

**State of California
Department of Business Oversight**



***40th Annual
Executive Officer and Director
Compensation Survey***

1977 - 2017

As of June 30, 2017

CHIEF EXECUTIVE OFFICER
SUMMARY DATA AS OF JUNE 30, 2017

BANK ASSET SIZE
(In millions)

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

Participating Banks	10	12	18	20
Average Assets (000)	\$173,095	\$326,143	\$722,336	\$3,669,296
Median Assets (000)	\$186,250	\$314,602	\$674,628	\$1,927,800
Number of Filled Positions	10	12	18	20
Average Base Salary	\$206,882	\$249,452	\$328,032	\$519,613
Percent Receiving a Bonus	80.00%	75.00%	83.33%	90.00%
Average Bonus	\$39,321	\$87,065	\$176,841	\$369,857
Bonus*: Tied to Profits	75.00%	66.67%	80.00%	77.78%
Tied to Salary	25.00%	22.22%	66.67%	72.22%
Tied to Risk Measures	12.50%	33.33%	60.00%	61.11%
Tied to Other	75.00%	77.78%	60.00%	66.67%
Signing Bonus Paid	20.00%		11.11%	
Average Signing Bonus	\$24,900		\$4,250	
Percent under Contract	80.00%	66.67%	72.22%	70.00%
Stock Options as a % of Total Outstanding Shares:				
None	60.00%	50.00%	38.89%	50.00%
To 2.49%	40.00%	16.67%	44.44%	50.00%
2.50% to 4.99%		16.67%	16.67%	
5.00% to 7.49%		16.67%		
7.50% to 9.99%				
10.00% and over				
Options qualified under IRC 422	50.00%	58.33%	50.00%	35.00%
Benefits:				
Auto*: Provided	40.00%	25.00%	50.00%	40.00%
Monthly Allowance	40.00%	8.33%	5.56%	10.00%
Mileage		8.33%	11.11%	5.00%
Other		8.33%	5.56%	15.00%
Country club dues paid	50.00%	50.00%	61.11%	75.00%
Formal Profit Sharing		8.33%	11.11%	15.00%
Qualified E.S.O.P.	30.00%	41.67%	27.78%	35.00%
Non-qualified E.S.O.P.	20.00%	25.00%	16.67%	25.00%
Pension/401K	90.00%	91.67%	88.89%	90.00%
Non-qualified pension plan	20.00%	33.33%	38.89%	65.00%
Severance package	30.00%	50.00%	50.00%	55.00%
Restricted stock	20.00%	41.67%	44.44%	60.00%
Restricted stock options		25.00%	5.56%	5.00%
Phantom stock options		8.33%		
Stock appreciation rights			5.56%	
Other		16.67%	11.11%	10.00%
If the officer receives incentive compensation, please indicate what measures the bank has taken to balance risk and financial results				
Risk adjustment of awards	10.00%	25.00%	50.00%	45.00%
Deferral of payments (clawback)		16.67%	16.67%	25.00%
Longer performance periods	10.00%	16.67%	5.56%	25.00%
Reduced sensitivity to short term performance	30.00%	8.33%	11.11%	25.00%
Other		16.67%	11.11%	15.00%
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	10.00%	8.33%	44.44%	55.00%
Deferral of payments (clawback)	40.00%	8.33%	16.67%	30.00%
Longer performance periods		8.33%	11.11%	15.00%
Reduced sensitivity to short term performance	30.00%	41.67%	27.78%	35.00%
Other	20.00%	25.00%	16.67%	25.00%

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

CHIEF EXECUTIVE OFFICER
SUMMARY DATA AS OF JUNE 30, 2017

BASE ANNUAL SALARY (in Thousands)	BANK ASSET SIZE (Million Dollars)				TOTAL
	Under \$250	\$250 - \$499	\$500 - \$999	Over \$1,000	
Under \$100	10.00%				1.67%
100 - 109					
110 - 119					
120 - 129					
130 - 139					
140 - 149			5.56%		1.67%
150 - 159					
160 - 169					
170 - 179	10.00%	8.33%			3.33%
180 - 189			5.56%		1.67%
190 - 199	10.00%				1.67%
200 - 209	20.00%	8.33%			5.00%
210 - 219		8.33%			1.67%
220 - 229	10.00%	8.33%			3.33%
230 - 239	10.00%	16.67%			5.00%
240 - 249					
250 - 259	20.00%				3.33%
260 - 269					
270 - 279		25.00%	11.11%		8.33%
280 - 289		8.33%	5.56%		3.33%
290 - 299					
300 - 309		16.67%	16.67%	5.00%	10.00%
310 - 319				5.00%	1.67%
320 - 329	10.00%			10.00%	5.00%
330 - 339			11.11%	10.00%	6.67%
340 - 349			5.56%		1.67%
350 - 359			5.56%		1.67%
360 - 369			5.56%	5.00%	3.33%
370 - 379			5.56%		1.67%
380 - 389					
390 - 399			5.56%		1.67%
400 - 499			11.11%	20.00%	10.00%
500 - 599			5.56%	5.00%	3.33%
600 - 699				20.00%	6.67%
700 - 799				10.00%	3.33%
800 - 899				5.00%	1.67%
900 - 999					
\$1 million and over				5.00%	1.67%
Total positions	10	12	18	20	60
Average base salary	\$206,882	\$249,452	\$328,032	\$519,613	
Median salary	\$212,500	\$251,000	\$332,825	\$457,500	
Salary Low Range:	\$12,000	\$177,187	\$148,773	\$300,000	
Salary High Range:	\$325,000	\$305,963	\$524,674	\$1,000,000	

