



# THE BDO 600

2017 SURVEY OF BOARD COMPENSATION PRACTICES  
OF 600 MID-MARKET PUBLIC COMPANIES





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# Introduction

## ABOUT THE BDO 600 SURVEY

The eleventh annual BDO 600 survey details director compensation practices of publicly traded companies in the energy, financial services—banking, financial services—nonbanking, healthcare, manufacturing, real estate, retail and technology industries. Companies in the six non-financial service industries have annual revenues between \$100 million and \$3 billion. Companies in the two financial services industries have assets between \$100 million and \$6 billion. All data in our survey is from proxy statements filed between March 2016 and March 2017.

This unique survey focuses specifically on mid-market companies and enables a year-over-year comparison of board of director pay. Now in its eleventh year, the BDO 600 survey tracks trends in director compensation within each industry segment.

Comparing pay for directors in 2016 and 2015, there was little to no change in overall compensation.

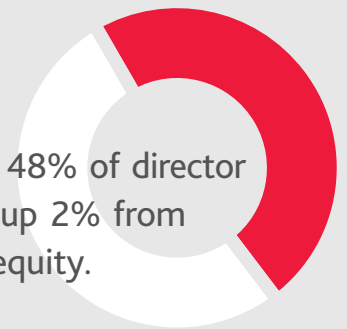
**4%**

In fiscal year 2016, director compensation increased 4% from 2015 levels.



**48%**

Overall, companies pay 48% of director compensation in cash (up 2% from last year) and 52% in equity.



## ABOUT BDO'S COMPENSATION AND BENEFITS PRACTICE

BDO's Compensation and Benefits Practice offers an experienced and dedicated team of professionals located throughout the U.S. who seamlessly provide a comprehensive array of services to address board compensation and executive compensation issues, including executive and board compensation arrangements, cash and equity incentives, developing executive and board compensation strategies benchmarking, executive compensation tax and accounting issues, executive nonqualified plan arrangements, compensation committee development, and other related services.

We serve a broad base of clients, from mid-size domestic companies to Fortune 500 multinational corporations.

# How To Use This Survey



The data collected from the 600 companies surveyed represent the policy in effect at each company as of their fiscal year-end, as disclosed in the director compensation narrative in public filings. The data was analyzed in aggregate by the standard four components of compensation: board retainers and fees, committee retainers and fees, stock options and full-value stock awards.

## TYPES OF COMPENSATION

- ▶ **"Board Retainers and Fees"** comprise the annual board retainer and total board meeting fees earned during the year. Total meeting fees are calculated by multiplying the in-person and telephonic per-meeting fee by the total number of board meetings held during the year.
- ▶ **"Committee Retainers and Fees"** comprise the annual committee retainer and total committee meeting fees earned during the year. Total meeting fees are calculated by multiplying the in-person and telephonic per-meeting fee by the total number of committee meetings held during the year. The data shown reflects the assumption that the director serves as a member of two committees; fees for serving on the compensation committee and the nominating and governance committee were used in this analysis.
- ▶ **"Stock Options"** values are the grant date fair value awards as reported by each company. If a company did not report these values, the values were calculated using the Accounting Standards Codification ("ASC") Topic 718 assumptions as reported by the company. Irregular grants have been annualized but one-time grants have been excluded.
- ▶ **"Full-Value Stock Awards"** data include both stock and stock unit awards. The grant date fair value of the awards was used in this analysis. Irregular grants have been annualized, but one-time grants have been excluded.
- ▶ **"Total Compensation"** represents the sum of board retainers and fees, committee retainers and fees, full-value stock awards, and stock options for each company.

## DATA ARRANGEMENT

The survey data are organized by company size and industry. Board compensation practices can be benchmarked against either of these groups to gain different perspectives on these practices. The groups are described in more detail on the following pages.

## COMPANY SIZE

Because of the well-established direct correlation between company size and director compensation, the most traditional director compensation benchmarking uses annual revenues (or assets within financial services) as the primary scope factor.

Our survey reports compensation for three groups of companies based on size:

Size Category	Revenue Range	Asset Range (Financial Services)
Group A (Smallest)	\$100 million – \$500 million	\$100 million – \$1.25 billion
Group B	\$500 million – \$1.25 billion	\$1.25 billion – \$2.5 billion
Group C (Largest)	\$1.25 billion – \$3 billion	\$2.5 billion – \$6 billion

**These size categories were revised in 2016 to reflect the overall growth in the revenues of our mid-market companies.**

## INDUSTRY

Industry group is another common lens used when benchmarking director compensation. In our survey, we report compensation provided to directors of companies in the following industries:

- ▶ Energy
- ▶ Financial Services – Banking
- ▶ Financial Services – Nonbanking
- ▶ Healthcare
- ▶ Manufacturing
- ▶ Real Estate
- ▶ Retail
- ▶ Technology

## ADDITIONAL NOTES ON THE SURVEY

One of the most important aspects of survey work is maintaining a consistent, quantitative platform for analysis. Last year, the survey size categories were updated to better reflect middle market companies, and an updated company database was created based on the broader ranges of revenues and assets. In this year's survey, we maintained a very consistent group of year-over-year comparators. More than 85 percent of the companies in this year's database are the same as those in last year's database.

In order to establish a comparative baseline for all 600 companies surveyed, data were annualized and a consistent methodology was used to value compensation. If a surveyed company could not be brought into parity with other participant companies, it was excluded from the survey. This is typically a result of a transition, or when the majority of board members who are equity stakeholders (venture capital or founder/family/management) take no compensation.

