

Global Compensation & Benefits Watch

It Seemed Like a Good Idea at the Time: From Principle to Practice in Executive Compensation

November 15, 2021



ESG CENTER



Corporate
Governance



Sustainability



Corporate Citizenship
& Philanthropy

Some of the critical questions we will be addressing today

- **Clawback Policies:** What's the state of play on the regulatory front? What is – and what is not – working? What should companies be doing now?
- **Performance-Based Equity:** What are the various types of performance-based equity? When does it work? When doesn't it? What should companies be doing differently?
- **Executive Compensation Disclosure and Say-on-Pay Proposals:** What can companies and investors do to improve communication? What are investors saying in the offseason? How are companies viewing 2022 say-on-pay votes?
- **Broader Lessons:** What are some of the main lessons learned from executive compensation ideas that seemed like a good idea at the time, but haven't quite played out as expected in practice? How does that affect linking executive pay to ESG performance?



Hosted in Collaboration with Cleary Gottlieb

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Cleary Gottlieb Steen & Hamilton LLP is a Member and Sponsor of The Conference Board ESG Center



Today's Speakers



Jared Berman
Partner
**Meridian Compensation
Partners**



Audry Casusol
Partner
Cleary Gottlieb



Brit Wittman
Corporate Vice President,
Global Rewards
Applied Materials



Paul Washington (Moderator)
Executive Director,
ESG Center
The Conference Board

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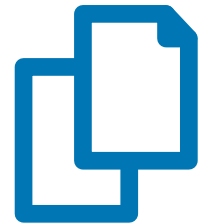
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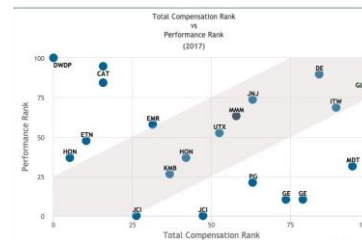
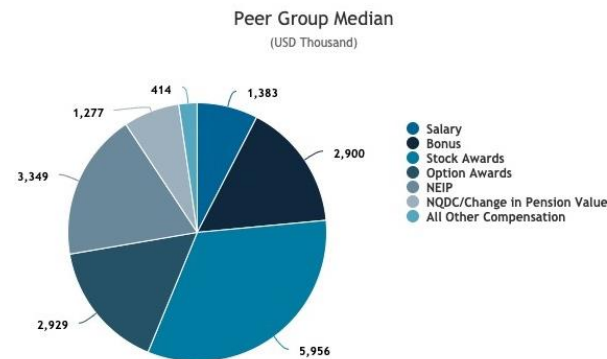
- [CEO and Executive Compensation in the Russell 3000 and S&P 500: 2021 Edition](#) (publication)
This report documents trends and developments in senior management compensation at 2,527 companies issuing equity securities registered with the SEC that filed their proxy statement in the period between January 1 and June 30, 2021, and, as of January 2021, were included in the Russell 3000 Index.
- [ESG Metrics in Executive Compensation? Time for Boards to Pause and Reflect](#) (publication)
A thought leadership piece from Paul Washington, Executive Director of the ESG Center, who proposes six questions directors should ask before incorporating ESG metrics into their executive compensation programs. It also suggests a deeper rethink of executive compensation.
- [Linking ESG Metrics to Executive Compensation: Virtue Signaling or Paying for Impact?](#) (webcast – September 2021)
In this webcast, Kristen Dimlow, CVP, Total Rewards and HR Business Insights, **Microsoft**, Donna Anderson, VP and Head of Corporate Governance, **T. Rowe Price**, and Blair Jones, Managing Director, at **Semler Brossy Consulting Group**, discuss trends in ESG metrics in compensation and provide insights on the benefits and pitfalls in implementing them.
- [Highlights from the 2021 Proxy Season](#) (webcast – July 2021)
In this webcast, Gale Chang, SVP, Associate General Counsel and Assistant Secretary, **Bank of America**, Francesca Odell, Partner, and Helena Grannis, Counsel, at **Cleary Gottlieb Steen & Hamilton**, provided a wealth of cutting-edge insights on the 2021 proxy season, including on trends in say-on-pay and executive compensation disclosure.
- [Incentive Design Changes in Response to COVID-19](#) (database and publication)
The only **live database** on the changes that companies have announced in base salaries and incentive compensation in response to COVID-19. The Conference Board, in collaboration with Semler Brossy's research team and ESG data analytics firm ESGAUGE, is keeping track of SEC Form 8-K filings and proxy statements by Russell 3000 companies announcing these changes. [Last updated: July 31, 2021]
- [Executive and Director Compensation Reductions in the COVID-19 Era](#) (database and publication)
The Conference Board, in collaboration with Semler Brossy's research team and ESGUage Analytics, is keeping track of SEC Form 8-K filings by Russell 3000 companies announcing executive and director compensation reductions. [Last updated: July 28, 2021]

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