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General Counsel Pay Trends

An Equilar Publication

Featuring Commentary From



BarkerGilmore

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Executive Summary

Beyond the ever-increasing level of connectivity and complexity in the business environment, emerging issues in the last several years have re-shaped priorities for public companies in areas ranging from human capital management to political activity and data security. Growing social movements have worked to bring a sharper focus to diversity, equity and inclusion (DEI) from investors, employees and consumers alike. A fraught political climate in the U.S. has contributed to greater scrutiny of political actions and prompted some companies to consider making public statements on a range of issues. More recently, the COVID-19 pandemic and related disruptions presented new challenges and exacerbated older ones, from remote management and health and safety, to turnover and competition for talent.

The General Counsel (GC) sits at the intersection of many pressing governance concerns for modern companies, leading to an expansion of the GC's responsibilities at many firms and a growing number of GC serving at the highest levels of corporate leadership. As economies and companies continue to globalize, traditional GC functions related to compliance, M&A and litigation are increasingly demanding in their own right, even as new expectations are added for the role at many firms. Once understood primarily as the company's top lawyer and corporate secretary, General Counsel today are more commonly understood as a top executive decision maker on matters of strategy and risk management.

Prevalence of Disclosed General Counsel Remains Steady

One measure of the ascension of the role over the past half-decade is an increase in GC reported among the named executive officer (NEO) population. In 2021, 175 Equilar 500 companies included a General Counsel among their NEOs. This is up from a five-year low of 167 in 2018. The total of 175 is the same number as reported by the group in 2020, and at 4.8% growth in the last four years, the rate of increase is more modest than the 8.2% rise reported between 2016 and 2020 seen in the 2021 edition of *General Counsel Pay Trends*. Ongoing growth nevertheless serves to underline the continued evolution of the role.

Though the prevalence of disclosed GC was steady in the Equilar 500 from 2020 to 2021, this does not indicate a lack of churn in the group, as evidenced by the shifting prevalence of GC reported by industry. Notably, GC fell in prevalence among both of the two consumer sectors. Consumer cyclical companies reported 21 GC in 2021, 22.2% fewer than the 27 reported in 2020, while consumer defensive companies reported 11 GC last year, down 31.3% from 16 in 2020. In the same period, reported

GC prevalence rose more modestly among a number of other sectors, including healthcare, up from 15 to 19 in 2021, and basic materials, up from 13 to 16 in 2021.

Equity and Incentive Awards Drive General Counsel Pay Increase

Circumstances in 2022 present significant uncertainty for corporate managers, but taking stock of the previous year, 2021 saw many industries in the U.S. economy beginning to emerge from the worst impacts of COVID-19 related disruptions. Strong recovery contributed to higher incentive award payouts and robust growth in overall direct compensation to General Counsel in 2021, mirroring a pattern also seen in chief executive pay. Compensation to Equilar 500 GC grew from \$2.9 million to \$3.1 million between 2020 and 2021, an increase of 8.1%. In total, median GC pay in the group is up 24.8% over the last five years, from \$2.5 million in 2017.

In large part, the increase in total compensation to GC in the group appears to be driven by higher values granted in the form of incentive awards or time-based equity awards. Stock awards were up from \$390,000 to \$498,800 last year, an increase of 27.9% since 2020. Meanwhile, median performance award values for Equilar 500 GC rose from \$630,700 to \$753,200, a 19.4% increase. Salaries and bonuses grew more modestly from 2020 to 2021, by roughly 2.2% and 5.4%, respectively.

Overall, shifts in GC pay values within the observed sectors suggest more of a return to previous trendlines in growth than a significant departure, despite year-over-year swings of over 30% in some cases. Results and compensation growth were generally strong during 2021, but taking a closer reading, outcomes varied greatly by sector, with positive growth of at least 2% in observed pay values within just five of the 11 sectors identified for the study. Meanwhile, two sectors experienced essentially flat pay outcomes between 2020 and 2021, with an additional four sectors experiencing declining median compensation.

The most significant increases in compensation in 2021 occurred in the basic materials, industrials and healthcare sectors, all of which saw negative growth in median GC pay between 2019 and 2020. Similarly, the most significant decreases in compensation were in the technology and communication services sectors, in each case following 2020 results in which median reported pay levels had spiked by over 40%.



General Counsel Pay Strategies: Attracting and Retaining Top Talent

Join Equilar, BarkerGilmore and Meridian Compensation Partners for a discussion on the critical nature of the GC role and how companies are recruiting and compensating top legal talent.

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Two Steps Forward and One Step Back for Women General Counsel

Representation of women among Equilar 500 GC has followed a similar trajectory to GC disclosure prevalence in general, growing from 23.5% in 2017 to 35.4% in 2021. Despite making apparent strides toward gender parity over the last five years, progress seemingly stalled in 2021, with the percentage of women GC remaining flat from 2020. This makes 2021 the only year during the study period without positive growth in the representation of women, in line with the overall number of GC among the NEO population.

Despite higher total direct compensation at the median for General Counsel overall, median pay to women in the role actually fell slightly in 2021, the second instance of negative growth in the five-year study period. 2020 had seen female GC in the Equilar 500 out-earn their male counterparts for the first time, with median total compensation of \$3 million compared to \$2.8 million for male GC. By contrast, women in the role took home slightly less than \$3 million at the median in 2021, compared to \$3.1 million for men.

Median compensation for female GC lagged that of male GC in every year studied except 2020, with women earning 5.9% less than their male counterparts on average during the period. In total, compensation to female GC has grown 30.2% since 2017, while compensation to men has grown 22.6%.

Methodology

General Counsel Pay Trends, an Equilar publication, analyzes the compensation of General Counsel (GC) disclosed in the SEC filings by Equilar 500 companies for the last five fiscal years. The Equilar 500 comprises the 500 largest U.S.-headquartered companies, by reported revenue, that trade on one of the three major U.S. stock exchanges (Nasdaq, NYSE or NYSE American). For figure 1, the segments reflecting reported revenue above \$6.3 billion represent the Equilar 500. Companies outside of the Equilar 500 were used to generate the segments associated with reported revenue of less than \$800 million and revenue between \$800 million and \$6.3 billion to provide additional comparison. Fiscal year 2021 was defined by companies with a fiscal year ending from March 1, 2021 to February 28, 2022, and earlier years were defined similarly.

Total compensation is defined as the total sum of salary, bonus, non-equity incentive plan compensation, stock awards, option awards and all other compensation as reported in the summary compensation table (SCT). As a way to eliminate actuarial value changes, nonqualified deferred compensation and changes in pension value were excluded from the summation of total compensation. The term “options” includes both options as well as stock appreciation rights (SARs). Similarly, “stock” refers to all full-value shares, including both restricted stock units and restricted stock awards. Performance awards are defined in the report as all incentive compensation vehicles that are linked to a performance metric in some way. Industry sectors for companies in the Equilar 500 are based on the Yahoo! Finance classifications.

The data points and figures in the report highlight trends in the compensation of General Counsel and how companies decide to compensate the position. BarkerGilmore has provided an independent analysis to discuss the nature of recruiting top General Counsel talent and the role compensation plays.

Key Findings

175

Equilar 500 companies disclosed a General Counsel in 2021—the same as in 2020

8.1%

Increase in total direct compensation for Equilar 500 GC to \$3.1M

35.4%

Of disclosed General Counsel are women, steady from 2020 into 2021

30.2%

Pay increase for women GC, outpacing the 22.6% increase for men

Beyond the Numbers | BarkerGilmore

A Q&A with John Gilmore, BarkerGilmore

To provide additional perspective on the trends uncovered in *General Counsel Pay Trends*, Equilar spoke with contributor [John Gilmore](#), Co-Founder and Managing Partner at BarkerGilmore. Mr. Gilmore discussed the many responsibilities of the General Counsel role and factors that impact GC compensation. Additional commentary from Mr. Gilmore can be found at the end of this report.