**PAY MIX**

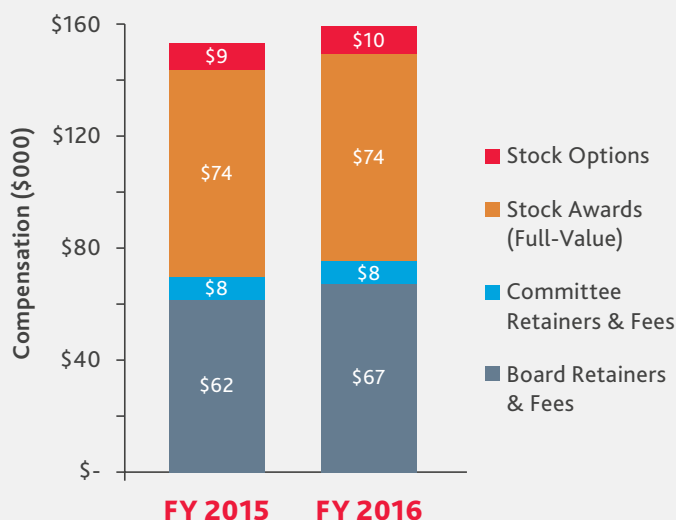
**43%**  
Board Retainers  
and Fees

**5%**  
Committee  
Retainers and Fees

**46%**  
Full-Value  
Stock Awards

**6%**  
Stock Options

**TOTAL DIRECTOR COMPENSATION – 2015 AND 2016**



## Overall Results

Key findings from this year's survey are summarized below:

- ▶ For the 600 companies surveyed, FY 2016 director total compensation increased by 4 percent compared to FY 2015.
- ▶ Annual board fees and retainers increased in all industries surveyed, with an average increase of 9 percent overall.
- ▶ While total compensation increased year-over-year, compensation paid in the form of equity (stock awards or stock options) decreased by 1 percent.
- ▶ The emphasis continues to be on full-value stock awards as opposed to stock options. The use of full-value stocks remained flat in 2016, and utilization of stock options increased by 3 percent.

The table below summarizes the average total compensation paid to board members for fiscal years 2016 and 2015:

Fiscal Year	Board Retainers & Fees	Committee Retainers & Fees	Stock Awards (Full-Value)	Stock Options	Total Compensation
2016	\$67,418	\$8,112	\$74,085	\$9,801	\$159,416
2015	\$61,887	\$8,134	\$73,895	\$9,472	\$153,389
<b>Change</b>	9%	0%	0%	3%	4%

The mix of board retainers, committee retainers and stock awards is similar to last year.

The table below summarizes the mix of pay for fiscal years 2016 and 2015<sup>1</sup>:

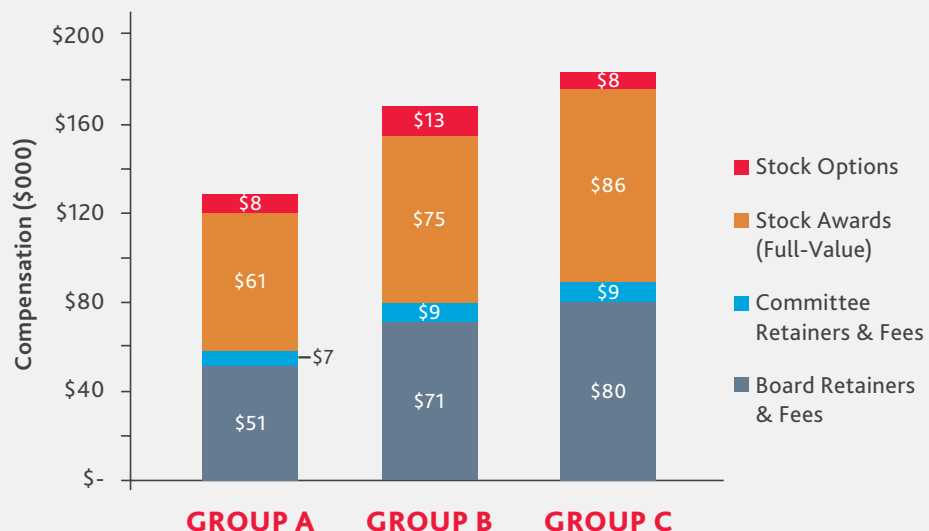
Fiscal Year	Board Retainers & Fees	Committee Retainers & Fees	Stock Awards (Full-Value)	Stock Options
2016	43%	5%	46%	6%
2015	40%	5%	48%	6%

The remainder of this survey presents results by company size and industry.

<sup>1</sup> Note – due to rounding, figures will not always sum to 100 percent.

Our survey continues to confirm that director compensation increases as company size increases.

TOTAL COMPENSATION BY COMPANY SIZE



## SURVEY BY COMPANY SIZE

# Overall Results

As shown in the chart above, director compensation at the companies in our survey is correlated with company size. This result is expected given the historically positive correlation between company size and compensation among executives.

Compensation for board members overall increased in Group A and B, but decreased slightly among larger companies.

TOTAL COMPENSATION BY SIZE CATEGORY			
Fiscal Year	Group A	Group B	Group C
2016	\$128,035	\$167,641	\$182,921
2015	\$120,336	\$158,275	\$184,770
Change	6%	6%	-1%

Our findings reveal that companies of all sizes favor equity over cash, though in the past larger companies provided a higher proportion of compensation in equity than smaller companies (the mix is now comparable). We also found that stock awards are favored over stock options for companies of all sizes.

MIX OF COMPENSATION BY SIZE CATEGORY				
Size Category	Board Retainers & Fees	Committee Retainers & Fees	Stock Awards (Full-Value)	Stock Options
Group A	41%	5%	48%	6%
Group B	42%	5%	45%	8%
Group C	44%	5%	47%	4%

In addition to compensation, we found that the average board size is about nine directors with approximately eighty percent being independent. Sixty-four percent of the board chairs are non-CEO.