CHIEF EXECUTIVE OFFICER
SUMMARY DATA AS OF JUNE 30, 2017

	Northern California	Southern California
Participating Banks	29	31
Average Assets (000)	\$884,190	\$2,141,649
Median Assets (000)	\$637,647	\$872,533
Number of Filled Positions	29	31
Average Base Salary	\$310,802	\$398,252
Median Base Salary	\$283,300	\$325,000
Percent Receiving a Bonus	82.76%	83.87%
Average Bonus	\$119,279	\$290,211
Bonus*: Tied to Profits	79.17%	73.08%
Tied to Salary	50.00%	57.69%
Tied to Risk Measures	50.00%	46.15%
Tied to Other	91.67%	46.15%
Signing Bonus Paid	10.34%	3.23%
Average Signing Bonus	\$19,100	\$1,000
Percent under Contract	75.86%	67.74%
Stock Options as a % of Total Outstanding Shares:		
None	51.72%	38.71%
To 2.49%	44.83%	41.94%
2.50% to 4.99%	3.45%	16.13%
5.00% to 7.49%		3.23%
7.50% to 9.99%		
10.00% and over		
Options qualified under IRC 422	100.00%	73.68%
Benefits:		
Auto*: Provided	37.93%	41.94%
Monthly Allowance	55.17%	35.48%
Mileage		12.90%
Other	3.45%	12.90%
Country club dues paid	55.17%	67.74%
Formal Profit Sharing	6.90%	12.90%
Qualified E.S.O.P.	37.93%	29.03%
Non-qualified E.S.O.P.	20.69%	22.58%
Pension/401K	96.55%	83.87%
Non-qualified pension plan	51.72%	35.48%
Severance package	41.38%	54.84%
Restricted stock	44.83%	45.16%
Restricted stock options	13.79%	3.23%
Phantom stock options	3.45%	
Stock appreciation rights	3.45%	
Other	17.24%	3.23%
If the officer receives incentive compensation, please indicate what measures the bank has taken to balance risk and financial results		
Risk adjustment of awards	37.93%	35.48%
Deferral of payments (clawback)	10.34%	22.58%
Longer performance periods	13.79%	16.13%
Reduced sensitivity to short term performance	20.69%	16.13%
Other	17.24%	6.45%
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	41.38%	29.03%
Deferral of payments (clawback)	24.14%	32.26%
Longer performance periods	20.69%	29.03%
Reduced sensitivity to short term performance	17.24%	19.35%
Other	3.45%	6.45%

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

CHIEF FINANCIAL OFFICER
SUMMARY DATA AS OF JUNE 30, 2017

BANK ASSET SIZE
(In millions)

	Under \$250	\$250 - \$499	\$500 - \$999	Over \$1,000
Participating Banks	10	12	18	20
Average Assets (000)	\$173,095	\$326,143	\$722,336	\$3,669,296
Median Assets (000)	\$186,250	\$314,602	\$674,628	\$1,927,800
Number of Filled Positions	10	12	18	20
Average Base Salary	\$159,415	\$180,192	\$198,207	\$301,699
Percent Receiving a Bonus	80.00%	91.67%	83.33%	90.00%
Average Bonus	\$33,250	\$29,223	\$57,888	\$149,229
Bonus*: Tied to Profits	62.50%	54.55%	73.33%	83.33%
Tied to Salary	25.00%	18.18%	66.67%	72.22%
Tied to Risk Measures	12.50%	27.27%	60.00%	55.56%
Tied to Other	75.00%	72.73%	53.33%	66.67%
Signing Bonus Paid	20.00%		5.56%	5.00%
Average Signing Bonus	\$8,750		\$10,000	\$30,000
Percent under Contract	50.00%	41.67%	33.33%	45.00%
Stock Options as a % of Total Outstanding Shares:				
None	60.00%	58.33%	38.89%	35.00%
To 2.49%	40.00%	41.67%	61.11%	65.00%
2.50% to 4.99%				
5.00% to 7.49%				
7.50% to 9.99%				
10.00% and over				
Options qualified under IRC 422	60.00%	41.67%	61.11%	40.00%
Benefits:				
Auto*: Provided	20.00%		11.11%	10.00%
Monthly Allowance	40.00%	8.33%	5.56%	10.00%
Mileage	20.00%	8.33%	16.67%	10.00%
Other				10.00%
Country club dues paid	10.00%	8.33%	16.67%	15.00%
Formal Profit Sharing			11.11%	15.00%
Qualified E.S.O.P.	30.00%	50.00%	27.78%	40.00%
Non-qualified E.S.O.P.		8.33%	16.67%	25.00%
Pension/401K	90.00%	91.67%	88.89%	90.00%
Non-qualified pension plan	20.00%	8.33%	27.78%	60.00%
Severance package	20.00%	33.33%	38.89%	50.00%
Restricted stock	20.00%	41.67%	38.89%	55.00%
Restricted stock options		25.00%	5.56%	5.00%
Phantom stock options		8.33%		5.00%
Stock appreciation rights			5.56%	
Other		16.67%	11.11%	15.00%
results				
Risk adjustment of awards	10.00%	25.00%	44.44%	40.00%
Deferral of payments (clawback)		16.67%	11.11%	25.00%
Longer performance periods	10.00%	16.67%	5.56%	25.00%
Reduced sensitivity to short term performance	30.00%	8.33%	11.11%	20.00%
Other		16.67%	11.11%	15.00%

