensation amounts for the non-executive chairman of your bank for FY 2019.

Median values reported. Proxy data included. Only asked of respondents who indicated the chairman is an independent director. *Indicates a count of less than 10 within a field.

Bank Asset Size	>\$10B	\$1B-\$10B	\$500M-\$1B	\$250M-\$500M	<\$250M	Total
Fee per board meeting	\$2,125*	\$850	\$1,100	\$1,000	\$800	\$1,000
Annual cash retainer	\$83,500	\$50,000	\$25,750	\$14,900	\$7,000*	\$36,000
Equity compensation	\$67,937	\$35,000	\$15,000	\$25,000*	\$8,200*	\$25,393

Ownership Structure	Public	Private	Mutual	Total
Fee per board meeting	\$900	\$825	\$1,800*	\$1,000
Annual cash retainer	\$40,000	\$13,500	\$26,000*	\$36,000
Equity compensation	\$25,500	\$20,000*	\$30,000*	\$25,393

22. Outside directors at my bank receive the following types of compensation.

Proxy data included. Respondents were asked to select all that apply.

Bank Asset Size	>\$10B	\$1B-\$10B	\$500M-\$1B	\$250M-\$500M	<\$250M	Total
Board meeting fee	37%	69%	73%	93%	88%	70%
Annual cash retainer	83%	78%	68%	43%	50%	70%
Committee fees	43%	64%	68%	64%	63%	63%
Equity compensation	93%	57%	43%	21%	19%	51%
Committee retainer	60%	43%	32%	4%	6%	35%
Deferred compensation/benefits	27%	16%	17%	7%	25%	17%

Ownership Structure	Public	Private	Mutual	Total
Board meeting fee	59%	89%	94%	70%
Annual cash retainer	85%	40%	65%	70%
Committee fees	60%	63%	82%	63%
Equity compensation	74%	16%	6%	51%
Committee retainer	50%	10%	12%	35%
Deferred compensation/benefits	18%	10%	41%	17%

23. Enter the cash compensation amounts for outside directors for FY 2019.

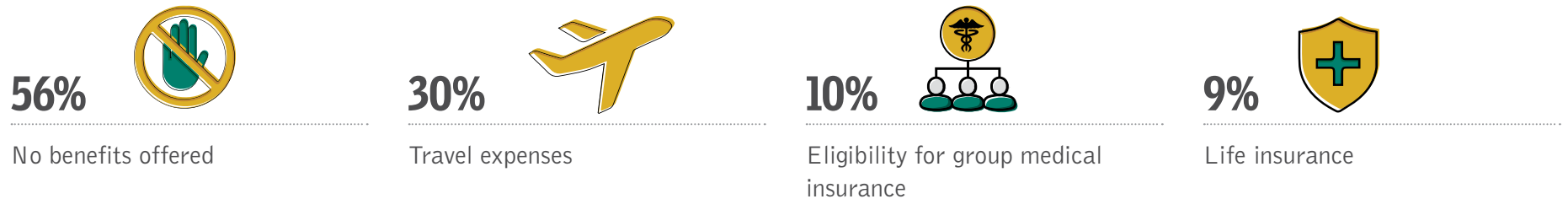
Median values reported. Proxy data included. *Indicates a count of less than 10 within a field.

Bank Asset Size	>\$10B	\$1B-\$10B	\$500M-\$1B	\$250M-\$500M	<\$250M	Total
Fee per board meeting	\$2,500	\$1,000	\$975	\$1,000	\$700	\$1,000
Annual cash retainer	\$50,000	\$25,000	\$21,000	\$10,400	\$9,150	\$24,000
Equity compensation	\$60,000	\$30,000	\$12,000	\$16,000*	\$8,200*	\$30,000

Ownership Structure	Public	Private	Mutual	Total
Fee per board meeting	\$1,000	\$800	\$1,100	\$1,000
Annual cash retainer	\$28,750	\$12,000	\$22,500	\$24,000
Equity compensation	\$35,000	\$8,000*	\$10,000*	\$30,000

