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Board Practices Quarterly

Board oversight of talent April 2023

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Respondents, primarily corporate secretaries, in-house counsel, and other in-house governance professionals, represent public companies.

Public company respondent market capitalization as of December 2022: 51% large-cap (which includes mega- and large-cap) (> \$10 billion); 43% mid-cap (\$2 billion to \$10 billion); and 6% small-cap (which includes small-, micro-, and nano-cap) (< \$2 billion). Respondent industry breakdown: 28% consumer; 27% financial services; 21% energy, resources, and industrials; 16% technology, media, and telecommunications; and 8% life sciences and health care.

Results pertaining to small-cap and private companies have been omitted due to limited respondent population.

Response percentages may not add up to 100% due to rounding.

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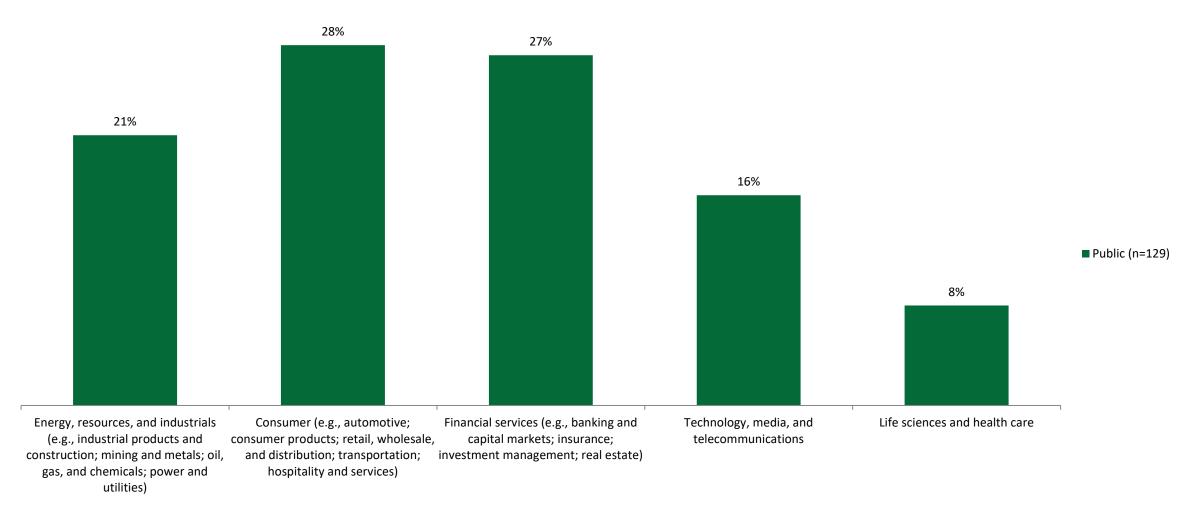
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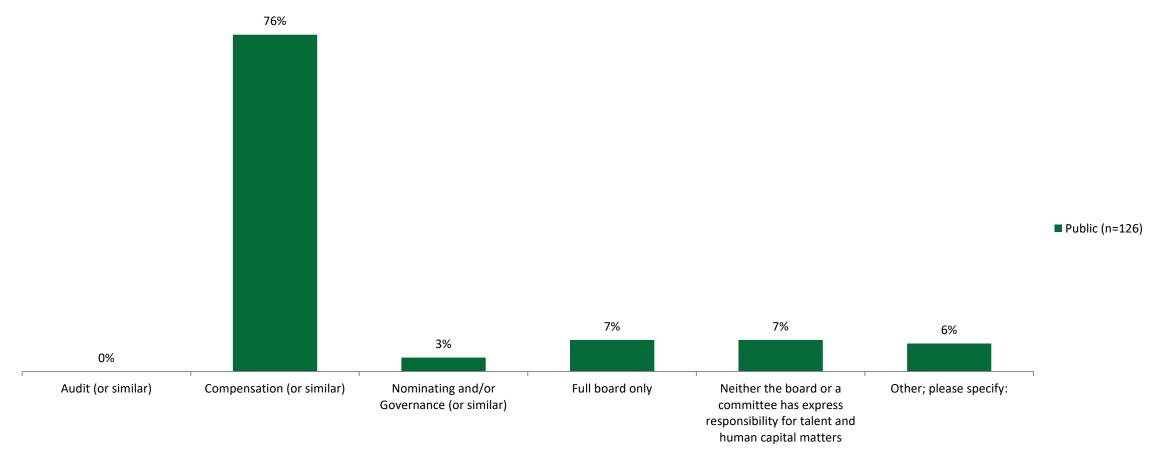
Public companies

129 public companies responded to the survey. An "n" value is provided to show the actual number of responses for each question.

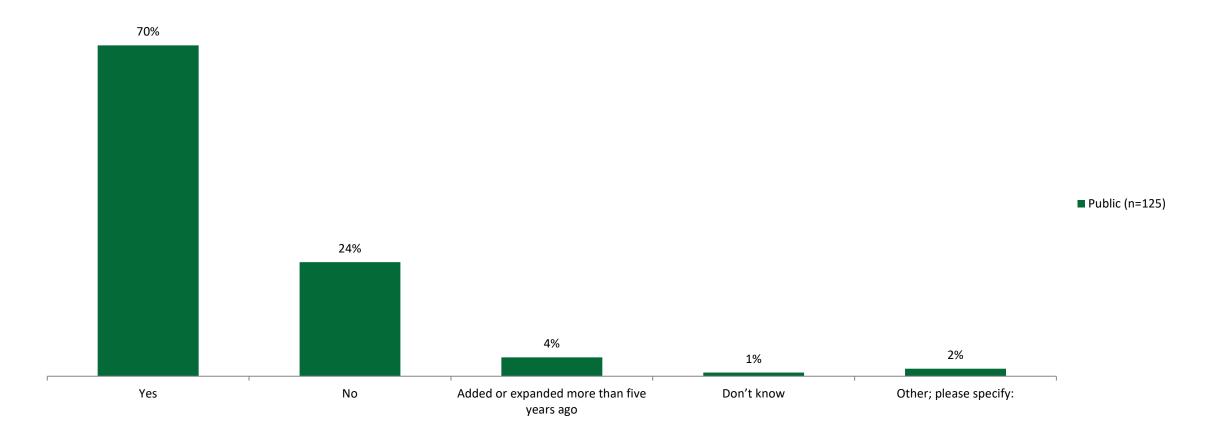
Indicate which best describes your company's industry:



