## State of California <br> Department of Financial Institutions



## $34^{\text {th }}$ Annual <br> Executive Officer and Director Compensation Survey

As of June 30, 2011

## CHIEF EXECUTIVE OFFICER

## SUMMARY DATA AS OF JUNE 30, 2011

BANK ASSET SIZE
(In millions)
Under \$100 \$100-\$249 \$250-\$499 \$500-\$999 Over \$1,000

| Participating Banks | 17 | 54 | 25 | 14 | 21 |
| :---: | :---: | :---: | :---: | :---: | :---: |
| Average Assets (000) | \$77,610 | \$157,726 | \$373,553 | \$753,206 | \$5,793,878 |
| Median Assets (000) | \$80,130 | \$146,903 | \$359,362 | \$769,965 | \$2,680,000 |
| Number of Filled Positions | 17 | 52 | 25 | 13 | 21 |
| Average Base Salary | \$173,530 | \$204,246 | \$230,779 | \$262,472 | \$518,590 |
| Percent Receiving a Bonus | 23.53\% | 38.46\% | 56.00\% | 15.38\% | 52.38\% |
| Average Bonus | \$21,018 | \$68,954 | \$92,404 | \$161,250 | \$663,087 |
| Bonus*: Tied to Profits | 5.88\% | 13.46\% | 36.00\% | 7.69\% | 33.33\% |
| Tied to Salary |  | 13.46\% | 24.00\% | 15.38\% | 28.57\% |
| Tied to Risk Measures |  | 3.85\% | 16.00\% | 15.38\% | 19.05\% |
| Tied to Other | 11.76\% | 28.85\% | 28.00\% | 15.38\% | 38.10\% |
| Signing Bonus Paid | 5.88\% | 3.85\% | 20.00\% | 7.69\% | 9.52\% |
| Average Signing Bonus | \$35,000 | \$100,000 | \$39,500 | \$6,800 | \$100,000 |
| Percent under Contract | 58.82\% | 73.08\% | 44.00\% | 84.62\% | 52.38\% |
| Stock Options as a \% of Total Outstanding Shares: |  |  |  |  |  |
|  |  |  |  |  |  |
| None | 29.41\% | 28.85\% | 28.00\% | 23.08\% | 28.57\% |
| To 2.49\% | 35.29\% | 26.92\% | 52.00\% | 61.54\% | 57.14\% |
| 2.50\% to 4.99\% | 17.65\% | 23.08\% | 12.00\% | 15.38\% | 14.29\% |
| 5.00\% to 7.49\% | 17.65\% | 15.38\% |  |  |  |
| 7.50\% to 9.99\% |  | 1.92\% | 4.00\% |  |  |
| 10.00\% and over |  | 3.85\% | 4.00\% |  |  |
| Options qualified under IRC 422 | 52.94\% | 48.08\% | 48.00\% |  |  |
| Benefits: |  |  |  |  |  |
| Auto*: Provided | 11.76\% | 34.62\% | 52.00\% | 53.85\% | 47.62\% |
| Monthly Allowance | 64.71\% | 55.77\% | 36.00\% | 30.77\% | 33.33\% |
| Mileage | 11.76\% | 11.54\% | 20.00\% | 23.08\% | 19.05\% |
| Other | 11.76\% | 3.85\% | 28.00\% | 7.69\% | 23.81\% |
| Country club dues paid | 47.06\% | 48.08\% | 56.00\% | 46.15\% | 61.90\% |
| Formal Profit Sharing |  | 9.62\% | 12.00\% | 23.08\% | 33.33\% |
| Qualified E.S.O.P. | 41.18\% | 36.54\% | 44.00\% | 53.85\% | 33.33\% |
| Non-qualified E.S.O.P. | 5.88\% | 25.00\% | 20.00\% | 23.08\% | 47.62\% |
| Pension/401K | 76.47\% | 92.31\% | 100.00\% | 84.62\% | 95.24\% |
| Non-qualified pension plan | 11.76\% | 15.38\% | 28.00\% | 61.54\% | 47.62\% |
| Severance package | 35.29\% | 44.23\% | 24.00\% | 61.54\% | 52.38\% |
| Restricted stock | 5.88\% | 19.23\% | 32.00\% | 30.77\% | 57.14\% |
| Restricted stock options |  | 11.54\% | 12.00\% | 23.08\% | 9.52\% |
| Phantom stock options |  | 3.85\% | 4.00\% |  | 4.76\% |
| Stock appreciation rights |  | 3.85\% | 4.00\% |  |  |
| Other | 5.88\% | 13.46\% | 12.00\% |  | 23.81\% |

If the officer receives incentive compensation, please indicate what measures the bank has taken to balance risk and financial results

| Risk adjustment of awards | $5.88 \%$ | $21.15 \%$ | $32.00 \%$ | $30.77 \%$ | $33.33 \%$ |
| :--- | ---: | ---: | ---: | ---: | ---: |
| Deferral of payments (clawback) | $5.88 \%$ | $13.46 \%$ | $28.00 \%$ | $23.08 \%$ | $19.05 \%$ |
| Longer performance periods | $17.65 \%$ | $5.77 \%$ | $16.00 \%$ | $23.08 \%$ | $23.81 \%$ |
| Reduced sensitivity to short term pe |  | $11.54 \%$ | $36.00 \%$ | $15.38 \%$ | $14.29 \%$ |
| Other |  | $3.85 \%$ | $4.00 \%$ | $7.69 \%$ | $9.52 \%$ |

If the officer receives incentive compensation, please indicate what measures the bank has taken to balance risk and financial results

| Risk adjustment of awards | 0.117647059 | 0.16666667 | 0.32 | 0.285714286 | 0.428571429 |
| :--- | ---: | ---: | ---: | ---: | ---: |
| Deferral of payments (clawback) | $5.88 \%$ | $18.52 \%$ | $28.00 \%$ | $35.71 \%$ | $28.57 \%$ |
| Longer performance periods | $11.76 \%$ | $7.41 \%$ | $24.00 \%$ | $28.57 \%$ | $28.57 \%$ |
| Reduced sensitivity to short term pe |  | $9.26 \%$ | $44.00 \%$ | $14.29 \%$ | $19.05 \%$ |
| Other | $5.88 \%$ | $5.56 \%$ | $4.00 \%$ | $7.14 \%$ | $14.29 \%$ |

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## CHIEF EXECUTIVE OFFICER

## SUMMARY DATA AS OF JUNE 30, 2011

BASE ANNUAL SALARY (in Thousands)

BANK ASSET SIZE
(Million Dollars)