Equilar: With the world facing a challenging period across a number of fronts, including high inflation levels, high gas prices and the conflict in Ukraine, what role does the General Counsel play in mitigating risk for a company related to uncertainty?

John Gilmore: The world is faced with uncertainty—health crises, political unrest, inflation and recession fears, environmental impact, and social injustice have created the perfect storm for General Counsel to make a significant impact. With highlighted attention to risk management, General Counsel are expected to see around corners to anticipate and mitigate risk across the enterprise. Prior to the COVID-19 pandemic, issues such as data privacy and security, IP theft, M&A, class action litigation, internal investigations, and regulatory concerns—to name a few examples—consumed the risk landscape. Today, managing risk is the equivalent of drinking from a fire hose as unexpected domestic and international issues have had a compound effect on what was already a full plate. The good news is that General Counsel are trained to work in gray areas and to be comfortable making decisions that deal with the novel circumstances faced in today's world. With a combination of pristine judgment, legal capabilities, financial acumen and high emotional intelligence, General Counsel are uniquely equipped to analyze matters and ask the right questions to guide the executive leadership team toward a winning strategy. One noteworthy action item from 2022 which has received little recognition is the immediate response taken to ensure the safety of employees and their

families residing in Ukraine and Russia at the onset of the Ukraine invasion. The care and safe evacuation of employees quickly became the top priority of many GC as they partnered with human resources to keep a finger on the pulse of every move made abroad and within the United States. As plans were set into motion to move people out of harm's way, government sanctions captured the attention of legal departments, requiring General Counsel to spearhead adjustments to business practices and compliance programs. Sanctions' risk could only be minimized through collaboration with internal business teams, vendors, suppliers and customers, requiring constant assessment and monitoring of continually evolving sanction policies.

Equilar: What are some factors that might impact compensation for General Counsel in the near future? How does that affect the recruiting perspective?

Gilmore: If inflation persists and a recession materializes, the short-term total compensation for most General Counsel will be negatively impacted as annual cash bonuses and long-term incentive awards are typically tied to EBITDA. Since General Counsel are viewed as critical members of the senior leadership team, the position cannot go vacant; the demand for General Counsel will persist even in an economic downturn. However, there would be a reduction in hiring activity for specialized mid-level and senior counsel-level lawyers. As these positions are vacated due to resignation or retirement, and companies are faced with headcount reduction,

replacements can be put on hold. Other in-house lawyers will be tasked to complete the work left behind and/or outside counsel will be engaged.

Working as an executive search consultant through three recessions, 1990, 2001 and the financial downturn from 2007 to 2009, the recruiting process for executive-level leadership remains consistent and disciplined. The critical element to attracting top talent is an understanding of the long-term opportunity. Since successful General Counsel are forward-thinking, attracting an exceptional finalist is never a problem, in good times and bad. A collaborative leadership team, sophisticated board, ability to make an impact on the business, passion for the product or service offered, a strong company culture and opportunity for future growth are the key components necessary to motivate a General Counsel to join a company. While important to

be compensated fairly and in line with others on the executive team, money is most often not the attraction. Executive search consultants are relied upon for access to unmatched networks of diverse talent and finely tuned assessment capabilities to ensure a finalist is equipped to serve as a strategic advisor and will thrive within the company culture. Even if an internal successor is prepared to take on the role, CEOs and board members insist on benchmarking this candidate against outside talent. There are remarkable, business-minded lawyers out there, and it pays to consider all options. The partnership and alignment between an executive search consultant and the client making the hire is imperative to a successful outcome. The short answer to your question is: we are not predicting a downturn in the need for General Counsel in the year ahead.

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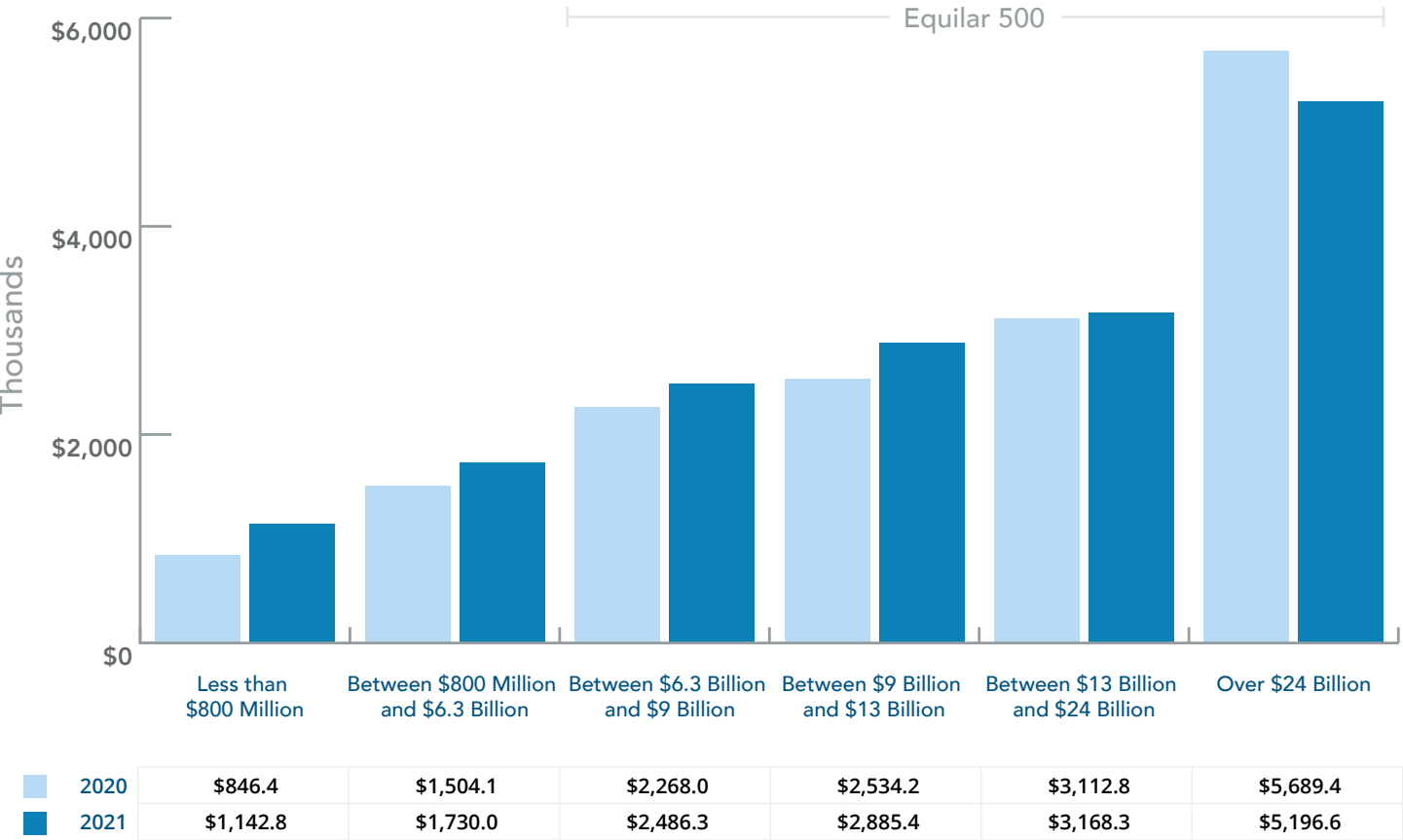


The Competitive Nature of Landing a General Counsel Position

on page 20 of this report.