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

CHIEF FINANCIAL OFFICER
SUMMARY DATA AS OF JUNE 30, 2017

BASE ANNUAL SALARY (in Thousands)	BANK ASSET SIZE (Million Dollars)				TOTAL
	Under \$250	\$250 - \$499	\$500 - \$999	Over \$1,000	
Under \$100					
100 - 109	10.00%		5.56%		3.33%
110 - 119					
120 - 129	10.00%				1.67%
130 - 139	10.00%	16.67%			5.00%
140 - 149	20.00%				3.33%
150 - 159	10.00%	8.33%	5.56%	10.00%	8.33%
160 - 169					
170 - 179		16.67%	16.67%		8.33%
180 - 189	20.00%	16.67%	5.56%		8.33%
190 - 199			11.11%		3.33%
200 - 209	20.00%	25.00%	11.11%	5.00%	13.33%
210 - 219			16.67%	10.00%	8.33%
220 - 229			11.11%	5.00%	5.00%
230 - 239			5.56%	5.00%	3.33%
240 - 249			11.11%	10.00%	6.67%
250 - 259				5.00%	1.67%
260 - 269				5.00%	1.67%
270 - 279					
280 - 289		8.33%			1.67%
290 - 299				5.00%	1.67%
300 - 309		8.33%			1.67%
310 - 319				5.00%	1.67%
320 - 329				5.00%	1.67%
330 - 339				5.00%	1.67%
340 - 349					
350 - 359				5.00%	1.67%
360 - 369					
370 - 379				5.00%	1.67%
380 - 389				5.00%	1.67%
390 - 399					
400 - 409				5.00%	1.67%
410 - 419					
420 - 429					
430 - 439					
440 - 449					
450 - 459					
460 - 469					
470 - 479					
480 - 489					
490 - 499					
500 and over				5.00%	1.67%
Total positions	10	12	18	20	60
Average base salary	\$159,415	\$180,192	\$198,207	\$301,699	
Median salary	\$151,766	\$182,500	\$204,500	\$261,250	
Salary Low Range:	\$105,000	\$132,825	\$107,676	\$150,075	
Salary High Range:	\$201,000	\$210,000	\$245,000	\$800,000	

CHIEF FINANCIAL OFFICER
SUMMARY DATA AS OF JUNE 30, 2017

Northern California Southern California

Participating Banks	29	31
Average Assets (000)	\$884,190	\$2,141,649
Median Assets (000)	\$637,647	\$872,533
Number of Filled Positions	29	31
Average Base Salary	\$205,106	\$239,035
Median Base Salary	\$203,400	\$200,000
Percent Receiving a Bonus	86.21%	87.10%
Average Bonus	\$57,935	\$99,760
Bonus*: Tied to Profits	72.00%	70.37%
Tied to Salary	52.00%	55.56%
Tied to Risk Measures	48.00%	40.74%
Tied to Other	88.00%	44.44%
Signing Bonus Paid	13.79%	
Average Signing Bonus	\$14,375	
Percent under Contract	44.83%	38.71%
Stock Options as a % of Total Outstanding Shares:		
None	48.28%	41.94%
To 2.49%	51.72%	58.06%
2.50% to 4.99%		
5.00% to 7.49%		
7.50% to 9.99%		
10.00% and over		
Options qualified under IRC 422	93.33%	77.78%
Benefits:		
Auto*: Provided	13.79%	6.45%
Monthly Allowance	51.72%	58.06%
Mileage	17.24%	9.68%
Other	3.45%	3.23%
Country club dues paid	17.24%	9.68%
Formal Profit Sharing	6.90%	9.68%
Qualified E.S.O.P.	41.38%	32.26%
Non-qualified E.S.O.P.	20.69%	9.68%
Pension/401K	96.55%	83.87%
Non-qualified pension plan	37.93%	29.03%
Severance package	34.48%	41.94%
Restricted stock	41.38%	41.94%
Restricted stock options	13.79%	3.23%
Phantom stock options	3.45%	3.23%
Stock appreciation rights	3.45%	
Other	20.69%	3.23%
risk and financial results		
Risk adjustment of awards	37.93%	29.03%
Deferral of payments (clawback)	10.34%	19.35%
Longer performance periods	13.79%	16.13%
Reduced sensitivity to short term performance	20.69%	12.90%
Other	17.24%	6.45%

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

SENIOR LOAN OFFICER
SUMMARY DATA AS OF JUNE 30, 2017

BANK ASSET SIZE
(In millions)