The following pages detail our findings for each of the three company-size categories.

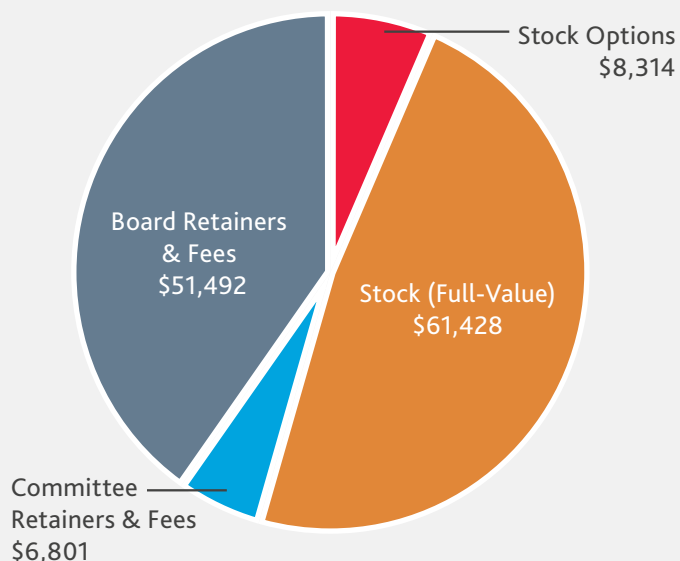
**PAY MIX**

**41%**  
Board Retainers  
and Fees

**5%**  
Committee  
Retainers and Fees

**48%**  
Full-Value  
Stock Awards

**6%**  
Stock Options



**SURVEY BY COMPANY SIZE**

**Size Group A: \$100 million to \$500 million\***

**Compensation Levels**

The following summarizes the average annual total compensation paid to board members of companies with revenues between \$100 million and \$500 million\* for FY 2016.

Fiscal Year	Board Retainers & Fees	Committee Retainers & Fees	Stock Awards (Full-Value)	Stock Options	Total Compensation
2016	\$51,492	\$6,801	\$61,428	\$8,314	\$128,035
2015	\$51,218	\$6,760	\$53,955	\$8,403	\$120,336
<b>Change</b>	1%	1%	14%	-1%	6%

**Compensation Mix**

While retainers and fees for board service experienced a slight increase (1 percent), this was offset by the increase in the use of full-value stock awards (14 percent). This resulted in a slight change in the mix with pay weighted more heavily toward equity compensation, as shown in the table below.

Year	MIX OF COMPENSATION BY SIZE CATEGORY			
	Board Retainers & Fees	Committee Retainers & Fees	Stock Awards (Full-Value)	Stock Options
2016	41%	5%	48%	6%
2015	43%	6%	45%	7%

\*Financial service companies in this data sample have between \$100M and \$1.25B in assets.



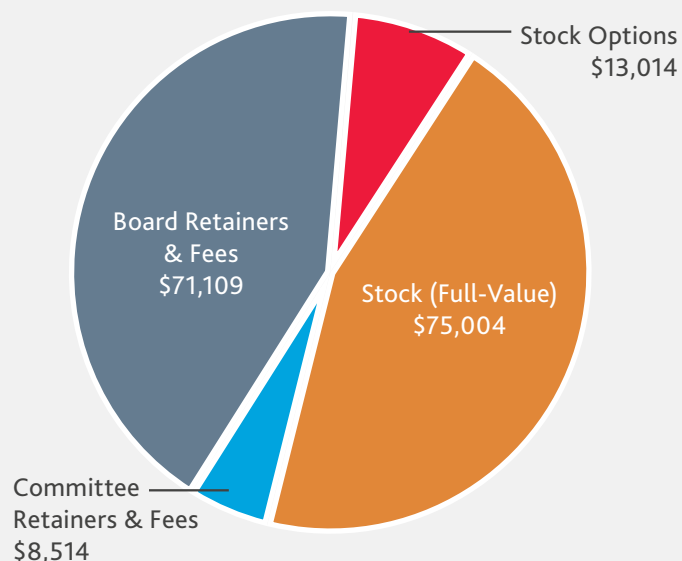
## PAY MIX

**42%**  
Board Retainers  
and Fees

**5%**  
Committee  
Retainers and Fees

**45%**  
Full-Value  
Stock Awards

**8%**  
Stock Options



## SURVEY BY COMPANY SIZE

## Size Group B: \$500 million to \$1.25 billion\*

## Compensation Levels

The following summarizes the average annual total compensation paid to board members of companies with revenues between \$500 million and \$1.25 billion\* for FY 2016:

Fiscal Year	Board Retainers & Fees	Committee Retainers & Fees	Stock Awards (Full-Value)	Stock Options	Total Compensation
2016	\$71,109	\$8,514	\$75,004	\$13,014	\$167,641
2015	\$61,795	\$8,569	\$77,419	\$10,491	\$158,275
Change	15%	-1%	-3%	24%	6%

## Compensation Mix

The overall compensation mix remained relatively consistent on a year to year basis.

Year	MIX OF COMPENSATION BY SIZE CATEGORY			
	Board Retainers & Fees	Committee Retainers & Fees	Stock Awards (Full-Value)	Stock Options
2016	42%	5%	45%	8%
2015	39%	5%	49%	7%

Total compensation increased by 6 percent for this group of companies. This was driven mostly by an increase in an increase in stock options (24 percent), in addition to board retainers and fees (15 percent), and was offset by slight decreases in committee retainers and fees (-1 percent) and full-value stock awards (-3 percent).

\*Financial service companies in this data sample have between \$1.25B and \$2.5B in assets.

