



Compensation Resources®

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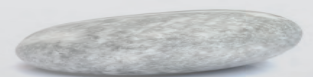
Compensation is a Philosophy, a Strategy, and a Solution

To stay highly competitive you need compensation solutions that help you attract, retain, and reward the caliber of employees who best support your business.

Since 1989 **Compensation Resources, Inc. (CRI)** has specialized in helping companies like yours achieve their goals by providing unique, comprehensive Compensation and Human Resource Consulting with a three-prong approach.

- As **FACILITATOR**, we help clients to identify what they wish to achieve through their compensation programs.
- As **EDUCATOR**, we provide an expert, comprehensive understanding of issues and alternatives and how they affect the company's market competitiveness.
- As **PARTNER**, we help clients maximize their resources to most effectively use and successfully implement programs we help them develop.

Our firm is large enough to get the job done efficiently, yet small enough to take a personal and professional interest in your company and your business goals.





Who We Serve

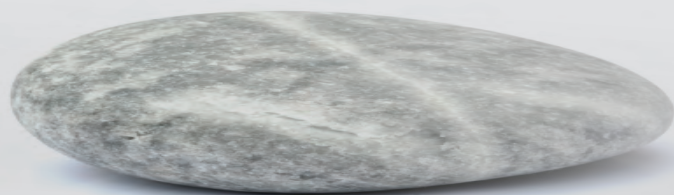
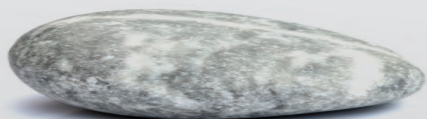
- Privately-owned companies
- Publicly-held small and mid-cap companies
- Not-for-profit organizations

What We Can Do for You

- Design, develop and implement compensation programs that help you achieve your business goals
- Offer creative and realistic solutions through practical program development
- Encourage competitive and motivational approaches to compensation

Our Methods

- We listen to your objectives
- We take the time to understand your organization, business strategy, mission, and culture
- We develop strategic programs that attract, retain, and reward outstanding talent
- We provide sound business advice with resourcefulness and professional accountability



Our approach is simple, our results are comprehensive.

Areas of Practice

Executive Compensation

Focused on senior levels of your organization

Today's shareholders demand a stronger correlation between executive performance, pay, and increased shareholder value. Properly structured executive pay packages, comprised of base salary, variable compensation, and deferred compensation, will help an organization achieve the basic objectives of compensation - to attract, retain, focus, and motivate employees - and satisfy the stakeholders.

CRI's Executive Compensation services include:

- Executive compensation and benefits reviews
- Total compensation and reward strategies
- Short-term, long-term, and performance-based incentive plans
- Executive stock option and equity plans
- Non-qualified deferred compensation plans
- Executive employment, severance, and change of control agreements
- Supplemental executive retirement plans and benefits
- Intermediate Sanctions

As a philosophy, compensation should reflect the company's culture, business strategy and belief in its most valuable asset - its employees.

Board Member Compensation

Addressing the needs of your organization's outside advisors

As a result of Sarbanes-Oxley legislation and SEC changes to Proxy Disclosure Rules, Boards, Committees, and Top Management are searching for the right answer for their compensation programs. Today, there is a large spotlight on good governance. **CRI** can assist the Board by ensuring that the plans they develop today do not become problems tomorrow.

A properly structured Board compensation package can provide Board members with pay that creates an effective link between themselves, executives, and stakeholders.

CRI's Board Member Compensation services include:

- Board of Directors' compensation reviews
- Total compensation plan development
- Board of Directors' equity plans
- Board/Compensation Committee advisory services
- Compensation Discussion and Analysis preparation
- Ad-hoc consulting and education



Base Pay Management

The fundamental building block of the total compensation package

Base pay sets the levels of most of the other major components of compensation, such as incentive awards and benefits.

Establishing base pay levels for employees begins by determining a compensation philosophy that is linked to the human resources and business strategies of the organization. **CRI** designs base pay management programs by using a systematic process for developing solutions that are best suited to your needs.