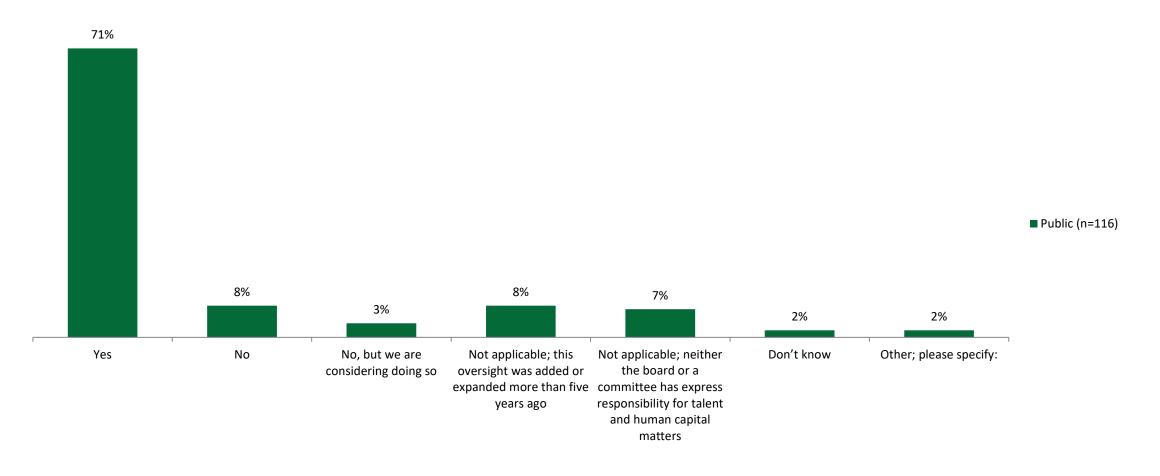
Where does primary oversight for talent and human capital matters lie within your company's board?



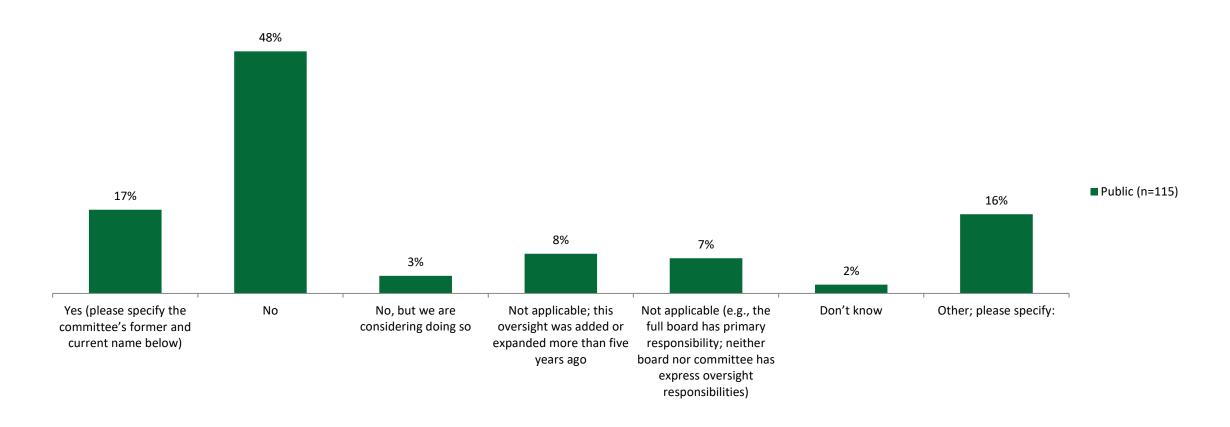
Within the past five years, has board or committee oversight of talent and human capital been added or expanded?



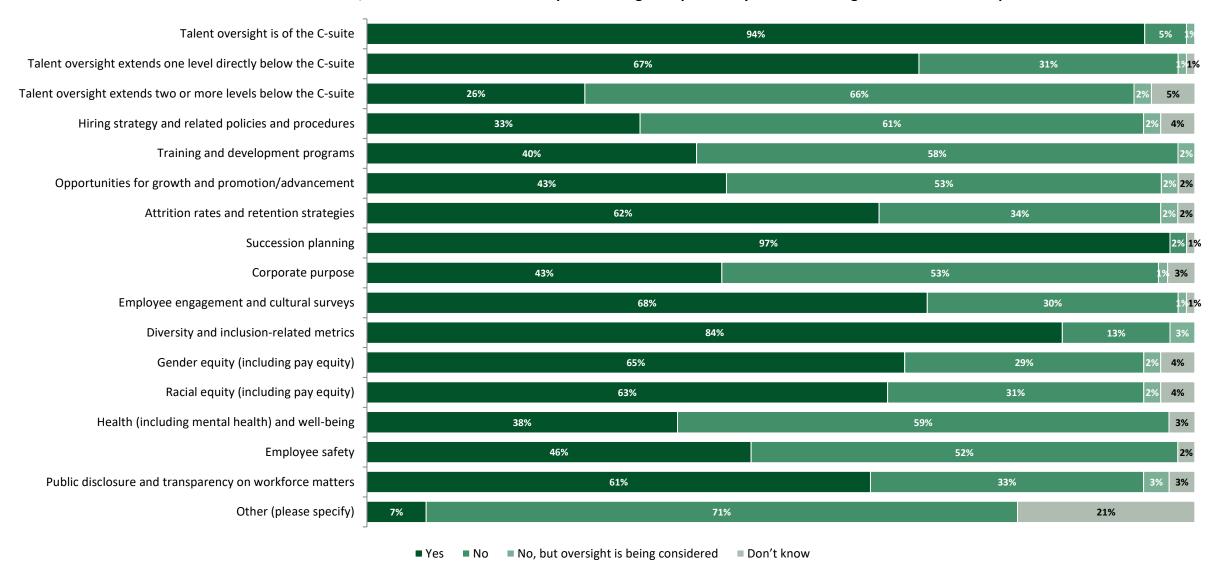
If the board or a committee added or expanded talent and human capital oversight within the past five years, have relevant governance documents (e.g., corporate governance guidelines, committee charter) been updated to reflect the broader scope?



