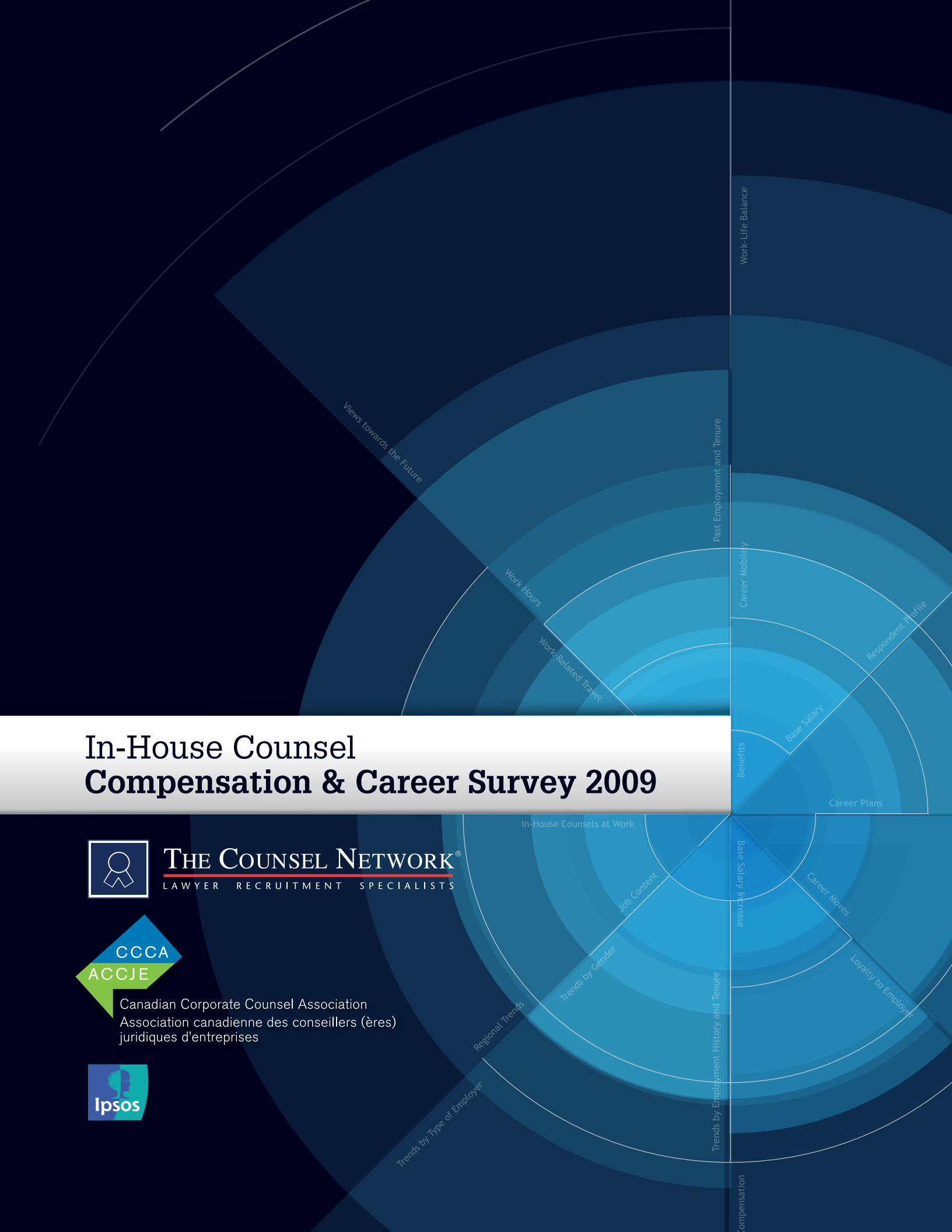
In-House Counsel
Compensation & Career Survey 2009



THE COUNSEL NETWORK®
LAWYER RECRUITMENT SPECIALISTS

CCCA
ACCJE
Canadian Corporate Counsel Association
Association canadienne des conseillers (ères) juridiques d'entreprises

Ipsos

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Background

Ipsos Reid was commissioned by The Counsel Network® to conduct the In-House Counsel Compensation & Career Survey in collaboration with The Canadian Corporate Counsel Association (CCCA).

The main purpose of this study was to report and benchmark compensation-related topics of Canada's in-house counsel community. The survey asked over 50 questions which covered the following topics:

- Demographic data
  - Location, Industry, Tenure, Experience, Age, Managerial Responsibilities
- Compensation
  - Base Salary and increase in the past / current fiscal year
  - Short-Term Compensation - Bonuses
  - Long-Term Compensation - Stock Options
  - Benefits
- Satisfaction with the various components of the compensation package
- Hours of work; balance between private and professional life
- Confidence in the future
- Satisfaction with career mobility

Methodology

Survey invitations were sent via e-mail by Ipsos to over 8,000 in-house counsel on April 8, 2009. The survey was hosted online on Ipsos' secure server and was offered in both French and English. A total of 1095 completed surveys were received at the end of the fielding period on June 22, 2009.

Notes about the Report

This report is intended to be a tool for in-house counsel and human resource professionals to better understand the current compensation levels. In-house counsel may use these figures to benchmark salary, but attention must be given to the location, sector and seniority of the role, which are factors that create significant variations in compensation. In order to maintain anonymity in the results and to ensure that the data is robust, statistics are reported only for subgroups of 40 or more respondents. For base salary levels, the figures are rounded to the closest $500. If the sum of the subgroups does not add up to 100%, it is due to "don't know" and "no answer" which are not displayed on the graph. Several references are made to Ipsos' Build a Better Workplace Survey. This study was conducted online with a representative sample of 1,128 Canadian employees in June 2009 on a variety of topics.

Executive Summary

Results of the first in-house counsel compensation and career survey indicate that **scarce information was available in this area so far:**

- When asked about their compensation compared to other in-house counsel, close to 40% of respondents did not have a firm opinion.

In parallel, compensation is mentioned as the most important factor when it comes to making a career move, promotion and greater responsibility coming second and third.

The study provides valuable insight regarding in-house counsel career paths and responsibilities:

- On average, they have worked for 3 employers since they were called to the bar;
- 85% of them have worked in private practice;
- Close to 95% of in-house counsel work full-time;
- The average workweek is 47 hours, more than 75% of which is spent on "purely legal" activities.

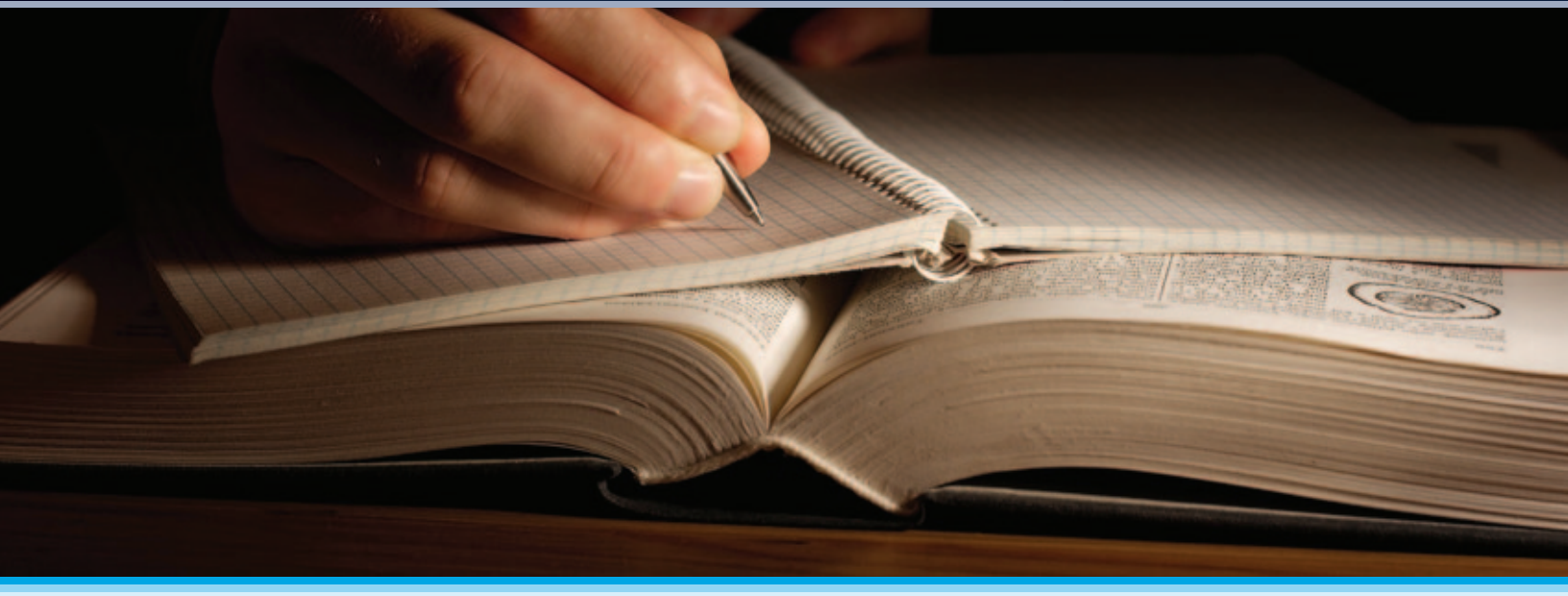
The average annual base salary for in-house counsel in Canada is $146,000.

One of the key findings of the study is that in-house counsel compensation levels are not homogeneous:

- Regional differences are significant (e.g. $43K gap between Ontario and Eastern Canada);
- Base salaries are higher in the private sector vs. public organizations (i.e. $32K gap between government and publicly-quoted companies);
- Variations by industry are registered as well (e.g. $30K gap between the Oil & Gas industry and the Telecommunications industry).

On average, female in-house counsel base salary is 19% lower than that of their male counterparts; note that women represent 60% of Counsel, but only 36% of General Counsel at the Executive level.

For a majority of in-house counsel, a threshold is reached after 10 years of tenure with their employer.



57% of in-house counsel are satisfied with their base salary: this score is comparable to the Ipsos' reference for Canadian managers.

As in all compensation studies, **the entire compensation package has to be taken into consideration:**

- It appears that the most comprehensive benefits packages are found in the public sector (esp. Crown companies);
- More than half of in-house counsel at the Executive level are eligible for stock options and their median bonus/incentive target amount represents 25% of their base salary.

In-house counsel satisfaction with benefit and incentive programs is higher than satisfaction with base salary (76% and 63% respectively); their satisfaction score concerning their benefit package is well above the Ipsos' reference for Canada.

Finally, the compensation and career survey was conducted in a **context of limited salary increases:**

- Approximately 25% of in-house counsel reported a salary increase of >5% in the past fiscal year compared to the current fiscal year, in which <10% reported an increase of 5% or more;
- Reported salary increases are nevertheless in line with those of managers and executives in Canada.

Respondent Profile

A total of 1095 in-house counsel participated in the survey from across Canada and a variety of sectors. Before using the survey results as benchmarks, it is important to consider the profile of the respondent base.