CRI's Base Pay Management services include:

- Assessment
- Benchmark studies
- Analysis and interpretation
- Design
- Documentation
- Ongoing support

Performance Management

The tools a company uses to measure and motivate employee contributions

In order to create a pay-for-performance culture, a company must be able to consistently define appropriate performance goals and measure them effectively.

CRI's Performance Management services include:

- Performance appraisal tools and forms
- Goal-setting training and critique
- Management training and education



As a strategy, compensation helps define a company's direction for success - success of its business and success of its employees.

Incentive Compensation

Incentive pay that rewards employees based on performance against established goals and objectives

Variable Compensation

Offering variable or at-risk pay enables companies to motivate performance and achieve their goals, while providing employees with additional compensation based on their contributions to these goals

CRI's Variable Compensation services include:

- Annual incentive plans
- Broad-based equity plans
- Non-cash reward programs
- Employee stock purchase plans
- Group/team based incentives
- Employee stock ownership plans
- Retention plans

Sales Compensation

Compensation that enables the organization to focus sales activities towards desired results, motivate increased sales, and reward these outcomes with compensation tied directly to performance

CRI's Sales Compensation services enable a company to:

- Clearly define sales goals that are realistic but challenging
- Track and measure performance against goals
- Reward achievement with competitive and motivational compensation

Litigation Support

Compensation programs are often closely scrutinized by the Internal Revenue Service, other regulatory and government agencies, shareholders and stakeholders, and, ultimately, the judicial system

CRI's Litigation Support practice covers a broad range of compensation and related human resource issues and areas, including:

- Unreasonable and excessive executive compensation
- Intermediate Sanctions reviews
- Sales compensation issues
- Job availability, earnings potential, and competitive market value of positions
- Discriminatory compensation practices
- Minority shareholder and derivative complaints
- Compensation violation of FAR by government contractors
- Marital dissolutions
- Employment and change-of-control agreements




Designing a Plan

To ensure your compensation program is well-received by your employees and serves as a source of motivation, it must be easily understood and have a high level of credibility.

CRI helps you accomplish this by implementing a program that:

- Provides you with flexibility for your changing business needs
- Offers a direct link to your company's strategic business goals and its human resource philosophy
- Includes frequent communication to employees
- Considers internal and external factors
- Is consistent with the organization's administrative capabilities
- Provides tools for monitoring effectiveness

As a solution, sound compensation programs help a company achieve the four main objectives of compensation: Attract, Retain, Focus, and Motivate.



CRI's expertise in knowing what to look for, and which questions to ask, ensures a thorough understanding of which factors in your industry, and specifically in your company, are the critical ones. By taking the time to understand your company, we are able to more effectively design compensation programs that successfully meet your business objectives.

CRI's nine-step process:

1. Prepare a work plan covering approach, timetable, and deliverables
2. Conduct a thorough investigation and analysis
3. Identify resources and collect data
4. Clarify your compensation strategy (as it relates to your business plan)
5. Design an appropriate "best fit" plan
6. Test and model assumptions
7. Prepare and review findings and recommendations
8. Assist in program implementation, communication, and training
9. Provide ongoing program support and follow-up

How We Measure Our Success

By putting service before self

By providing excellence in all we do

By continuing our relationships with our clients

We accomplish these values by being recognized as a solid player in the consulting field and by remaining a cost-effective, long-term resource to our clients.

CRI's industries of expertise:

- Banking & Finance
- Biotechnology & Pharmaceutical
- Business & Professional Services
- Credit Union
- Education
- Financial Services
- Government
- Healthcare & Social Services
- High Technology
- Hospitality
- Manufacturing
- Not-For-Profit
- Public Works & Utilities
- Publishing & Broadcasting
- Real Estate
- Retail/Wholesale/Distribution
- Telecommunications
- Transportation



Our broad range of experience will help take your business to the next level.



Our Mission

To be a trusted advisor to clients by providing high value
and creative solutions that enhance their ability
to attract, retain, focus, and motivate their people
using compensation as a tool.



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Contact Information

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Compensation & Human Resource Consulting Services



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