Figure 01

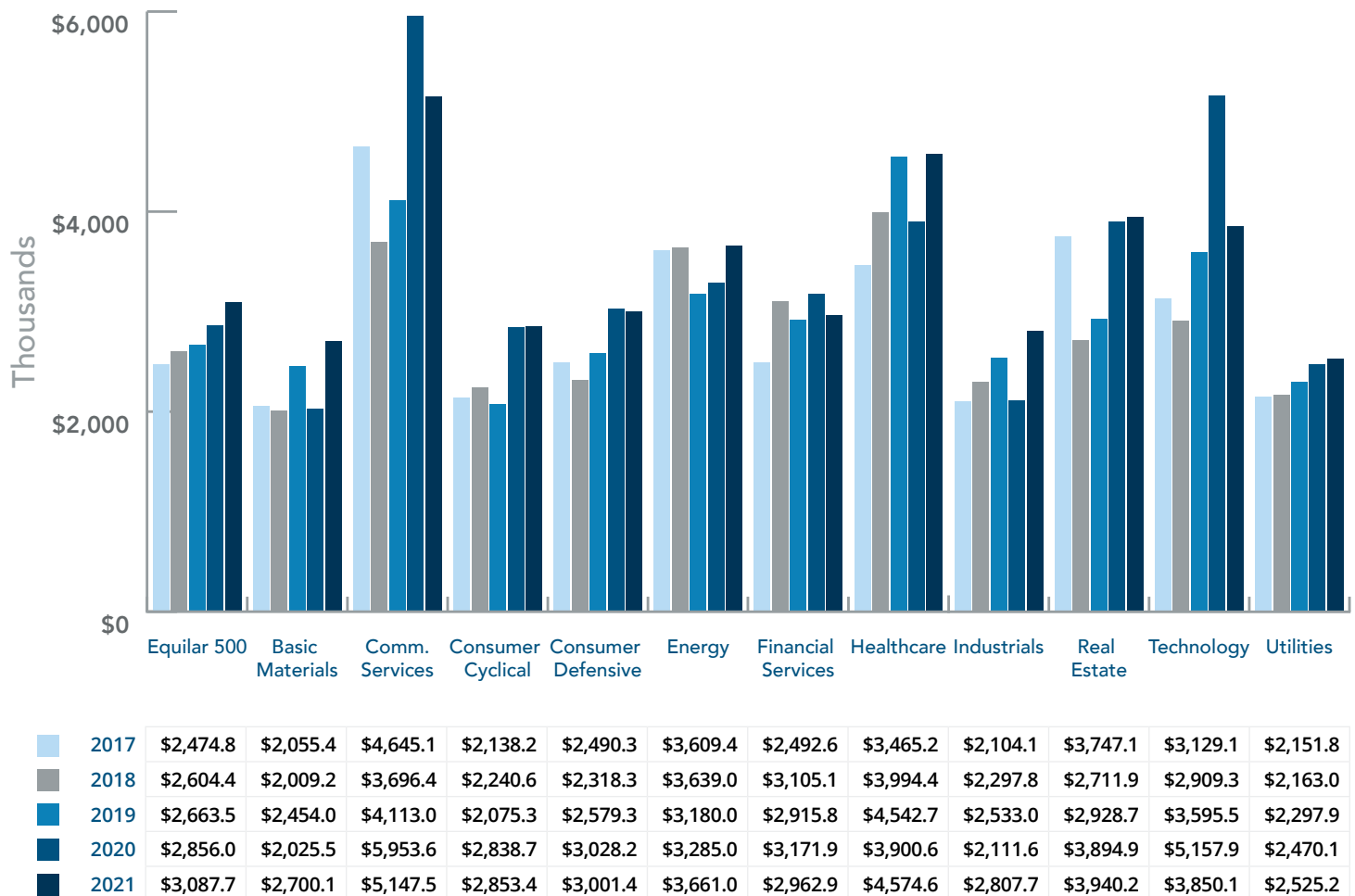
Equilar 500 Median Total Compensation by Revenue



Data Points

- 1. Between 2020 and 2021, compensation grew at median for all company revenue sizes except for the very largest—those over \$24 billion in revenue (Fig. 1)
- 2. Increases in median compensation were most significant among companies with revenue ranges of \$13 billion or below (Fig. 1)
- 3. Companies with less than \$800 million in revenue awarded the largest increase to GC, with median pay rising 35% to \$1.1 million (Fig. 1)
- 4. Among companies with revenue between \$9 billion and \$13 billion, median GC compensation rose from about \$2.5 million to \$2.9 million, representing 13.9% growth—the second largest increase of any revenue segment (Fig. 1)

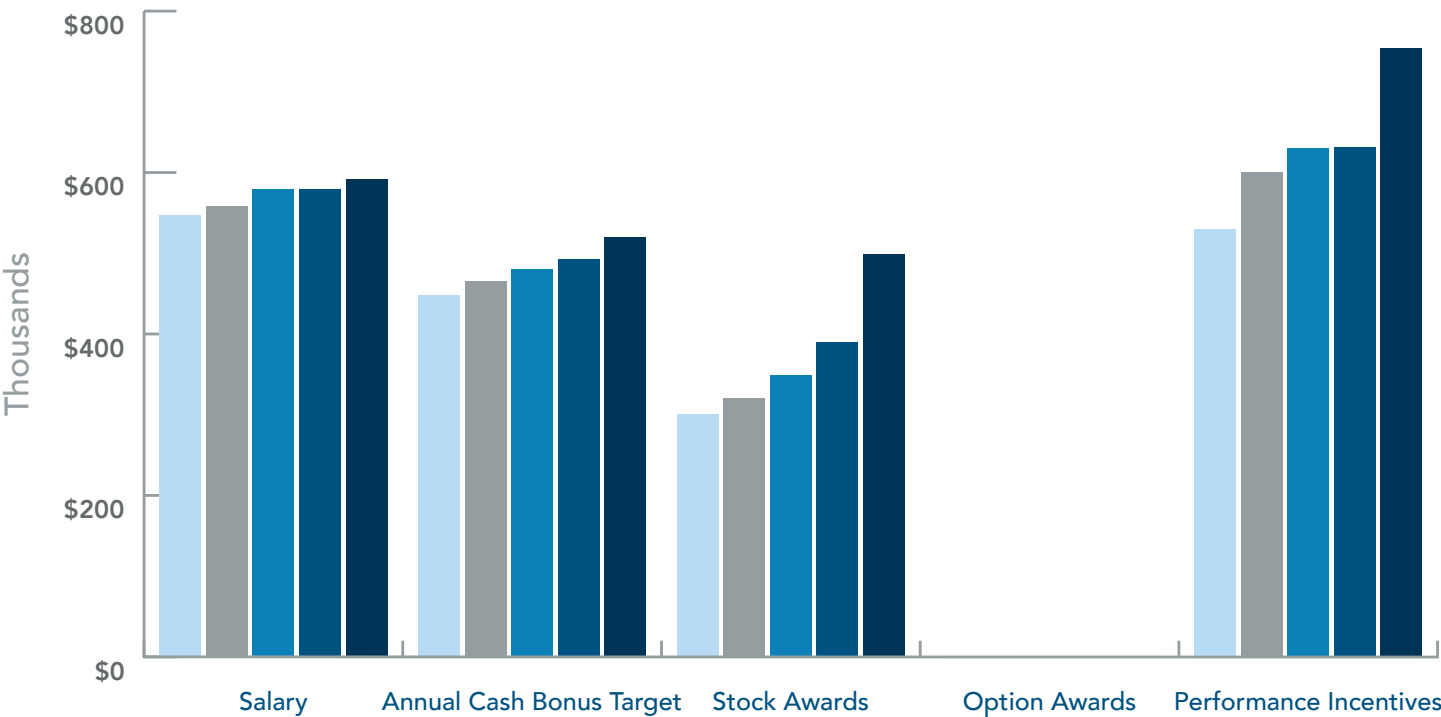
Figure 02 | **Equilar 500 Median Total Compensation by Sector**



Data Points

1. Median compensation across the Equilar 500 grew from \$2.9 million to \$3.1 million between 2020 and 2021, an 8.1% increase (Fig. 2)
2. Over the past five years, GC compensation is up 24.8% across the Equilar 500 overall, from \$2.5 million in 2017 (Fig. 2)
3. Seven sectors gave raises to GC at median in 2021, with four sectors reducing median pay for the role—though all sectors saw higher pay in 2021 than in 2017 (Fig. 2)
4. The largest pay raises at median were in basic materials and industrials, each with a roughly 33% increase in 2021 (Fig. 2)