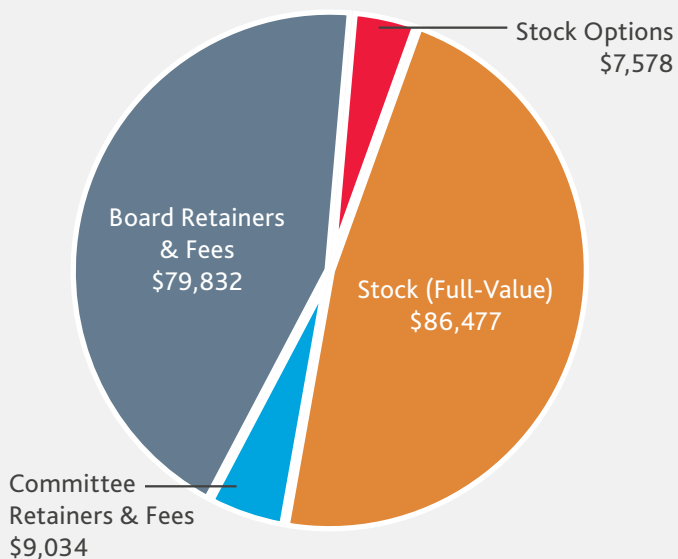
**PAY MIX**

**44%**  
Board Retainers and Fees

**5%**  
Committee Retainers and Fees

**47%**  
Full-Value Stock Awards

**4%**  
Stock Options



**SURVEY BY COMPANY SIZE**

**Size Group C: \$1.25 billion to \$3 billion\***

**Compensation Levels**

The following summarizes the average annual total compensation paid to board members of companies with revenues between \$1.25 billion to \$3 billion FY 2016:

Fiscal Year	Board Retainers & Fees	Committee Retainers & Fees	Stock Awards (Full-Value)	Stock Options	Total Compensation
2016	\$79,832	\$9,034	\$86,477	\$7,578	\$182,921
2015	\$74,048	\$9,157	\$92,125	\$9,440	\$184,770
<b>Change</b>	8%	-1%	-6%	-20%	-1%

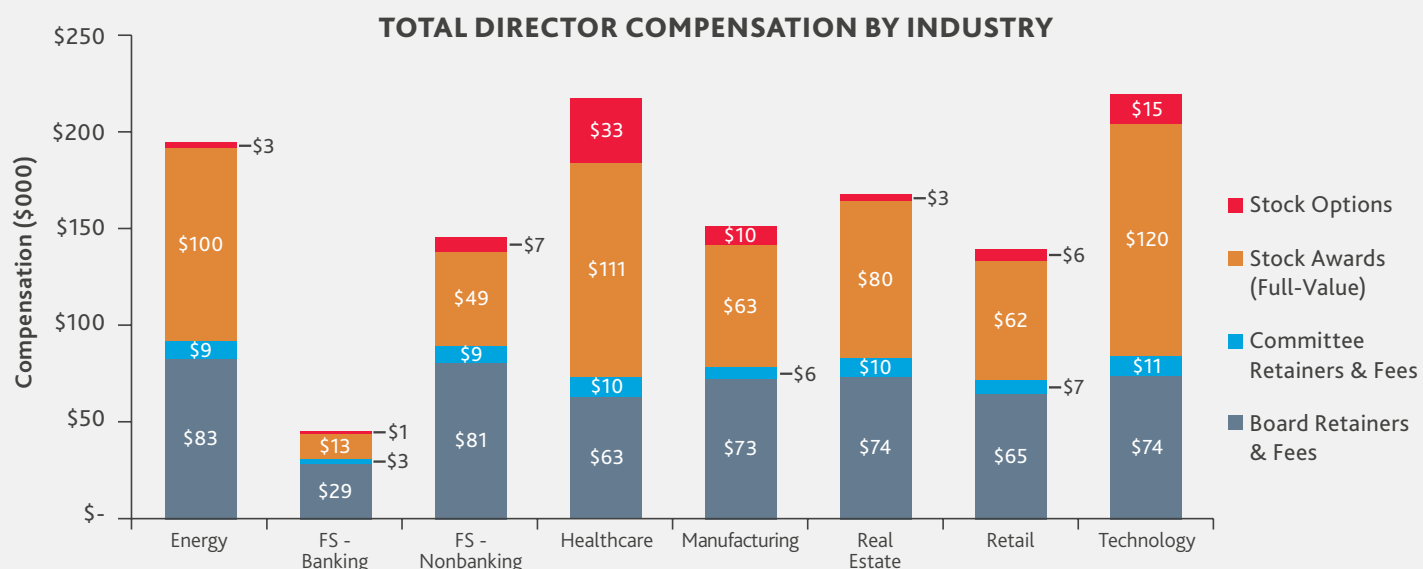
Despite an increase in both board retainers and fees, total compensation dropped slightly for companies in the category largely due to decreases in the value of the stock awards. Full value awards were 6 percent less than the previous year and the value of stock option grants dropped by 20 percent. This group has seen continuous decreases in equity based compensation since 2014.

**Compensation Mix**

The overall mix of pay became more balanced between fixed and equity compensation given the decrease in the value of stock awards.

MIX OF COMPENSATION BY SIZE CATEGORY				
Year	Board Retainers & Fees	Committee Retainers & Fees	Stock Awards (Full-Value)	Stock Options
2016	44%	5%	47%	4%
2015	40%	5%	50%	5%

\*Financial service companies in this data sample have between \$2.5B and \$6B in assets.



## SURVEY BY INDUSTRY

# Overall Results

### Compensation Levels

As shown in the above chart, director compensation varies considerably by industry. For middle market companies, industry is just as important as company size when benchmarking director compensation.

- ▶ Technology continues to be the highest paying industry, followed closely by healthcare.
- ▶ Directors at banks are paid the least—less than a quarter of what directors at technology companies are paid, even though they experienced the largest percentage increase in total compensation from last year.