24. Which of the following benefits and perks are offered to independent directors?

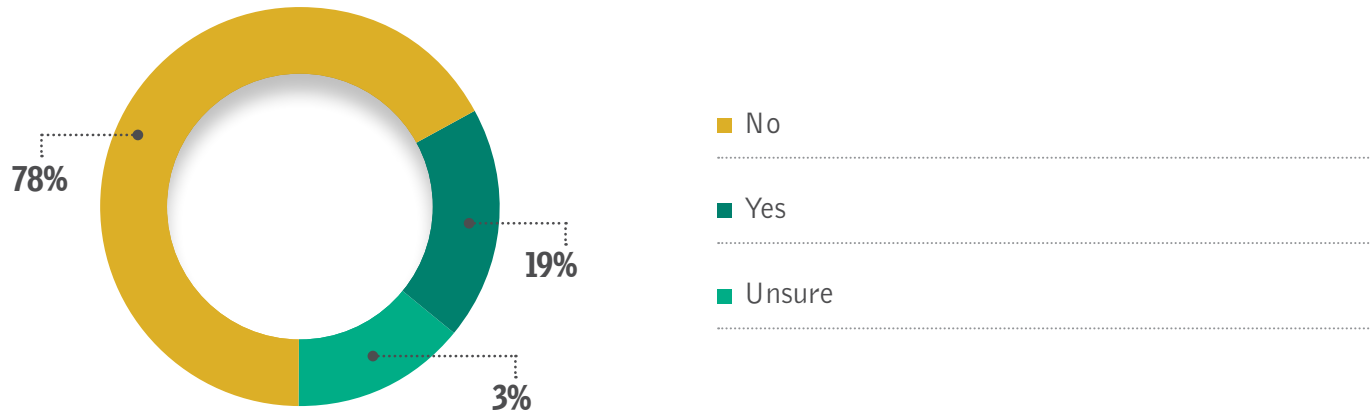
Respondents were asked to select all that apply. **Indicates less than 10 responses within a category.



Bank Asset Size	>\$10B**	\$1B-\$10B	\$500M-\$1B	\$250M-\$500M	<\$250M	Total
No benefits offered	50%	59%	56%	54%	53%	56%
Travel expenses	33%	32%	26%	33%	24%	30%
Eligibility for group medical insurance	-	12%	7%	13%	6%	10%
Life insurance	-	7%	7%	17%	6%	9%
Other perks	17%	5%	11%	4%	6%	7%
Retirement plan	-	7%	7%	-	6%	5%
Paid medical insurance	-	5%	4%	4%	-	4%
Long-term care insurance	-	-	7%	-	12%	4%

25. Do inside directors receive compensation for their service on the board, in addition to their compensation as employees of the bank?

Proxy data included.



Bank Asset Size	>\$10B	\$1B-\$10B	\$500M-\$1B	\$250M-\$500M	<\$250M	Total
No	97%	93%	68%	57%	35%	78%
Yes	-	7%	25%	39%	59%	19%
Unsure	3%	-	7%	4%	6%	3%

26. Enter the cash compensation amounts for inside directors for FY 2019.

Median values reported. Proxy data included. Only asked of respondents who indicated that inside directors receive compensation for their service on the board. *Indicates a count of less than 10 within a category.

\$1,000

Median board meeting fee

\$10,800

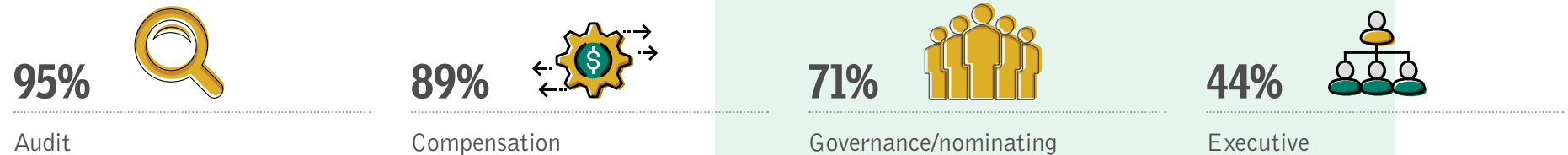
Median annual cash retainer

\$13,074*

Median equity compensation

27. Which board-level committees does your bank have?

Proxy data included. Respondents were asked to select all that apply.