The majority of survey respondents came from Ontario, Alberta and British Columbia, particularly from the large metropolitan centres. This reflects the location of company headquarters and head offices, where in-house counsel are most likely to work.

Province and Region



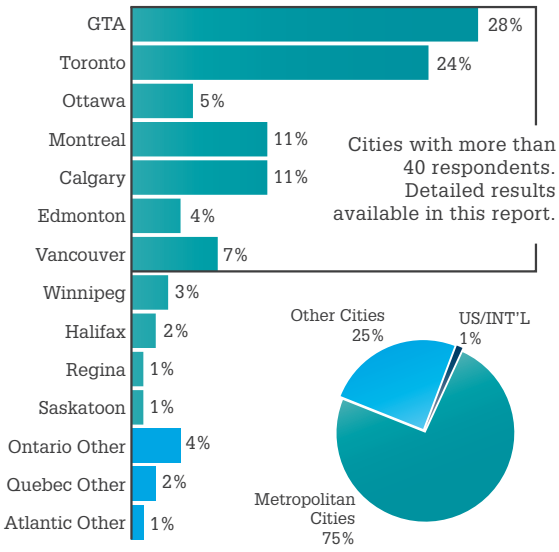
1095 Respondents Total

Province	BC	AB	SK	MB	ON	QC	NL	NB	NS
%	12	19	3	3	43	14	1	1	2

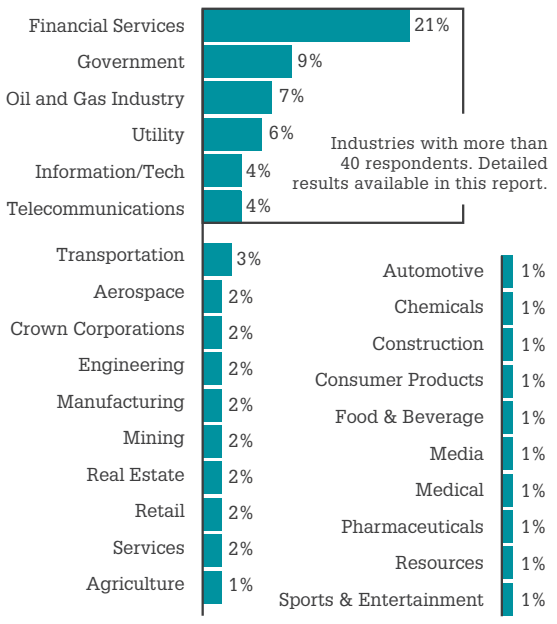
Regions	West	Central	ON	QC	East
%	31	6	43	14	4

Other	Territories	Outside Canada
%	1	1

Cities



Industry



Both private and public organizations are represented in this study. The sector most represented in the sample is Financial Services. In-house counsel are most prevalent in large organizations of 5,000 employees or more.

A wide variety of titles were mentioned by respondents, but in order to provide meaningful analysis, several of the categories were combined.

One third of the respondents classified themselves as "Counsel". The least mentioned titles are the Assistant and Associate General Counsel.

The three combined categories are as follows:

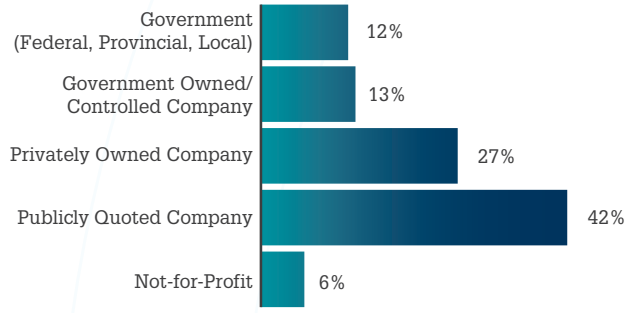
1) Assistant/Associate General Counsel (Assistant General Counsel and Associate General Counsel combined)

2) General Counsel at Director Level (Head of Legal at the Director level who reports to an E.V.P., e.g. C.O.O or C.F.O)

3) General Counsel at Executive Level (Chief Legal Officer who reports directly to C.E.O. or President)

Organization Type & Size

Organization Type



Organization Size

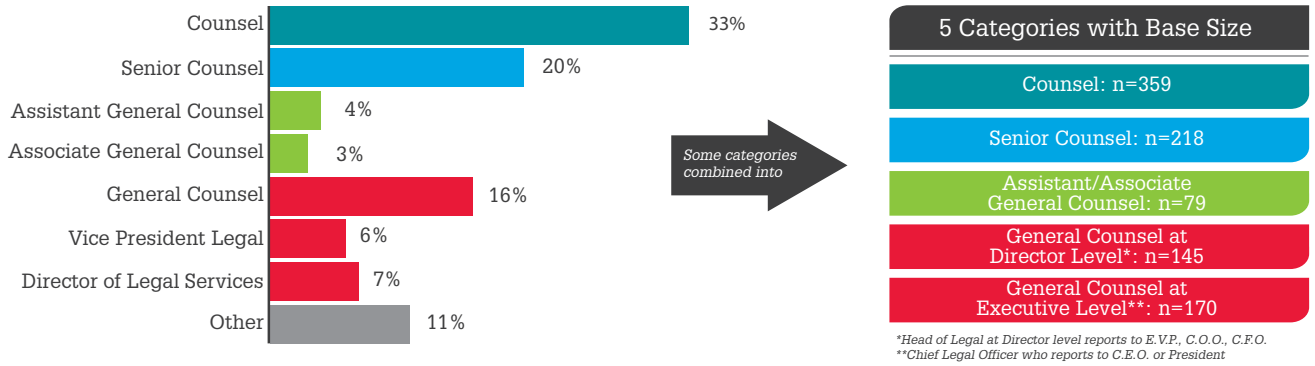


- Publicly quoted companies and organizations with staff of 5000+ employ the largest proportion of in-house counsel.

Respondent Profile
In-House Counsel Compensation & Career Survey

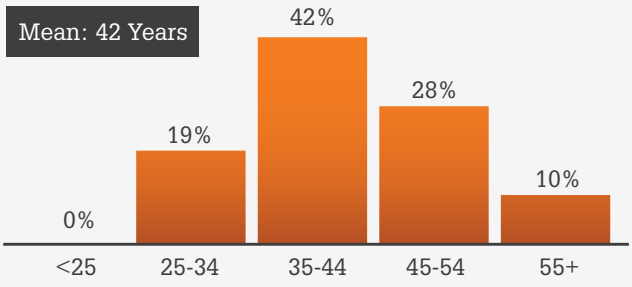
Title / Position

- Respondents held a variety of titles. 5 summary categories were created for analytical purposes.

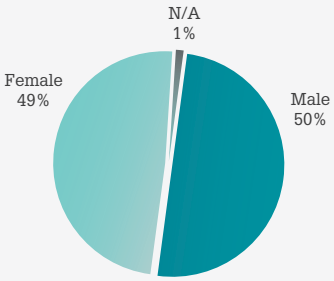


The average age of the in-house counsel surveyed is 42 years, with the mean age of men being slightly higher. The respondents are 50% male, 50% female.

Age



Gender

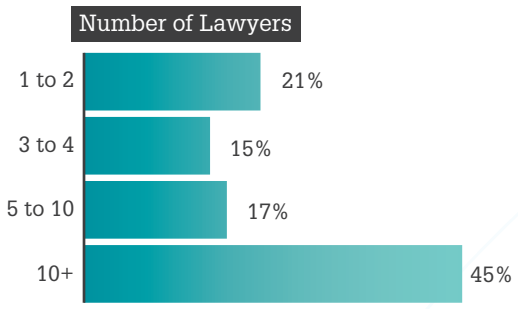


- 40% of the female respondents are currently in a Counsel position.
- Younger in-house counsel members tend to be in the Counsel role while older employees move towards the Senior Counsel and General Counsel roles.
- The mean age of males is 43.3 years versus 40.8 for females.

In-House Counsel at Work

The size of the legal department is relative to the company size as well as the industry. On average, in-house counsel work with about eight other lawyers.

Size of the Legal Department

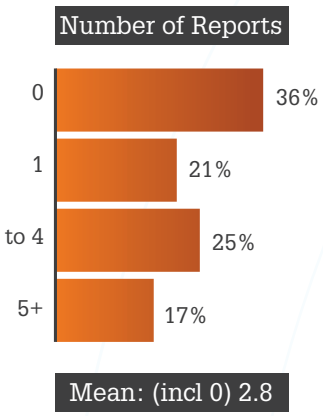


Median: 8.3

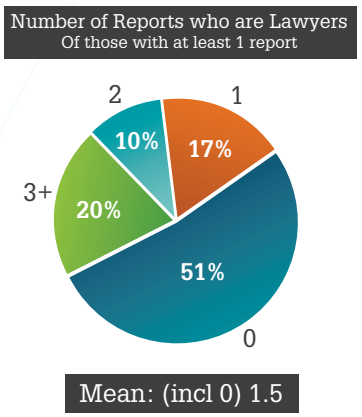
- Governmental organizations have the largest legal departments (19.8 lawyers), followed by publicly quoted companies (15.2 lawyers).
- Companies with more employees have a larger legal department.

As the seniority of the in-house counsel increases, so does the number of their direct reports.

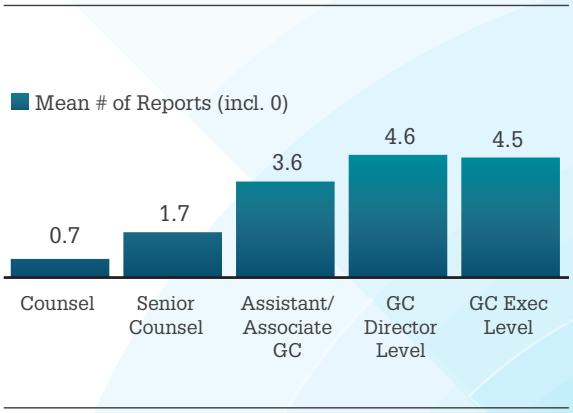
Reporting Structure



Mean: (incl 0) 2.8



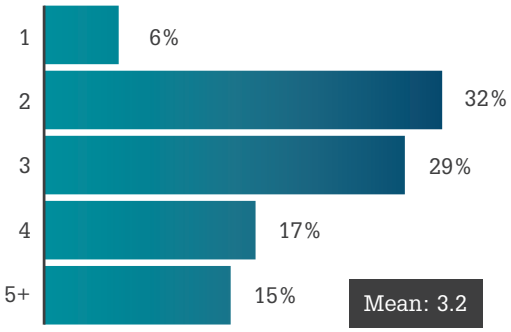
Mean: (incl 0) 1.5



Past Employment and Tenure

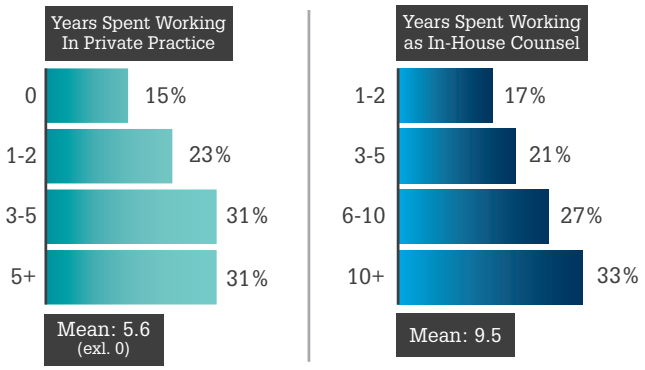
On average, in-house counsel worked for 3.2 different organizations since being called to the bar. In-house counsel working for the government or Crown corporations are much more likely to stay longer with their employer. In-house counsel spend an average of 5.6 years working in private practice, but since moving in-house, they tend to stay at their current placement for a longer time (9.5 years). In-house counsel in governmental organizations have a significantly longer tenure in-house, compared to all other industries.