Figure 03 | Median GC Pay Components by Year

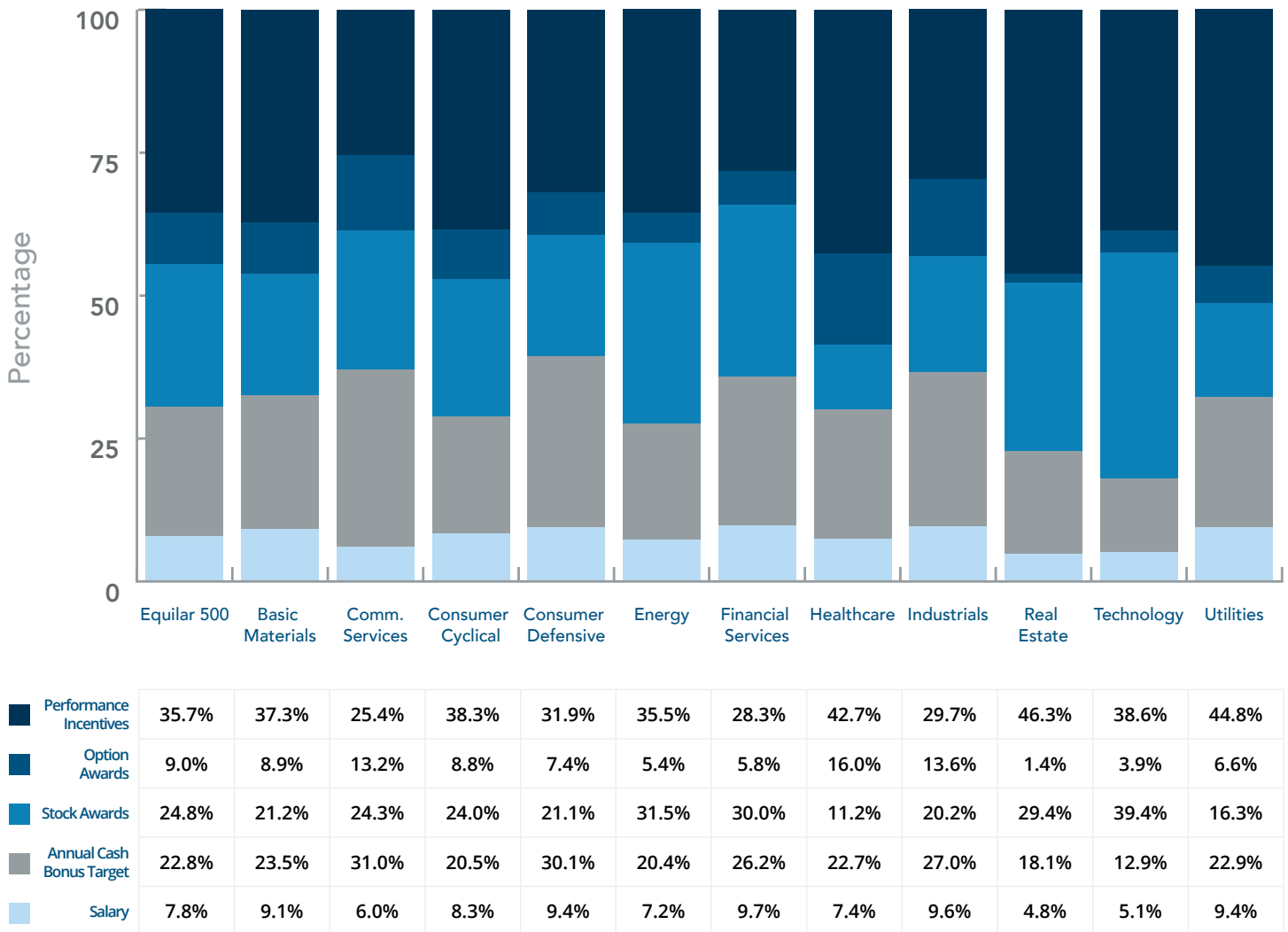


2017	\$546.9	\$448.0	\$300.0	-	\$530.2
2018	\$558.0	\$465.0	\$320.0	-	\$599.9
2019	\$579.7	\$480.0	\$348.9	-	\$630.0
2020	\$579.2	\$493.0	\$390.0	-	\$630.7
2021	\$591.8	\$519.8	\$498.8	-	\$753.2

Data Points

- 1. The median value for every GC pay component rose in each year of the study, with the exception of salaries between 2019 and 2020, which remained essentially flat (Fig. 3)
- 2. Increases in bonus targets, stock awards and performance incentives in 2021 were the largest increases observed during the study period (Fig. 3)
- 3. Stock awards grew by 27.9% in 2021, from \$390,000 to \$498,800 (Fig. 3)
- 4. Performance incentives grew by 19.4%, from \$630,700 to \$753,200 (Fig. 3)
- 5. Option awards were granted to less than half of all GC in the group in every year since 2017, leading to \$0 values at median (Fig. 3)

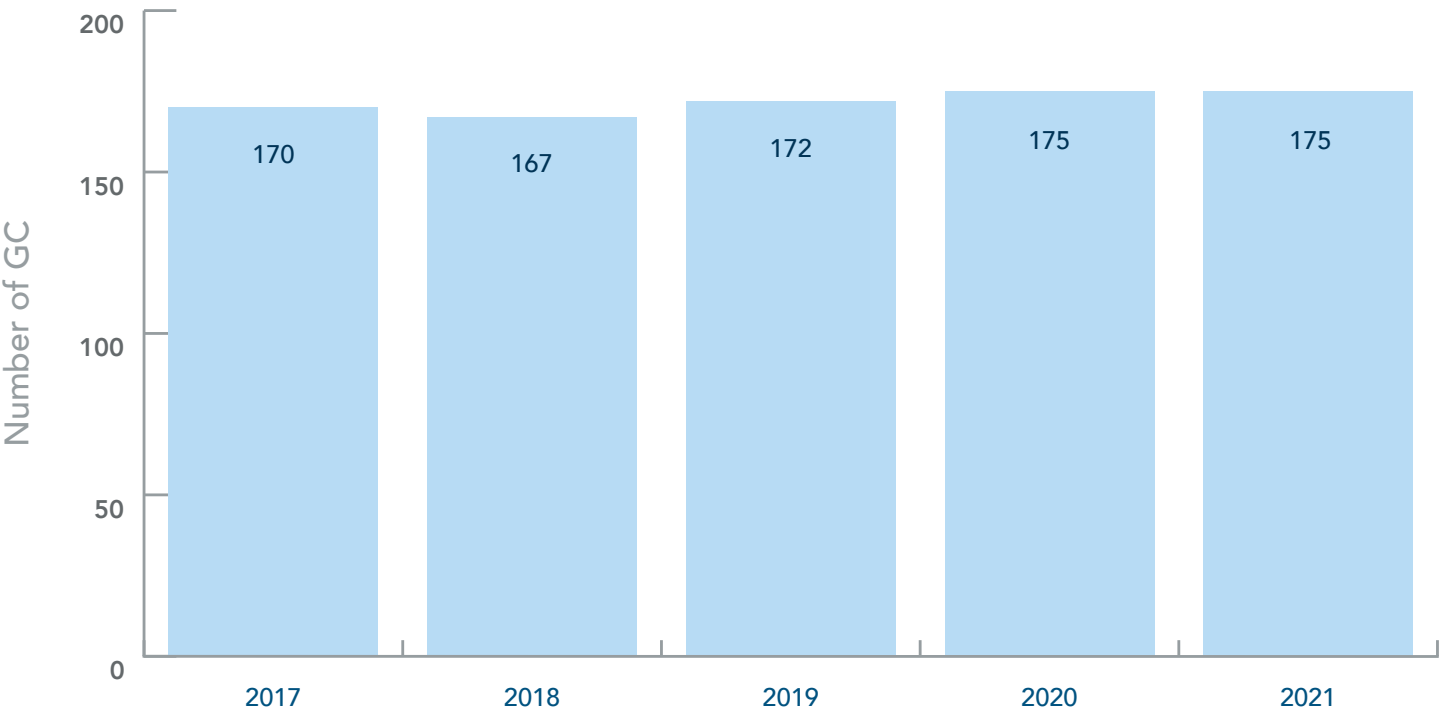
Figure 04 | Average Pay Mix by Sector



Data Points

1. Depending on the sector, salaries made up between 4.8% and 9.7% of total direct compensation to GC in 2021 (Fig. 4)
2. Performance Incentives are the largest component of GC direct compensation on average, accounting for between 25.4% in communication services, and 46.3% in real estate (Fig. 4)
3. Stock awards made up a larger percentage of total compensation than performance incentives in only two sectors—technology and financial services (Fig. 4)
4. Options represent at least 10% of total compensation in just three of 11 sectors, including healthcare (16%), industrials (13.6%) and communication services (13.2%) (Fig. 4)