Bank Asset Size	>\$10B	\$1B-\$10B	\$500M-\$1B	\$250M-\$500M	<\$250M	Total
Audit	96%	99%	98%	86%	74%	95%
Compensation	93%	96%	89%	82%	58%	89%
Governance/nominating	96%	84%	69%	39%	21%	71%
Executive	32%	43%	43%	57%	47%	44%
Loan	4%	37%	43%	79%	68%	42%
Risk	79%	54%	16%	39%	11%	42%
Asset/liability (ALCO)	7%	35%	41%	57%	47%	37%
Technology	7%	24%	20%	36%	26%	22%
Other	32%	20%	13%	11%	21%	19%
Compliance	11%	19%	8%	29%	26%	17%
Trust	4%	13%	15%	18%	11%	13%

28. How many times did the following meet in FY 2019? How many board members currently serve on each?

Median values reported. Proxy data included.

	Membership	Meeting Frequency
Holding company	10	10
Lead bank	10	12
Audit committee	4	5
Compensation committee	4	4
Governance/nominating committee	4	4
Executive committee	5	6
Loan committee	5	12
Risk committee	5	4
Asset/liability committee	5	4
Technology committee	4	4
Compliance committee	4.5	4
Trust committee	4	4

29. Enter the per-meeting fees your bank paid in FY 2019 to the members of each committee.

Median values reported. Proxy data included. *Indicates a count of less than 10 within a field.

Committee Member						
Bank Asset Size	>\$10B	\$1B-\$10B	\$500M-\$1B	\$250M-\$500M	<\$250M	Total
Audit committee	\$1,000	\$550	\$400	\$250	\$150*	\$500
Compensation committee	\$1,000	\$500	\$325	\$275	\$175*	\$500
Governance/nominating committee	\$1,000	\$500	\$400	\$250*	-	\$500
Executive committee	\$1,250*	\$600	\$375	\$250*	\$75*	\$400
Loan committee	\$1,700*	\$500	\$300*	\$275	\$175*	\$350
Risk committee	\$1,000*	\$500	\$350*	\$200*	\$400*	\$500
Asset/liability committee	\$575*	\$500	\$300	\$225	\$150*	\$350
Technology committee	\$1,225*	\$500	\$400*	\$200*	\$200*	\$325
Compliance committee	\$750*	\$400*	\$250*	\$300*	\$150*	\$375
Trust committee	\$1,500*	\$550*	\$400*	\$350*	\$275*	\$500

30. Enter the per-meeting fees your bank paid in FY 2019 to the chair of each committee.

Median values reported. Proxy data included. *Indicates a count of less than 10 within a field.

Committee Chair						
Bank Asset Size	>\$10B	\$1B-\$10B	\$500M-\$1B	\$250M-\$500M	<\$250M	Total
Audit committee	\$1,500*	\$650	\$500	\$400	\$150*	\$500
Compensation committee	\$1,500*	\$600	\$400	\$275	\$200*	\$500
Governance/nominating committee	\$1,500*	\$600	\$400	\$500*	-	\$600
Executive committee	\$1,500*	\$725	\$400*	\$350*	\$63*	\$500
Loan committee	\$1,700*	\$500	\$250*	\$250	\$150*	\$375
Risk committee	\$1,538*	\$663	\$450*	\$400*	-	\$600
Asset/liability committee	\$750*	\$500	\$400	\$225*	\$150*	\$500
Technology committee	\$1,600*	\$613*	\$450*	\$225*	\$200*	\$500
Compliance committee	\$1,500*	\$500*	\$155*	\$300*	\$150*	\$500
Trust committee	-	\$500*	\$400*	\$200*	\$150*	\$350*

31. Enter the retainer your bank paid in FY 2019 to the members of each committee.

Median values reported. Proxy data included. No data available for banks under \$250 million in assets or for compliance committees.

*Indicates a count of less than 10 within a field.

Committee Member					
Bank Asset Size	>\$10B	\$1B-\$10B	\$500M-\$1B	\$250M-\$500M	Total
Audit committee	\$7,500*	\$5,000	\$5,000*	\$5,000*	\$5,000
Compensation committee	\$6,000*	\$5,000	\$2,750*	\$5,000*	\$5,000
Governance/nominating committee	\$5,000*	\$3,500	\$3,000*	-	\$3,500
Executive committee	\$2,500*	\$20,500*	\$24,000*	\$1,000*	\$5,000
Loan committee	-	\$14,000*	\$3,000*	\$1,500*	\$3,000*
Risk committee	\$5,000*	\$3,250*	-	-	\$3,500
Asset/liability committee	-	\$19,000*	\$3,000*	\$5,000*	\$4,000*
Technology committee	-	\$10,000*	-	-	\$10,000*
Trust committee	-	\$1,000*	-	-	\$1,000*