Number of Employers Worked For



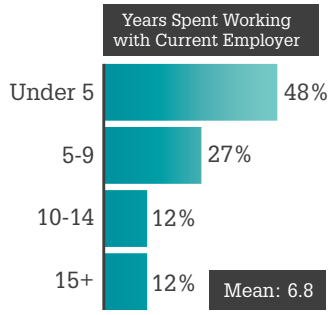
- On average, in-house counsel have worked for 3 employers.
- Those in the private sector have worked for significantly more employers in the past than Government/Crown owned companies.

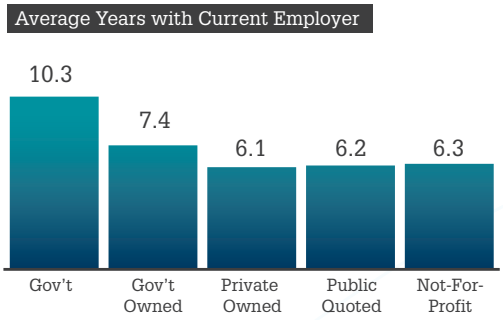
Tenure in Private Practice and In-House Counsel



- 85% of in-house counsel have worked in private practice.
- On average, their private practice experience is 5.6 years.
- In-house counsel in Central Canada and Quebec have more experience than other provinces working in private practice.
- Government and Telecom industry have the least experience in private practice.

Tenure with Current Employer



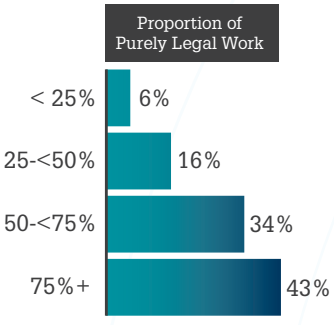


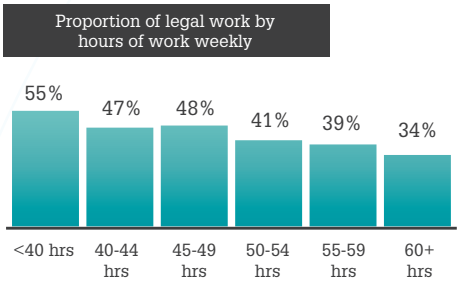
- In-house counsel in Government organizations have stayed with their current employers the longest by far compared to other industries.

Job Content

On average, in-house counsel spend about two-thirds of their time doing purely legal work. However, this varies by role. Counsel, Senior Counsel and Assistant/Associate General Counsel spend the largest majority of time doing legal work but as seniority increases, proportion of legal work generally decreases.

Proportion of Legal Work





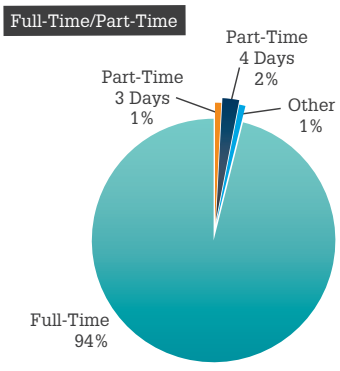
- In-house counsel in Government tend to spend the most time doing purely legal work, whereas counsel in Not-for-Profit organizations spend the least.
- 53% in large organizations (5000+ employees) spend over three quarters of their time doing legal work, verses less than 40% in smaller organizations.

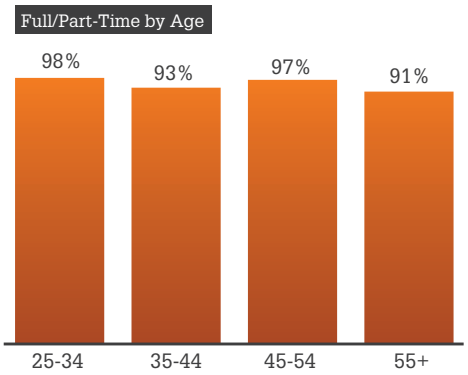


Work Hours

94% of in-house counsel work full-time. A higher incidence of full-time employees is found in the Financial/ Insurance industries, among male counsel and General Counsel.

Full-Time / Part-Time Work

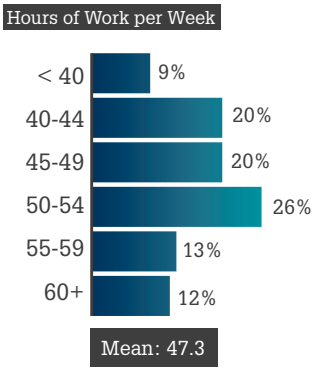


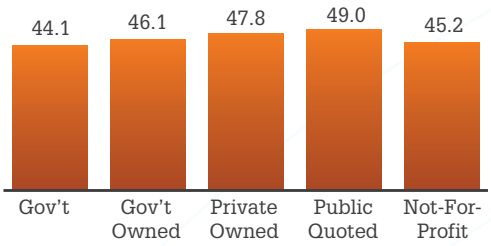


- There are no significant differences in full/part time by industry, but 99% of male lawyers work full-time compared to 91% of females.

On average, in-house counsel work 47.3 hours per week. This amount ranges from 44.5 hours among Counsel and 51.6 among the General Counsel who report directly to the CEO.

Hours of Work per Week

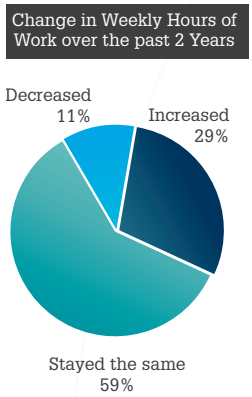


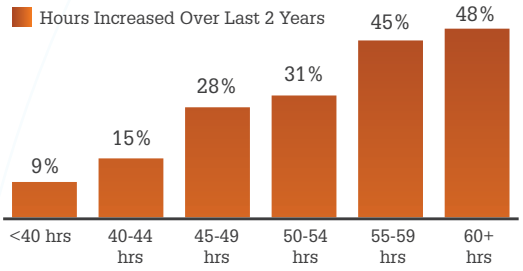


- Among the metropolitan cities, Toronto (48.7), Montreal (48.4) and Edmonton (48.2) in-house counsel work the longest hours.
- In-house counsel in the 45-54 age range work significantly more hours than those younger and older.

The number of hours worked seems to be moving towards either extreme. Over the past two years, more in-house counsel who are working less than 45 hours/week have experienced a decrease in work hours. On the other hand, in-house counsel working 55+ hours/week say that their work hours have increased in the last two years.

Change in Hours of Work per Week





- Work hours have not increased significantly for a particular city but they have decreased notably out West (25% vs. 11% nation-wide) whereas ON and QC have stayed the same.
- 31% of part-time in-house counsel experienced a decrease compared to only 11% of full-time in-house counsel.

Work-Life Balance

Long working hours are associated with a lower than average satisfaction with work-life balance. 91% of in-house counsel working 40-44 hours per week are satisfied with their work-life balance, compared to only 41% of those who work more than 60 hours per week.

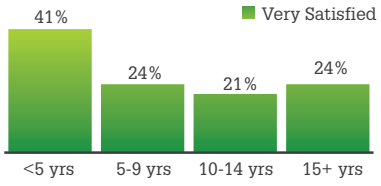
There are also other demographic factors that come into play in terms of work-life balance. Female lawyers (18%) are slightly more dissatisfied with the balance than male lawyers (12%). 84% of in-house counsel under the age of 35 are satisfied with work-life balance, compared to less than 75% of their older colleagues.

In terms of tenure, there is a "honeymoon effect" where new employees of <5 years are significantly more satisfied than those with 5-14 years with their employer. However at 15 years, satisfaction does increase slightly again.

Satisfaction with Work-Life Balance

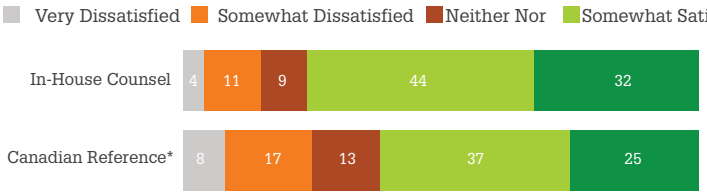
By Tenure

- The satisfaction with work-life balance is quite similar across sector
- In-house counsel in Quebec and Central Canada are least satisfied with their work-life balance



When compared to Canadian executives and managers in general, in-house counsel are in fact more satisfied with their work-life balance than the reference.

Satisfaction with Work-Life Balance



Source = Ipsos' Build a Better Workplace Survey. June 2009

- Satisfaction with work-life balance is rather high among in-house counsel: 3 respondents out of 4 are very or somewhat satisfied in this regard.
- The satisfaction of in-house counsel is higher than Ipsos' 62% reference score for Canadian executives and managers.

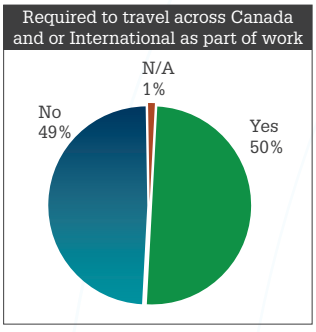


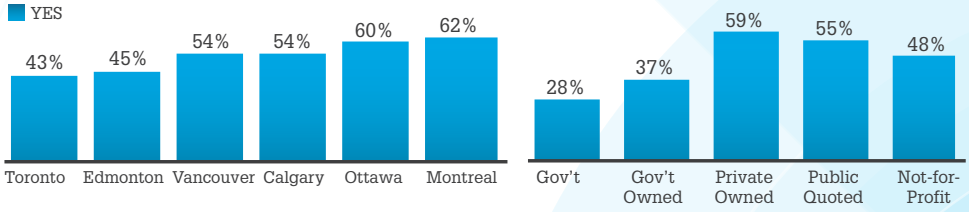
Work-Related Travel

About half of the in-house counsel surveyed are required to travel within or outside Canada as part of their work. However, the frequency is not very standard: 8% travel twice per month, 11% travel once a month, 75% travel between 2-11 times a year and 6% travel once a year.