Under \$100 \$100-\$249 \$250-\$499 \$500-\$999 Over \$1,000 TOTAL


## CHIEF EXECUTIVE OFFICER

## SUMMARY DATA AS OF JUNE 30, 2011

|  | Region I <br> Northern California | Region II <br> Bay Area | Region III LA/Orange | Region IV <br> Southern California |
| :---: | :---: | :---: | :---: | :---: |
| Participating Banks | 35 | 24 | 44 | 28 |
| Average Assets (000) | \$390,792 | \$2,301,144 | \$1,503,435 | \$583,407 |
| Median Assets (000) | \$229,000 | \$237,572 | \$389,169 | \$146,903 |
| Number of Filled Positions | 35 | 24 | 42 | 27 |
| Average Base Salary | \$233,511 | \$277,016 | \$290,870 | \$244,630 |
| Median Salary | \$220,000 | \$227,613 | \$247,500 | \$200,000 |
| Percent Receiving a Bonus | 51.43\% | 41.67\% | 33.33\% | 33.33\% |
| Average Bonus | \$98,258 | \$517,500 | \$110,722 | \$208,833 |
| Bonus*: Tied to Profits | 25.71\% | 8.33\% | 26.19\% | 11.11\% |
| Tied to Salary | 17.14\% | 16.67\% | 21.43\% | 7.41\% |
| Tied to Risk Measures | 11.43\% | 8.33\% | 9.52\% | 7.41\% |
| Tied to Other | 28.57\% | 29.17\% | 26.19\% | 22.22\% |
| Signing Bonus Paid | 14\% | 13\% |  | 11\% |
| Average Signing Bonus | \$49,860 | \$50,000 |  | \$80,000 |
| Percent under Contract | 71.43\% | 62.50\% | 57.14\% | 62.96\% |
| Stock Options as a \% of Total Outstanding Shares: |  |  |  |  |
| None | 20.00\% | 29.17\% | 42.86\% | 14.81\% |
| To 2.49\% | 54.29\% | 37.50\% | 33.33\% | 40.74\% |
| 2.50\% to 4.99\% | 20.00\% | 25.00\% | 9.52\% | 22.22\% |
| 5.00\% to 7.49\% | 5.71\% | 8.33\% | 9.52\% | 11.11\% |
| 7.50\% to 9.99\% |  |  |  | 7.41\% |
| 10.00\% and over |  |  | 4.76\% | 3.70\% |
| Options qualified under IRC 422 | 57.14\% | 45.83\% | 52.38\% | 40.74\% |
| Benefits: |  |  |  |  |
| Auto*: Provided | 42.86\% | 12.50\% | 47.62\% | 44.44\% |
| Monthly Allowance | 45.71\% | 54.17\% | 45.24\% | 44.44\% |
| Mileage | 11.43\% | 33.33\% | 16.67\% | 3.70\% |
| Other | 2.86\% | 12.50\% | 23.81\% | 11.11\% |
| Country club dues paid | 57.14\% | 54.17\% | 45.24\% | 51.85\% |
| Formal Profit Sharing | 14.29\% | 29.17\% | 9.52\% | 7.41\% |
| Qualified E.S.O.P. | 48.57\% | 58.33\% | 26.19\% | 33.33\% |
| Non-qualified E.S.O.P. | 11.43\% | 25.00\% | 33.33\% | 29.63\% |
| Pension/401K | 88.57\% | 95.83\% | 90.48\% | 92.59\% |
| Non-qualified pension plan | 42.86\% | 33.33\% | 16.67\% | 18.52\% |
| Severance package | 34.29\% | 45.83\% | 40.48\% | 51.85\% |
| Restricted stock | 14.29\% | 29.17\% | 28.57\% | 40.74\% |
| Restricted stock options | 11.43\% | 12.50\% | 9.52\% | 11.11\% |
| Phantom stock options | 5.71\% |  | 2.38\% | 3.70\% |
| Stock appreciation rights | 2.86\% |  | 2.38\% | 3.70\% |
| Other | 11.43\% | 12.50\% | 11.90\% | 14.81\% |
| If the officer receives incentive compensation, please indicate what measures the bank has taken to balance risk and financial results: |  |  |  |  |
| Risk adjustment of awards | 22.86\% | 25.00\% | 26.19\% | 22.22\% |
| Deferral of payments (clawback) | 28.57\% | 20.83\% | 14.29\% | 3.70\% |
| Longer performance periods | 14.29\% | 16.67\% | 14.29\% | 11.11\% |
| Reduced sensitivity to short term performance | 20.00\% | 20.83\% | 11.90\% | 11.11\% |
| Other | 5.71\% | 4.17\% | 7.14\% |  |
| Please indicate what measures the bank has taken to balance risk and financial results for other officers in a revenue producing capacity: |  |  |  |  |
| Risk adjustment of awards | 20.00\% | 20.83\% | 30.95\% | 25.93\% |
| Deferral of payments (clawback) | 34.29\% | 25.00\% | 19.05\% | 11.11\% |
| Longer performance periods | 17.14\% | 20.83\% | 16.67\% | 14.81\% |
| Reduced sensitivity to short term performance | 17.14\% | 16.67\% | 21.43\% | 11.11\% |
| Other | 5.71\% | 4.17\% | 9.52\% | 7.41\% |

## CHIEF FINANCIAL OFFICER

SUMMARY DATA AS OF JUNE 30, 2011
BANK ASSET SIZE
(In millions)
Under \$100 \$100-\$249 \$250-\$499 \$500-\$999 Over \$1,000

| Participating Banks | 17 | 54 | 25 | 14 | 21 |
| :---: | :---: | :---: | :---: | :---: | :---: |
| Average Assets (000) | \$77,610 | \$157,726 | \$373,553 | \$753,206 | \$5,793,878 |
| Median Assets (000) | \$80,130 | \$146,903 | \$359,362 | \$769,965 | \$2,680,000 |
| Number of Filled Positions | 17 | 53 | 25 | 13 | 21 |
| Average Base Salary | \$133,152 | \$150,207 | \$154,777 | \$167,538 | \$286,770 |
| Percent Receiving a Bonus | 23.53\% | 47.17\% | 76.00\% | 30.77\% | 52.38\% |
| Average Bonus | \$7,138 | \$24,082 | \$29,548 | \$22,314 | \$225,016 |
| Bonus*: Tied to Profits | 5.88\% | 9.43\% | 44.00\% | 7.69\% | 33.33\% |
| Tied to Salary |  | 15.09\% | 28.00\% | 15.38\% | 38.10\% |
| Tied to Risk Measures |  | 3.77\% | 20.00\% | 15.38\% | 14.29\% |
| Tied to Other | 11.76\% | 33.96\% | 40.00\% | 38.46\% | 42.86\% |
| Signing Bonus Paid |  | 5.66\% | 20.00\% | 7.69\% | 28.57\% |
| Average Signing Bonus |  | \$15,000 | \$13,333 | \$50,000 | \$56,500 |
| Percent under Contract | 35.29\% | 54.72\% | 20.00\% | 46.15\% | 19.05\% |
| Stock Options as a \% of |  |  |  |  |  |
| Total Outstanding Shares: |  |  |  |  |  |
| None | 23.53\% | 37.74\% | 36.00\% | 38.46\% | 33.33\% |
| To 2.49\% | 70.59\% | 60.38\% | 56.00\% | 61.54\% | 57.14\% |
| 2.50\% to 4.99\% | 5.88\% | 1.89\% | 4.00\% |  | 9.52\% |
| 5.00\% to 7.49\% |  |  |  |  |  |
| 7.50\% to 9.99\% |  |  |  |  |  |
| 10.00\% and over |  |  | 4.00\% |  |  |
| Options qualified under IRC 422 | 64.71\% | 43.40\% | 40.00\% | 38.46\% | 52.38\% |
| Benefits: |  |  |  |  |  |
| Auto*: Provided |  | 9.43\% | 8.00\% |  | 14.29\% |
| Monthly Allowance | 64.71\% | 56.60\% | 44.00\% | 53.85\% | 57.14\% |
| Mileage | 11.76\% | 18.87\% | 16.00\% | 15.38\% | 14.29\% |
| Other |  |  | 12.00\% |  | 23.81\% |
| Country club dues paid | 11.76\% | 7.55\% | 12.00\% | 23.08\% | 9.52\% |
| Formal Profit Sharing |  | 7.55\% | 12.00\% | 23.08\% | 19.05\% |
| Qualified E.S.O.P. | 47.06\% | 35.85\% | 48.00\% | 53.85\% | 33.33\% |
| Non-qualified E.S.O.P. | 5.88\% | 16.98\% | 12.00\% | 7.69\% | 47.62\% |
| Pension/401K | 76.47\% | 90.57\% | 100.00\% | 84.62\% | 95.24\% |
| Non-qualified pension plan |  | 7.55\% | 20.00\% | 53.85\% | 47.62\% |
| Severance package | 17.65\% | 37.74\% | 12.00\% | 46.15\% | 33.33\% |
| Restricted stock |  | 18.87\% | 16.00\% | 15.38\% | 52.38\% |
| Restricted stock options |  | 9.43\% | 8.00\% | 7.69\% | 9.52\% |
| Phantom stock options |  | 3.77\% | 4.00\% |  | 4.76\% |
| Stock appreciation rights |  | 5.66\% | 4.00\% |  |  |
| Other | 5.88\% | 9.43\% | 12.00\% |  | 19.05\% |

If the officer receives incentive compensation, please indicate what measures the bank has taken to balance risk and financial results

|  | $5.88 \%$ | $20.75 \%$ | $32.00 \%$ | $30.77 \%$ | $33.33 \%$ |
| :--- | ---: | ---: | ---: | ---: | ---: |
| Risk adjustment of awards | $5.88 \%$ | $13.21 \%$ | $24.00 \%$ | $23.08 \%$ | $23.81 \%$ |
| Deferral of payments (clawback) | $11.76 \%$ | $5.66 \%$ | $16.00 \%$ | $23.08 \%$ | $23.81 \%$ |
| Longer performance periods |  | $11.32 \%$ | $36.00 \%$ | $15.38 \%$ | $14.29 \%$ |
| Reduced sensitivity to short term pe |  | $5.66 \%$ | $4.00 \%$ | $7.69 \%$ | $9.52 \%$ |

* May add to more than $100 \%$ due to multiple choices


## CHIEF FINANCIAL OFFICER

SUMMARY DATA AS OF JUNE 30, 2011

BASE ANNUAL SALARY (in Thousands)

BANK ASSET SIZE
(Million Dollars)