32. Enter the retainer your bank paid in FY 2019 to the chair of each committee.

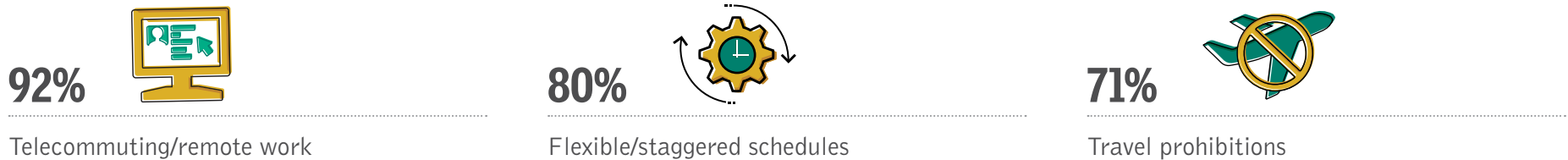
Median values reported. Proxy data included. *Indicates a count of less than 10 within a field.

Committee Chair						
Bank Asset Size	>\$10B	\$1B-\$10B	\$500M-\$1B	\$250M-\$500M	<\$250M	Total
Audit committee	\$15,000	\$9,250	\$5,000	\$3,000*	\$35,000*	\$10,000
Compensation committee	\$12,000	\$7,250	\$5,000*	\$1,000*	\$500*	\$7,500
Governance/nominating committee	\$11,000	\$6,000	\$3,500*	\$1,000*	-	\$7,000
Executive committee	\$88,000*	\$8,000*	\$6,250*	\$2,700*	-	\$8,000
Loan committee	-	\$6,000*	\$4,250*	\$2,700*	-	\$5,000
Risk committee	\$12,500	\$6,500	-	-	-	\$10,000
Asset/liability committee	-	\$4,000*	\$6,000*	-	-	\$4,000*
Technology committee	-	\$5,500*	\$3,000*	\$250*	-	\$4,000*
Compliance committee	\$7,000*	\$1,000*	-	-	-	\$3,000*
Trust committee	\$6,250*	\$3,500*	-	\$1,000*	-	\$3,500*

RESPONDING TO COVID-19

33. Has your bank instituted or expanded any of the following in response to the Covid-19 pandemic?

Respondents were asked to select all that apply. **Indicates a count of less than 10 within a category.



Bank Asset Size	>\$10B**	\$1B-\$10B	\$500M-\$1B	\$250M-\$500M	<\$250M	Total
Telecommuting/remote work	100%	95%	100%	92%	76%	92%
Flexible/staggered schedules	100%	86%	71%	83%	71%	80%
Travel prohibitions	50%	83%	64%	75%	57%	71%
Expanded paid leave	50%	60%	61%	58%	52%	58%
Other	-	17%	18%	-	10%	12%

34. Has your bank closed branches in response to the COVID-19 pandemic?

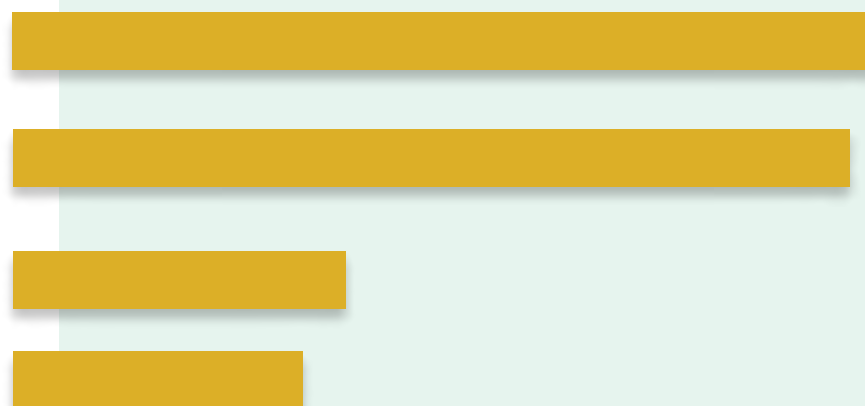
Respondents were asked to select all that apply. **Indicates a count of less than 10 within a category.