If a committee added or expanded talent and human capital oversight within the past five years, has the committee changed its name to reflect the broader scope?

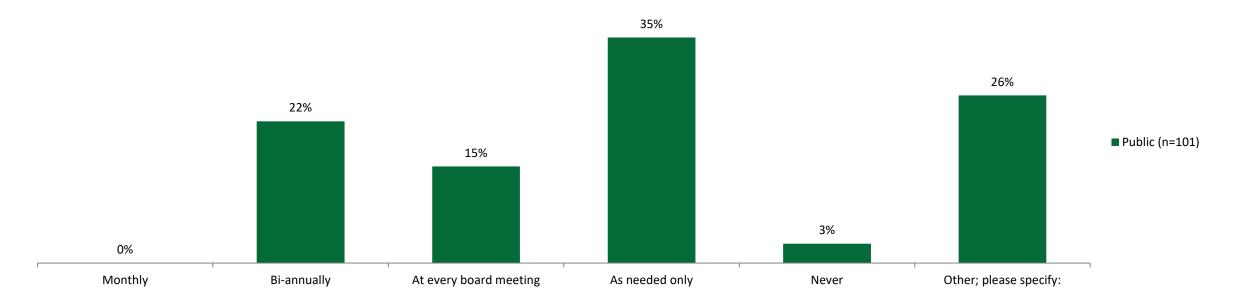


Indicate whether the board and/or a board committee has express oversight responsibility in the following talent and human capital areas.

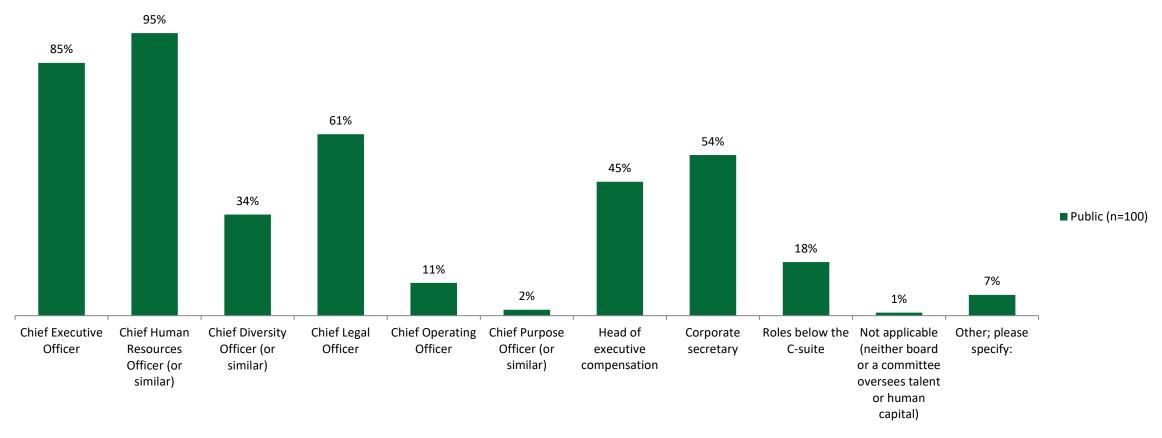


Public (n=100)

How often are talent and human capital management topics on the full board agenda?



Indicate the individuals that report to and/or attend any board or committee meetings relating to talent and human capital matters. [Select all that apply]