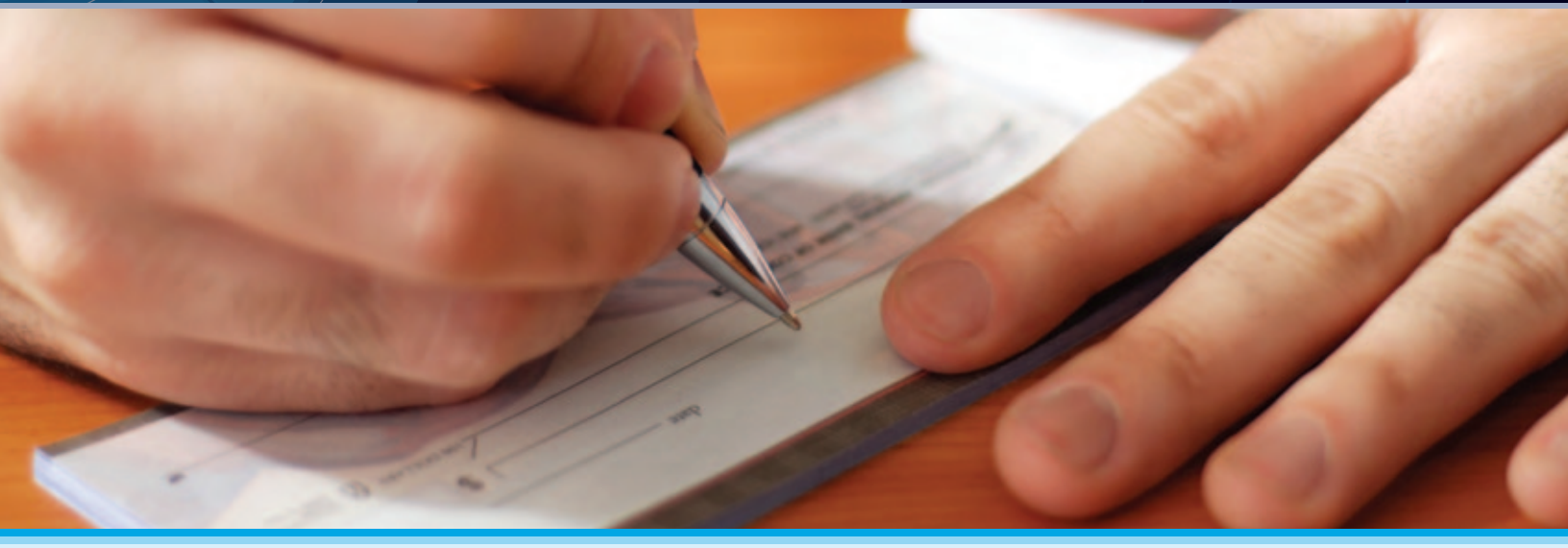
Travel is more common among senior levels of in-house counsel – Assistant/Associate General Counsel and above.

National/International Travel



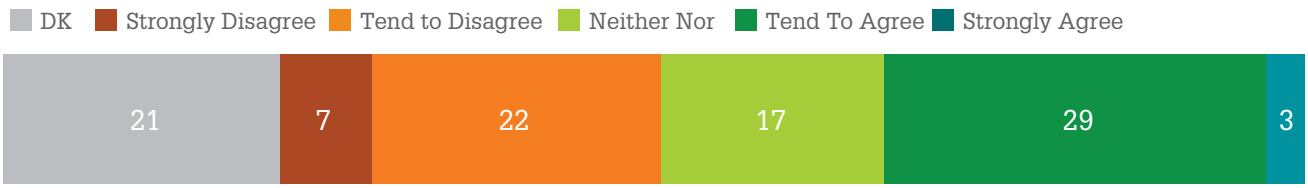


- In-house counsel who are required to travel are not as satisfied with their work-life balance as those who do not have to travel.



General Trends in In-House Counsel Compensation

When asked whether they knew if their compensation levels were comparable to others, 17% of in-house counsel replied neither comparable/incomparable and 21% of respondents simply did not know. This illustrates the lack of knowledge that counsel at all levels have regarding marketplace standards for compensation. Across all industries, there is lack of knowledge of whether one's compensation is average or fair.

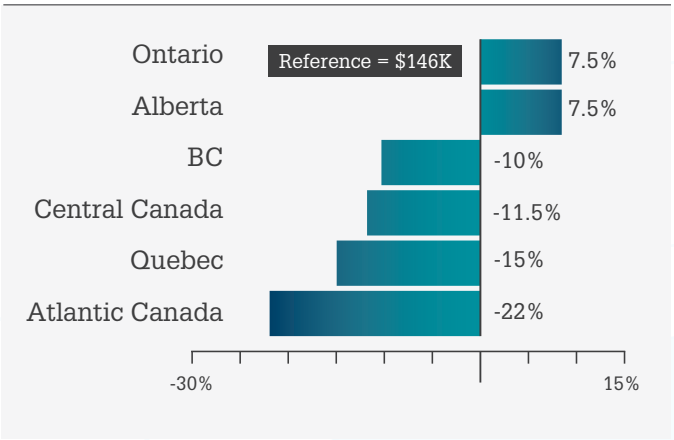


This section describes the trends and averages in compensation among all respondents as well as subgroups of respondents. However, if seeking to use these figures to compare and benchmark compensation, it is important to consider the appropriate subgroup for comparison as there are large discrepancies depending on region, industry, etc.

Base Salary

The national average base salary among in-house counsel is $146,000 annually. There are significant regional differences with Atlantic provinces being the lowest and Ontario/Alberta being the highest.

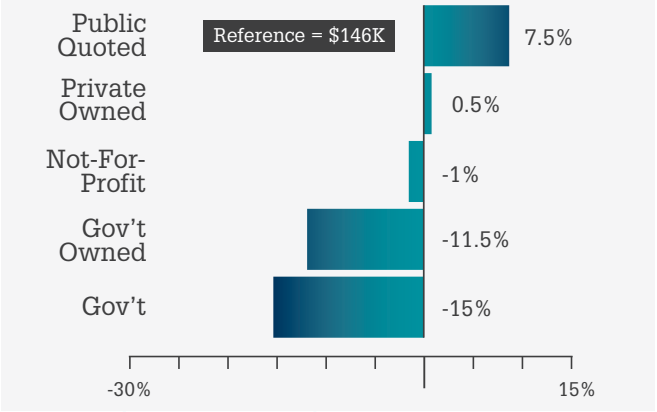
National Average Base Salary



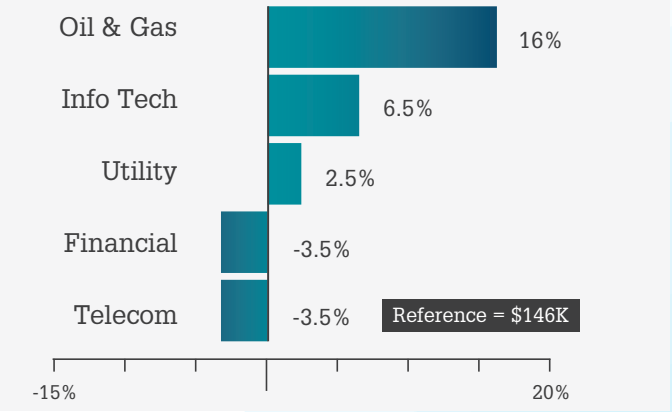
Among private companies, the highest paying are the Oil & Gas companies.

Salaries also differ greatly between private and public organizations.

National Average Base Salary

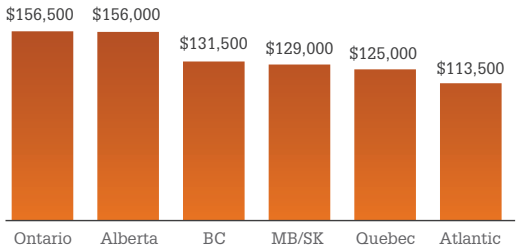


National Average Base Salary



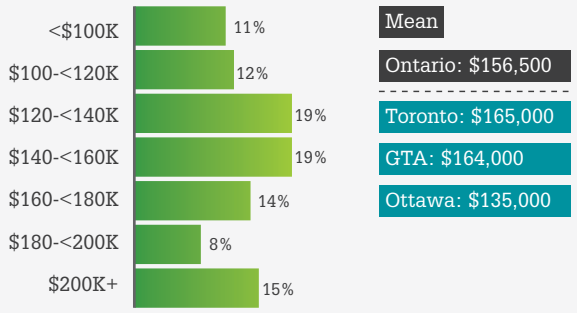
Regional Trends

- The provinces where salaries are the highest are Ontario and Alberta, $156,500 and $156,000 respectively;
- In BC, the average in-house counsel salary is $131,500;
- In Central Canada, results are comparable to BC at $129,000;
- Quebec is 15% below the national average at $125,000;
- The average salary in Atlantic Canada is $113,500.

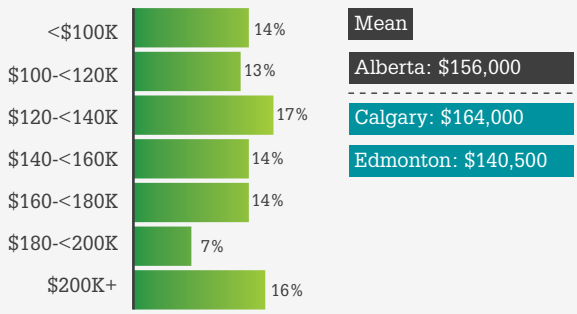


More detail regarding the distribution of compensation among provinces is as follows. In general, in-house counsel working in the major cities have a higher base salary compared to those in outer cities.

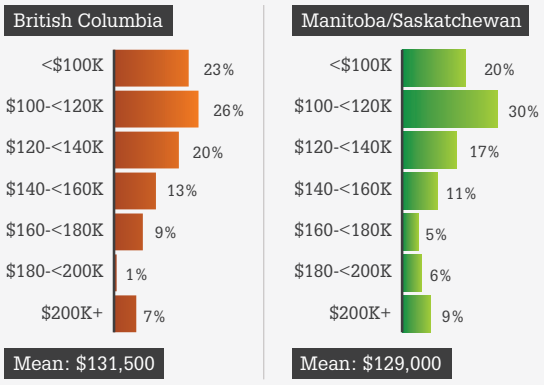
Distribution of Base Salary in Ontario



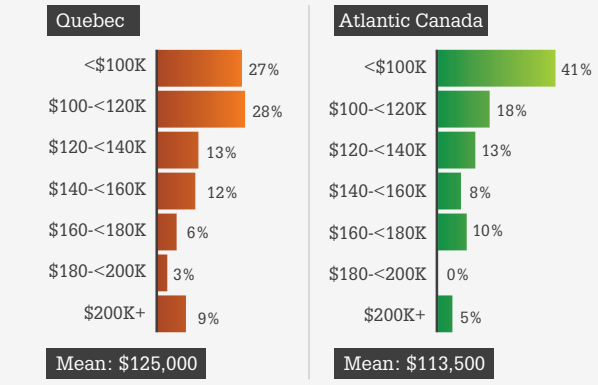
Distribution of Base Salary in Alberta



Distribution of Base Salary in BC & Central Canada



Distribution of Base Salary in Quebec & Atlantic Canada

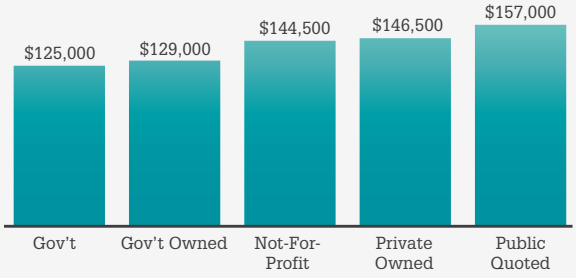


Trends by Type of Employer

The average base salary of in-house counsel in private companies is significantly higher than those of government or Crown corporations.