81% We have introduced drive-thru-only service

78% We are conducting in-person meetings by appointment only

31% We have amended branch hours

27% Yes, we have closed branches

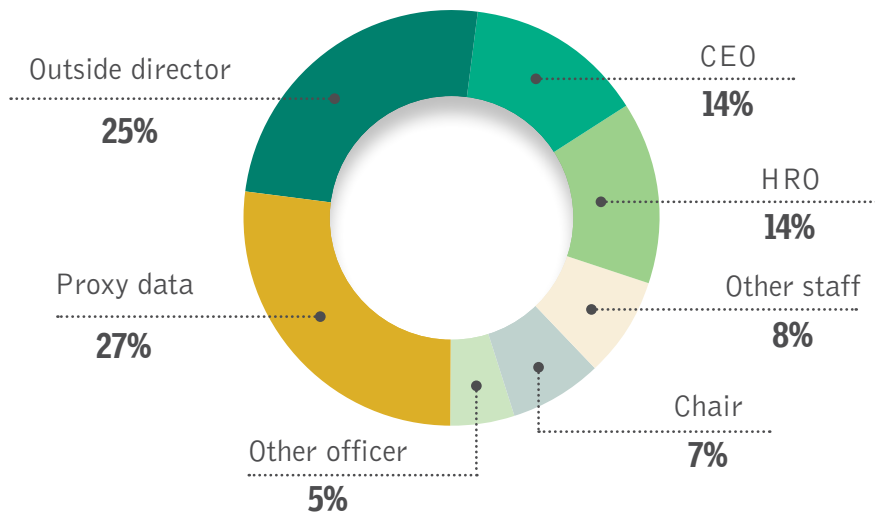


Bank Asset Size	>\$10B**	\$1B-\$10B	\$500M-\$1B	\$250M-\$500M	<\$250M	Total
We have introduced drive-thru-only service	67%	88%	78%	88%	67%	81%
We are conducting in-person meetings by appointment only	33%	81%	67%	83%	86%	78%
We have amended branch hours	67%	41%	30%	33%	5%	31%
Yes, we have closed branches	67%	38%	30%	17%	10%	27%
We have made no changes to branch service	-	-	7%	4%	5%	3%
Other	-	5%	4%	4%	-	3%

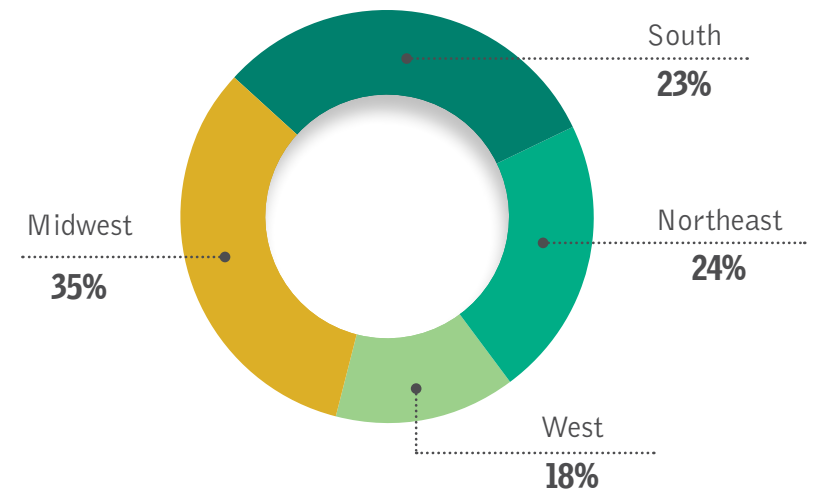
ABOUT THE SURVEY

Bank Director's 2020 Compensation Survey, sponsored by Compensation Advisors, surveyed 265 independent directors, chief executive officers, human resources officers and other senior executives of U.S. banks to understand trends around the acquisition of talent, CEO performance and pay, and director compensation. The survey was conducted in March and April 2020, throughout the Covid-19 pandemic. Compensation data for directors and CEOs for fiscal year 2019 was also collected in April from the proxy statements of 98 publicly traded banks. Fifty-three percent of the total data represent financial institutions above \$1 billion in assets; 59% are public. The plurality of respondents, at 39%, are 56 to 65 years old, while just 11% are 45 or younger.