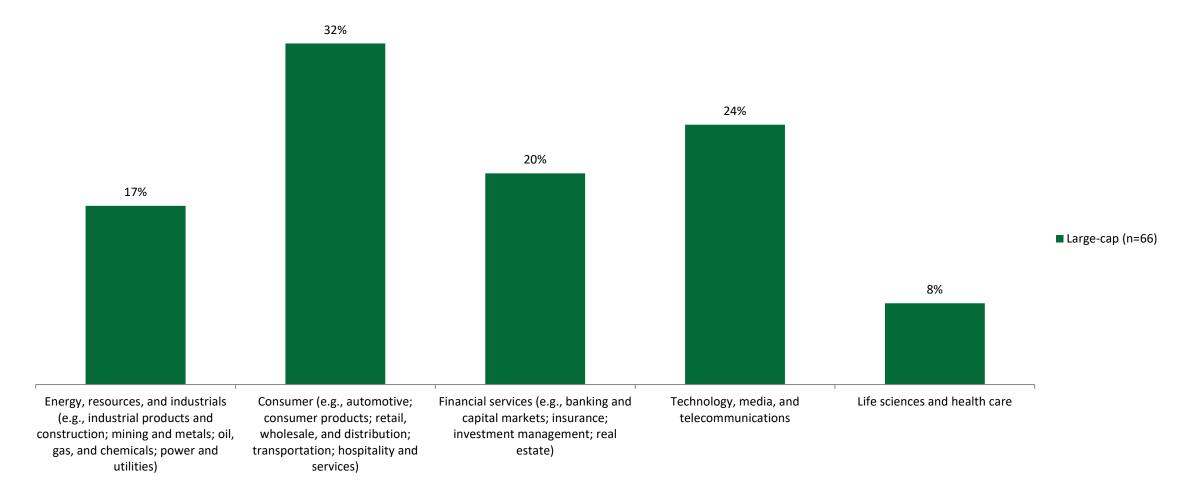


Public companies

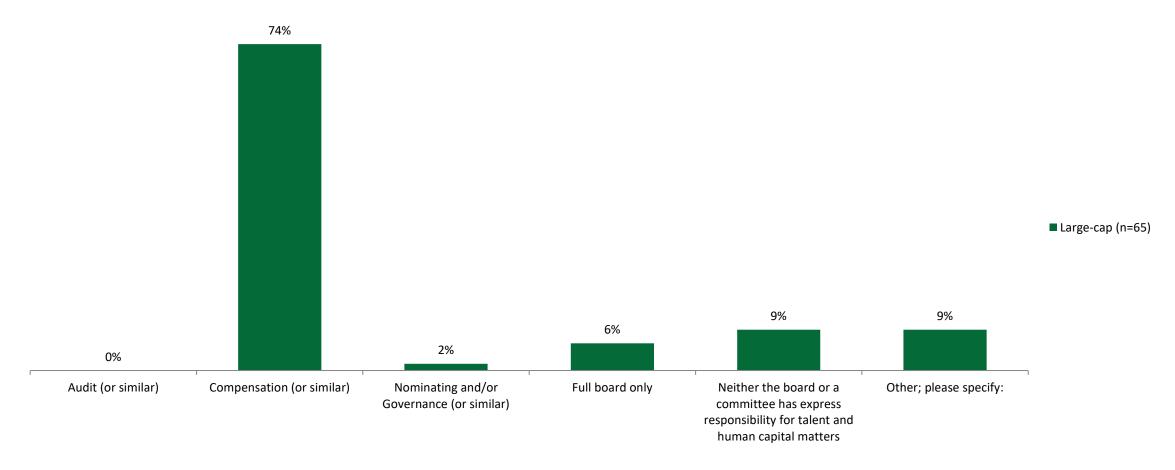
Mega- and large-cap (>\$10 billion)

66 mega- and large-cap public companies responded to the survey. An "n" value is provided to show the actual number of responses for each question.

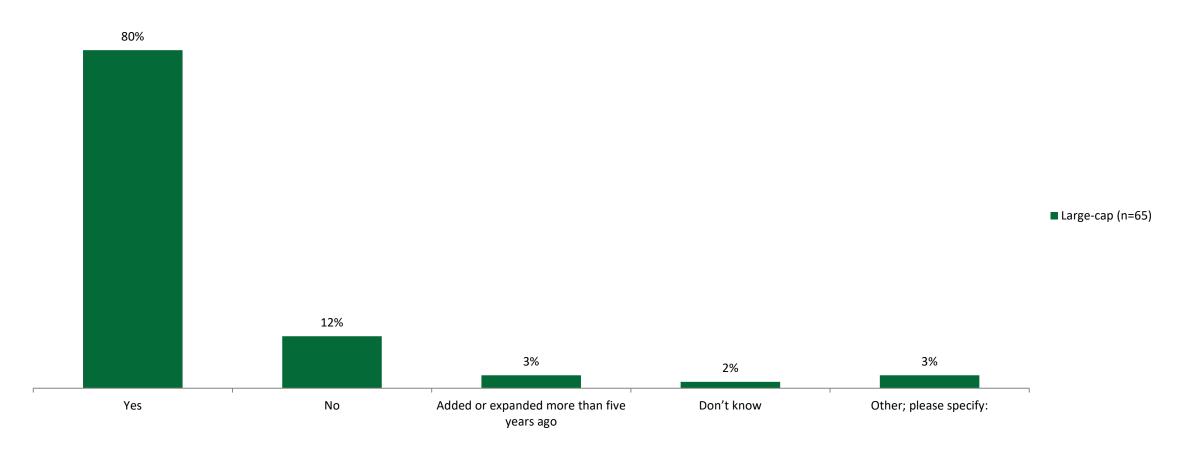
Indicate which best describes your company's industry:



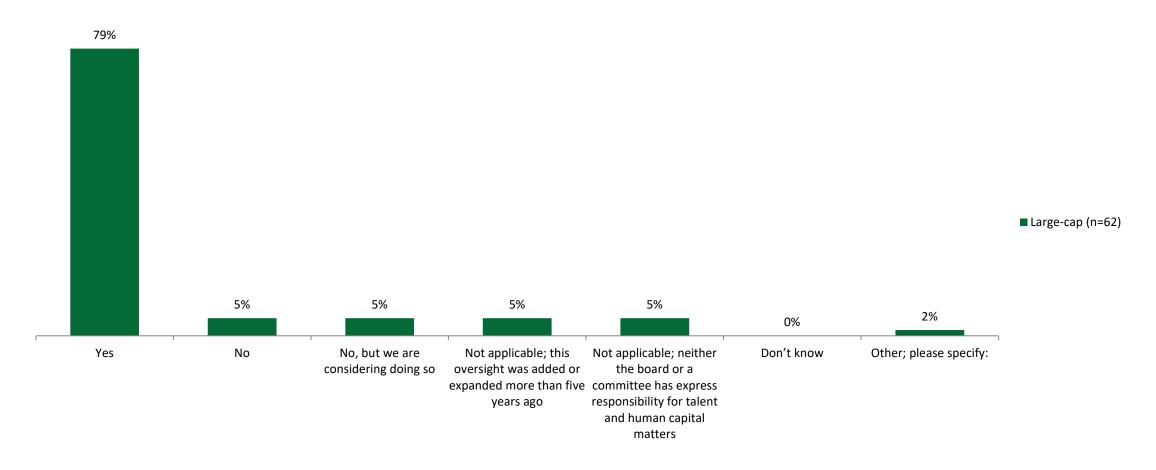
Where does primary oversight for talent and human capital matters lie within your company's board?