	Under \$250	\$250 - \$499	\$500 - \$999	Over \$1,000
Participating Banks	10	12	18	20
Average Assets (000)	173,095	326,143	722,336	3,669,296
Median Assets (000)	186,250	314,602	674,628	1,927,800
Number of Filled Positions	10	12	18	20
Average Base Salary	\$177,063	\$169,836	\$191,635	\$285,120
Percent Receiving a Bonus	70.00%	75.00%	77.78%	95.00%
Average Bonus	\$35,020	\$33,952	\$61,230	\$147,821
Bonus*: Tied to Profits	85.71%	55.56%	78.57%	73.68%
Tied to Salary	28.57%	22.22%	71.43%	68.42%
Tied to Risk Measures	14.29%	33.33%	64.29%	47.37%
Tied to Other	71.43%	88.89%	42.86%	57.89%
Signing Bonus Paid	30.00%	8.33%	11.11%	10.00%
Average Signing Bonus	\$18,137	\$25,000	\$3,750	\$405,000
Percent under Contract	40.00%	16.67%	27.78%	40.00%
Stock Options as a % of Total Outstanding Shares:				
None	60.00%	41.67%	50.00%	35.00%
To 2.49%	40.00%	58.33%	50.00%	60.00%
2.50% to 4.99%				5.00%
5.00% to 7.49%				
7.50% to 9.99%				
10.00% and over				
Options qualified under IRC 422	40.00%	58.33%	44.44%	40.00%
Benefits:				
Auto*: Provided	20.00%		5.56%	5.00%
Monthly Allowance	40.00%	8.33%	5.56%	10.00%
Mileage		8.33%	11.11%	25.00%
Other			5.56%	15.00%
Country club dues paid	40.00%	8.33%	16.67%	30.00%
Formal Profit Sharing			11.11%	15.00%
Qualified E.S.O.P.	30.00%	41.67%	16.67%	40.00%
Non-qualified E.S.O.P.			16.67%	25.00%
Pension/401K	90.00%	91.67%	88.89%	90.00%
Non-qualified pension plan	10.00%	8.33%	22.22%	65.00%
Severance package	20.00%	25.00%	33.33%	50.00%
Restricted stock	20.00%	33.33%	50.00%	50.00%
Restricted stock options		16.67%	5.56%	5.00%
Phantom stock options		8.33%		5.00%
Stock appreciation rights			5.56%	
Other		8.33%	11.11%	15.00%
If the officer receives incentive compensation, please indicate what measures the bank has taken to balance risk and financial results				
Risk adjustment of awards	10.00%	25.00%	38.89%	40.00%
Deferral of payments (clawback)		16.67%	16.67%	30.00%
Longer performance periods	10.00%	25.00%	5.56%	25.00%
Reduced sensitivity to short term performance	30.00%	16.67%	11.11%	25.00%
Other		8.33%	11.11%	10.00%

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

SENIOR LOAN OFFICER
SUMMARY DATA AS OF JUNE 30, 2017

BASE ANNUAL SALARY (in Thousands)	BANK ASSET SIZE (Million Dollars)				TOTAL
	Under \$250	\$250 - \$499	\$500 - \$999	Over \$1,000	
Under \$100					
100 - 109		8.33%	5.56%		3.33%
110 - 119					
120 - 129		8.33%			1.67%
130 - 139	10.00%		5.56%		3.33%
140 - 149	20.00%	8.33%	5.56%		6.67%
150 - 159		8.33%			1.67%
160 - 169	10.00%	16.67%	5.56%	5.00%	8.33%
170 - 179	20.00%	8.33%		5.00%	6.67%
180 - 189	10.00%	8.33%	5.56%	5.00%	6.67%
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200 - 209	10.00%		22.22%	5.00%	10.00%
210 - 219	10.00%	8.33%	5.56%	5.00%	6.67%
220 - 229		8.33%	11.11%		5.00%
230 - 239	10.00%				1.67%
240 - 249				5.00%	1.67%
250 - 259				20.00%	6.67%
260 - 269				5.00%	1.67%
270 - 279			5.56%	5.00%	3.33%
280 - 289					
290 - 299				5.00%	1.67%
300 - 309				5.00%	1.67%
310 - 319				5.00%	1.67%
320 - 329				5.00%	1.67%
330 - 339				5.00%	1.67%
340 - 349					
350 - 359					
360 - 369					
370 - 379					
380 - 389					
390 - 399					
400 - 409				5.00%	1.67%
410 - 419					
420 - 429					
430 - 439					
440 - 449					
450 - 459					
460 - 469					
470 - 479					
480 - 489					
490 - 499					
500 and over				10.00%	3.33%
Total Positions	10	12	18	20	60
Average Salary	\$177,063	\$169,836	\$191,635	\$285,120	
Median salary	\$175,750	\$167,500	\$197,365	\$260,068	
Salary Low Range:	\$135,000	\$103,314	\$102,883	\$167,116	
Salary High Range:	\$232,312	\$229,934	\$278,064	\$500,000	

SENIOR LOAN OFFICER
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Northern California Southern California