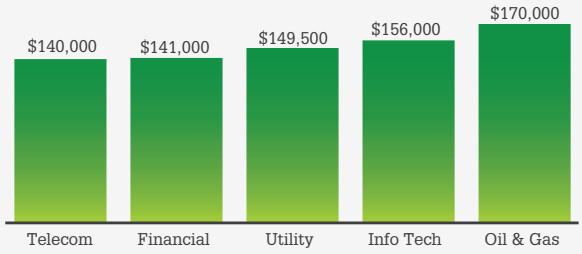
Trends by Type of Organization

- Average base salaries are significantly lower in the public sector.



Trends by Industry

- There are significant differences in average base salaries by industry



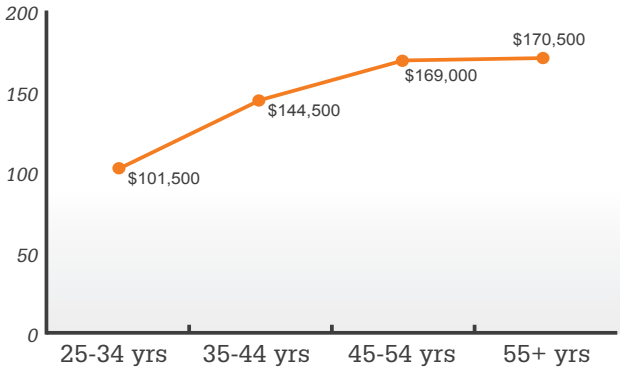
Trends by Employment History and Tenure

Another impactful factor is the number of years spent in private practice prior to going in-house. On average, there is a $9,000 difference in base salary between in-house counsel who have worked in private practice and those who have not. However, one has to have had at least three years of private practice work experience for their salary to be greater than those who have always worked in-house.

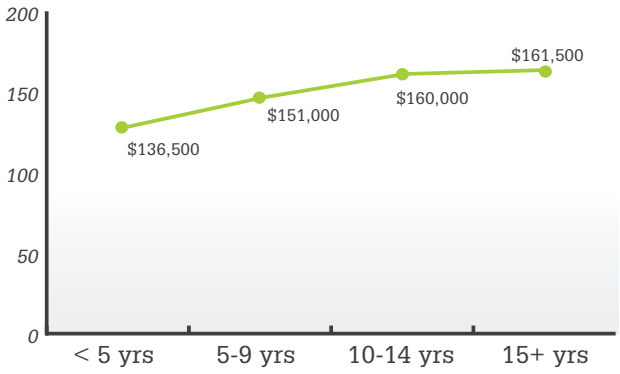
Number of Years in Private Practice	Average Base Salary
None	$138,500
1-2 Years	$128,500
3-5 Years	$143,000
5+ Years	$166,000

There is a general pattern of higher age to higher salary. The same pattern exists for salary and tenure with one's current employer, but in that case, the increase levels off after 10 years at the same organization.

Trends by Age



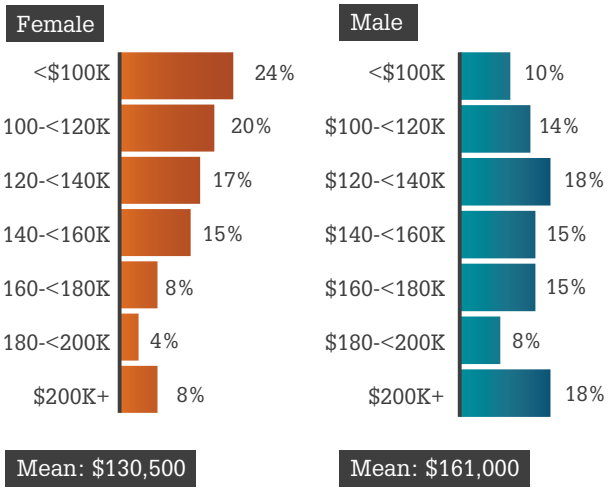
Trends by Tenure with Employer



Trends by Gender

On average, the salary of female in-house counsel is 19% lower than that of male in-house counsel. Although there is a discrepancy between the averages, it is important to note that in the respondent sample, 40% of female in-house counsel are in Counsel roles compared to only 26% of males. And 20% of males occupy General Counsel roles compared to only 12% of females. The average tenure of male in-house counsel is also longer than that of females. Therefore, the gap in base salaries between males and females mostly reflects differences in roles and responsibilities.

Trends by Gender



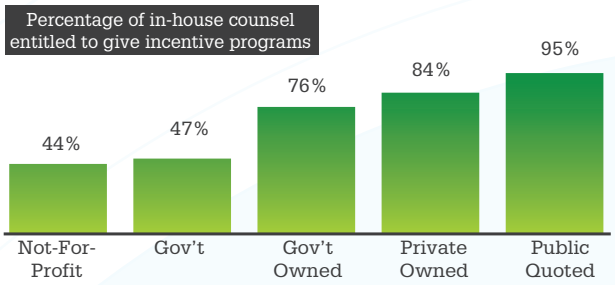
Short and Long-Term Incentive Programs

It is important to consider not only the base salary when thinking about compensation levels, but also incentive programs and bonuses. Benefits are also part of the compensation package to be considered and will be covered in a later section.

80% of in-house counsel are eligible for a bonus/ incentive program. Those with the title "Counsel" are significantly less likely to be eligible for incentives compared to all other levels. Also, large organizations (with 1,000+ employees) are more likely to offer bonus/incentive programs to their in-house counsel.

Incentive Programs

- Availability of incentive programs is dependent on the type of employer.



For close to 90% of in-house counsel, the bonus/incentive program is based on individual performance and corporate performance. It is more common for General Counsel at the Director level (who report to E.V.P., C.O.O., C.F.O.) to have their performance based on team performance as well, compared to other categories of in-house counsel.

The median target/bonus amount across all levels of seniority is 19.3% of the base salary. However, this ranges between 13.7% for Counsel and 24.8% for General Counsel at the Executive level. The group that has the highest targeted bonus amount also has the highest level of satisfaction with their bonus/incentive program (76% satisfied compared to 63% overall).

Private corporation in-house counsel are significantly more satisfied with their bonus/incentive program compared to those in government or Crown corporations.

Incentive Programs

Bonus Programs Based On...	% Yes
Individual Performance	90
Organizational Performance	89
Team Performance	49

In terms of stock options and long-term incentive plans, 40% of the in-house counsel surveyed are eligible. However, role is the key factor in terms of eligibility for such plans. 31% of Counsel are eligible for such plans whereas 52% of the General Counsel at the Director and Executive level are eligible.

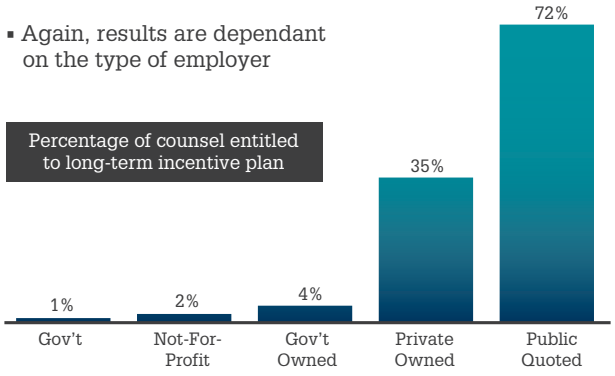
The eligibility for long-term incentives also varies widely by sector. Companies with fewer employees (<1,000) are also significantly less likely to offer long-term incentive plans.

Stock option plans are usually restricted stock plans. There is no significant difference in type of stock option between different seniority levels or sectors.

It is common practice to have a waiting period to exercise stock options. 74% of in-house counsel have a wait period of 1 to 5 years.

Stock Options & Long-Term Incentive Plans

- Again, results are dependant on the type of employer



Type of Plan	%Yes
Restricted Stock Plan	57
Performance Share Plan	31
Share Appreciation Rights	21
Phantom Share Plan	14



Benefits

Nearly all in-house counsel have medical and dental coverage and disability/life insurance. However, car allowance and executive health plans are more exclusive to more senior in-house counsel. Large organizations (1,000+ employees) are more likely to offer retirement plans, health care beyond retirement and Employee Assistance Programs to employees compared to smaller organizations. There are no regional patterns in different benefits offered.

Benefits Package

- At the top of the list are benefits that are more widely offered
- At the bottom of the list are benefits available to less than 1 out of 3 respondents

It is mostly executives who have these benefits

Included in Benefits Package	% Yes
Medical/Dental Coverage	97
Disability/Life Insurance	94
Retirement Plan	85
EAP	85
Paramedical Coverage	75
Health Care Beyond Retirement	32
Executive Health Plan	25
Car/Car Allowance	21

Benefits Package

- The most comprehensive benefits packages are found in the public sector, especially government owned companies

Included in Benefits Package % Yes	Gov't	Gov't Owned	Not-For-Profit	Private Owned	Public Quoted
Medical/Dental Coverage	99	97	97	96	98
Disability/Life Insurance	96	97	90	91	95
Retirement Plan	97	95	86	74	79
EAP	90	91	84	77	88
Paramedical Coverage	70	85	73	72	77
Health Care Beyond Retirement	53	53	24	21	29
Executive Health Plan	19	31	19	29	25
Car/Car Allowance	12	14	24	27	21

Benefits Package

- The following benefits having to do with work-life balance are available to less than 2 out of 5 respondents

Included in Benefits Package	% Yes
Flex Time	38
Top up for Maternity Leave	37
Extended Parental Leave	37
Sabbaticals	14

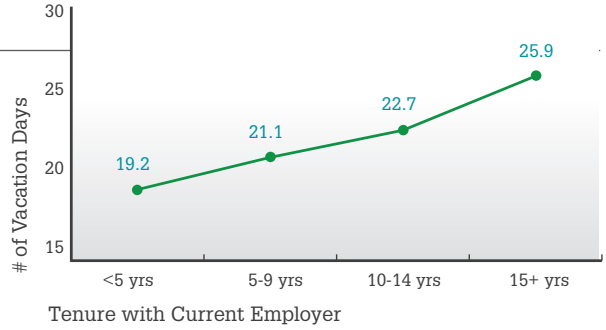
Average Number of Flextime Days: 9.5

As noted earlier, work-life balance is a point of dissatisfaction for 15% of in-house counsel. Certain benefits can help to mitigate unbalance, such as flex time and leaves of absence, which 4 in 10 in-house counsel have access to. These benefits too are offered mostly to public sector in-house counsel.

The average number of vacation days is 20.9. There is no significant difference by type of employer or industry. Seniority plays a role, but the most significant factor is obviously the tenure of the in-house counsel. As length of service increase, so too do the number of vacation days.