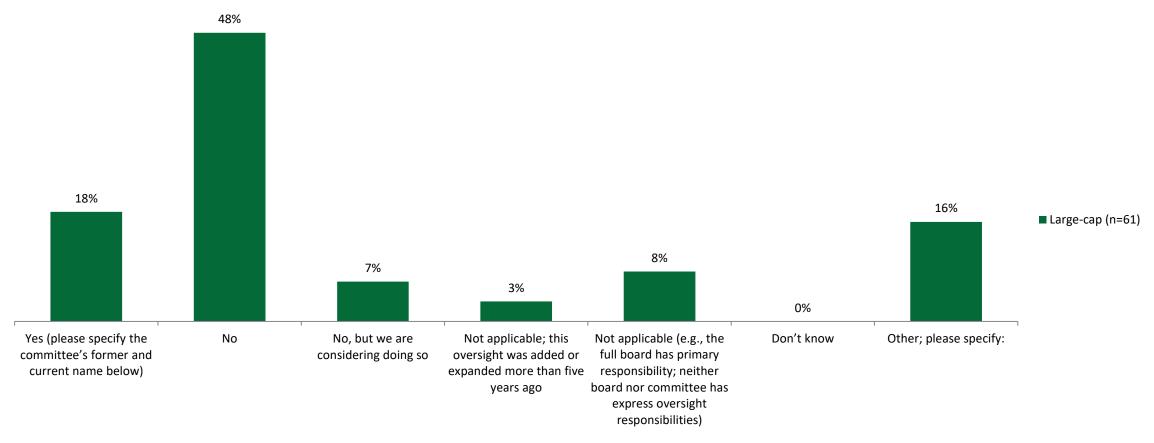
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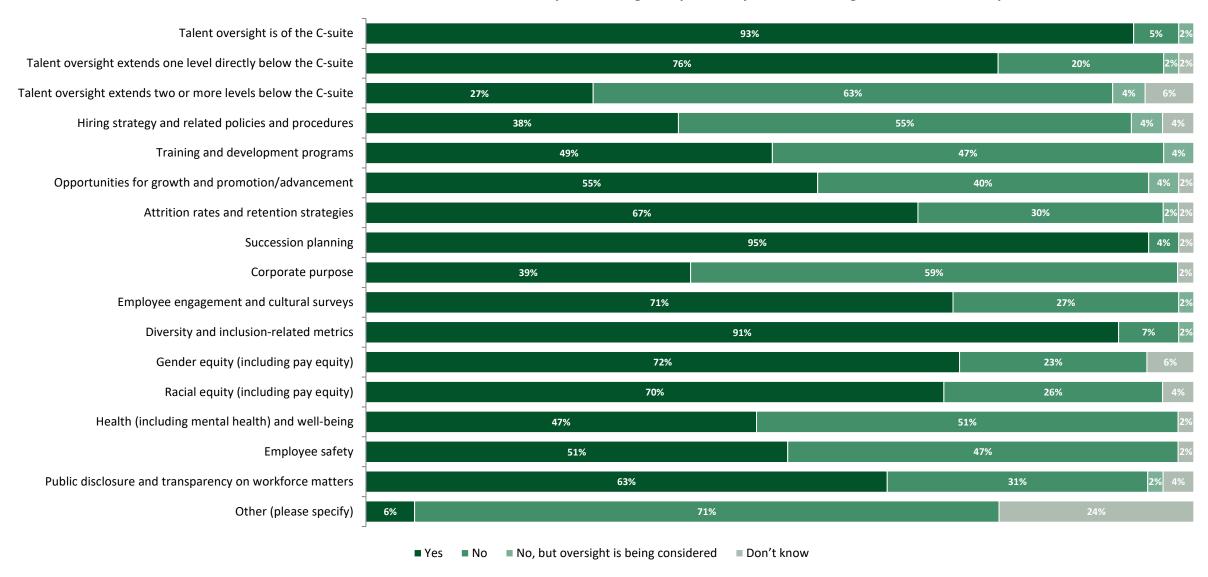
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If a committee added or expanded talent and human capital oversight within the past five years, has the committee changed its name to reflect the broader scope?

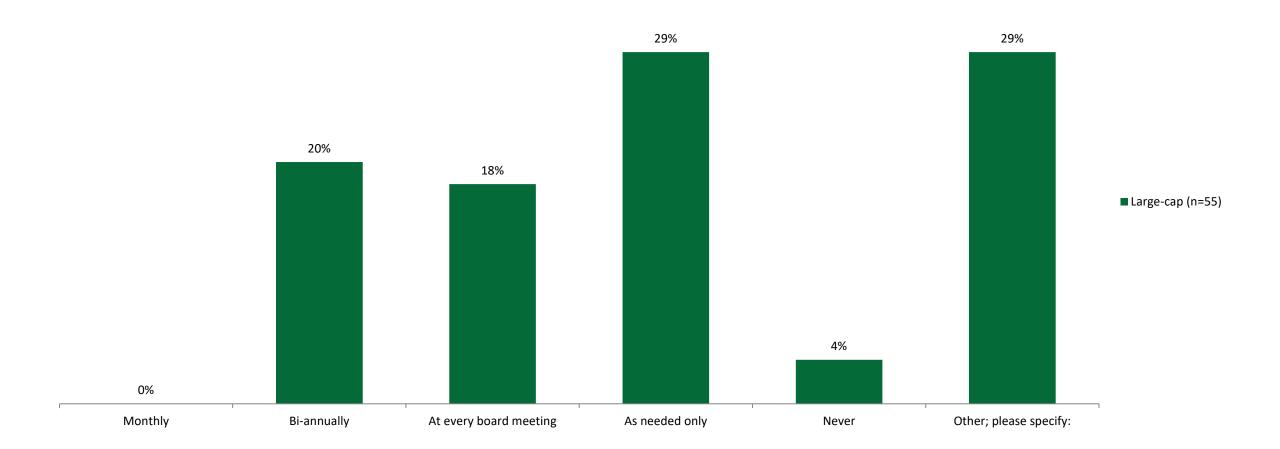


Indicate whether the board and/or a board committee has express oversight responsibility in the following talent and human capital areas.