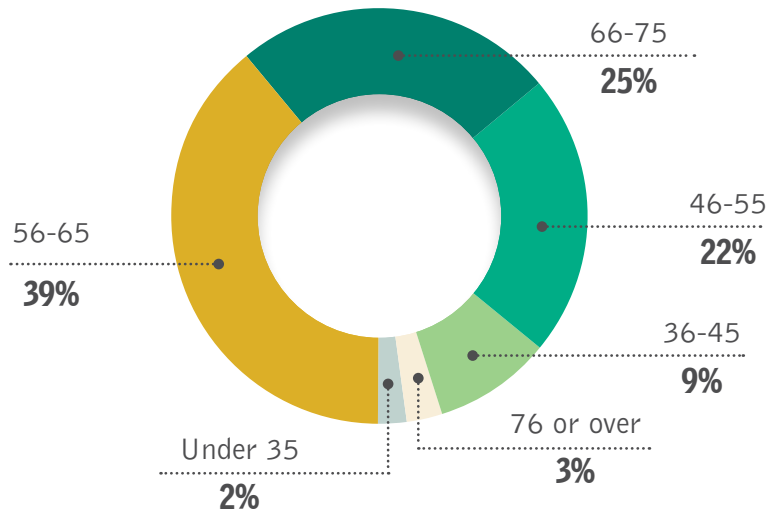
TITLE



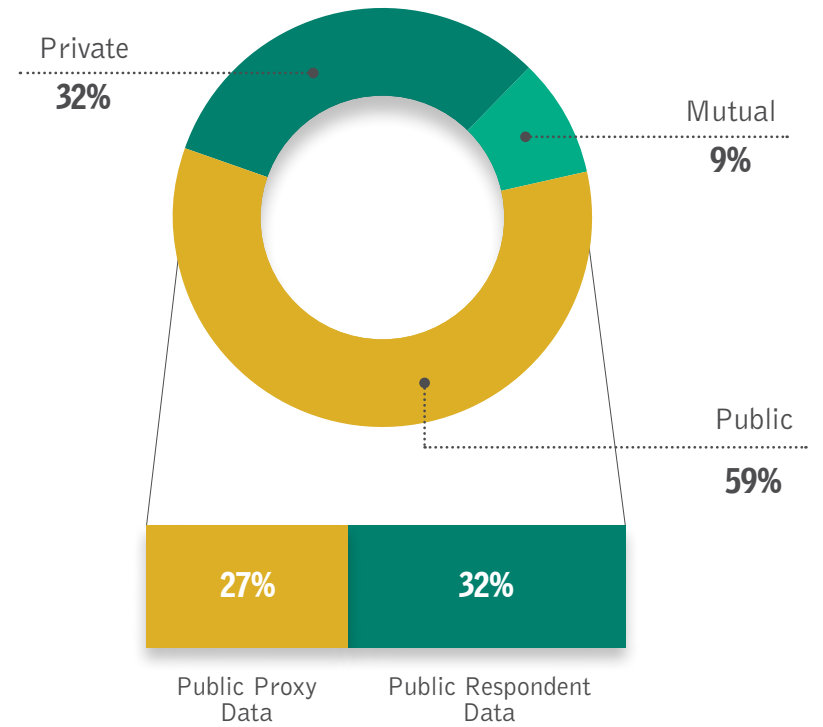
REGION



RESPONDENT AGE



OWNERSHIP STRUCTURE



MEDIAN TENURE

12 YEARS

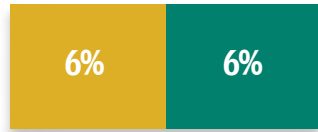
**Board Tenure
(Directors)**

11 YEARS

**Bank Tenure
(Officers)**

ASSET SIZE

>\$10B



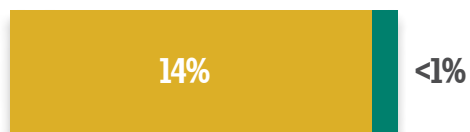
\$1B-\$10B



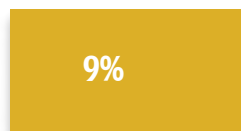
\$500M-\$1B



\$250M-\$500M



<\$250M



■ Respondents

■ Proxy