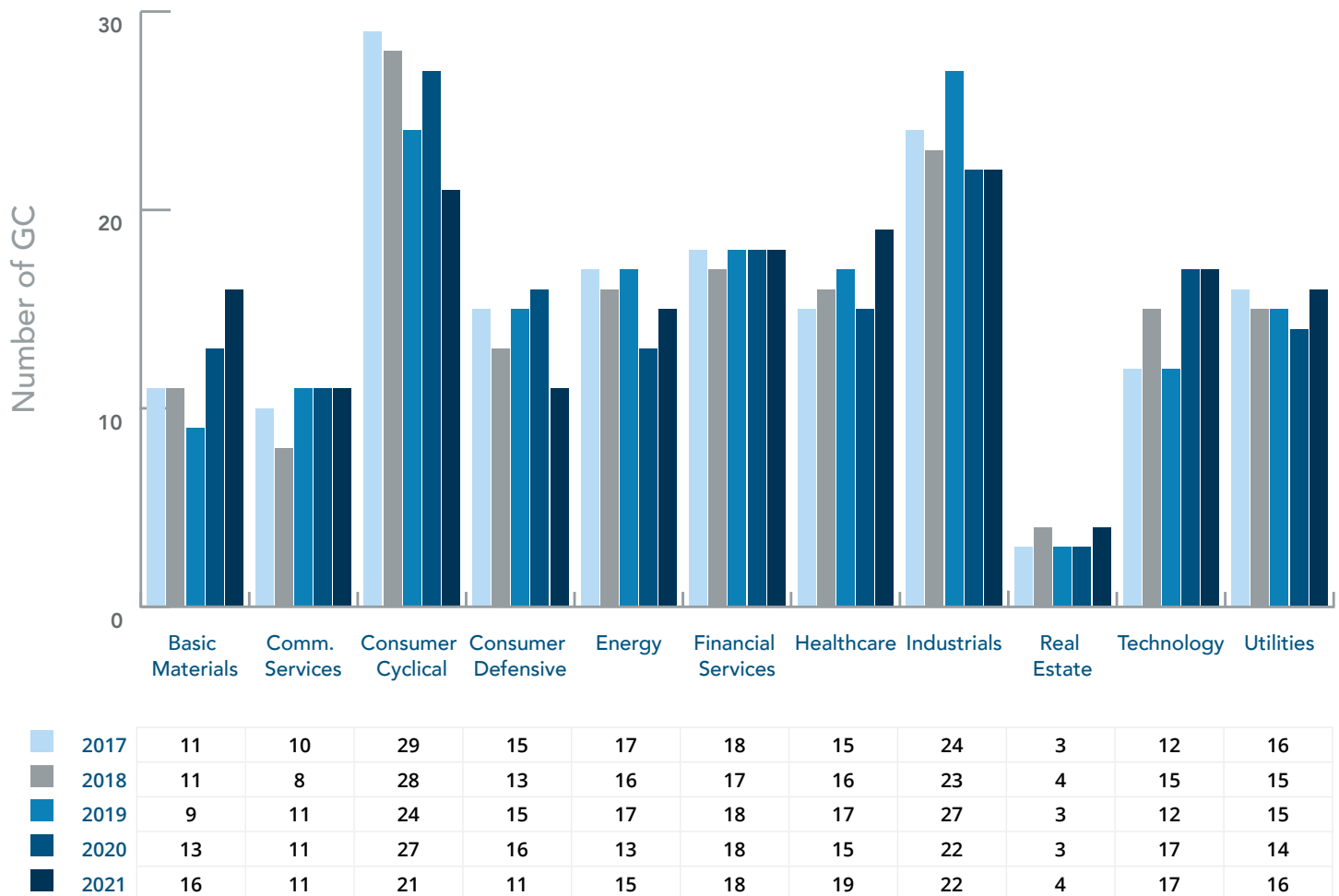
Figure 05a | Equilar 500 GC Count



Data Points

- 1. The number of GC disclosed among Equilar 500 companies remained flat from 2020 to 2021 at 175 (Fig. 5a)
- 2. Prevalence of disclosed GC has risen from 170 to 175 since 2017, after recovering from a slight dip to 167 in 2018 (Fig. 5a)

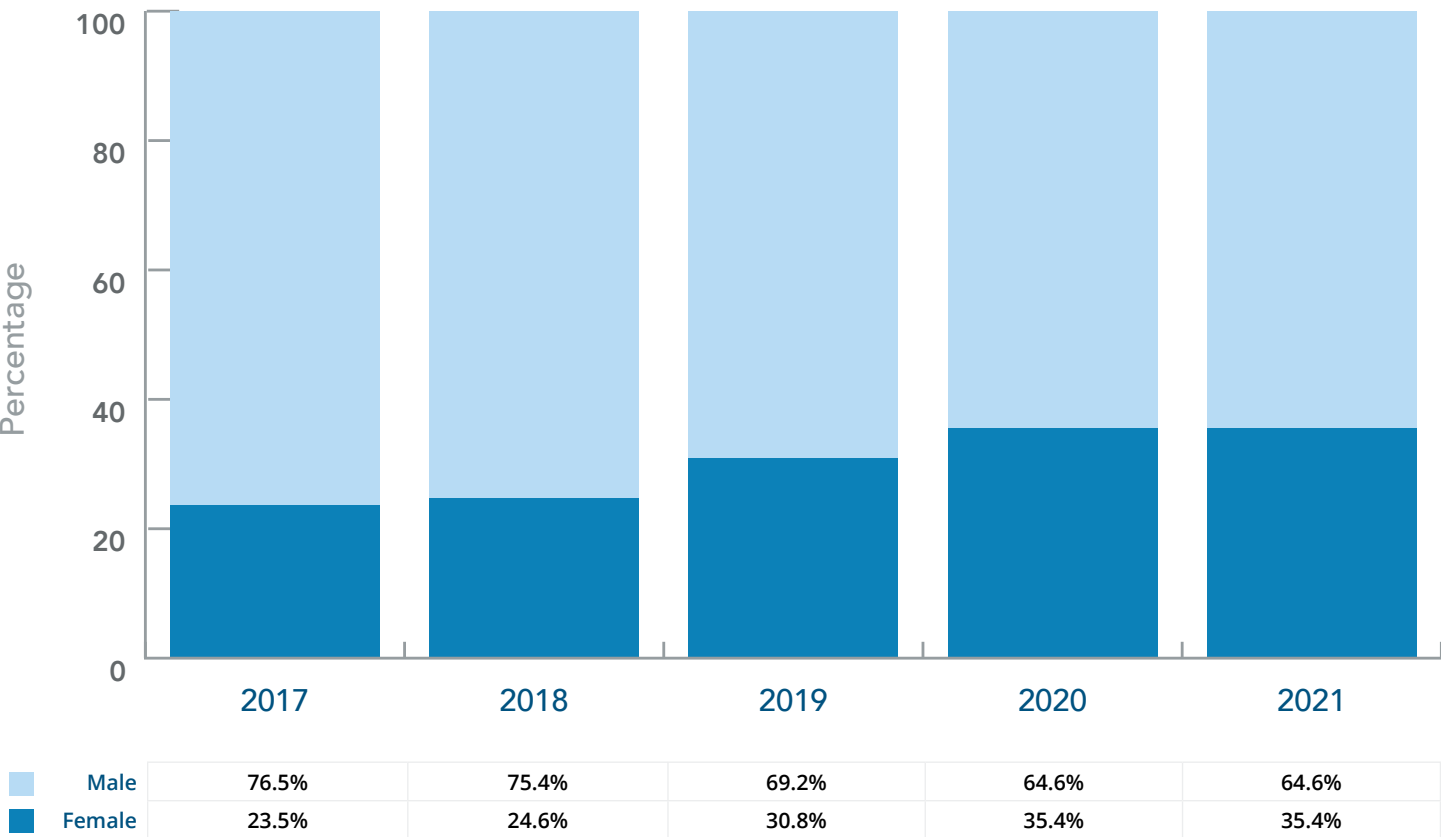
Figure 05b | Equilar 500 GC Count by Sector