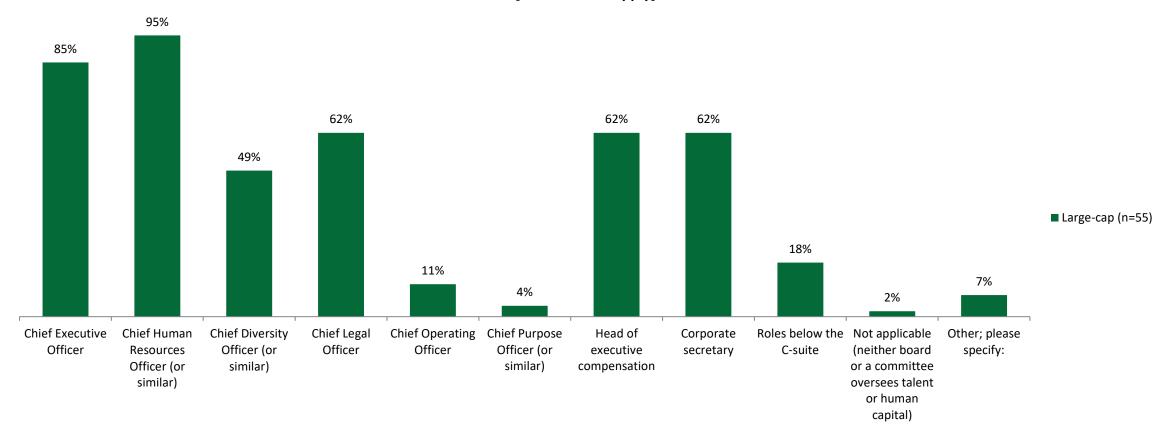


Large-cap (n=55)

How often are talent and human capital management topics on the full board agenda?



Indicate the individuals that report to and/or attend any board or committee meetings relating to talent and human capital matters. [Select all that apply]



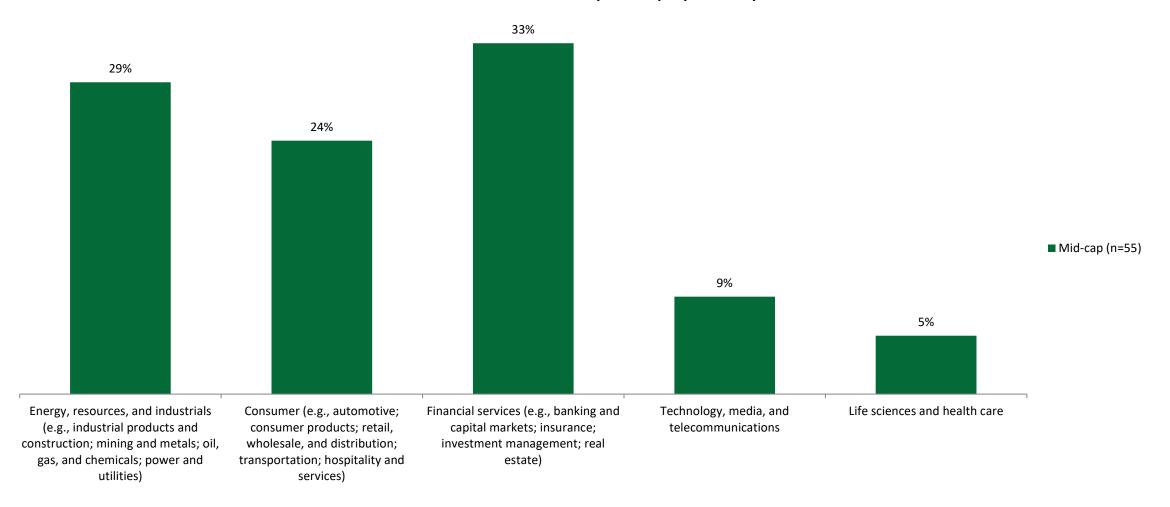


Public companies

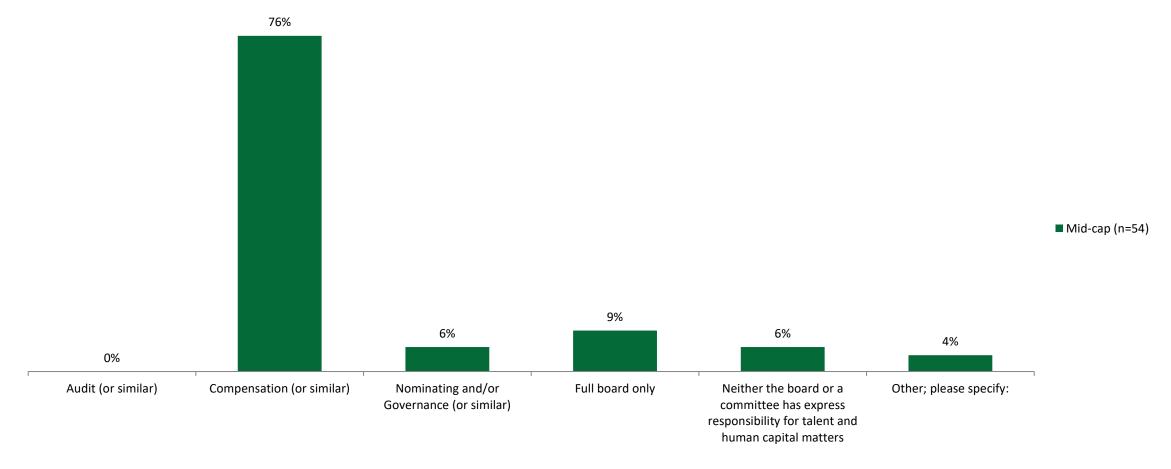
Mid-cap (\$2 billion to \$10 billion)

55 mid-cap public companies responded to the survey. An "n" value is provided to show the actual number of responses for each question.