Under \$100 \$100-\$249 \$250-\$499 \$500-\$999 Over \$1,000 TOTAL

| Under \$100 | 5.88\% | 1.89\% |  | 7.69\% |  | 2.33\% |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| 100-109 | 11.76\% | 1.89\% | 8.00\% |  |  | 3.88\% |
| 110-119 | 11.76\% | 5.66\% | 4.00\% |  |  | 4.65\% |
| 120-129 | 11.76\% | 3.77\% | 8.00\% | 7.69\% |  | 5.43\% |
| 130-139 | 17.65\% | 15.09\% | 4.00\% | 15.38\% |  | 10.85\% |
| 140-149 | 11.76\% | 20.75\% | 12.00\% |  | 4.76\% | 13.18\% |
| 150-159 | 11.76\% | 18.87\% | 12.00\% | 7.69\% |  | 12.40\% |
| 160-169 | 11.76\% | 13.21\% | 16.00\% | 7.69\% | 4.76\% | 11.63\% |
| 170-179 |  | 7.55\% | 20.00\% |  |  | 6.98\% |
| 180-189 | 5.88\% | 5.66\% | 12.00\% | 15.38\% | 4.76\% | 7.75\% |
| 190-199 |  | 3.77\% | 4.00\% | 23.08\% |  | 4.65\% |
| 200-209 |  |  |  | 7.69\% |  | 0.78\% |
| 210-219 |  |  |  |  |  |  |
| 220-229 |  | 1.89\% |  |  | 4.76\% | 1.55\% |
| 230-239 |  |  |  |  | 9.52\% | 1.55\% |
| 240-249 |  |  |  |  | 4.76\% | 0.78\% |
| 250-259 |  |  |  | 7.69\% | 4.76\% | 1.55\% |
| 260-269 |  |  |  |  | 4.76\% | 0.78\% |
| 270-279 |  |  |  |  | 4.76\% | 0.78\% |
| 280-289 |  |  |  |  | 14.29\% | 2.33\% |
| 290-299 |  |  |  |  |  |  |
| 300-309 |  |  |  |  | 4.76\% | 0.78\% |
| 310-319 |  |  |  |  | 9.52\% | 1.55\% |
| 320-329 |  |  |  |  |  |  |
| 330-339 |  |  |  |  | 4.76\% | 0.78\% |
| 340-349 |  |  |  |  |  |  |
| 350-359 |  |  |  |  |  |  |
| 360-369 |  |  |  |  |  |  |
| 370-379 |  |  |  |  | 9.52\% | 1.55\% |
| 380-389 |  |  |  |  |  |  |
| 390-399 |  |  |  |  |  |  |
| 400-409 |  |  |  |  |  |  |
| 410-419 |  |  |  |  |  |  |
| 420-429 |  |  |  |  |  |  |
| 430-439 |  |  |  |  |  |  |
| 440-449 |  |  |  |  |  |  |
| 450-459 |  |  |  |  | 4.76\% | 0.78\% |
| 460-469 |  |  |  |  |  |  |
| 470-479 |  |  |  |  |  |  |
| 480-489 |  |  |  |  | 4.76\% | 0.78\% |
| 490-499 |  |  |  |  |  |  |
| 500 and over |  |  |  |  |  |  |
| Total positions | 17 | 53 | 25 | 13 | 21 | 129 |
| Average base salary | \$133,152 | \$150,207 | \$154,777 | \$167,538 | \$286,770 |  |
| Median salary | \$135,000 | \$150,000 | \$162,000 | \$180,000 | \$280,000 |  |
| Salary Low Range: | \$72,450 | \$75,000 | \$100,000 | \$74,982 | \$149,000 |  |
| Salary High Range: | \$186,779 | \$229,000 | \$190,000 | \$250,000 | \$485,000 |  |

## CHIEF FINANCIAL OFFICER

SUMMARY DATA AS OF JUNE 30, 2011

|  | Region I <br> Northern California | Region II Bay Area | Region III LA/Orange | Region IV <br> Southern California |
| :---: | :---: | :---: | :---: | :---: |
| Participating Banks | 35 | 24 | 44 | 28 |
| Average Assets (000) | \$390,792 | \$2,301,144 | \$1,503,435 | \$583,407 |
| Median Assets (000) | \$229,000 | \$237,572 | \$389,169 | \$146,903 |
| Number of Filled Positions | 34 | 24 | 43 | 28 |
| Average Base Salary | \$155,152 | \$181,854 | \$188,386 | \$162,640 |
| Median Salary | \$153,500 | \$163,673 | \$165,000 | \$148,100 |
| Percent Receiving a Bonus | 55.88\% | 45.83\% | 48.84\% | 42.86\% |
| Average Bonus | \$34,906 | \$158,854 | \$44,244 | \$34,726 |
| Bonus*: Tied to Profits | 29.41\% |  | 25.58\% | 14.29\% |
| Tied to Salary | 20.59\% | 16.67\% | 25.58\% | 10.71\% |
| Tied to Risk Measures | 14.71\% | 4.17\% | 9.30\% | 7.14\% |
| Tied to Other | 38.24\% | 33.33\% | 32.56\% | 32.14\% |
| Signing Bonus Paid | 6\% | 21\% | 12\% | 11\% |
| Average Signing Bonus | \$30,000 | \$36,250 | \$46,800 | \$17,500 |
| Percent under Contract | 47.06\% | 45.83\% | 27.91\% | 39.29\% |
| Stock Options as a \% of |  |  |  |  |
| None | 26.47\% | 29.17\% | 51.16\% | 25.00\% |
| To 2.49\% | 67.65\% | 66.67\% | 44.19\% | 71.43\% |
| 2.50\% to 4.99\% | 5.88\% | 4.17\% | 2.33\% | 3.57\% |
| 5.00\% to 7.49\% |  |  |  |  |
| 7.50\% to 9.99\% |  |  |  |  |
| 10.00\% and over |  |  | 2.33\% |  |
| Options qualified under IRC 422 | 50.00\% | 45.83\% | 46.51\% | 42.86\% |
| Benefits: |  |  |  |  |
| Auto*: Provided | 11.76\% |  | 9.30\% | 7.14\% |
| Monthly Allowance | 58.82\% | 50.00\% | 53.49\% | 57.14\% |
| Mileage | 17.65\% | 25.00\% | 11.63\% | 14.29\% |
| Other |  | 8.33\% | 13.95\% |  |
| Country club dues paid | 23.53\% | 4.17\% | 9.30\% | 3.57\% |
| Formal Profit Sharing | 14.71\% | 29.17\% | 2.33\% | 3.57\% |
| Qualified E.S.O.P. | 47.06\% | 58.33\% | 30.23\% | 35.71\% |
| Non-qualified E.S.O.P. | 2.94\% | 20.83\% | 27.91\% | 21.43\% |
| Pension/401K | 88.24\% | 95.83\% | 90.70\% | 89.29\% |
| Non-qualified pension plan | 35.29\% | 29.17\% | 9.30\% | 10.71\% |
| Severance package | 26.47\% | 37.50\% | 23.26\% | 39.29\% |
| Restricted stock | 8.82\% | 25.00\% | 23.26\% | 28.57\% |
| Restricted stock options | 2.94\% | 12.50\% | 6.98\% | 10.71\% |
| Phantom stock options | 5.88\% |  | 2.33\% | 3.57\% |
| Stock appreciation rights | 2.94\% |  | 2.33\% | 7.14\% |
| Other | 8.82\% | 12.50\% | 9.30\% | 10.71\% |
| If the officer receives incentive compensation, please indicate what measures the bank has taken to balance risk and financial results: |  |  |  |  |
| Risk adjustment of awards | 23.53\% | 25.00\% | 25.58\% | 21.43\% |
| Deferral of payments (clawback) | 29.41\% | 25.00\% | 11.63\% | 3.57\% |
| Longer performance periods | 14.71\% | 16.67\% | 13.95\% | 7.14\% |
| Reduced sensitivity to short term performance | 20.59\% | 20.83\% | 11.63\% | 10.71\% |
| Other | 5.88\% | 4.17\% | 9.30\% |  |