Vacation Days

- The average number of vacation days is 20.9
- The number of days is based on length of service



Base Salary Increase

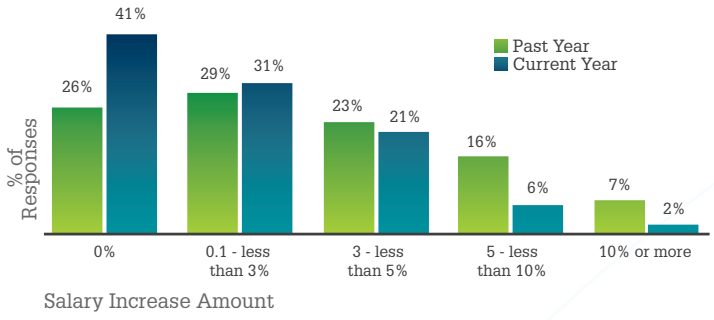
Opportunities to formally negotiate a salary increase are rare for half of the respondents. 48% declare that they "never have opportunities" to discuss a salary increase.

However, for 41% there is a formal discussion about compensation every year and for 3%, every 2 years. 7% of in-house counsel say that they can negotiate an increase anytime.

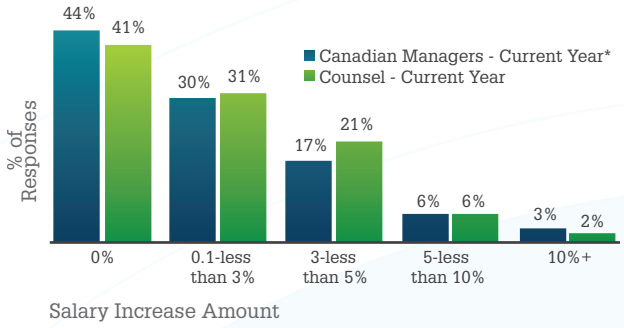
There is a significant decline in salary increases between the past and the current fiscal year. The proportion of in-house counsel with no salary increase jumped from 26% to 41%. The proportion of in-house counsel with a salary increase >5% dropped from 23% to 8%.

As illustrated hereafter, salary increases of in-house counsel are comparable to those of Canadian executives and managers, according to Ipsos' Build a Better Workplace Survey.

Base Salary Increase



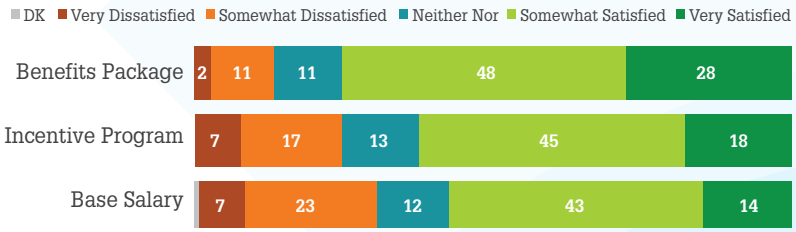
Base Salary Increase vs.Canadian Reference



Source = Ipsos' Build a Better Workplace Survey, June 2009

Satisfaction with Compensation

In-house counsel are most satisfied with their benefits (76%), followed by their incentive program (63%). 57% of them say that they are very or somewhat satisfied with their base salary.



73% and 76% of General Counsel at the Executive level are satisfied with their base salary and bonus/incentive programs respectively, compared to less than 65% for in-house counsel of lower seniority.

Across Canada, in-house counsel in Alberta are significantly more satisfied with their base salary (65%), compared to those in Toronto (54%) and Montreal (44%).

Satisfaction with bonuses is fairly even across the country.

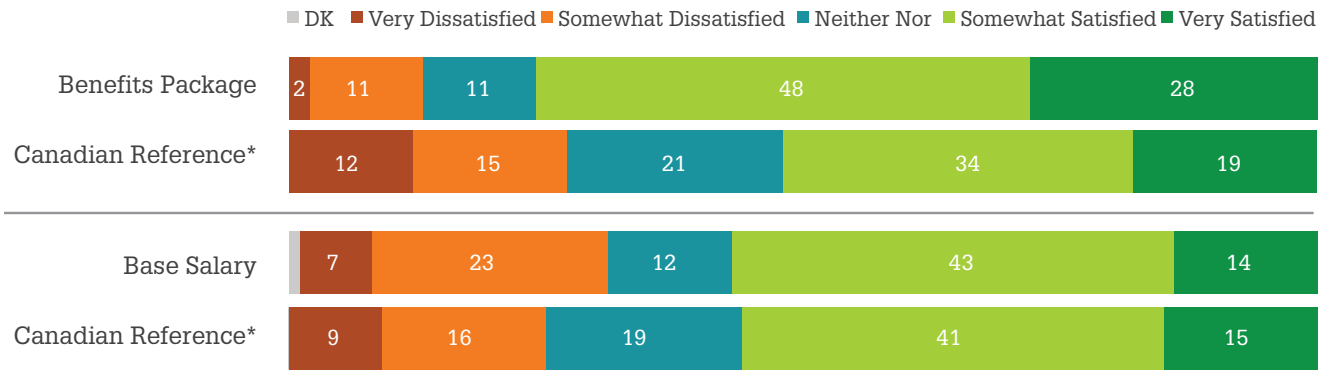
In-house counsel in Crown corporations are the most satisfied with their benefits but the least satisfied with their base salary. In-house counsel in Oil & Gas companies are the most satisfied with their base salary.

% Satisfied	Gov't	Gov't Owned	Not-For-Profit	Private Owned	Public Quoted
Benefits Package	83	89	78	74	71
Incentive Program	54	54	61	68	64
Base Salary	59	45	63	62	57

Compared to Ipsos' benchmarks for Canadian managers and executives, the satisfaction of in-house counsel with base salary is in line with the reference (57% vs. 56%).

However, satisfaction with the benefits package is significantly higher among in-house counsel than the Canadian manager reference.

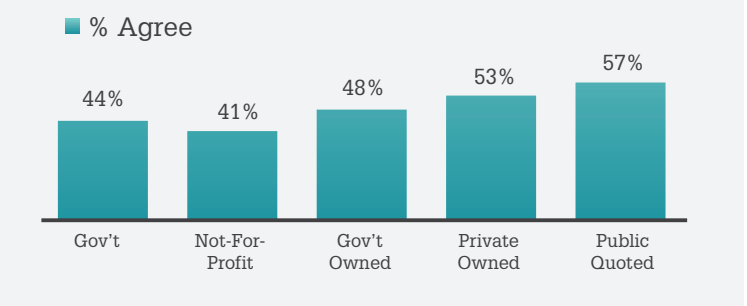
Satisfaction with Compensation vs. Reference



**Source = Ipsos' Build a Better Workplace Survey, June 2009*

When asked to evaluate whether their compensation package (salary and bonuses) reflects their performance, 41% of in-house counsel agree and 10% strongly agree that what they receive is fair.

How Compensation Reflects Performance

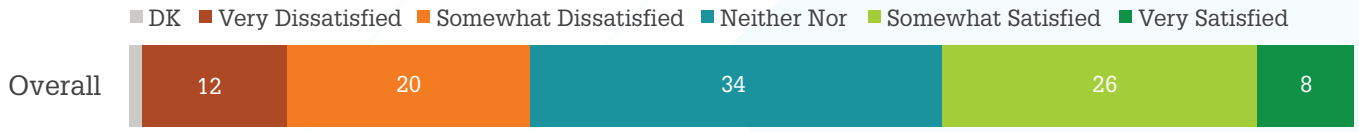




Career Mobility & Loyalty to Employer

One out of three in-house counsel is satisfied with their career mobility. The lowest satisfaction scores are found in non-profit organizations. Highest scores are found in the Info Tech / Oil & Gas sectors.

Satisfaction with Career Mobility



There is a significant drop in satisfaction after 5 years of tenure (from 38% for <5 years with current employer to 29% for 5-9 years with employer). This trend is typical when it comes to career opportunities.

Career Plans

Half of the survey respondents see themselves in the same role in the coming 2 years.

- 17% would like to have another role within the same organization
- 16% don't know
- 15% plan to work for another employer
- And 5% plan to pursue other objectives (retirement, sabbatical, private practice…)

As expected, the proportion of in-house counsel who will consider working for another organization is lower in the public sector (i.e. under 10%). In-house counsel in the Utilities and Oil & Gas sectors are also less likely to consider working in a different organization, compared to more than 20% in Telecommunications and Info Tech.

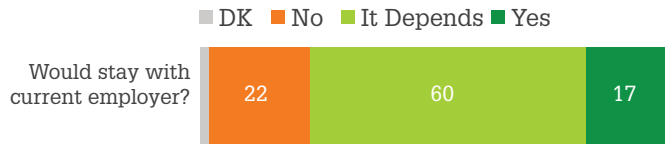
Loyalty to Employer

When asked if they would stay with their current employer if they were offered a comparable role with higher pay elsewhere, three out of five in-house counsel answer "it depends".

Senior Counsel are the most inclined to leave (28%). However, the most loyal categories of in-house counsel are:

- 55+ of age (27% would stay vs. 17% on average)
- 10+ years of tenure (23%)

Loyalty to Employer



Career Moves

For the 60% of in-house counsel who could potentially leave their current employer, "hesitating counsel," expectations in terms of salary increase if they accept another position are the following:

Expected Salary Increase	%
1% to less than 5%	2
5% to less than 10%	7
10% to less than 15%	21
15% to less than 20%	25
20% to less than 25%	21
25% or more	23

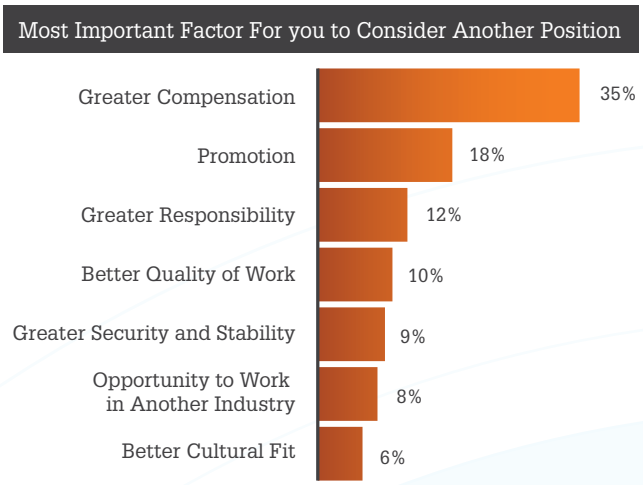
Executives and in-house counsel with the longest tenure express the highest expectations.

60% of General Counsel at Executive level expect an increase of more than 20% compared to only 38% of Counsel.

There are many reasons that would cause in-house counsel to consider another position. The most important factor by far is "greater compensation".

- Compensation is of greater importance to in-house counsel working in the public sector than to those working in corporations;
- Better quality of work is more important to women than to men, but still 20 percentage points behind the importance of compensation;
- The factors of greater responsibility, security and stability are of more importance to General Counsel at the Director and Executive levels than the lower seniority in-house counsel;
- On the other hand, Counsel, Senior Counsel, and Assistant/Associate General Counsel put greater importance on promotion.