Fiscal Year	Energy	FS-Banking	FS-Nonbanking	Healthcare	Manufacturing	Real Estate	Retail	Technology
2016	\$194,548	\$45,531	\$145,402	\$217,552	\$151,409	\$167,539	\$139,310	\$219,484
2015	\$189,204	\$39,511	\$137,427	\$202,605	\$146,412	\$169,088	\$128,860	\$216,394
<b>Change</b>	3%	15%	6%	7%	3%	-1%	8%	1%

### Compensation Mix

Pay mix also varies by industry:

- ▶ Technology and healthcare have the largest percent of pay delivered in the form of stock.
- ▶ Banks deliver the most compensation from fixed/cash compensation compared to equity compensation.
- ▶ Stock awards are favored over stock options in all industries.

	Energy	FS-Banking	FS-Nonbanking	Healthcare	Manufacturing	Real Estate	Retail	Technology
<b>Fixed Comp</b>	48%	69%	62%	34%	52%	50%	52%	38%
<b>Equity Comp</b>	52%	31%	38%	66%	48%	50%	48%	62%

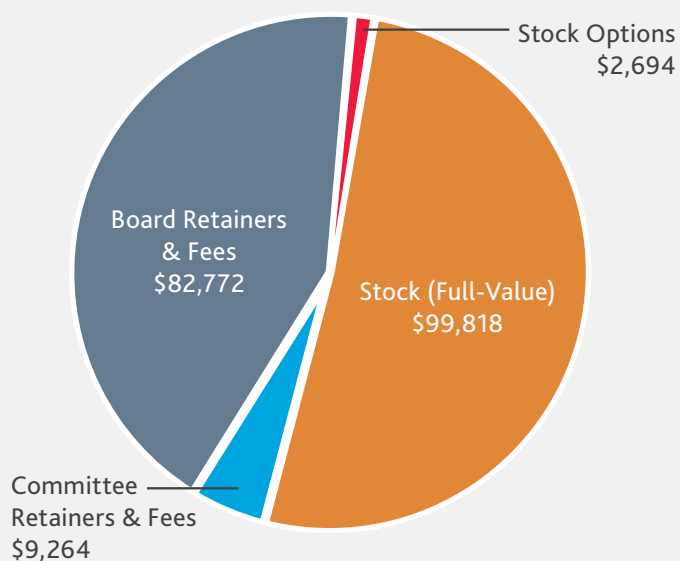
**PAY MIX**

**43%**  
Board Retainers  
and Fees

**5%**  
Committee  
Retainers and Fees

**51%**  
Full-Value  
Stock Awards

**1%**  
Stock Options



**SURVEY BY INDUSTRY**

**Energy**

**Compensation Levels**

Average annual compensation paid to energy industry directors is among the highest in the survey, behind only the technology and healthcare industries.

The following table summarizes the average annual total compensation paid to board members of companies in the energy industry:

Fiscal Year	Board Retainers & Fees	Committee Retainers & Fees	Stock Awards (Full-Value)	Stock Options	Total Compensation
2016	\$82,772	\$9,264	\$99,818	\$2,694	\$194,548
2015	\$80,578	\$9,094	\$98,573	\$959	\$189,204
<b>Change</b>	3%	2%	1%	181%	3%

Board members in the energy industry had an increase in board (3 percent) and committee (2 percent) retainers and fees; they also had a slight increase in stock awards, and a large but insignificant increase in stock options. While this is the largest increase in the use of stock awards across all our surveyed industries, the percentage of pay distributed in the form of stock options is the lowest of all eight industries.

**Compensation Mix**

The pay mix for these companies is almost identical from year to year as summarized below:

Year	MIX OF COMPENSATION			
	Board Retainers & Fees	Committee Retainers & Fees	Stock Awards (Full-Value)	Stock Options
2016	43%	5%	51%	1%
2015	42%	5%	52%	1%

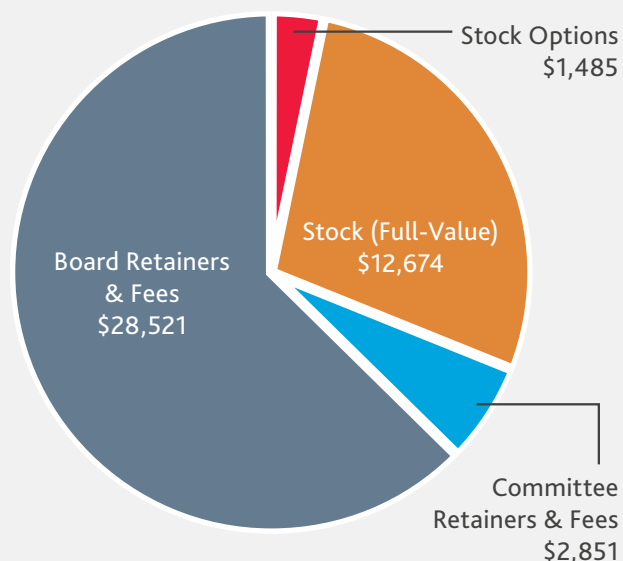
**PAY MIX**

**63%**  
Board Retainers  
and Fees

**6%**  
Committee  
Retainers and Fees

**28%**  
Full-Value  
Stock Awards

**3%**  
Stock Options



**SURVEY BY INDUSTRY**

# Financial Services - Banking

**Compensation Levels**

Average director compensation in the financial services–banking industry remains the lowest of the industries included in our survey (approximately 30 percent of the average director pay for all companies in the survey). That being said, this group experienced a significant increase of 15 percent from last year, with the largest increase coming in the form of full-value stock awards (38 percent) and stock options (64 percent).