# SENIOR LENDING OFFICER <br> SUMMARY DATA AS OF JUNE 30, 2011 

BANK ASSET SIZE
(In millions)
Under \$100 \$100-\$249 \$250-\$499 \$500-\$999 Over \$1,000

| Participating Banks | 17 | 54 | 25 | 14 | 21 |
| :---: | :---: | :---: | :---: | :---: | :---: |
| Average Assets (000) | \$77,610 | \$157,726 | \$373,553 | \$753,206 | \$5,793,878 |
| Median Assets (000) | \$80,130 | \$146,903 | \$359,362 | \$769,965 | \$2,680,000 |
| Number of Filled Positions | 15 | 51 | 25 | 13 | 20 |
| Average Base Salary | \$137,102 | \$146,774 | \$160,676 | \$181,532 | \$244,347 |
| Percent Receiving a Bonus | 20.00\% | 45.10\% | 68.00\% | 38.46\% | 55.00\% |
| Average Bonus | \$12,351 | \$25,735 | \$24,022 | \$27,044 | \$173,311 |
| Bonus*: Tied to Profits | 6.67\% | 9.80\% | 48.00\% | 7.69\% | 30.00\% |
| Tied to Salary |  | 15.69\% | 32.00\% | 23.08\% | 40.00\% |
| Tied to Risk Measures |  | 5.88\% | 20.00\% | 15.38\% | 15.00\% |
| Tied to Other | 20.00\% | 33.33\% | 36.00\% | 38.46\% | 50.00\% |
| Signing Bonus Paid |  | 5.88\% | 28.00\% | 23.08\% | 25.00\% |
| Average Signing Bonus |  | \$15,750 | \$16,250 | \$10,000 | \$76,000 |
| Percent under Contract | 46.67\% | 52.94\% | 20.00\% | 61.54\% | 20.00\% |
| Stock Options as a \% of |  |  |  |  |  |
| Total Outstanding Shares: |  |  |  |  |  |
| None | 33.33\% | 37.25\% | 32.00\% | 23.08\% | 30.00\% |
| To 2.49\% | 60.00\% | 58.82\% | 60.00\% | 76.92\% | 60.00\% |
| 2.50\% to 4.99\% |  | 1.96\% | 4.00\% |  | 10.00\% |
| 5.00\% to 7.49\% | 6.67\% |  |  |  |  |
| 7.50\% to 9.99\% |  |  |  |  |  |
| 10.00\% and over |  | 1.96\% | 4.00\% |  |  |
| Options qualified under IRC 422 | 53.33\% | 47.06\% | 44.00\% | 46.15\% | 50.00\% |
| Benefits: |  |  |  |  |  |
| Auto*: Provided |  | 9.80\% | 20.00\% | 15.38\% | 15.38\% |
| Monthly Allowance | 73.33\% | 56.86\% | 48.00\% | 53.85\% | 53.85\% |
| Mileage | 13.33\% | 15.69\% | 28.00\% | 15.38\% | 15.38\% |
| Other | 13.33\% | 1.96\% | 20.00\% |  |  |
| Country club dues paid | 13.33\% | 13.73\% | 20.00\% | 30.77\% | 30.77\% |
| Formal Profit Sharing |  | 3.92\% | 12.00\% | 23.08\% | 23.08\% |
| Qualified E.S.O.P. | 46.67\% | 31.37\% | 48.00\% | 53.85\% | 53.85\% |
| Non-qualified E.S.O.P. | 6.67\% | 17.65\% | 12.00\% | 7.69\% | 7.69\% |
| Pension/401K | 73.33\% | 88.24\% | 100.00\% | 92.31\% | 92.31\% |
| Non-qualified pension plan |  | 7.84\% | 16.00\% | 53.85\% | 53.85\% |
| Severance package | 20.00\% | 41.18\% | 16.00\% | 46.15\% | 46.15\% |
| Restricted stock |  | 19.61\% | 20.00\% | 15.38\% | 15.38\% |
| Restricted stock options |  | 11.76\% | 8.00\% | 7.69\% | 7.69\% |
| Phantom stock options |  | 3.92\% | 4.00\% |  |  |
| Stock appreciation rights |  | 5.88\% | 4.00\% |  |  |
| Other | 6.67\% | 7.84\% | 16.00\% |  |  |

If the officer receives incentive compensation, please indicate what measures the bank has taken to balance risk and financial results

| Risk adjustment of awards | $6.67 \%$ | $19.61 \%$ | $32.00 \%$ | $30.77 \%$ | $35.00 \%$ |
| :--- | ---: | ---: | ---: | ---: | ---: |
| Deferral of payments (clawback) | $6.67 \%$ | $13.73 \%$ | $28.00 \%$ | $23.08 \%$ | $25.00 \%$ |
| Longer performance periods | $6.67 \%$ | $5.88 \%$ | $16.00 \%$ | $23.08 \%$ | $25.00 \%$ |
| Reduced sensitivity to short term pe |  | $11.76 \%$ | $36.00 \%$ | $15.38 \%$ | $15.00 \%$ |
| Other |  | $5.88 \%$ | $4.00 \%$ | $7.69 \%$ | $10.00 \%$ |

## SENIOR LOAN OFFICER

SUMMARY DATA AS OF JUNE 30, 2011

BASE ANNUAL SALARY (in Thousands)

BANK ASSET SIZE
(Million Dollars)
Under \$100 \$100-\$249 \$250-\$499 \$500-\$999 Over \$1,000 TOTAL

| Under \$100 |  | 5.88\% | 8.00\% |  |  | 4.03\% |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| 100-109 | 6.67\% | 5.88\% |  |  |  | 3.23\% |
| 110-119 | 13.33\% | 3.92\% |  |  |  | 3.23\% |
| 120-129 | 13.33\% | 5.88\% |  |  | 5.00\% | 4.84\% |
| 130-139 | 13.33\% | 19.61\% | 4.00\% | 7.69\% |  | 11.29\% |
| 140-149 | 13.33\% | 11.76\% | 20.00\% |  |  | 10.48\% |
| 150-159 | 33.33\% | 9.80\% | 20.00\% | 15.38\% | 5.00\% | 14.52\% |
| 160-169 |  | 15.69\% | 16.00\% | 15.38\% | 5.00\% | 12.10\% |
| 170-179 | 6.67\% | 7.84\% | 12.00\% | 7.69\% |  | 7.26\% |
| 180-189 |  | 9.80\% | 4.00\% | 15.38\% | 10.00\% | 8.06\% |
| 190-199 |  |  |  | 15.38\% | 5.00\% | 2.42\% |
| 200-209 |  |  | 8.00\% | 7.69\% | 10.00\% | 4.03\% |
| 210-219 |  | 1.96\% | 4.00\% |  |  | 1.61\% |
| 220-229 |  | 1.96\% | 4.00\% | 7.69\% | 10.00\% | 4.03\% |
| 230-239 |  |  |  |  |  |  |
| 240-249 |  |  |  | 7.69\% | 10.00\% | 2.42\% |
| 250-259 |  |  |  |  | 10.00\% | 1.61\% |
| 260-269 |  |  |  |  | 5.00\% | 0.81\% |
| 270-279 |  |  |  |  |  |  |
| 280-289 |  |  |  |  |  |  |
| 290-299 |  |  |  |  | 5.00\% | 0.81\% |
| 300-309 |  |  |  |  |  |  |
| 310-319 |  |  |  |  | 5.00\% | 0.81\% |
| 320-329 |  |  |  |  |  |  |
| 330-339 |  |  |  |  |  |  |
| 340-349 |  |  |  |  |  |  |
| 350-359 |  |  |  |  |  |  |
| 360-369 |  |  |  |  |  |  |
| 370-379 |  |  |  |  | 10.00\% | 1.61\% |
| 380-389 |  |  |  |  |  |  |
| 390-399 |  |  |  |  |  |  |
| 400-409 |  |  |  |  | 5.00\% | 0.81\% |
| 410-419 |  |  |  |  |  |  |
| 420-429 |  |  |  |  |  |  |
| 430-439 |  |  |  |  |  |  |
| 440-449 |  |  |  |  |  |  |
| 450-459 |  |  |  |  |  |  |
| 460-469 |  |  |  |  |  |  |
| 470-479 |  |  |  |  |  |  |
| 480-489 |  |  |  |  |  |  |
| 490-499 |  |  |  |  |  |  |
| 500 and over |  |  |  |  |  |  |


| Total Positions | 15 | 51 | 25 | 13 | 20 | 124 |
| :--- | ---: | ---: | ---: | ---: | ---: | ---: | ---: |
| Average Salary | $\$ 137,102$ | $\$ 146,774$ | $\$ 160,676$ | $\$ 181,532$ | $\$ 244,347$ |  |
| Median salary | $\$ 140,000$ | $\$ 146,289$ | $\$ 155,000$ | $\$ 180,000$ | $\$ 232,700$ |  |
| Salary Low Range: | $\$ 100,000$ | $\$ 74,000$ | $\$ 92,304$ | $\$ 136,200$ | $\$ 121,000$ |  |
| Salary High Range: | $\$ 170,000$ | $\$ 225,000$ | $\$ 223,300$ | $\$ 243,000$ | $\$ 400,000$ |  |

