

Top 200 Companies

	Median Board of Director Fees				2013 % Growth		
	2013	2012	2010	2008	1-Year	3-Year	5-Year
Sample Size							
# Companies	200	200	200	200			
Revenues (\$ million)	\$46,548	\$45,343	\$41,814	\$40,112	+3%	+11%	+16%
Board Fees							
Cash Retainer	\$90,000	\$85,000	\$75,000	\$72,500	+6%	+20%	+24%
<i>Prevalence</i>	99%	98%	98%	97%			
Equity Retainer	\$140,000	\$140,000	\$125,000	\$120,000	+0%	+12%	+17%
<i>Prevalence</i>	97%	98%	96%	96%			
Meeting Fee*	\$2,000	\$2,000	\$2,000	\$2,000	+0%	+0%	+0%
<i>Prevalence</i>	24%	27%	32%	39%			
Committee Fees							
Audit Committee							
Chair Retainer*	\$23,000	\$20,000	\$20,000	\$20,000	+15%	+15%	+15%
<i>Prevalence</i>	97%	98%	97%	95%			
Member Retainer*	\$10,000	\$10,000	\$10,000	\$10,000	+0%	+0%	+0%
<i>Prevalence</i>	43%	37%	40%	39%			
Meeting Fee*	\$2,000	\$2,000	\$2,000	\$2,000	+0%	+0%	+0%
<i>Prevalence</i>	27%	29%	35%	44%			
Compensation Committee							
Chair Retainer*	\$20,000	\$15,000	\$15,000	\$12,250	+33%	+33%	+63%
<i>Prevalence</i>	95%	96%	94%	92%			
Member Retainer*	\$10,000	\$10,000	\$8,750	\$7,500	+0%	+14%	+33%
<i>Prevalence</i>	28%	24%	20%	20%			
Meeting Fee*	\$2,000	\$2,000	\$1,750	\$1,500	+0%	+14%	+33%
<i>Prevalence</i>	27%	29%	35%	44%			
Nominating / Governance Committee							
Chair Retainer*	\$15,000	\$15,000	\$10,000	\$10,000	+0%	+50%	+50%
<i>Prevalence</i>	92%	93%	92%	88%			
Member Retainer*	\$7,750	\$10,000	\$7,500	\$6,250	-23%	+3%	+24%
<i>Prevalence</i>	24%	20%	17%	17%			
Meeting Fee*	\$2,000	\$2,000	\$1,600	\$1,500	+0%	+25%	+33%
<i>Prevalence</i>	26%	28%	34%	43%			
Total Compensation							
Average Director	\$268,333	\$261,333	\$240,417	\$233,333	+3%	+12%	+15%
<i>Cash / Equity</i>	45% / 55%	45% / 55%	47% / 53%	47% / 53%			
Audit Chair	\$274,833	\$265,000	\$245,000	\$238,000	+4%	+12%	+15%
<i>Cash / Equity</i>	47% / 53%	46% / 54%	48% / 52%	48% / 52%			
Compensation Chair	\$267,500	\$262,000	\$239,974	\$231,323	+2%	+11%	+16%
<i>Cash / Equity</i>	46% / 54%	45% / 55%	47% / 53%	46% / 54%			
Nom / Gov Chair	\$265,000	\$259,250	\$240,000	\$229,250	+2%	+10%	+16%
<i>Cash / Equity</i>	45% / 55%	45% / 55%	46% / 54%	46% / 54%			
Non-Chair	\$250,000	\$246,333	\$225,000	\$220,000	+1%	+11%	+14%
<i>Cash / Equity</i>	43% / 57%	42% / 58%	44% / 56%	44% / 56%			

* Represents median of non-zero values.