Factors for Career Move



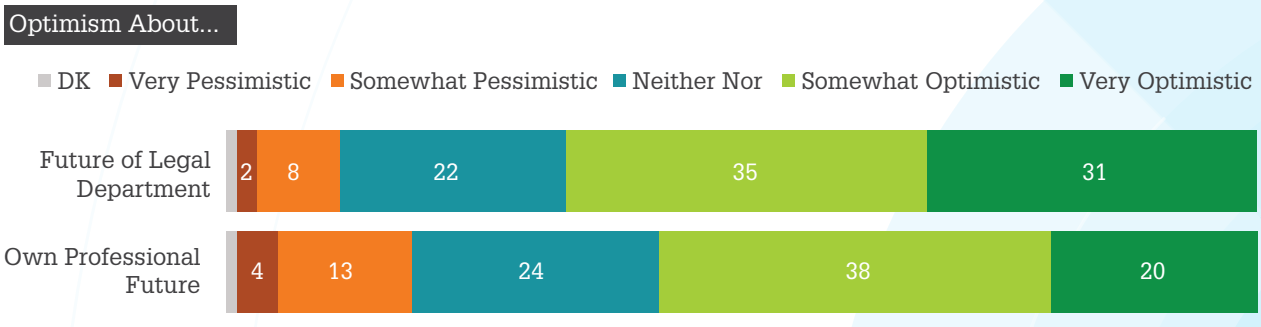
Views Towards the Future

Anxiety about the future is limited among in-house counsel across industries – less than two in ten are pessimistic about the future of their legal department and their own professional future.

Still, a significant proportion of them can be regarded as "fence sitters" – neither optimistic nor pessimistic.

Senior Counsel are the most pessimistic concerning their future within their organization (22% vs. 17%).

Views Towards the Future



Reading the Detailed Compensation Results

The in-house counsel community field spans a wide range of industries and job descriptions.

There are several things to note when benchmarking salaries to the results in this section:

- There may not be an exact match between the five positions presented here and one's current job title. However, the profile statistics of each position can determine whether a reasonable comparison can be made;
- The results for each of the five positions are an aggregation of all regions and industries. There are notable differences in compensation depending on location and industry, so please refer to the "General Trends in In-House Counsel Compensation" section for further details.

Overall, these statistics are not intended to be viewed as absolute, but rather in conjunction with the rest of the variables in this report.

Summary of Compensation Package by Position

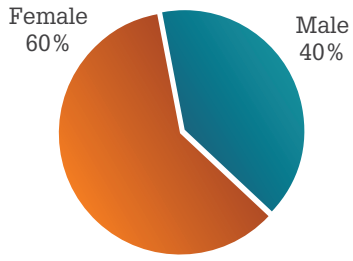
% Satisfied	Average Base Salary	Average Years in Practice	Average Work Week (Hours)	Travel Required for Work	Bonus/ Incentive Target Amount	Eligible for Stock Options/ LT Incentives	Car Allowance Included in Benefits
Counsel	$113,000	9.7	44.5	39%	13.7	31%	9%
Senior Counsel	$142,500	16.5	48	41%	19.4	42%	10%
Assistant/Associate Counsel	$162,000	17.2	48.9	56%	20.5	46%	20%
General Counsel @ Director Level*	$166,500	17.6	49.5	60%	24.3	52%	37%
General Counsel @ Exec. Level**	$204,000	19	51.6	71%	24.8	52%	45%

**Head of Legal at Director level reports to E.V.P, C.O.O., C.F.O.*
***Chief Legal Officer who reports directly to C.E.O. or President*

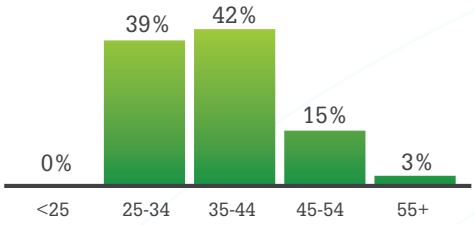
Position: **Counsel**

Profile

Gender



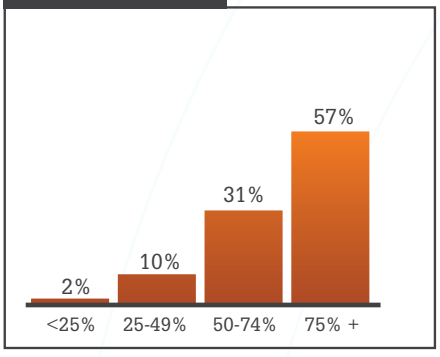
Age



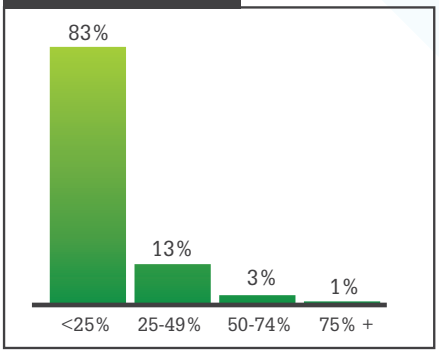
Number of Years in Private Practice	Average Number of Years as In-House Counsel	Average Number of Practice Years	Average Number of Employers Worked for
3.7	5.6	9.7	2.8

Work

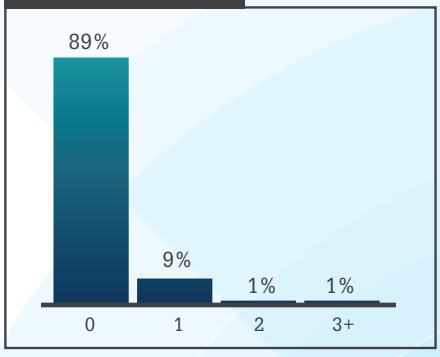
Proportion of Pure Legal Work



Proportion of Managerial Work



Number of Lawyer Reports



Average Number of Years with Current Employer	Average Workweek	Domestic/International Traveling Required
4.2	44.5 Hrs	39%

Detailed Compensation Results by Position

In-House Counsel Compensation & Career Survey

Full-Time Base Salary

Mean	Overall	<6 Years as In-House Counsel	6+ Years as In-House Counsel
	$113,000	$107,500	$121,500

Incentive Programs

- 74% are eligible for a bonus/incentive program

Bonus Program Based on...	% Yes
Individual Performance	91
Organizational Performance	87
Team Performance	45

- Median target amount = 13.7%
- 31% are eligible for stock options or long-term incentive plans

Benefits Package

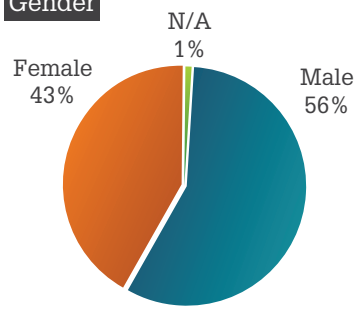
Included in Benefits Package	% Yes
Medical/Dental Coverage	97%
Disability/Life Insurance	94%
Retirement Plan	85%
Employee Assistance Program	83%
Paramedical Coverage	77%
Flex Time	40%
Top Up for Maternity Leave	39%
Extended Parental Leave	38%
Health Care Beyond Retirement	33%
Executive Health Plan	21%
Sabbaticals	20%
Car/Car Allowance	9%

Average Number of Vacation Days	18.6	Median Number of Flextime Days	11.7

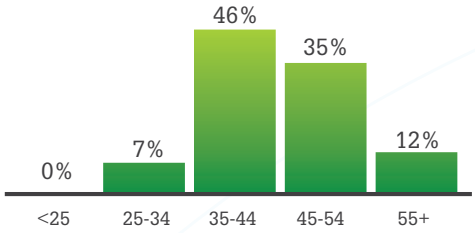
Position: **Senior Counsel**

Profile

Gender



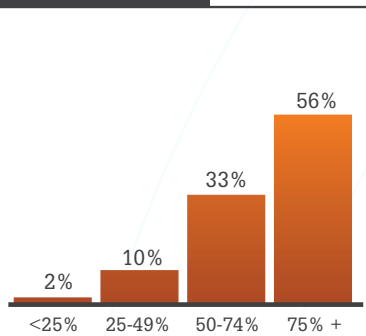
Age



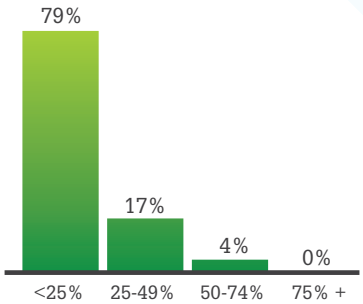
Average Number of Practice Years	Average Number of Years as In-House Counsel	Number of Years in Private Practice	Average Number of Employers Worked for
16.5	11.1	4.9	3.4

Work

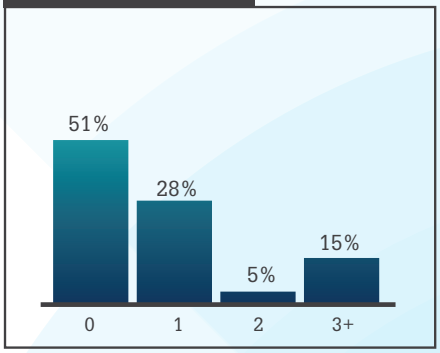
Proportion of Pure Legal Work



Proportion of Managerial Work



Number of Lawyer Reports



Average Number of Years with Current Employer	Average Workweek	Domestic/International Traveling Required
8.3	48 Hrs	41%

Detailed Compensation Results by Position

In-House Counsel Compensation & Career Survey

Full-Time Base Salary

Mean	Overall	<6 Years as In-House Counsel	6+ Years as In-House Counsel
	$142,500	$139,000	$144,000

Incentive Programs

- 84% are eligible for a bonus/incentive program

Bonus Program Based on...	% Yes
Individual Performance	93
Organizational Performance	90
Team Performance	52

- Median target amount = 19.4%
- 42% are eligible for stock options or long-term incentive plans

Benefits Package

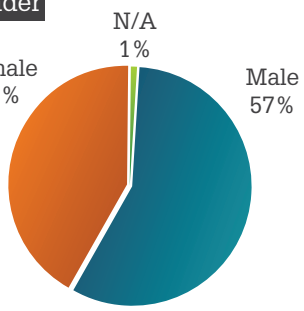
Included in Benefits Package	% Yes
Medical/Dental Coverage	98%
Disability/Life Insurance	92%
Retirement Plan	89%
Employee Assistance Program	87%
Paramedical Coverage	72%
Top Up for Maternity Leave	43%
Flex Time	37%
Health Care Beyond Retirement	36%
Extended Parental Leave	36%
Executive Health Plan	17%
Sabbaticals	12%
Car/Car Allowance	10%

Average Number of Vacation Days	21.8	Median Number of Flextime Days	11.0

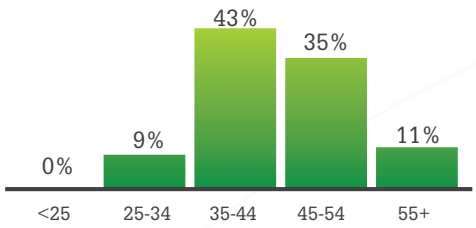
Position: **Assistant/Associate General Counsel**