## SENIOR LENDING OFFICER

## SUMMARY DATA AS OF JUNE 30, 2011

|  | Region I <br> Northern California | Region II Bay Area | Region III LA/Orange | Region IV <br> Southern California |
| :---: | :---: | :---: | :---: | :---: |
| Participating Banks | 35 | 24 | 44 | 28 |
| Average Assets (000) | \$390,792 | \$2,301,144 | \$1,503,435 | \$583,407 |
| Median Assets (000) | \$229,000 | \$237,572 | \$389,169 | \$146,903 |
| Number of Filled Positions | 34 | 23 | 42 | 25 |
| Average Base Salary | \$147,746 | \$183,561 | \$180,596 | \$159,018 |
| Median Salary | \$145,000 | \$165,000 | \$167,500 | \$150,000 |
| Percent Receiving a Bonus | 52.94\% | 39.13\% | 47.62\% | 48.00\% |
| Average Bonus | \$30,614 | \$144,104 | \$40,069 | \$35,800 |
| Bonus*: Tied to Profits | 29.41\% |  | 26.19\% | 16.00\% |
| Tied to Salary | 20.59\% | 17.39\% | 30.95\% | 12.00\% |
| Tied to Risk Measures | 14.71\% | 4.35\% | 11.90\% | 8.00\% |
| Tied to Other | 38.24\% | 34.78\% | 33.33\% | 36.00\% |
| Signing Bonus Paid | 9\% | 22\% | 19\% | 8\% |
| Average Signing Bonus | \$15,750 | \$25,000 | \$41,429 | \$100,000 |
| Percent under Contract | 52.94\% | 47.83\% | 38.10\% | 24.00\% |
| Stock Options as a \% of Total Outstanding Shares: |  |  |  |  |
| None | 32.35\% | 30.43\% | 35.71\% | 32.00\% |
| To 2.49\% | 64.71\% | 60.87\% | 57.14\% | 64.00\% |
| 2.50\% to 4.99\% | 2.94\% | 8.70\% | 2.38\% |  |
| 5.00\% to 7.49\% |  |  |  | 4.00\% |
| 7.50\% to 9.99\% |  |  |  |  |
| 10.00\% and over |  |  | 4.76\% |  |
| Options qualified under IRC 422 | 44.12\% | 43.48\% | 57.14\% | 40.00\% |
| Benefits: |  |  |  |  |
| Auto*: Provided | 14.71\% |  | 11.90\% | 12.00\% |
| Monthly Allowance | 64.71\% | 47.83\% | 57.14\% | 60.00\% |
| Mileage | 8.82\% | 34.78\% | 19.05\% | 12.00\% |
| Other | 5.88\% | 13.04\% | 14.29\% | 8.00\% |
| Country club dues paid | 35.29\% | 21.74\% | 14.29\% | 8.00\% |
| Formal Profit Sharing | 14.71\% | 21.74\% | 2.38\% | 4.00\% |
| Qualified E.S.O.P. | 44.12\% | 52.17\% | 33.33\% | 36.00\% |
| Non-qualified E.S.O.P. | 2.94\% | 21.74\% | 30.95\% | 24.00\% |
| Pension/401K | 85.29\% | 95.65\% | 95.24\% | 88.00\% |
| Non-qualified pension plan | 32.35\% | 26.09\% | 14.29\% | 12.00\% |
| Severance package | 32.35\% | 39.13\% | 28.57\% | 32.00\% |
| Restricted stock | 11.76\% | 26.09\% | 26.19\% | 32.00\% |
| Restricted stock options | 2.94\% | 13.04\% | 9.52\% | 12.00\% |
| Phantom stock options | 5.88\% |  | 2.38\% | 4.00\% |
| Stock appreciation rights | 2.94\% |  | 2.38\% | 8.00\% |
| Other | 8.82\% | 13.04\% | 9.52\% | 12.00\% |
| If the officer receives incentive compensation, please indicate what measures the bank has taken to balance risk and financial results |  |  |  |  |
| Risk adjustment of awards | 23.53\% | 26.09\% | 26.19\% | 20.00\% |
| Deferral of payments (clawback) | 29.41\% | 26.09\% | 14.29\% | 4.00\% |
| Longer performance periods | 14.71\% | 17.39\% | 14.29\% | 4.00\% |
| Reduced sensitivity to short term performance | 20.59\% | 21.74\% | 11.90\% | 12.00\% |
| Other | 5.88\% | 4.35\% | 9.52\% |  |

## DIRECTORS' INFORMATION

SUMMARY DATA AS OF JUNE 30, 2011
BANK ASSET SIZE
(Million Dollars)
Under \$100 \$100-\$249 \$250-\$499 \$500-\$999 Over \$1,000

| Participating Banks |  | 17 |  | 54 |  | 25 |  | 14 |  | 21 |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Average Assets (000) | \$ | 77,610 | \$ | 157,726 | \$ | 373,553 | \$ | 753,206 | \$ | 5,793,878 |
| Median Assets (000) | \$ | 80,130 | \$ | 146,903 | \$ | 359,362 | \$ | 769,965 | \$ | 2,680,000 |
| Average Number of Directors |  | 8.65 |  | 8.80 |  | 8.72 |  | 8.00 |  | 9.00 |
| Average Number of Inside Directors |  | 1.47 |  | 1.41 |  | 1.60 |  | 1.21 |  | 1.67 |
| Fees Paid to Inside Directors |  | 0.00\% |  | 14.81\% |  | 12.00\% |  | 21.43\% |  | 0.00\% |
| Outside Directors Eligible for Bonus Plan |  | 0.00\% |  | 1.85\% |  | 4.00\% |  | 7.14\% |  | 9.52\% |
| Travel Expenses to Meetings Reimbursed |  | 17.65\% |  | 35.19\% |  | 28.00\% |  | 42.86\% |  | 47.62\% |
| Chairman of the Board Active Bank Officer |  | 11.76\% |  | 25.93\% |  | 24.00\% |  | 7.14\% |  | 47.62\% |
| CEO |  | 5.88\% |  | 16.67\% |  | 16.00\% |  | 7.14\% |  | 38.10\% |
| Full time salaried non-CEO |  | 5.88\% |  | 9.26\% |  | 8.00\% |  | 0.00\% |  | 9.52\% |
| Paid Medical Exam |  | 0.00\% |  | 0.00\% |  | 0.00\% |  | 7.14\% |  | 19.05\% |
| Outside Directors Eligible for Health Plan |  | 0.00\% |  | 3.70\% |  | 24.00\% |  | 57.14\% |  | 19.05\% |
| Life Insurance Policy on Chairman |  | 0.00\% |  | 9.26\% |  | 28.00\% |  | 35.71\% |  | 33.33\% |
| Life Insurance Policy on Inside Board |  | 23.53\% |  | 31.48\% |  | 40.00\% |  | 64.29\% |  | 42.86\% |
| Life Insurance Policy all Other Board |  | 0.00\% |  | 0.00\% |  | 16.00\% |  | 42.86\% |  | 14.29\% |


| Stock Options as a \% of Total Outstanding |  |  |  |  |  |
| :--- | ---: | ---: | ---: | ---: | ---: |
| Shares |  |  |  |  |  |
| None | $29.41 \%$ | $25.93 \%$ | $36.00 \%$ | $35.71 \%$ | $38.10 \%$ |
| To $2.49 \%$ | $17.65 \%$ | $24.07 \%$ | $32.00 \%$ | $50.00 \%$ | $57.14 \%$ |
| $2.50 \%$ to $4.99 \%$ | $17.65 \%$ | $18.52 \%$ | $12.00 \%$ | $14.29 \%$ | $4.76 \%$ |
| $5.00 \%$ to $7.49 \%$ | $11.76 \%$ | $14.81 \%$ | $8.00 \%$ |  |  |
| $7.50 \%$ to $9.99 \%$ |  | $5.56 \%$ | $4.00 \%$ |  |  |
| $10.00 \%$ and over | $23.53 \%$ | $11.11 \%$ | $8.00 \%$ |  |  |


| Average stock options as a \% of total outstanding |  |  |  |  |  |
| :--- | :---: | :---: | :---: | :---: | :---: |
| shares--all officers and directors |  |  |  |  |  |
| Directors sent to Conferences/Conventions | $82.35 \%$ | $74.07 \%$ | $72.00 \%$ | $85.71 \%$ | $42.86 \%$ |
| Percent with Mandatory Retirement Age | $17.65 \%$ | $3.70 \%$ | $12.00 \%$ | $21.43 \%$ | $19.05 \%$ |
| Average Age | 70.7 | 75.0 | 74.0 | 70.7 | 75.0 |
|  |  |  |  |  | $80.95 \%$ |
| Directors and Officers Liability Insurance | $88.24 \%$ | $88.89 \%$ | $92.00 \%$ | $92.86 \%$ | $80.10 \%$ |
| Directors eligible for Deferred Comp | $0.00 \%$ | $1.85 \%$ | $8.00 \%$ | $42.86 \%$ | $38.10 \%$ |
| Other Benefits | $17.65 \%$ | $7.41 \%$ | $16.00 \%$ | $0.00 \%$ | $14.29 \%$ |