Participating Banks	29	31
Average Assets (000)	884,190	2,141,649
Median Assets (000)	637,647	872,533
Number of Filled Positions	29	31
Average Base Salary	\$205,661	\$225,688
Median Salary	\$197,000	\$200,000
Percent Receiving a Bonus	82.76%	80.65%
Average Bonus	\$52,366	\$117,164
Bonus*: Tied to Profits	79.17%	68.00%
Tied to Salary	54.17%	60.00%
Tied to Risk Measures	50.00%	40.00%
Tied to Other	87.50%	36.00%
Signing Bonus Paid	17.24%	9.68%
Average Signing Bonus	\$15,382	\$273,333
Percent under Contract	41.38%	25.81%
Stock Options as a % of Total Outstanding Shares:		
None	41.38%	48.39%
To 2.49%	58.62%	48.39%
2.50% to 4.99%		3.23%
5.00% to 7.49%		
7.50% to 9.99%		
10.00% and over		
Options qualified under IRC 422		
Benefits:		
Auto*: Provided	10.34%	3.23%
Monthly Allowance	75.86%	61.29%
Mileage	13.79%	12.90%
Other	3.45%	9.68%
Country club dues paid	31.03%	16.13%
Formal Profit Sharing	6.90%	9.68%
Qualified E.S.O.P.	34.48%	29.03%
Non-qualified E.S.O.P.	17.24%	9.68%
Pension/401K	96.55%	83.87%
Non-qualified pension plan	37.93%	25.81%
Severance package	31.03%	38.71%
Restricted stock	41.38%	41.94%
Restricted stock options	10.34%	3.23%
Phantom stock options	3.45%	3.23%
Stock appreciation rights	3.45%	
Other	17.24%	3.23%
If the officer receives incentive compensation, please indicate what measures the bank has taken to balance risk and financial results		
Risk adjustment of awards	37.93%	25.81%
Deferral of payments (clawback)	13.79%	22.58%
Longer performance periods	13.79%	19.35%
Reduced sensitivity to short term performance	20.69%	19.35%
Other	13.79%	3.23%

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

DEMOGRAPHIC DATA
SUMMARY DATA AS OF JUNE 30, 2017

BANK ASSET SIZE
(In millions)

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

Participating Banks	10	12	18	20
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Chief Executive Officer

Number of Filled Positions	10	12	18	20
<u>Ethnic Category</u>				
Asian or Pacific Islander	10.0%	25.0%	22.2%	10.0%
Black or African American				
Caucasian	90.0%	66.7%	61.1%	80.0%
Hispanic				
Multi-Racial				
Decline to state/No answer		8.3%	16.7%	10.0%
<u>Gender</u>				
Male	90.0%	83.3%	77.8%	80.0%
Female	10.0%	8.3%	5.6%	10.0%
Decline to state/No answer		8.3%	16.7%	10.0%
Average age	60.2	61.3	59.5	59.5

Chief Financial Officer

Number of Filled Positions	10	12	18	20
<u>Ethnic Category</u>				
Asian or Pacific Islander	30.0%	25.0%	38.9%	10.0%
Black or African American				
Caucasian	70.0%	66.7%	38.9%	65.0%
Hispanic				10.0%
Multi-Racial				
Decline to state/No answer		8.3%	22.2%	15.0%
<u>Gender</u>				
Female	70.0%	58.3%	61.1%	75.0%
Male	30.0%	33.3%	16.7%	15.0%
Decline to state/No answer		8.3%	22.2%	10.0%
Average age	55.5	54.4	54.8	54.8

Senior Lending Officer

Number of Filled Positions	10	12	18	20
<u>Ethnic Category</u>				
Asian or Pacific Islander	10.0%	16.7%	16.7%	15.0%
Black or African American			5.6%	
Caucasian	80.0%	66.7%	50.0%	65.0%
Hispanic		8.3%	5.6%	5.0%
Multi-Racial				5.0%
Decline to state/No answer	10.0%	8.3%	22.2%	10.0%
<u>Gender</u>				
Female	90.0%	91.7%	72.2%	90.0%
Male	10.0%		5.6%	
Decline to state/No answer		8.3%	22.2%	10.0%
Average age	56.0	57.3	57.8	57.8

DIRECTORS' INFORMATION
SUMMARY DATA AS OF JUNE 30, 2017

BANK ASSET SIZE

(Million Dollars)

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

Participating Banks	10	12	18	20
Average Assets (000)	\$173,095	\$326,143	\$722,336	\$3,669,296
Median Assets (000)	\$186,250	\$314,602	\$674,628	\$1,927,800
Average Number of Directors	8.40	8.83	8.72	9.37
Average Number of Inside Directors	1.40	1.45	1.35	1.55
Fees Paid to Inside Directors		16.67%		10.00%
Outside Directors Eligible for Bonus Plan			16.67%	5.00%
Travel Expenses to Meetings Reimbursed	30.00%	33.33%	77.78%	
Chairman of the Board Active Bank Officer	20.00%	16.67%	11.11%	35.00%
CEO	20.00%		11.11%	30.00%
Full time salaried non-CEO				
Paid Medical Exam		8.33%		10.00%
Outside Directors Eligible for Health Plan				
Life Insurance Policy on Chairman				
Life Insurance Policy on Inside Board	50.00%	75.00%	38.89%	60.00%
Life Insurance Policy all Other Board		8.33%		20.00%
Stock Options as a % of Total Outstanding Shares				
None	50.00%	33.33%	38.89%	35.00%
To 2.49%	40.00%	50.00%	33.33%	50.00%
2.50% to 4.99%	10.00%	8.33%	5.56%	5.00%
5.00% to 7.49%				
7.50% to 9.99%				
10.00% and over				
Average stock options as a % of total outstanding shares--all officers and directors	7.47	6.80	7.72	11.21
Directors sent to Conferences/Conventions	90.00%	83.33%	94.44%	90.00%
Percent with Mandatory Retirement Age	10.00%	8.33%	22.22%	30.00%
Average Age	70.0	75.0	76.3	74.8
Directors and Officers Liability Insurance	90.00%	100.00%	94.44%	95.00%
Directors eligible for Deferred Comp			16.67%	50.00%
Other Benefits	10.00%	8.33%	16.67%	20.00%