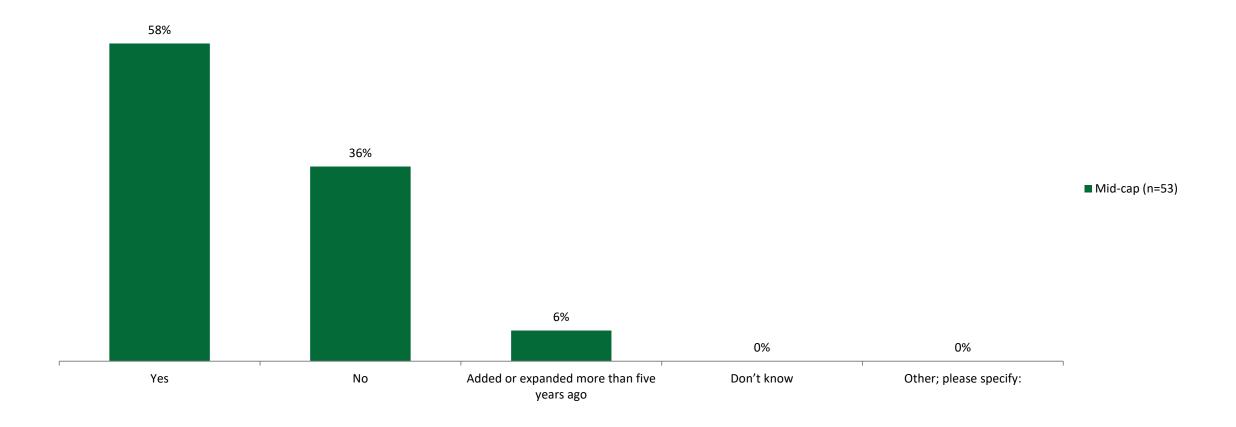
Indicate which best describes your company's industry:



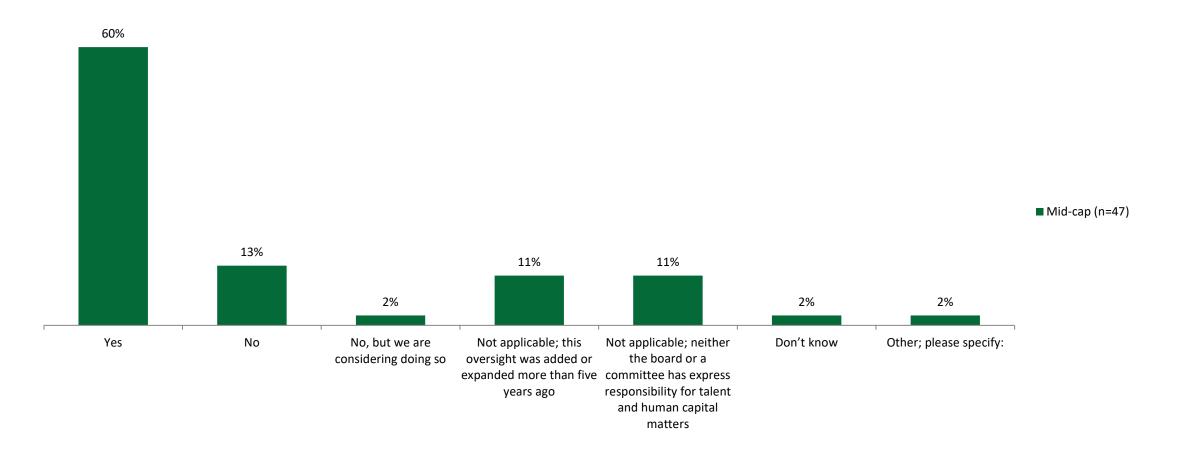
Where does primary oversight for talent and human capital matters lie within your company's board?



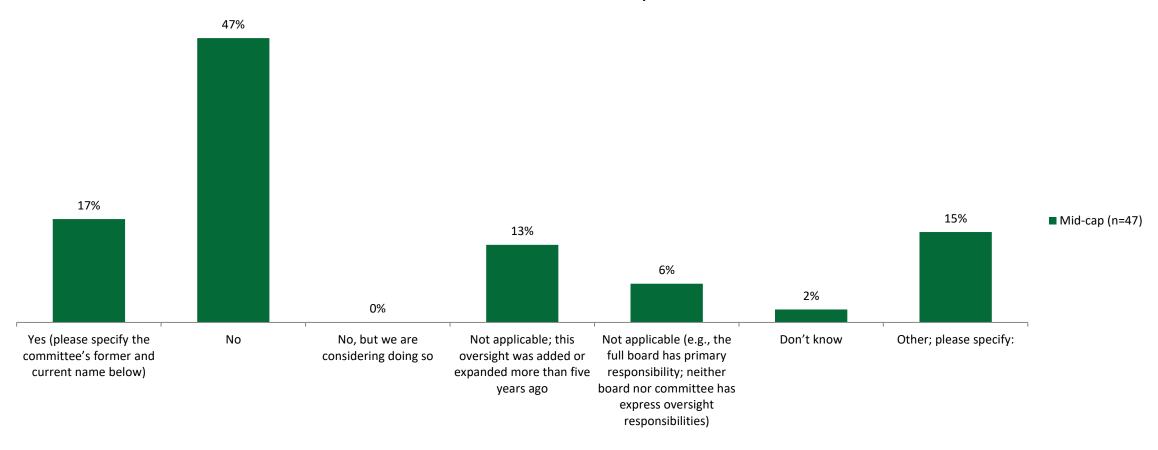
Within the past five years, has board or committee oversight of talent and human capital been added or expanded?