Data Points

1. Healthcare companies reported four additional GC in 2021, a 26.7% increase over 2020 and a larger increase than any other sector (*Fig. 5b*)
2. Basic materials companies reported three additional GC in 2021, a 23.1% increase from 2020 (*Fig. 5b*)
3. The largest decreases in GC prevalence were in the consumer defensive and consumer cyclical sectors, declining by five and six GC, or 31.3% and 22.2%, respectively (*Fig. 5b*)

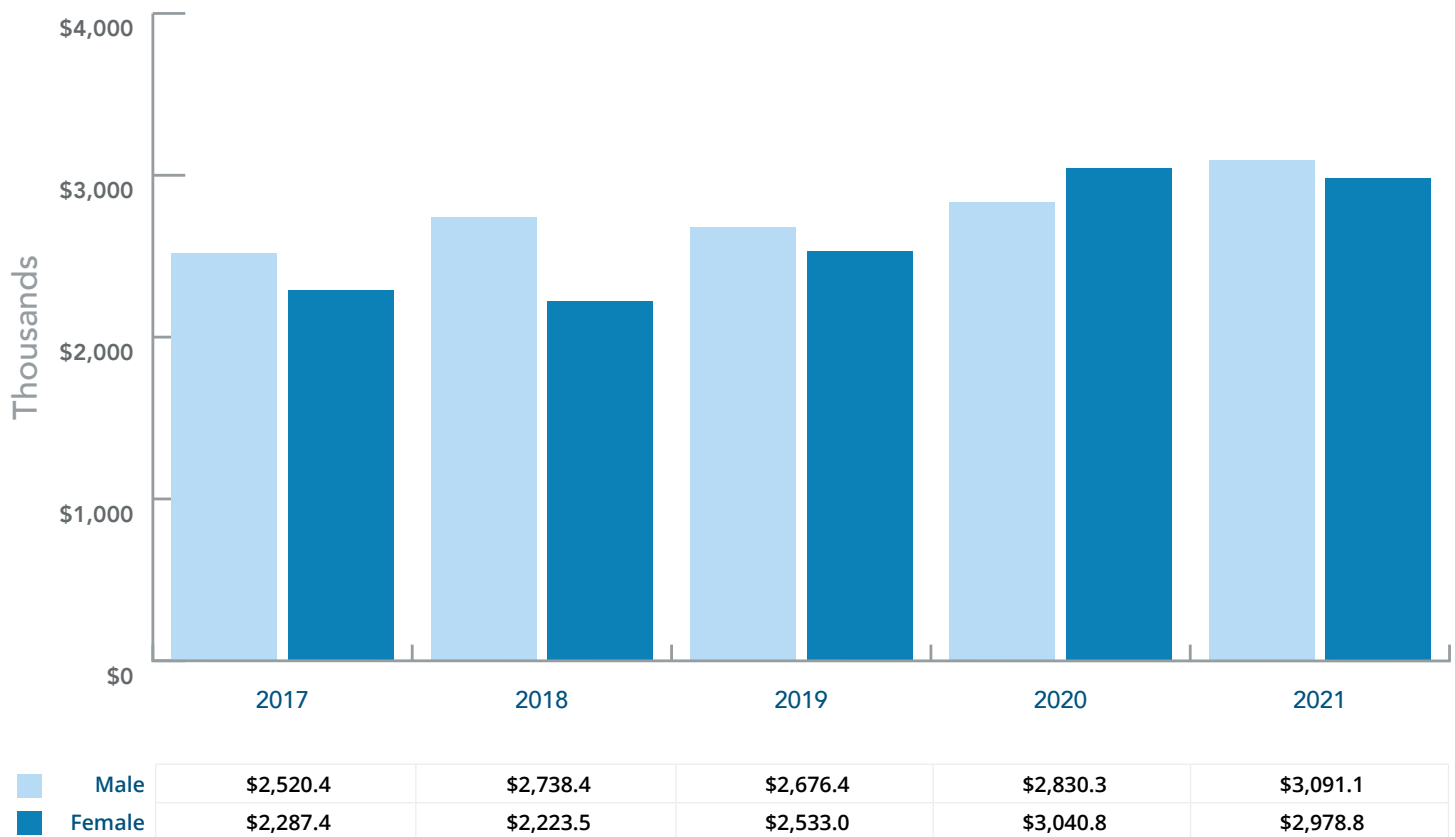
Figure 05c | Equilar 500 GC Count by Gender



Data Points

- 1. The prevalence of women among all GC in the Equilar 500 grew from 23.5% to 35.4% between 2017 and 2021 (Fig. 5c)
- 2. Representation of women grew each year between 2017 and 2020, but remained flat from 2020 to 2021, while the share of men in the position has dropped by nearly 12 percentage points since 2017 (Fig. 5c)

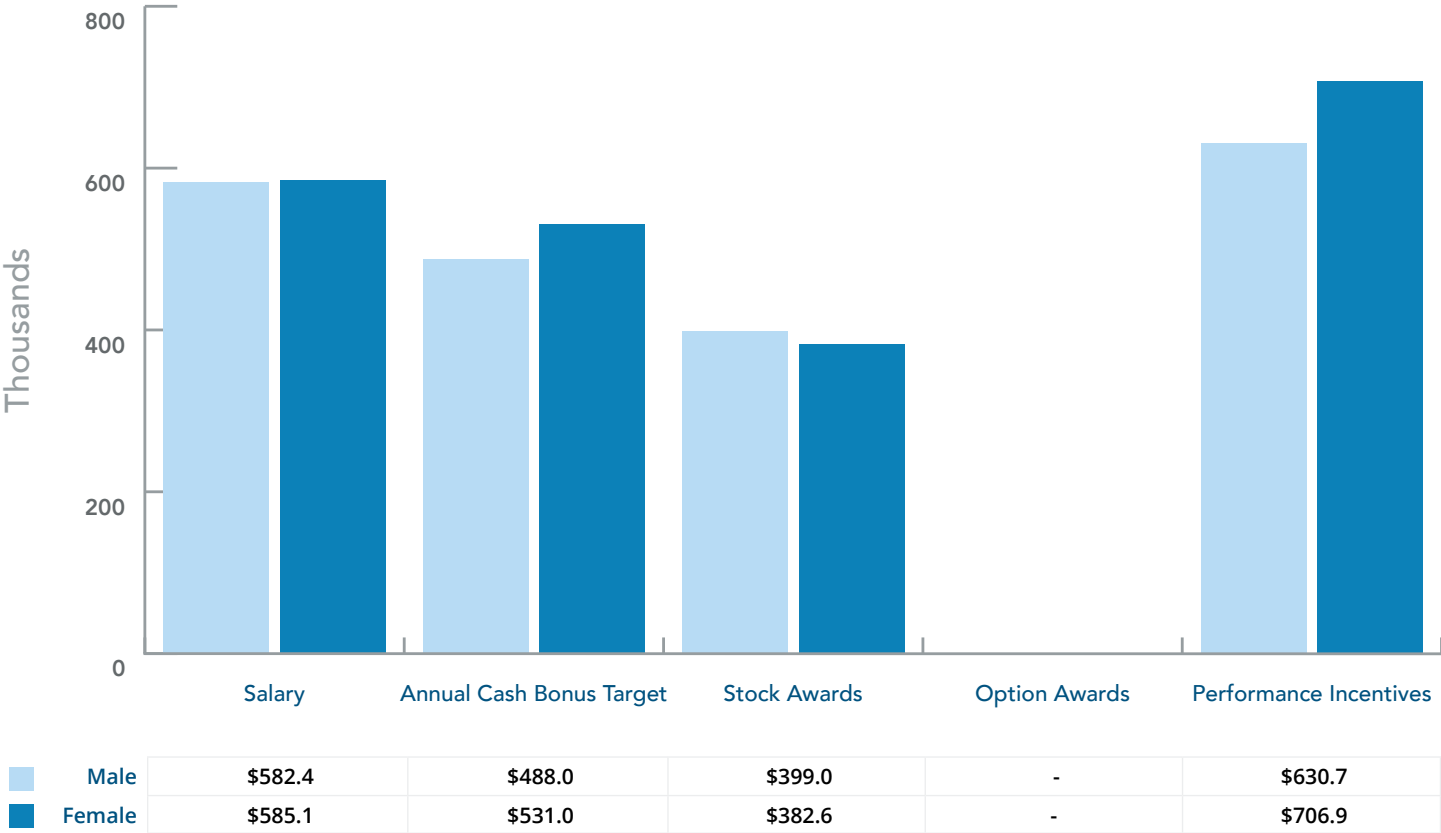
Figure 06 | **Equilar 500 Median Total Compensation by Gender**