The following table summarizes the average annual total compensation paid to board members of companies in the financial services-banking industry:

Fiscal Year	Board Retainers & Fees	Committee Retainers & Fees	Stock Awards (Full-Value)	Stock Options	Total Compensation
2016	\$28,521	\$2,851	\$12,674	\$1,485	\$45,531
2015	\$26,420	\$2,969	\$9,217	\$906	\$39,511
<b>Change</b>	8%	-4%	38%	64%	15%

**Compensation Mix**

Our analysis found that, unlike other industries, financial services companies (banking and nonbanking) provide more compensation in cash than they do in equity; however, there was a slight increase in the use of equity in 2016. Banking delivers the least amount of pay as stock in absolute terms and as a percent of the overall package. The pay mix for banks is summarized below:

Year	MIX OF COMPENSATION			
	Board Retainers & Fees	Committee Retainers & Fees	Stock Awards (Full-Value)	Stock Options
2016	63%	6%	28%	3%
2015	67%	8%	23%	2%

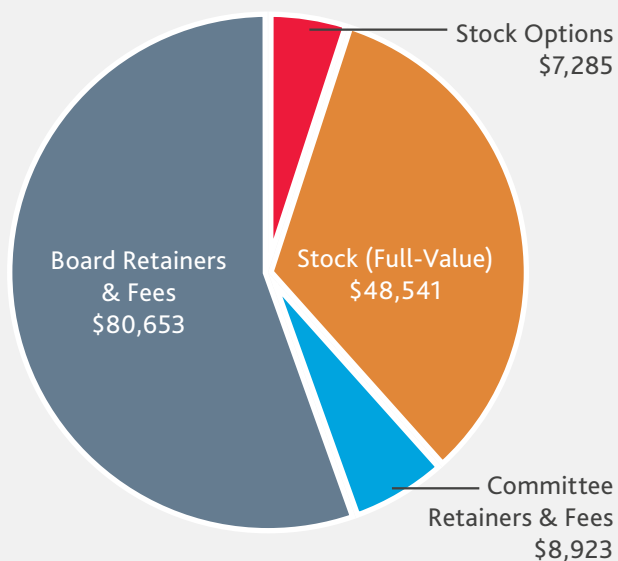
**PAY MIX**

**56%**  
Board Retainers  
and Fees

**6%**  
Committee  
Retainers and Fees

**33%**  
Full-Value  
Stock Awards

**5%**  
Stock Options



**SURVEY BY INDUSTRY**

# Financial Services – Nonbanking

**Compensation Levels**

Total compensation for directors increased by 6 percent which was above the median increase for all industries. The following table summarizes the average annual total compensation paid to board members of companies in the financial services–nonbanking industry:

Fiscal Year	Board Retainers & Fees	Committee Retainers & Fees	Stock Awards (Full-Value)	Stock Options	Total Compensation
2016	\$80,653	\$8,923	\$48,541	\$7,285	\$145,402
2015	\$79,944	\$6,561	\$47,397	\$3,525	\$137,427
<b>Change</b>	1%	36%	2%	107%	6%

**Compensation Mix**

Our analysis indicates that, unlike companies in other industries, financial services companies (banking and nonbanking) provide more compensation in cash than in equity. This trend continued in 2016.

Year	MIX OF COMPENSATION			
	Board Retainers & Fees	Committee Retainers & Fees	Stock Awards (Full-Value)	Stock Options
2016	56%	6%	33%	5%
2015	58%	5%	34%	3%

## PAY MIX

29%

Board Retainers  
and Fees

5%

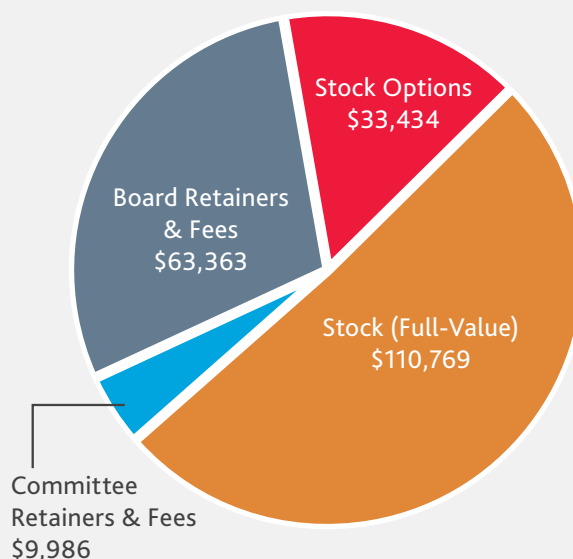
Committee  
Retainers and Fees

51%

Full-Value  
Stock Awards

15%

Stock Options



## SURVEY BY INDUSTRY

## Healthcare

## Compensation Levels

Director compensation at healthcare companies increased by 7 percent from the prior fiscal year.

The healthcare industry pays their board members higher than most other industries surveyed, second only to the technology industry and a full 36 percent higher than the average total compensation of all companies in this survey. The following table summarizes the average annual total compensation paid to board members of companies in the healthcare industry:

Fiscal Year	Board Retainers & Fees	Committee Retainers & Fees	Stock Awards (Full-Value)	Stock Options	Total Compensation
2016	\$63,363	\$9,986	\$110,769	\$33,434	\$217,552
2015	\$54,014	\$10,475	\$103,264	\$34,852	\$202,605
Change	17%	-5%	7%	-4%	7%

## Compensation Mix

Healthcare and technology companies deliver the highest percentage of director pay as equity and the smallest percentage as cash compared to other industries. The percentage of equity compensation offered by healthcare companies (66 percent this year, 68 percent last year) is the highest in this year's survey. The healthcare industry also has the highest utilization of stock options compared to other industries.