## DIRECTORS' INFORMATION

Directors' Fees:
Regular Board Meeting
Banks Paying No Fee
Banks Paying a Fee
Chairman of the Board
Average Fee Paid
Median Fee Paid
Range - Low Fee
Range - High Fee
Members
Average Fee Paid
Median Fee Paid
Range - Low Fee
Range - High Fee
Attendence required to claim

SUMMARY DATA AS OF JUNE 30, 2011

BANK ASSET SIZE<br>(Million Dollars)<br>Under \$100 \$100-\$249 \$250-\$499 \$500-\$999 Over \$1,000

|  | 70.59\% |  | 38.89\% |  | 16.00\% |  | 7.14\% |  | 33.33\% |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  | 29.41\% |  | 61.11\% |  | 84.00\% |  | 92.86\% |  | 66.67\% |
| \$ | 366.67 | \$ | 852.27 | \$ | 1,716.75 | \$ | 1,706.09 | \$ | 4,297.40 |
| \$ | 300.00 | \$ | 600.00 | \$ | 1,175.00 | \$ | 2,000.00 | \$ | 3,479.00 |
| \$ | 200.00 | \$ | 200.00 | \$ | 250.00 | \$ | 300.00 | \$ | 417.00 |
| \$ | 600.00 | \$ | 200.00 | \$ | 4,500.00 | \$ | 2,792.00 | \$ | 11,916.00 |
| \$ | 320.00 | \$ | 696.18 | \$ | 1,530.48 | \$ | 1,290.38 | \$ | 2,347.00 |
| \$ | 300.00 | \$ | 500.00 | \$ | 1,000.00 | \$ | 1,200.00 | \$ | 2,062.50 |
| \$ | 100.00 | \$ | 200.00 | \$ | 250.00 | \$ | 200.00 | \$ | 900.00 |
| \$ | 600.00 | \$ | 200.00 | \$ | 10,000.00 | \$ | 2,500.00 | \$ | 5,000.00 |
|  | 100.00\% |  | 96.97\% |  | 71.43\% |  | 69.23\% |  | 71.43\% |


| Audit Committee |  |  |  |  |  |  |  |  |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Banks Paying No Fee |  | 94.12\% |  | 48.15\% |  | 52.00\% |  | 28.57\% |  | 23.81\% |
| Banks Paying a Fee |  | 5.88\% |  | 51.85\% |  | 48.00\% |  | 71.43\% |  | 76.19\% |
| Committee Chairman |  |  |  |  |  |  |  |  |  |  |
| Average Fee Paid | \$ | 25.00 | \$ | 414.21 | \$ | 812.50 | \$ | 578.30 | \$ | 2,119.25 |
| Median Fee Paid | \$ | 25.00 | \$ | 300.00 | \$ | 475.00 | \$ | 316.50 | \$ | 1,050.00 |
| Range - Low Fee | \$ | 25.00 | \$ | 50.00 | \$ | 250.00 | \$ | 100.00 | \$ | 250.00 |
| Range - High Fee | \$ | 25.00 | \$ | 50.00 | \$ | 3,000.00 | \$ | 2,500.00 | \$ | 12,000.00 |
| Members |  |  |  |  |  |  |  |  |  |  |
| Average Fee Paid | \$ | 37.50 | \$ | 368.80 | \$ | 531.82 | \$ | 495.00 | \$ | 1,011.08 |
| Median Fee Paid | \$ | 37.50 | \$ | 250.00 | \$ | 400.00 | \$ | 225.00 | \$ | 650.00 |
| Range - Low Fee | \$ | 25.00 | \$ | 50.00 | \$ | 200.00 | \$ | 100.00 | \$ | 100.00 |
| Range - High Fee | \$ | 50.00 | \$ | 50.00 | \$ | 2,200.00 | \$ | 2,500.00 | \$ | 3,500.00 |
| Attendence required to claim |  | 100.00\% |  | 100.00\% |  | 100.00\% |  | 100.00\% |  | 100.00\% |
| Compensation Committee |  |  |  |  |  |  |  |  |  |  |
| Banks Paying No Fee |  | 94.12\% |  | 61.11\% |  | 60.00\% |  | 35.71\% |  | 33.33\% |
| Banks Paying a Fee |  | 5.88\% |  | 38.89\% |  | 40.00\% |  | 64.29\% |  | 66.67\% |
| Committee Chairman |  |  |  |  |  |  |  |  |  |  |
| Average Fee Paid | \$ | 25.00 | \$ | 386.86 | \$ | 542.50 | \$ | 324.00 | \$ | 1,360.64 |
| Median Fee Paid | \$ | 25.00 | \$ | 300.00 | \$ | 500.00 | \$ | 266.00 | \$ | 716.50 |
| Range - Low Fee | \$ | 25.00 | \$ | 50.00 | \$ | 250.00 | \$ | 100.00 | \$ | 250.00 |
| Range - High Fee | \$ | 25.00 | \$ | 50.00 | \$ | 1,500.00 | \$ | 750.00 | \$ | 6,000.00 |
| Members |  |  |  |  |  |  |  |  |  |  |
| Average Fee Paid | \$ | 25.00 | \$ | 371.78 | \$ | 360.00 | \$ | 505.00 | \$ | 903.30 |
| Median Fee Paid | \$ | 25.00 | \$ | 250.00 | \$ | 375.00 | \$ | 225.00 | \$ | 591.50 |
| Range - Low Fee | \$ | 25.00 | \$ | 50.00 | \$ | 180.00 | \$ | 100.00 | \$ | 100.00 |
| Range - High Fee | \$ | 25.00 | \$ | 50.00 | \$ | 500.00 | \$ | 2,500.00 | \$ | 3,500.00 |
| Attendence required to claim |  | 100.00\% |  | 94.44\% |  | 87.50\% |  | 100.00\% |  | 100.00\% |

# DIRECTORS' INFORMATION <br> SUMMARY DATA AS OF JUNE 30, 2011 

|  | BANK ASSET SIZE (Million Dollars) |  |  |  |  |  |  |  |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  | Under \$100 |  | \$100-\$249 |  | \$250-\$499 |  | \$500-\$999 |  | Over \$1,000 |  |
| Directors' Fees: |  |  |  |  |  |  |  |  |  |  |
| Credit Committee |  |  |  |  |  |  |  |  |  |  |
| Banks Paying No Fee |  |  |  | 94.12\% |  | 64.81\% |  | 52.00\% |  | 35.71\% |  | 42.86\% |
| Banks Paying a Fee |  | 5.88\% |  | 35.19\% |  | 48.00\% |  | 64.29\% |  | 57.14\% |
| Committee Chairman |  |  |  |  |  |  |  |  |  |  |
| Average Fee Paid | \$ | 100.00 | \$ | 465.53 | \$ | 764.58 | \$ | 366.67 | \$ | 1,180.58 |
| Median Fee Paid | \$ | 100.00 | \$ | 300.00 | \$ | 475.00 | \$ | 350.00 | \$ | 950.00 |
| Range - Low Fee | \$ | 100.00 | \$ | 100.00 | \$ | 100.00 | \$ | 100.00 | \$ | 250.00 |
| Range - High Fee | \$ | 100.00 | \$ | 100.00 | \$ | 3,000.00 | \$ | 750.00 | \$ | 4,500.00 |
| Members |  |  |  |  |  |  |  |  |  |  |
| Average Fee Paid | \$ | 150.00 | \$ | 269.75 | \$ | 653.85 | \$ | 535.00 | \$ | 875.73 |
| Median Fee Paid | \$ | 100.00 | \$ | 235.00 | \$ | 350.00 | \$ | 325.00 | \$ | 600.00 |
| Range - Low Fee | \$ | 50.00 | \$ | 100.00 | \$ | 100.00 | \$ | 100.00 | \$ | 100.00 |
| Range - High Fee | \$ | 300.00 | \$ | 100.00 | \$ | 2,200.00 | \$ | 2,500.00 | \$ | 3,500.00 |
| Attendence required to claim |  | 100.00\% |  | 80.00\% |  | 69.23\% |  | 100.00\% |  | 90.91\% |
| Investment Committee |  |  |  |  |  |  |  |  |  |  |
| Banks Paying No Fee |  | 94.12\% |  | 68.52\% |  | 72.00\% |  | 57.14\% |  | 61.90\% |
| Banks Paying a Fee |  | 5.88\% |  | 31.48\% |  | 28.00\% |  | 42.86\% |  | 38.10\% |
| Committee Chairman |  |  |  |  |  |  |  |  |  |  |
| Average Fee Paid |  | - | \$ | 290.88 | \$ | 504.17 | \$ | 220.00 | \$ | 1,351.78 |
| Median Fee Paid |  | - | \$ | 300.00 | \$ | 325.00 | \$ | 200.00 | \$ | 900.00 |
| Range - Low Fee |  | - | \$ | 50.00 | \$ | 125.00 | \$ | 100.00 | \$ | 250.00 |
| Range - High Fee |  | - | \$ | 500.00 | \$ | 1,500.00 | \$ | 300.00 | \$ | 4,500.00 |
| Members |  |  |  |  |  |  |  |  |  |  |
| Average Fee Paid | \$ | 50.00 | \$ | 237.47 | \$ | 560.71 | \$ | 558.33 | \$ | 908.25 |
| Median Fee Paid | \$ | 50.00 | \$ | 250.00 | \$ | 250.00 | \$ | 175.00 | \$ | 591.50 |
| Range - Low Fee | \$ | 50.00 | \$ | 50.00 | \$ | 125.00 | \$ | 100.00 | \$ | 300.00 |
| Range - High Fee | \$ | 50.00 | \$ | 50.00 | \$ | 2,200.00 | \$ | 2,500.00 | \$ | 3,500.00 |
| Attendence required to claim |  | 100.00\% |  | 94.12\% |  | 85.71\% |  | 100.00\% |  | 87.50\% |