Profile

Gender



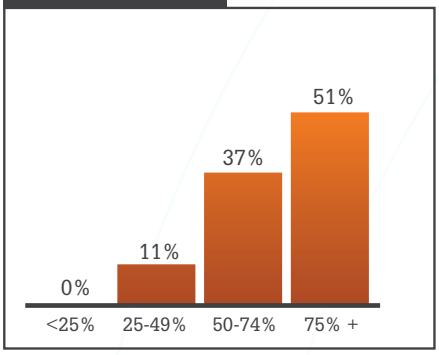
Age



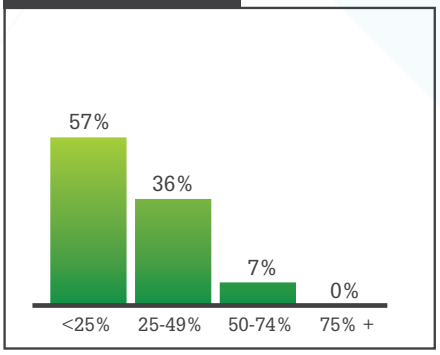
Average Number of Practice Years	17.2	Average Number of Years as In-House Counsel	11.8	Number of Years in Private Practice	5.0	Average Number of Employers Worked for	3.0

Work

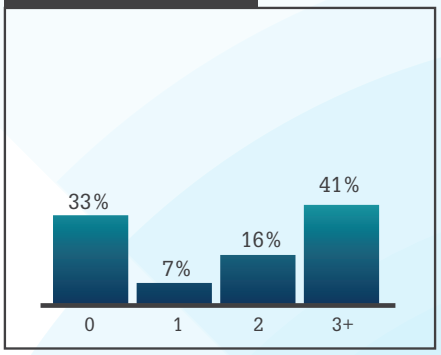
Proportion of Pure Legal Work



Proportion of Managerial Work



Number of Lawyer Reports



Average Number of Years with Current Employer	8.9	Average Workweek	48.9 Hrs	Domestic/International Traveling Required	56%

Detailed Compensation Results by Position

In-House Counsel Compensation & Career Survey

Full-Time Base Salary

Mean	Overall	<6 Years as In-House Counsel	6+ Years as In-House Counsel
	$162,000	n/a	$169,500

Incentive Programs

- 85% are eligible for a bonus/incentive program

Bonus Program Based on...	% Yes
Individual Performance	91
Organizational Performance	91
Team Performance	42

- Median target amount = 20.5%
- 46% are eligible for stock options or long-term incentive plans

Benefits Package

Included in Benefits Package	% Yes
Medical/Dental Coverage	97%
Disability/Life Insurance	92%
Employee Assistance Program	89%
Retirement Plan	84%
Paramedical Coverage	65%
Extended Parental Leave	38%
Flex Time	38%
Top Up for Maternity Leave	32%
Health Care Beyond Retirement	30%
Executive Health Plan	24%
Car/Car Allowance	20%
Sabbaticals	9%

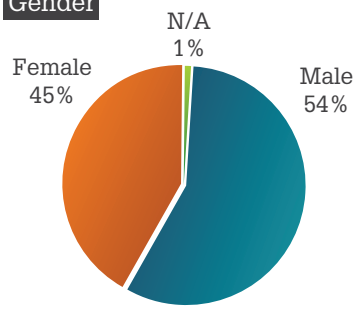
Average Number of Vacation Days	Median Number of Flextime Days
21.6	n/a

Position: **General Counsel At Director Level**

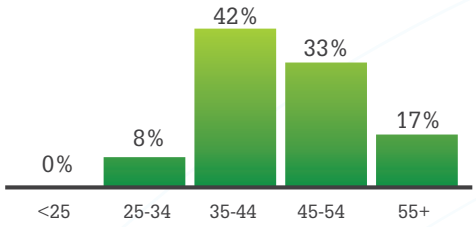
Head of Legal at Director Level Reports to E.V.P., C.O.O., C.F.O.

Profile

Gender



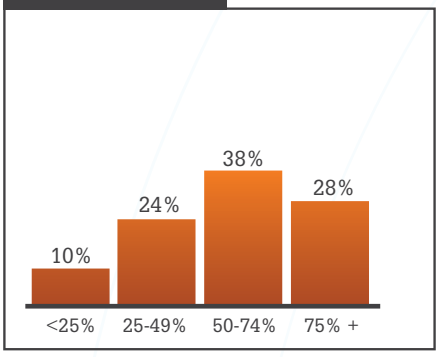
Age



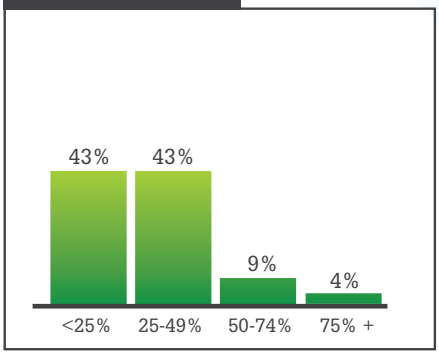
Average Number of Practice Years	17.6	Average Number of Years as In-House Counsel	11.6	Number of Years in Private Practice	5.3	Average Number of Employers Worked for	3.1

Work

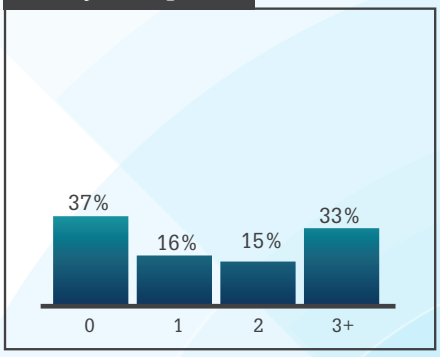
Proportion of Pure Legal Work



Proportion of Managerial Work



Number of Lawyer Reports



Average Number of Years with Current Employer	8.7	Average Workweek	49.5 Hrs	Domestic/International Traveling Required	60%

Detailed Compensation Results by Position

In-House Counsel Compensation & Career Survey

Full-Time Base Salary

Mean	Overall
	$166,500

<6 Years as In-House Counsel	6+ Years as In-House Counsel
n/a	$174,500

0 Lawyer Reports	1+ Lawyer Reports
$145,500	$187,500

Incentive Programs

- 90% are eligible for a bonus/incentive program

Bonus Program Based on...	% Yes
Individual Performance	90
Organizational Performance	91
Team Performance	57

- Median target amount = 24.3%
- 52% are eligible for stock options or long-term incentive plans

Benefits Package

Included in Benefits Package	% Yes
Medical/Dental Coverage	99%
Disability/Life Insurance	97%
Employee Assistance Program	90%
Retirement Plan	79%
Paramedical Coverage	79%
Flex Time	45%
Extended Parental Leave	43%
Top Up for Maternity Leave	38%
Car/Car Allowance	37%
Health Care Beyond Retirement	32%
Executive Health Plan	32%
Sabbaticals	15%

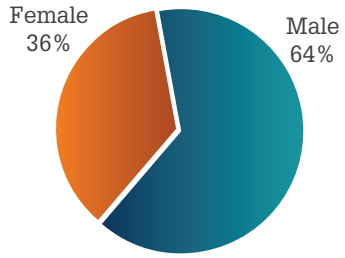
Average Number of Vacation Days	21.5	Median Number of Flextime Days	8.6

Position: **General Counsel At Executive Level**

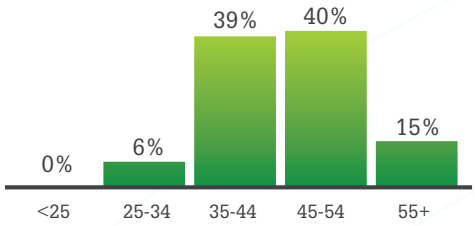
Chief Legal Officer who reports directly to C.E.O. or President

Profile

Gender



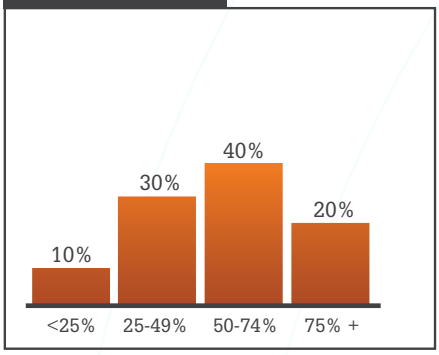
Age



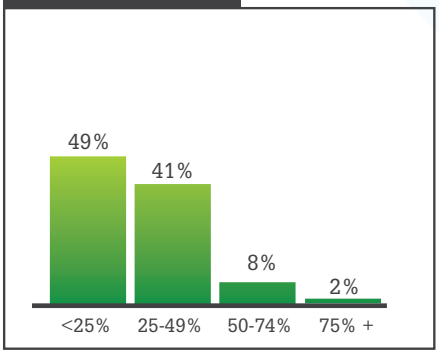
Average Number of Practice Years	Average Number of Years as In-House Counsel	Number of Years in Private Practice	Average Number of Employers Worked for
19	11.9	6.4	3.5

Work

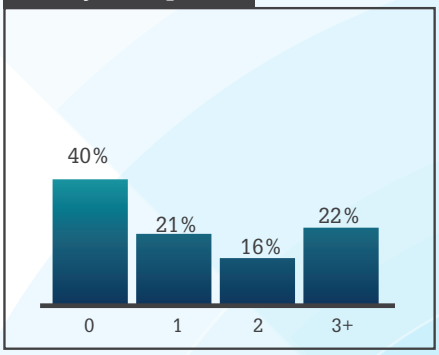
Proportion of Pure Legal Work



Proportion of Managerial Work



Number of Lawyer Reports



Average Number of Years with Current Employer	Average Workweek	Domestic/International Traveling Required
7.3	51.6 Hrs	71%

Detailed Compensation Results by Position

In-House Counsel Compensation & Career Survey

Full-Time Base Salary

Mean	Overall	<6 Years as In-House Counsel	6+ Years as In-House Counsel
	$204,000	$188,000	$209,500

0 Lawyer Reports	1+ Lawyer Reports
$191,500	$218,000

Incentive Programs

- 88% are eligible for a bonus/incentive program

Bonus Program Based on...	% Yes
Individual Performance	87
Organizational Performance	92
Team Performance	46

- Median target amount = 24.8%
- 52% are eligible for stock options or long-term incentive plans

Benefits Package

Included in Benefits Package	% Yes
Medical/Dental Coverage	98%
Disability/Life Insurance	93%
Employee Assistance Program	84%
Paramedical Coverage	79%
Retirement Plan	70%
Executive Health Plan	47%
Car/Car Allowance	45%
Flex Time	35%
Extended Parental Leave	32%
Top Up for Maternity Leave	28%
Health Care Beyond Retirement	27%
Sabbaticals	8%

Average Number of Vacation Days	22.9	Median Number of Flextime Days	5.0

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CCCA provides a national forum for corporate counsel to advance the development of their practice of law, professional skills and careers as corporate counsel. To advance this Mission, the Board of Directors focuses CCCA resources on the follow six Strategic Objectives:

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- Fostering Professional Excellence
- Enabling Career Development
- Advancing the Practice
- Being the Association of Choice
- Supporting Our Chapters

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