The pay mix for healthcare companies is summarized below:

Year	MIX OF COMPENSATION			
	Board Retainers & Fees	Committee Retainers & Fees	Stock Awards (Full-Value)	Stock Options
2016	29%	5%	51%	15%
2015	27%	5%	51%	17%

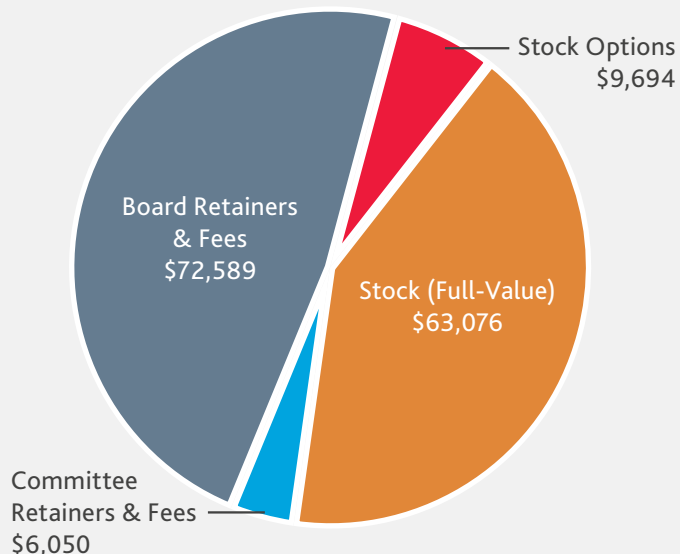
**PAY MIX**

**48%**  
Board Retainers  
and Fees

**4%**  
Committee  
Retainers and Fees

**42%**  
Full-Value  
Stock Awards

**6%**  
Stock Options



**SURVEY BY INDUSTRY**

# Manufacturing

**Compensation Levels**

Director pay for manufacturing companies increased by 3 percent. The following table summarizes the average annual total compensation paid to board members of companies in the manufacturing industry:

Fiscal Year	Board Retainers & Fees	Committee Retainers & Fees	Stock Awards (Full-Value)	Stock Options	Total Compensation
2016	\$72,589	\$6,050	\$63,076	\$9,694	\$151,409
2015	\$66,653	\$6,903	\$64,162	\$8,694	\$146,412
<b>Change</b>	9%	-12%	-2%	12%	3%

**Compensation Mix**

The compensation mix for directors at manufacturing companies changed somewhat compared to the prior fiscal year. There was a shift in the utilization of committee retainers and fees (-12 percent) in favor of board retainers and fees (9 percent) and stock options (12 percent). Full value stock awards experienced a 2 percent decrease.

The pay mix for this industry is summarized below:

Year	MIX OF COMPENSATION			
	Board Retainers & Fees	Committee Retainers & Fees	Stock Awards (Full-Value)	Stock Options
2016	48%	4%	42%	6%
2015	45%	5%	44%	6%



## PAY MIX

44%

Board Retainers  
and Fees

6%

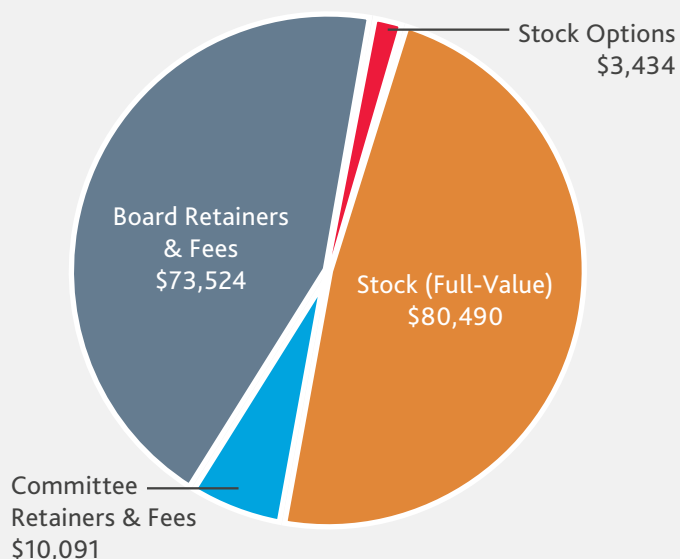
Committee  
Retainers and Fees

48%

Full-Value  
Stock Awards

2%

Stock Options



## SURVEY BY INDUSTRY

## Real Estate

## Compensation Levels

When compared to pay in the prior fiscal year, director compensation at real estate companies essentially remained unchanged.

The following table summarizes the average annual total compensation paid to board members of companies in the real estate industry:

Fiscal Year	Board Retainers & Fees	Committee Retainers & Fees	Stock Awards (Full-Value)	Stock Options	Total Compensation
2016	\$73,524	\$10,091	\$80,490	\$3,434	\$167,539
2015	\$68,851	\$10,881	\$86,195	\$3,161	\$169,088
Change	7%	-7%	-7%	9%	-1%

## Compensation Mix

While overall the compensation mix was similar to last year, real estate exhibited an increase in the utilization of board retainers & fees (7 percent) and stock options (9 percent) and a 7 percent decrease in both the utilization of committee retainers & fees and full-value stock.