Data Points

1. Female GC in the Equilar 500 earned slightly less at median in 2021 than in 2020, with total direct pay falling from just above to just below \$3.0 million (*Fig. 6*)
2. Compensation to women in the GC role has lagged behind pay for men in each year of the study other than 2020, with an average pay gap of 5.9% during the period (*Fig. 6*)
3. Pay for female GC increased 30.2% since 2017, and compensation to men in the role jumped 22.6% (*Fig. 6*)

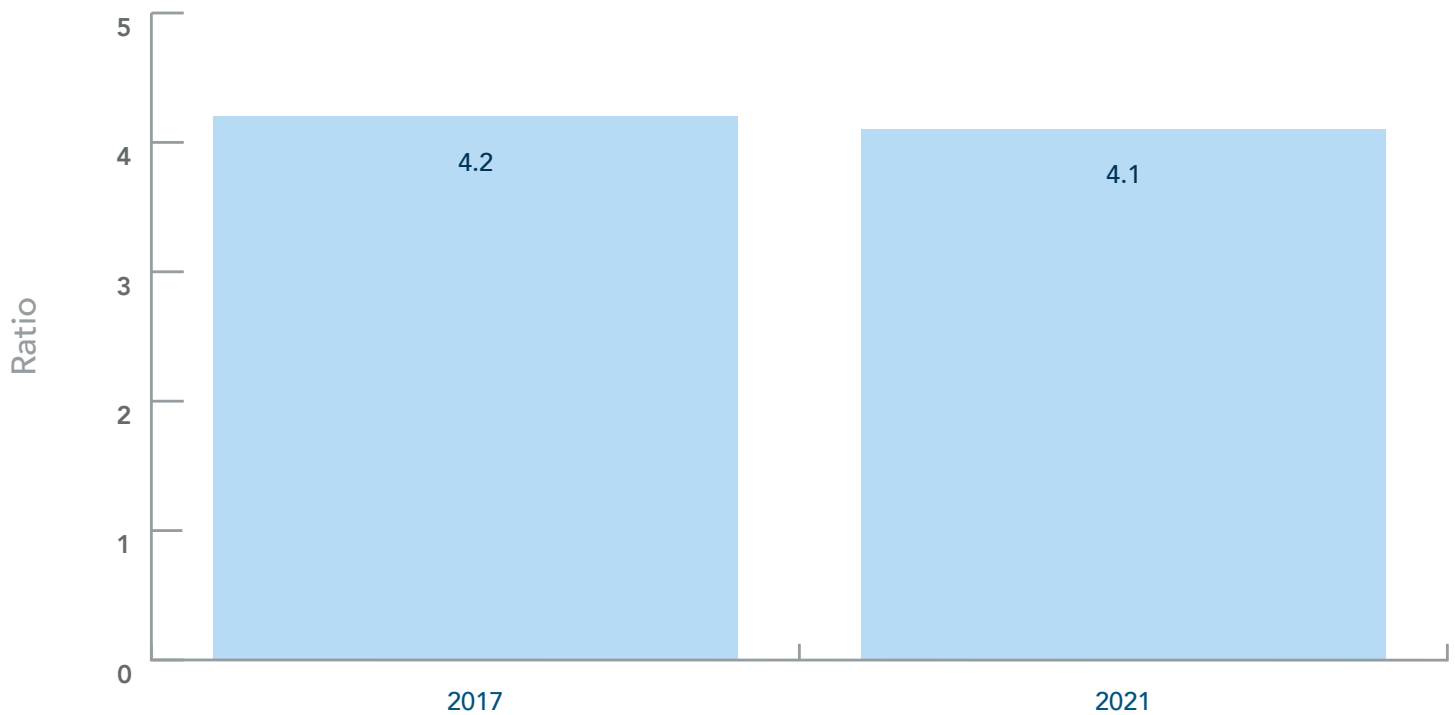
Figure 07 | Median GC Pay Components by Gender



Data Points

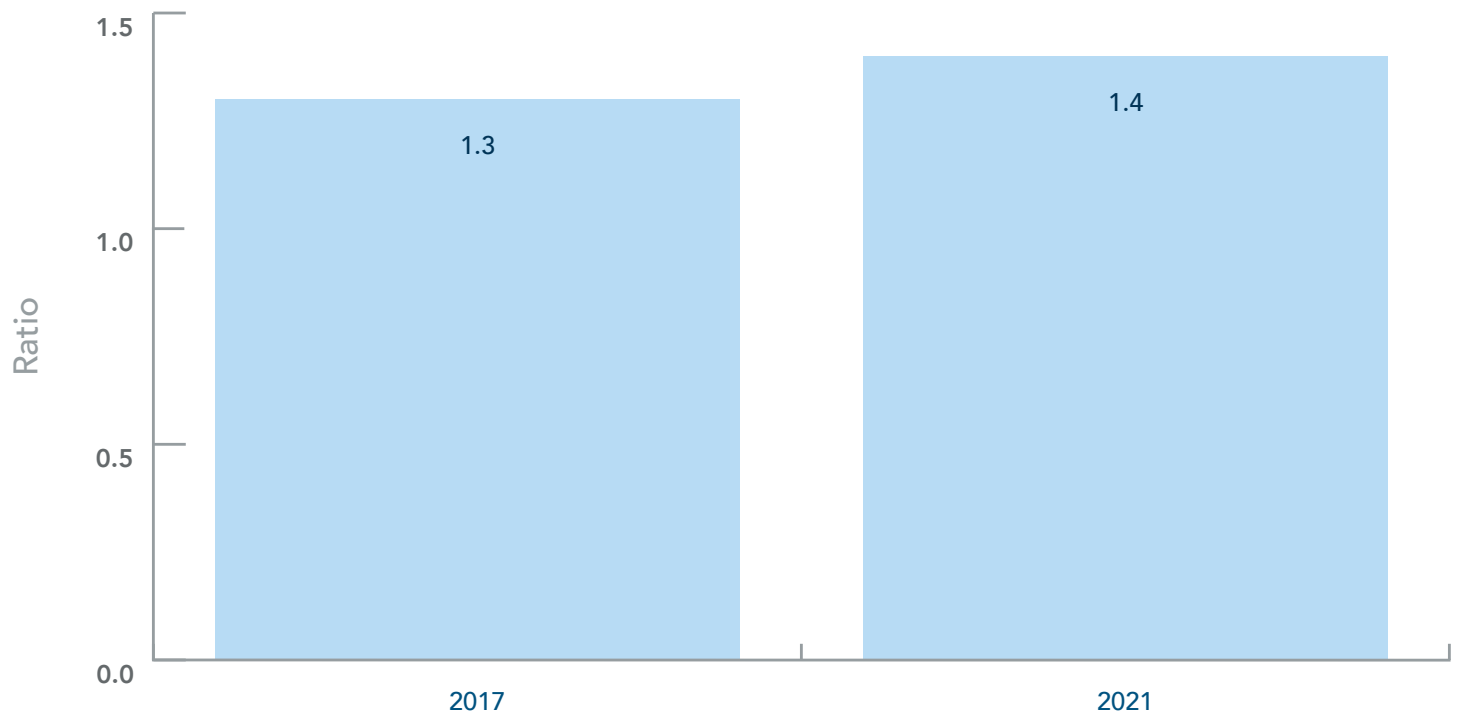
- 1. 2021 salaries for male and female GC were comparable at \$582,400 and \$585,100, respectively (Fig. 7)
- 2. Women in the GC role earned 8.8% more in annual cash bonuses and 12.1% more in performance incentives than their male counterparts at median (Fig. 7)