DIRECTORS' INFORMATION
SUMMARY DATA AS OF JUNE 30, 2017

BANK ASSET SIZE

(Million Dollars)

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

Directors' Fees:

Regular Board Meeting

Banks Paying No Fee	10.00%	8.33%	5.56%	20.00%
Banks Paying a Fee	90.00%	91.67%	94.44%	80.00%
Chairman of the Board				
Average Fee Paid	\$ 1,319.14	\$ 2,569.64	\$ 2,081.07	\$ 4,121.85
Median Fee Paid	\$ 1,000.00	\$ 1,000.00	\$ 2,000.00	\$ 3,000.00
Range - Low Fee	\$ 400.00	\$ 500.00	\$ 275.00	\$ 292.00
Range - High Fee	\$ 2,500.00	\$ 12,000.00	\$ 5,000.00	\$ 17,667.00
Members				
Average Fee Paid	\$ 1,051.89	\$ 2,036.36	\$ 1,517.18	\$ 2,385.42
Median Fee Paid	\$ 1,000.00	\$ 800.00	\$ 1,500.00	\$ 2,000.00
Range - Low Fee	\$ 300.00	\$ 500.00	\$ 250.00	\$ 450.00
Range - High Fee	\$ 2,000.00	\$ 12,000.00	\$ 3,500.00	\$ 6,500.00
Attendance required to claim	88.89%	72.73%	76.47%	62.50%

Audit Committee

Banks Paying No Fee	30.00%	41.67%	33.33%	60.00%
Banks Paying a Fee	70.00%	58.33%	66.67%	40.00%
Committee Chairman				
Average Fee Paid	\$ 472.57	\$ 457.14	\$ 691.05	\$ 2,265.50
Median Fee Paid	\$ 400.00	\$ 500.00	\$ 417.00	\$ 1,000.00
Range - Low Fee	\$ 100.00	\$ 250.00	\$ 300.00	\$ 292.00
Range - High Fee	\$ 1,333.00	\$ 700.00	\$ 2,250.00	\$ 15,000.00
Members				
Average Fee Paid	\$ 273.57	\$ 331.00	\$ 538.17	\$ 787.50
Median Fee Paid	\$ 250.00	\$ 300.00	\$ 375.00	\$ 525.00
Range - Low Fee	\$ 100.00	\$ 167.00	\$ 150.00	\$ 200.00
Range - High Fee	\$ 500.00	\$ 500.00	\$ 1,750.00	\$ 3,000.00
Attendance required to claim	100.00%	85.71%	100.00%	112.50%

Compensation Committee

Banks Paying No Fee	50.00%	41.67%	44.44%	60.00%
Banks Paying a Fee	50.00%	58.33%	55.56%	40.00%
Committee Chairman				
Average Fee Paid	\$ 295.00	\$ 442.86	\$ 666.70	\$ 1,880.58
Median Fee Paid	\$ 375.00	\$ 500.00	\$ 450.00	\$ 725.00
Range - Low Fee	\$ 100.00	\$ 250.00	\$ 250.00	\$ 292.00
Range - High Fee	\$ 500.00	\$ 700.00	\$ 2,000.00	\$ 10,000.00
Members				
Average Fee Paid	\$ 233.33	\$ 316.67	\$ 528.67	\$ 777.78
Median Fee Paid	\$ 250.00	\$ 275.00	\$ 300.00	\$ 450.00
Range - Low Fee	\$ 100.00	\$ 150.00	\$ 150.00	\$ 200.00
Range - High Fee	\$ 350.00	\$ 500.00	\$ 1,750.00	\$ 3,000.00
Attendance required to claim	100.00%	100.00%	100.00%	77.78%

DIRECTORS' INFORMATION
SUMMARY DATA AS OF JUNE 30, 2017

BANK ASSET SIZE

(Million Dollars)