## Annual Retainer

| Banks Paying No Retainer |  | $94.12 \%$ |  | $75.93 \%$ |  | $68.00 \%$ | $64.29 \%$ |
| :--- | ---: | ---: | ---: | ---: | ---: | ---: | ---: |
| Banks Paying a Retainer |  | $5.88 \%$ | $24.07 \%$ | $32.00 \%$ | $35.71 \%$ | $61.90 \%$ |  |
| Average Retainer Paid | $\$$ | 1,000 | $\$$ | $19,921.77$ | $\$ 10,515.63$ | $\$ 15,893.33$ | $\$$ |
| Median Retainer Paid | $\$$ | 1,000 | $\$$ | $12,000.00$ | $\$$ | $8,812.50$ | $\$ 15,600.00$ |

Total Annual Director Compensation
Banks that responded to this question
Of those banks:

| Average Compensation | $\$$ | $4,000.00$ | $\$ 14,840.97$ | $\$ 20,705.55$ | $\$ 21,683.38$ | $\$$ | $59,815.72$ |  |  |
| :--- | ---: | ---: | ---: | ---: | ---: | ---: | ---: | ---: | ---: |
| Median Compensation | $\$$ | $4,800.00$ | $\$$ | $12,400.00$ | $\$ 18,681.50$ | $\$ 23,067.00$ | $\$$ | $53,416.50$ |  |
| Range - Minimum Compesation | $\$$ | $1,000.00$ | $\$$ | $1,000.00$ | $\$$ | $1,145.00$ | $\$$ | $8,456.00$ | $\$$ |
| Range - Maximum Compensation | $\$$ | $6,500.00$ | $\$ 21,598.00$ | $\$ 45,600.00$ | $\$ 30,000.00$ | $\$ 172,556.00$ |  |  |  |

## DIRECTORS' INFORMATION

SUMMARY DATA AS OF JUNE 30, 2011

```
        BANK ASSET SIZE
    (Million Dollars)
Under $100 $100-$249 $250-$499 $500-$999 Over $1,000
```

Directors' Fees:
as of JUNE 30, 2011

| Regular Board Meeting--Chairman |  |  |  |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: |
| No Fee | 82.35\% | 51.85\% | 36.00\% | 21.43\% | 52.38\% |
| Under \$100 |  |  |  |  |  |
| 100-199 |  |  |  |  |  |
| 200-299 | 5.88\% | 5.56\% | 8.00\% |  |  |
| 300-399 | 5.88\% | 1.85\% |  | 7.14\% |  |
| 400-499 |  |  |  | 7.14\% | 4.76\% |
| 500-599 |  | 14.81\% |  |  |  |
| 600-699 | 5.88\% | 3.70\% |  |  |  |
| 700-799 |  | 5.56\% |  |  |  |
| 800-899 |  | 1.85\% | 16.00\% |  |  |
| 900-999 |  |  |  |  |  |
| \$1,000 and over |  | 14.81\% | 40.00\% | 64.29\% | 42.86\% |
|  |  |  |  |  |  |
| Regular Board Meeting--Members |  |  |  |  |  |
| No Fee | 70.59\% | 38.89\% | 16.00\% | 7.14\% | 33.33\% |
| Under \$100 |  |  |  |  |  |
| 100-199 | 5.88\% |  |  |  |  |
| 200-299 | 5.88\% | 7.41\% | 8.00\% | 7.14\% |  |
| 300-399 | 5.88\% | 1.85\% |  |  |  |
| 400-499 | 5.88\% | 3.70\% |  | 7.14\% |  |
| 500-599 |  | 24.07\% | 8.00\% |  |  |
| 600-699 | 5.88\% | 3.70\% | 4.00\% |  |  |
| 700-799 |  | 5.56\% | 4.00\% | 14.29\% |  |
| 800-899 |  | 1.85\% | 8.00\% |  |  |
| 900-999 |  |  |  | 7.14\% | 4.76\% |
| \$1,000 and over |  | 12.96\% | 52.00\% | 57.14\% | 61.90\% |


| Audit Committee--Chairman |  |  |  |  |  |
| :--- | ---: | ---: | ---: | ---: | ---: |
| No Committee or No Fee | $94.12 \%$ | $48.15 \%$ | $52.00 \%$ | $28.57 \%$ | $23.81 \%$ |
| Under \$100 | $5.88 \%$ | $1.85 \%$ |  |  |  |
| $100-199$ |  | $11.11 \%$ |  | $14.29 \%$ |  |
| $200-299$ | $7.41 \%$ | $4.00 \%$ | $7.14 \%$ | $4.76 \%$ |  |
| $300-399$ | $11.11 \%$ | $8.00 \%$ | $21.43 \%$ |  |  |
| $400-499$ | $5.56 \%$ | $12.00 \%$ |  |  |  |
| $500-599$ | $7.41 \%$ | $8.00 \%$ | $7.14 \%$ | $4.76 \%$ |  |
| $600-699$ | $1.85 \%$ |  | $14.29 \%$ | $4.76 \%$ |  |
| $700-799$ | $1.85 \%$ |  |  | $9.52 \%$ |  |
| $800-899$ |  |  | $4.00 \%$ |  |  |
| $900-999$ |  | $3.70 \%$ | $12.00 \%$ | $7.14 \%$ | $52.38 \%$ |
| $\$ 1,000$ and over |  |  |  |  |  |


| Audit Committee--Members |  |  |  |  |  |
| :--- | ---: | ---: | ---: | ---: | ---: |
| No Committee or No Fee | $88.24 \%$ | $53.70 \%$ | $56.00 \%$ | $28.57 \%$ | $42.86 \%$ |
| Under $\$ 100$ | $11.76 \%$ | $1.85 \%$ |  | $28.57 \%$ | $4.76 \%$ |
| $100-199$ |  | $18.41 \%$ | $16.00 \%$ | $14.29 \%$ |  |
| $200-299$ | $5.56 \%$ | $4.00 \%$ | $7.14 \%$ | $4.76 \%$ |  |
| $300-399$ | $3.70 \%$ | $8.00 \%$ |  |  |  |
| $400-499$ | $5.56 \%$ | $12.00 \%$ | $7.14 \%$ | $9.52 \%$ |  |
| $500-599$ |  |  |  | $9.52 \%$ |  |
| $600-699$ | $1.85 \%$ |  | $7.14 \%$ | $9.52 \%$ |  |
| $700-799$ |  |  |  |  |  |
| $800-899$ |  | $1.85 \%$ | $4.00 \%$ | $7.14 \%$ | $19.05 \%$ |
| $900-999$ |  |  |  |  |  |
| $\$ 1,000$ and over |  |  |  |  |  |