Figure 08a | CEO to GC Pay Ratio



Data Points

1. Growth in General Counsel pay has slightly outpaced growth in CEO pay at median over the past five years, with CEOs earning 4.1x GC pay in 2021, as opposed to 4.2x GC pay at median in 2017 (Fig. 8a)

Figure 08b | CFO to GC Pay Ratio**Data Points**

1. In contrast with the ratio of the GC to the CEO, compensation for GC has lagged behind growth in CFO compensation during the study period (*Fig. 8b*)
2. CFOs earned 1.3x GC pay at median in 2017, but earned 1.4x GC pay at median in 2021 (*Fig. 8b*)

A Deep Dive | BarkerGilmore

The Competitive Nature of Landing a General Counsel Position

Despite opening remarks describing how General Counsel motivations are far more than simply compensation-based, the Equilar *General Counsel Pay Trends* report is the most widely read piece of content that BarkerGilmore produces annually. Understandably, people are interested in benchmarking compensation in comparison to peers and want to set income goals for themselves. This compensation report features many of the elite in-house counsel in the United States, all ranked among the highest-paid officers of their companies.

As predicted in last year's report, the volume of General Counsel openings has increased even further in 2022 from the elevated hiring experienced in the previous year. The increased volume continues to result from retirements as successors are prepared to take over the General Counsel role. In addition to these successions, PE portfolio and other privately owned companies are seeking their first ever General Counsel. In years past, these non-public companies have utilized dedicated outside counsel as General Counsel, but as the GC role has expanded into a key strategic business advisor, most CEOs have instead elected to expand the internal senior leadership team. Even with IPO activity at the lowest level in five years, companies are continuing to build leadership teams in preparation for a future event.

BarkerGilmore's research has revealed that the Fortune 50 alone has eleven General Counsel/CLOs sitting in the seat for less than two years, seven being women and four men. Of the eleven, six were promoted from within their own company, including four women and two men. This increase in internal promotions is in stark contrast to previous years when a greater number of General Counsel appointments had come from external hires—and the majority of those internally promoted were men. While the General Counsel rank at large companies

is still dominated by men, we predict to see greater equality in the future, allowing everyone to have the same opportunities to serve in the position.

With the increased volume of openings, one might think it has become less challenging to land the position; however, the opposite is true. GC placements are always competitive, and expectations of both the CEO and board have elevated in recent years. Interviewing a diverse slate of equally qualified talent has become crucial to the placement process. High-performing lawyers often ask what can be done to prepare for the role, but there is no clear path to becoming the top-ranking attorney in a corporate law department. Newly appointed General Counsel come from almost everywhere, including a variety of internal legal or business roles, sitting General Counsel and number two lawyers at other companies, law firm partners, and government regulators. Many highly regulated industries such as financial services, energy and healthcare tend to require specific business knowledge, while others can be more flexible. Since General Counsel must be prepared to tackle any issue facing the company, one area of legal expertise does not necessarily outweigh another. The broader a lawyer's legal, business and leadership experience may be, the better positioned the individual is for the role. Serving as an advisor to the board for corporate governance, direct contributions to ESG and/or DEI initiatives, expertise in data privacy and security, successfully negotiating large transactions, complex litigation, and/or regulatory matters, and a track record of hiring, mentoring, and retaining a diverse team all bring a competitive advantage. With the differences in backgrounds for appointed General Counsel, the common denominators for all include gravitas and high emotional intelligence. CEOs want to hire well-spoken, business-minded leaders who

are humble, authentic, optimistic and enjoy rolling up their sleeves. In the end, it is always what is not on the resume that makes the perfect fit.

Negotiating compensation can be tricky, especially for internally promoted or external hires who are not currently a General Counsel. The difference in total compensation between a General Counsel and the number two lawyer is sizable, and rightfully so, because of accountability and liability. Unfortunately, companies still often make offers based on the finalist's estimated current compensation. Of course, if a candidate is expecting a sign-on or grant to offset an upcoming cash bonus or unvested equity

that would be left behind, documentation is always required. If a long-tenured General Counsel is being replaced, it is rare for an offer to be equal to or above the current leader's total compensation. The logic here being that it is necessary to leave runway for growth. Also, be mindful that total compensation reported to the government can include an unplanned merit bonus or equity payouts earned throughout the years. My best advice is to do your research and know the market for the specific industry and company revenue. Money should never be the driver, and if you are confident in your ability to produce results, it will always follow.

About the Contributor | BarkerGilmore

BarkerGilmore is a boutique firm recognized by CEOs, boards and executives as best-in-class legal and compliance executive search professionals and leadership consultants. With a team of advisors and recruiters spanning the United States, the firm's client roster includes leading consumer, energy, financial, healthcare & life science, industrial, non-profit, private equity and technology companies.

BarkerGilmore's niche concentration results in unparalleled access to a specialized network of talent. Established relationships allow identification of, and engagement with, top legal and compliance professionals for any assignment. The firm boasts industry-leading metrics over the past three years, including a: 96% retention rate, 53% women placement rate, 27% minority placement rate and 4.8/5.0 client satisfaction rating.

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John Gilmore is co-founder and Managing Partner of BarkerGilmore with over three decades of executive search experience. John has developed trusted relationships with General Counsel and C-suite leaders across the country. He has unfettered access to the extraordinary talent they seek and an innate ability to quickly identify a substantive and cultural match. With a profound institutional understanding of how in-house legal and compliance departments function most effectively, John has earned a reputation as one of the top executive search consultants for General Counsel and Chief Compliance Officer placements. Committed to helping his clients build strong and productive legal and compliance departments, he is always cognizant of a company's current situation as well as its future needs throughout the search process.

John developed the [CustomFitSM](#) method, which is employed in every BarkerGilmore search. This innovative, powerful recruiting tool has consistently resulted in candidate placements with diversity and retention rates well above industry averages. John not only assesses technical skills, industry knowledge and leadership capabilities, but also evaluates elements not readily identifiable on a candidate's resume such as cultural fit, emotional intelligence and ability to be a strategic business partner and trusted advisor to the senior management team.

John's recent placements include General Counsel and Chief Compliance Officers for public and private companies of all sizes, as well as non-profit organizations and government agencies. Industries include Construction, Consumer Products, Energy, Financial Services, Healthcare, Industrial/Manufacturing, Insurance, Professional Services, Real Estate and Technology. John also manages a team of search consultants responsible for identifying specialized attorneys and potential successors who report to the General Counsel. John is frequently featured and/or quoted in industry and business publications, and news programs for his expertise in General Counsel and compliance officer trends, succession planning, compensation, and diversity. Most recently, he was interviewed by a national morning television program on changes in cybersecurity and heightened demand for lawyers specializing in data privacy.



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