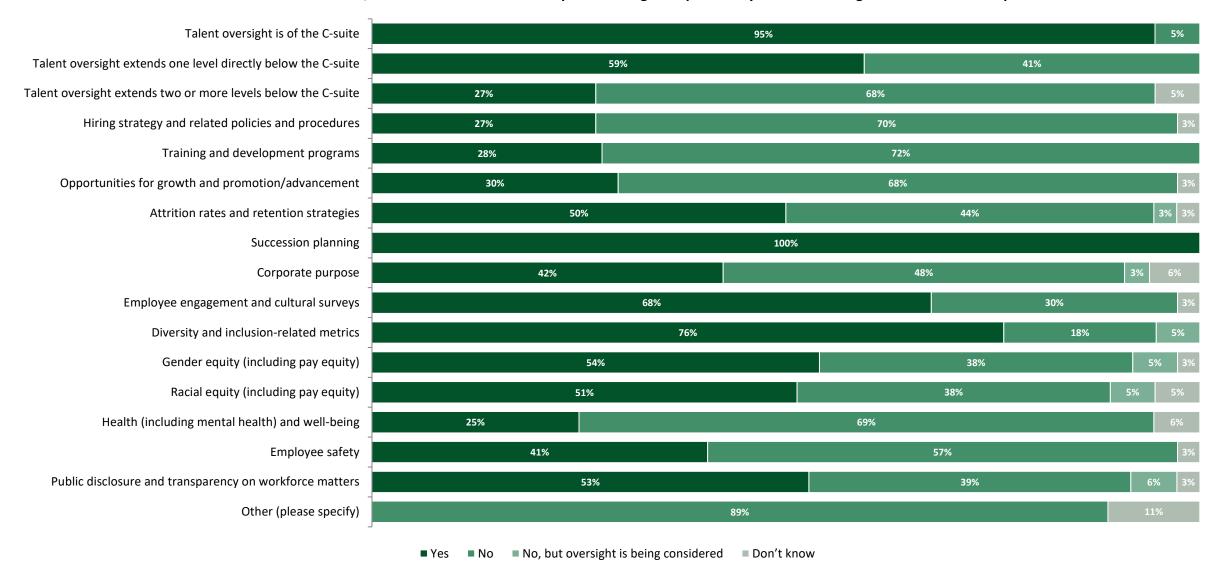
If the board or a committee added or expanded talent and human capital oversight within the past five years, have relevant governance documents (e.g., corporate governance guidelines, committee charter) been updated to reflect the broader scope?



If a committee added or expanded talent and human capital oversight within the past five years, has the committee changed its name to reflect the broader scope?

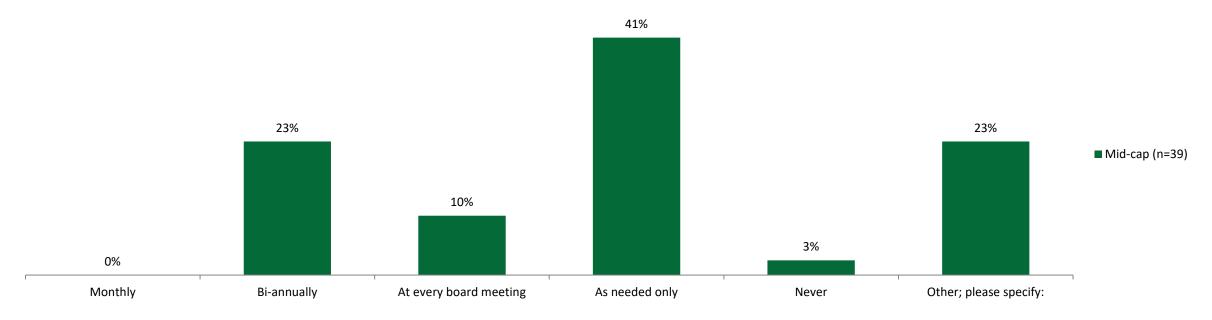


Indicate whether the board and/or a board committee has express oversight responsibility in the following talent and human capital areas.

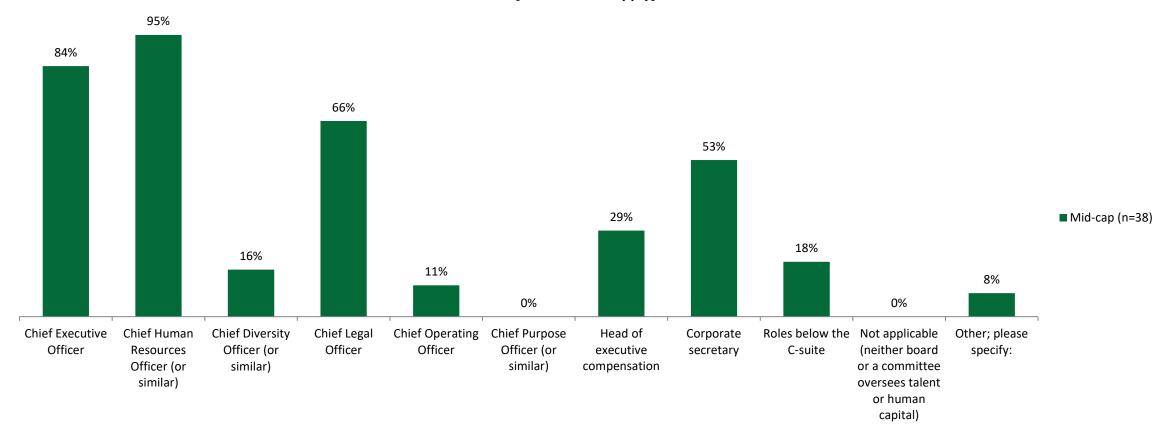


Mid-cap (n=47)

How often are talent and human capital management topics on the full board agenda?



Indicate the individuals that report to and/or attend any board or committee meetings relating to talent and human capital matters. [Select all that apply]



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