## DIRECTORS' INFORMATION

SUMMARY DATA AS OF JUNE 30, 2011

| BANK ASSET SIZE <br> (Million Dollars) |  |  |  |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: |
|  | Under \$100 | \$100-\$249 | \$250-\$499 | \$500-\$999 | Over \$1,000 |
| Directors' Fees: |  |  |  |  |  |
| Compensation Committee--Chairman |  |  |  |  |  |
| No Committee or No Fee | 94.12\% | 61.11\% | 60.00\% | 35.71\% | 33.33\% |
| Under \$100 | 5.88\% | 1.85\% |  |  |  |
| 100-199 |  | 9.26\% |  | 14.29\% |  |
| 200-299 |  | 5.56\% | 8.00\% | 21.43\% | 4.76\% |
| 300-399 |  | 11.11\% |  | 7.14\% | 9.52\% |
| 400-499 |  | 5.56\% | 8.00\% | 7.14\% |  |
| 500-599 |  | 1.85\% | 20.00\% |  | 19.05\% |
| 600-699 |  | 1.85\% |  | 7.14\% |  |
| 700-799 |  |  |  | 7.14\% |  |
| 800-899 |  |  |  |  | 4.76\% |
| 900-999 |  |  |  |  | 4.76\% |
| \$1,000 and over |  | 1.85\% | 4.00\% |  | 23.81\% |
|  |  |  |  |  |  |
| Compensation Committee--Members |  |  |  |  |  |
| No Committee or No Fee | 94.12\% | 66.67\% | 68.00\% | 28.57\% | 52.38\% |
| Under \$100 | 5.88\% | 1.85\% |  |  |  |
| 100-199 |  | 7.41\% | 4.00\% | 28.57\% | 4.76\% |
| 200-299 |  | 11.11\% | 8.00\% | 14.29\% |  |
| 300-399 |  | 5.56\% | 4.00\% |  | 4.76\% |
| 400-499 |  | 1.85\% | 8.00\% | 7.14\% |  |
| 500-599 |  | 3.70\% | 8.00\% | 7.14\% | 14.29\% |
| 600-699 |  |  |  |  | 4.76\% |
| 700-799 |  |  |  | 7.14\% | 9.52\% |
| 800-899 |  |  |  |  |  |
| 900-999 |  |  |  |  |  |
| \$1,000 and over |  | 1.85\% |  | 7.14\% | 9.52\% |
|  |  |  |  |  |  |
| Credit Committee--Chairman |  |  |  |  |  |
| No Committee or No Fee | 94.12\% | 64.81\% | 52.00\% | 35.71\% | 42.86\% |
| Under \$100 |  |  |  |  |  |
| 100-199 | 5.88\% | 9.26\% | 8.00\% | 14.29\% | 4.76\% |
| 200-299 |  | 1.85\% |  | 21.43\% |  |
| 300-399 |  | 9.26\% | 8.00\% | 7.14\% |  |
| 400-499 |  | 7.41\% | 8.00\% | 7.14\% |  |
| 500-599 |  | 3.70\% | 12.00\% |  | 9.52\% |
| 600-699 |  |  |  | 7.14\% | 4.76\% |
| 700-799 |  |  |  | 7.14\% |  |
| 800-899 |  |  |  |  | 4.76\% |
| 900-999 |  |  |  |  | 4.76\% |
| \$1,000 and over |  | 3.70\% | 12.00\% |  | 28.57\% |
|  |  |  |  |  |  |
| Credit Committee--Members |  |  |  |  |  |
| No Committee or No Fee | 82.35\% | 62.96\% | 48.00\% | 28.57\% | 47.62\% |
| Under \$100 | 5.88\% |  |  |  |  |
| 100-199 | 5.88\% | 9.26\% | 8.00\% | 28.57\% | 4.76\% |
| 200-299 |  | 14.81\% | 8.00\% | 14.29\% |  |
| 300-399 | 5.88\% | 5.56\% | 12.00\% |  | 4.76\% |
| 400-499 |  | 3.70\% | 4.00\% | 7.14\% |  |
| 500-599 |  | 1.85\% | 8.00\% | 7.14\% | 14.29\% |
| 600-699 |  |  |  |  | 9.52\% |
| 700-799 |  |  |  | 7.14\% | 9.52\% |
| 800-899 |  | 1.85\% |  |  |  |
| 900-999 |  |  |  |  |  |
| \$1,000 and over |  |  | 12.00\% | 7.14\% | 9.52\% |

## DIRECTORS' INFORMATION

SUMMARY DATA AS OF JUNE 30, 2011
BANK ASSET SIZE
(Million Dollars)
Under \$100 \$100-\$249 \$250-\$499 \$500-\$999 Over \$1,000

## Directors' Fees:

| Investment Committee--Chairman |  |  |  |  |
| :--- | ---: | ---: | ---: | ---: |
| No Committee or No Fee | $100.00 \%$ | $70.37 \%$ | $76.00 \%$ | $64.29 \%$ |
| Under $\$ 100$ | $1.85 \%$ |  | $57.14 \%$ |  |
| $100-199$ | $5.56 \%$ | $4.00 \%$ | $7.14 \%$ |  |
| $200-299$ | $3.70 \%$ | $8.00 \%$ | $14.29 \%$ | $4.76 \%$ |
| $300-399$ | $9.26 \%$ |  | $14.29 \%$ |  |
| $400-499$ | $5.56 \%$ | $4.00 \%$ |  |  |
| $500-599$ | $3.70 \%$ | $4.00 \%$ | $9.52 \%$ |  |
| $600-699$ |  |  | 4. |  |
| $700-799$ |  |  | $4.76 \%$ |  |
| $800-899$ |  | $4.00 \%$ | $4.76 \%$ |  |
| $900-999$ |  |  | $19.05 \%$ |  |
| 1,000 and over |  |  |  |  |


| Investment Committee-Members |  |  |  |  |  |
| :--- | ---: | ---: | ---: | ---: | ---: |
| No Committee or No Fee | $94.12 \%$ | $68.52 \%$ | $72.00 \%$ | $57.14 \%$ | $61.90 \%$ |
| Under $\$ 100$ | $5.88 \%$ | $1.85 \%$ |  |  |  |
| $100-199$ |  | $7.41 \%$ | $4.00 \%$ | $21.43 \%$ |  |
| $200-299$ | $11.11 \%$ | $12.00 \%$ | $7.14 \%$ |  |  |
| $300-399$ | $5.56 \%$ | $4.00 \%$ | $7.14 \%$ | $9.52 \%$ |  |
| $400-499$ | $3.70 \%$ |  |  |  |  |
| $500-599$ | $1.85 \%$ | $4.00 \%$ | $9.52 \%$ |  |  |
| $600-699$ |  |  | $4.76 \%$ |  |  |
| $700-799$ |  |  | $9.52 \%$ |  |  |
| $800-899$ |  | $4.00 \%$ | $7.14 \%$ |  |  |
| $900-999$ |  |  |  | $4.76 \%$ |  |
| 1,000 and over |  |  |  |  |  |


| Annual Fee/Retainer |  |  |  |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: |
| No Fee/No response | 94.12\% | 75.93\% | 68.00\% | 64.29\% | 38.10\% |
| Under \$2,500 | 5.88\% | 1.85\% | 4.00\% | 7.14\% |  |
| 2,500-4,999 |  | 3.70\% | 4.00\% |  |  |
| 5,000-7,499 |  |  | 8.00\% |  |  |
| 7,500-9,999 |  |  |  |  |  |
| 10,000-12,499 |  | 11.11\% | 8.00\% |  |  |
| 12,500-14,999 |  |  | 4.00\% |  | 4.76\% |
| 15,000-17,500 |  |  |  | 14.29\% | 4.76\% |
| 17,500-19,999 |  |  |  |  |  |
| 20,000-22,499 |  | 1.85\% |  |  |  |
| 22,500-24,999 |  |  |  | 14.29\% |  |
| \$25,000 and over |  | 5.56\% | 4.00\% |  | 52.38\% |


| Average Annual Compensation per Director |  |  |  |  |  |
| :--- | ---: | ---: | ---: | ---: | ---: |
| No compensation or not reported | $70.59 \%$ | $37.04 \%$ | $20.00 \%$ | $7.14 \%$ | $14.29 \%$ |
| Under $\$ 2,500$ | $11.76 \%$ | $3.70 \%$ | $4.00 \%$ |  | $4.76 \%$ |
| $2,500-4,999$ | $17.65 \%$ | $3.70 \%$ | $4.00 \%$ |  |  |
| $5,000-7,499$ |  | $11.11 \%$ | $8.00 \%$ |  |  |
| $7,500-9,999$ | $3.70 \%$ |  | $7.14 \%$ |  |  |
| $10,000-12,499$ | $9.26 \%$ | $4.00 \%$ | $7.14 \%$ |  |  |
| $12,500-14,999$ | $7.41 \%$ |  |  |  |  |
| $15,000-17,500$ | $5.56 \%$ | $8.00 \%$ | $14.29 \%$ |  |  |
| $17,500-19,999$ | $1.85 \%$ | $16.00 \%$ | $14.29 \%$ | $4.76 \%$ |  |
| $20,000-22,499$ | $3.70 \%$ | $8.00 \%$ | $7.14 \%$ |  |  |
| $22,500-24,999$ |  | $3.70 \%$ | $4.00 \%$ | $21.43 \%$ |  |
| $\$ 25,000$ and over | $9.26 \%$ | $24.00 \%$ | $35.71 \%$ | $76.19 \%$ |  |


[^0]:    * May add to more than $100 \%$ due to multiple choices