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

	Under \$250	\$250 - \$499	\$500 - \$999	Over \$1,000
Credit Committee				
Banks Paying No Fee	30.00%	41.67%	44.44%	60.00%
Banks Paying a Fee	70.00%	58.33%	55.56%	40.00%
Committee Chairman				
Average Fee Paid	\$ 468.00	\$ 428.57	\$ 612.53	\$ 1,261.17
Median Fee Paid	\$ 387.50	\$ 400.00	\$ 408.50	\$ 887.50
Range - Low Fee	\$ 100.00	\$ 300.00	\$ 300.00	\$ 292.00
Range - High Fee	\$ 1,333.00	\$ 600.00	\$ 2,000.00	\$ 4,167.00
Members				
Average Fee Paid	\$ 273.57	\$ 331.00	\$ 550.80	\$ 787.50
Median Fee Paid	\$ 250.00	\$ 300.00	\$ 375.00	\$ 525.00
Range - Low Fee	\$ 100.00	\$ 167.00	\$ 208.00	\$ 200.00
Range - High Fee	\$ 500.00	\$ 500.00	\$ 1,750.00	\$ 3,000.00
Attendance required to claim	85.71%	85.71%	90.00%	100.00%
Investment Committee				
Banks Paying No Fee	70.00%	41.67%	50.00%	50.00%
Banks Paying a Fee	30.00%	50.00%	50.00%	45.00%
Committee Chairman				
Average Fee Paid	\$ 291.67	\$ 400.00	\$ 675.04	\$ 1,198.40
Median Fee Paid	\$ 375.00	\$ 400.00	\$ 400.00	\$ 675.00
Range - Low Fee	\$ 100.00	\$ 250.00	\$ 250.00	\$ 292.00
Range - High Fee	\$ 400.00	\$ 600.00	\$ 2,000.00	\$ 4,167.00
Members				
Average Fee Paid	\$ 233.33	\$ 316.67	\$ 528.67	\$ 777.78
Median Fee Paid	\$ 250.00	\$ 275.00	\$ 300.00	\$ 450.00
Range - Low Fee	\$ 100.00	\$ 150.00	\$ 150.00	\$ 200.00
Range - High Fee	\$ 350.00	\$ 500.00	\$ 1,750.00	\$ 3,000.00
Attendance required to claim	100.00%	100.00%	100.00%	77.78%
Annual Retainer				
Banks Paying No Retainer	90.00%	75.00%	66.67%	35.00%
Banks Paying a Retainer	10.00%	25.00%	33.33%	65.00%
Average Retainer Paid	\$ 24,000	\$ 85,400	\$ 71,483	\$ 42,593
Median Retainer Paid	\$ 24,000	\$ 8,000	\$ 30,250	\$ 40,000
Range - Low Retainer	\$ 24,000	\$ 1,200	\$ 12,000	\$ 9,600
Range - High Retainer	\$ 24,000	\$ 247,000	\$ 278,400	\$ 70,000
Total Annual Director Compensation				
Banks that responded to this question	80.00%	83.33%	94.44%	95.00%
Of those banks:				
Average Compensation	\$15,068.25	\$21,626.80	\$30,379.76	\$ 60,892.32
Median Compensation	\$13,606.50	\$20,475.00	\$27,000.00	\$ 53,891.00
Range - Minimum Compensation	\$ 4,445.00	\$ 6,000.00	\$ 4,200.00	\$ 16,912.00
Range - Maximum Compensation	\$30,000.00	\$38,799.00	\$87,600.00	\$184,659.00

DIRECTORS' INFORMATION
SUMMARY DATA AS OF JUNE 30, 2017

BANK ASSET SIZE

(Million Dollars)

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

Regular Board Meeting--Chairman				
No Fee	30.00%	8.33%	22.22%	35.00%
Under \$500	10.00%		11.11%	5.00%
500 - 599		8.33%		
600 - 699		8.33%		5.00%
700 - 799	10.00%			
800 - 899		8.33%		
900 - 999		8.33%		
1,000 - 1,499	20.00%	25.00%	11.11%	
1,500 - 1,999	10.00%	8.33%	11.11%	10.00%
2,000 - 2,499	10.00%		22.22%	10.00%
2,500 - 2,999	10.00%		5.56%	
\$3,000 and over		25.00%	16.67%	35.00%
	100%	100%	100%	100%

Regular Board Meeting--Members				
No Fee	10.00%	8.33%	5.56%	20.00%
Under \$500	10.00%		11.11%	5.00%
500 - 599		16.67%	5.56%	
600 - 699		8.33%	5.56%	5.00%
700 - 799	20.00%	16.67%	5.56%	
800 - 899		8.33%		5.00%
900 - 999				
1,000 - 1,499	40.00%	25.00%	16.67%	10.00%
1,500 - 1,999	10.00%		22.22%	15.00%
2,000 - 2,499	10.00%		16.67%	
2,500 - 2,999				10.00%
\$3,000 and over		16.67%	11.11%	30.00%

Audit Committee--Chairman				
No Committee or No Fee	30.00%	41.67%	27.78%	30.00%
Under \$100				
100 - 199	20.00%			
200 - 299		8.33%		5.00%
300 - 399	10.00%	16.67%	16.67%	
400 - 499	10.00%		27.78%	5.00%
500 - 599	20.00%	16.67%	5.56%	15.00%
600 - 699		8.33%		5.00%
700 - 799		8.33%		
800 - 899				
900 - 999				
\$1,000 and over	10.00%		22.22%	40.00%

DIRECTORS' INFORMATION
SUMMARY DATA AS OF JUNE 30, 2017

BANK ASSET SIZE

(Million Dollars)

