



## **CDISC Policy 008 Executive Compensation**

### **Revision History**

<b>Date</b>	<b>Revision</b>	<b>Description</b>	<b>Author</b>
July 2016	0.1	Original Draft	Governance Committee
03 November 2016	1.0	Approved	CDISC Board of Directors
18 October 2021	1.0	Approved, no changes	CDISC Board of Directors
8 April 2022	2.0	Minor formatting and wording modifications	CDISC Board of Directors
December 2025	3.0	Added information on review process and timeline	CDISC Board of Directors

# **CDISC Policy 008**

## **Executive Compensation**

### **1 Purpose**

The policy is designed to ensure:

- That CDISC is able to retain high quality executive leadership by providing fair and reasonable compensation and benefits (collectively herein, “compensation”).
- That decisions regarding executive compensation are made through a process free of potential conflicts of interest and in compliance with IRS guidance regarding excess benefit transactions and other applicable laws.

### **2 Persons whose compensation is subject to this policy**

The President’s compensation shall be reviewed under this policy. The compensation of any other CDISC employee may also be reviewed under this policy at the discretion of the Board.

### **3 Executive Committee review process**

The Executive Committee is authorized to review and make recommendations to the Board regarding executive compensation.

The President shall not be involved in the Board’s or Executive Committee’s review of the President’s compensation.

The Executive Committee should, to the extent reasonably available, secure data that documents compensation levels and benefits for similarly qualified individuals in comparable positions at similar organizations. This data may include the following:

- Salary and benefit compensation studies by independent sources;
- Written job postings for positions at similar organizations;
- Documented telephone calls about similar positions at both nonprofit and for-profit organizations; and
- Information obtained from the IRS Form 990 filings of similar organizations.

If the Executive Committee does not have data as to comparability, it shall document any other bases for believing the proposed compensation is reasonable.

In addition, the Executive Committee should perform an assessment of the President’s performance against the previous year’s organizational goals and individually set goals. Ideally objective SMART goals will be available. This assessment shall include the President’s input on achievement of the goals

The Executive Committee should then reach a consensus regarding both performance and compensation and bring its recommendation to the Board.

Steps in this process are led by the CDISC Board Chairperson and transpire relative to the

October Board meeting through end of year with ultimate delivery in January of the next year:

**Gather Information:**

- Executive session October Board meeting (general feedback solicited – no decisions)
- Chairperson meets with individuals on CDISC leadership team to gather feedback (after October Board meeting)

**Executive Committee Recommendation:**

- In mid-November CDISC CEO writes a one-page self-assessment vs. yearly objectives and submits it to Chairperson
- Chairperson synthesizes information and leads discussion at Executive Committee meeting resulting in a joint EC recommendation regarding compensation and key messages to be delivered to CEO (Before December Board meeting)

**Board alignment:**

- Executive session December Board meeting (full Board alignment on compensation & key messages regarding performance)
- If full Board cannot align, Board chairperson makes the final decision

**Delivery:**

- By end of January and after final previous year financials have been finalized, chairperson delivers performance review and compensation decision to CDISC CEO

#### 4 Authorization

This document has been approved and is in effect on this date:

Name	CDISC Board of Directors
Date	December 2025