The compensation mix for these companies is summarized below:

Year	MIX OF COMPENSATION			
	Board Retainers & Fees	Committee Retainers & Fees	Stock Awards (Full-Value)	Stock Options
2016	44%	6%	48%	2%
2015	41%	6%	51%	2%

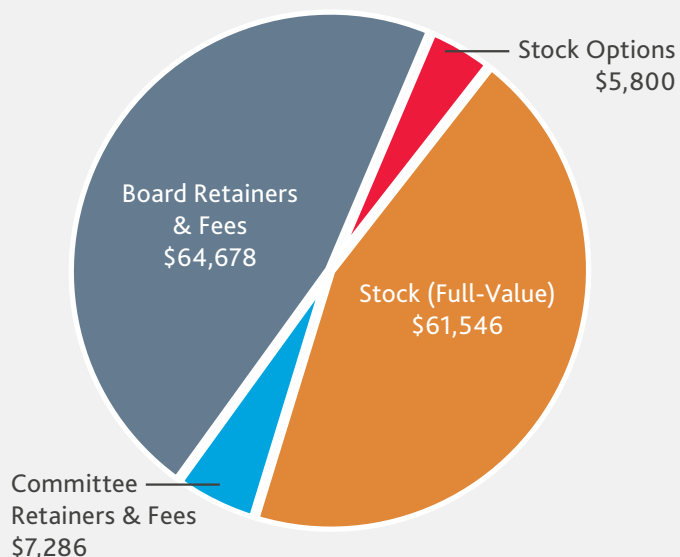
**PAY MIX**

**47%**  
Board Retainers  
and Fees

**5%**  
Committee  
Retainers and Fees

**44%**  
Full-Value  
Stock Awards

**4%**  
Stock Options



**SURVEY BY INDUSTRY**

**Retail**

**Compensation Levels**

Average total compensation paid to retail industry directors is the second lowest, though it is more than three times the pay for bank directors. When compared to pay in the prior fiscal year, director compensation at these companies increased 8 percent and was well above the average for all industries combined. Retail director pay increased in 2016 for each component of compensation.

The following table summarizes the average annual total compensation paid to board members of companies in the retail industry:

Fiscal Year	Board Retainers & Fees	Committee Retainers & Fees	Stock Awards (Full-Value)	Stock Options	Total Compensation
2016	\$64,678	\$7,286	\$61,546	\$5,800	\$139,310
2015	\$58,445	\$6,583	\$58,599	\$5,233	\$128,860
<b>Change</b>	11%	11%	5%	11%	8%

**Compensation Mix**

As noted in the following summary, the compensation mix for retail companies remained almost identical to last year.

Year	MIX OF COMPENSATION			
	Board Retainers & Fees	Committee Retainers & Fees	Stock Awards (Full-Value)	Stock Options
2016	47%	5%	44%	4%
2015	46%	5%	45%	4%

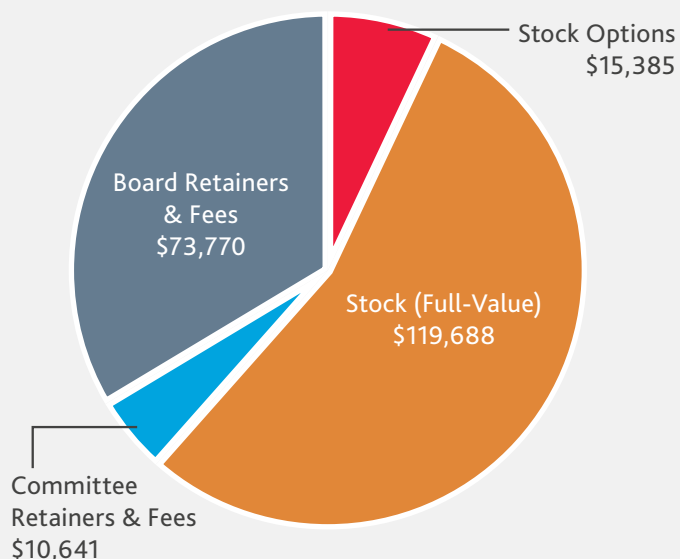
## PAY MIX

**33%**  
Board Retainers  
and Fees

**5%**  
Committee  
Retainers and Fees

**55%**  
Full-Value  
Stock Awards

**7%**  
Stock Options



## SURVEY BY INDUSTRY

## Technology

## Compensation Levels

Driven by a 27 percent increase in committee retainers and fees and continued use of full-value stock awards, average director compensation in the technology industry continues to be the highest in our survey. Director pay experienced a very modest increase this year of 1 percent, the lowest increase of all the industries.

Technology is the only industry in which the average value of stock options had a significant decrease (-20 percent).

The following table summarizes the average annual total compensation paid to board members of companies in the technology industry:

Fiscal Year	Board Retainers & Fees	Committee Retainers & Fees	Stock Awards (Full-Value)	Stock Options	Total Compensation
2016	\$73,770	\$10,641	\$119,688	\$15,385	\$219,484
2015	\$58,085	\$11,806	\$127,233	\$19,270	\$216,394
Change	27%	-10%	-6%	-20%	1%

## Compensation Mix

The compensation mix between fixed pay and equity indicated a slight shift to higher levels of fixed compensation compared to last year. The compensation mix for these companies is summarized in the table below:

Year	MIX OF COMPENSATION			
	Board Retainers & Fees	Committee Retainers & Fees	Stock Awards (Full-Value)	Stock Options
2016	33%	5%	55%	7%
2015	27%	5%	59%	9%

**The BDO 600: 2017 Survey of Board Compensation Practices of 600 mid-market public companies** examined the compensation practices of publicly traded companies in the energy, financial services–banking, financial services–nonbanking, healthcare, manufacturing, real estate, retail, and technology industries. Companies in the six non-financial service industries in our survey have annual revenues between \$100 million and \$3 billion. Companies in the two financial services industries in our survey have assets between \$100 million and \$6 billion. Data sources include data provided by Salary.com and public company data collected from proxies and other sources.

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If you have any questions, comments or suggestions, please contact our Executive Compensation and Benefits practice by emailing us at [compensation@bdo.com](mailto:compensation@bdo.com) or by calling your local BDO office.

Please visit [www.bdo.com/bdo600](http://www.bdo.com/bdo600) for the electronic copy of this survey.

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