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

Audit Committee--Members				
No Committee or No Fee	30.00%	41.67%	33.33%	60.00%
Under \$100				
100 - 199	30.00%	8.33%	5.56%	
200 - 299	10.00%	8.33%	16.67%	5.00%
300 - 399	10.00%	25.00%	11.11%	5.00%
400 - 499			5.56%	10.00%
500 - 599	20.00%	16.67%	5.56%	
600 - 699			5.56%	10.00%
700 - 799			5.56%	5.00%
800 - 899				
900 - 999				
\$1,000 and over			11.11%	5.00%

Compensation Committee--Chairman				
No Committee or No Fee	50.00%	41.67%	38.89%	40.00%
Under \$100				
100 - 199	20.00%			
200 - 299		16.67%	5.56%	5.00%
300 - 399	10.00%	8.33%	11.11%	
400 - 499	10.00%		16.67%	5.00%
500 - 599	10.00%	16.67%	11.11%	10.00%
600 - 699		8.33%		5.00%
700 - 799		8.33%		15.00%
800 - 899				5.00%
900 - 999				
\$1,000 and over			16.67%	15.00%

Compensation Committee--Members				
No Committee or No Fee	50.00%	41.67%	44.44%	60.00%
Under \$100				
100 - 199	20.00%	16.67%	5.56%	
200 - 299	10.00%	8.33%	11.11%	5.00%
300 - 399	10.00%	16.67%	5.56%	5.00%
400 - 499			5.56%	10.00%
500 - 599	10.00%	8.33%	11.11%	5.00%
600 - 699		8.33%	5.56%	5.00%
700 - 799			5.56%	5.00%
800 - 899				
900 - 999				
\$1,000 and over			5.56%	5.00%

DIRECTORS' INFORMATION
SUMMARY DATA AS OF JUNE 30, 2017

BANK ASSET SIZE

(Million Dollars)

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

Credit Committee--Chairman	100%	100%	100%	100%
No Committee or No Fee	40.00%	41.67%	44.44%	40.00%
Under \$100				
100 - 199	20.00%			
200 - 299				5.00%
300 - 399	10.00%	25.00%	22.22%	
400 - 499	10.00%	8.33%	16.67%	5.00%
500 - 599	10.00%	16.67%	5.56%	15.00%
600 - 699		8.33%		
700 - 799				5.00%
800 - 899				
900 - 999				
\$1,000 and over	10.00%		11.11%	30.00%

Credit Committee--Members	100%	100%	100%	100%
No Committee or No Fee	40.00%	41.67%	44.44%	60.00%
Under \$100				
100 - 199	30.00%	8.33%		
200 - 299	10.00%	8.33%	16.67%	5.00%
300 - 399	10.00%	25.00%	11.11%	5.00%
400 - 499			5.56%	10.00%
500 - 599	10.00%	16.67%	5.56%	
600 - 699			5.56%	10.00%
700 - 799				5.00%
800 - 899				
900 - 999			5.56%	
\$1,000 and over			5.56%	5.00%

Investment Committee--Chairman				
No Committee or No Fee	70.00%	41.67%	50.00%	50.00%
Under \$100				
100 - 199	10.00%			
200 - 299		16.67%	5.56%	5.00%
300 - 399	10.00%	8.33%	16.67%	
400 - 499	10.00%	8.33%	11.11%	5.00%
500 - 599		16.67%		10.00%
600 - 699		8.33%		5.00%
700 - 799				10.00%
800 - 899				
900 - 999				
\$1,000 and over			16.67%	15.00%

DIRECTORS' INFORMATION
SUMMARY DATA AS OF JUNE 30, 2017

BANK ASSET SIZE

(Million Dollars)

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

Investment Committee--Members				
No Committee or No Fee	70.00%	50.00%	50.00%	55.00%
Under \$100				
100 - 199	10.00%	8.33%	5.56%	
200 - 299	10.00%	16.67%	16.67%	5.00%
300 - 399	10.00%	8.33%	11.11%	10.00%
400 - 499				10.00%
500 - 599		16.67%		
600 - 699			5.56%	5.00%
700 - 799				5.00%
800 - 899				
900 - 999				
\$1,000 and over			11.11%	10.00%

Annual Fee/Retainer				
No Fee/No response	90.00%	75.00%	66.67%	35.00%
Under \$2,500		8.33%		
2,500 - 4,999				
5,000 - 7,499				
7,500 - 9,999		8.33%		5.00%
10,000-12,499				
12,500-14,999			5.56%	
15,000-17,499				
17,500-19,999			5.56%	
20,000-22,499				5.00%
22,500-24,999	10.00%	8.33%		
\$25,000 and over			22.22%	55.00%

Average Annual Compensation per Director				
No compensation or not reported	20.00%	16.67%	5.56%	5.00%
Under \$2,500				
2,500 - 4,999	10.00%		5.56%	
5,000 - 7,499		8.33%		
7,500 - 9,999	10.00%			
10,000-12,499	10.00%	8.33%		
12,500-14,999	20.00%	16.67%	11.11%	
15,000-17,499	10.00%	8.33%	5.56%	5.00%
17,500-19,999			5.56%	
20,000-22,499				5.00%
22,500-24,999	10.00%	8.33%	5.56%	
\$25,000 and over	10.00%	33.33%	61.11%	85.00%