

Board Compensation

The Trustees receive no remuneration for their service on the Board but may receive reimbursement for their reasonable expenses as provided in the Organization's policies in attending Board and Committee meetings and performing their duties as Board members.

Stichting to Promote Women's World Banking Compensation Philosophy

This Stichting to Promote Women's World Banking's (SWWB) Compensation Philosophy is intended to provide a framework for the design and administration of the elements of employee compensation, including base salary, performance incentives and bonuses, if any, retirement, health and any other benefits. The overarching objective is for the Compensation Philosophy to support SWWB's mission to be a leading nonprofit organization focused on expanding the economic assets, participation and power of low income women and their households by helping them access financial services, knowledge and markets. The Compensation Philosophy recognizes the importance of attracting and retaining talented employees in order to achieve the organizational goals of SWWB through recognizing and appropriately compensating employees both individually and collectively for their performance.

Our Compensation Philosophy includes the following principles:

Stewardship; Market Compensation Data

We are thoughtful stewards and will optimize the use of funds contributed to and generated by the organization balanced with our need to hire and retain high-performance, qualified individuals. Our compensation will be both competitive and reasonable in relation to peer organizations, other not-for profit organizations, and as appropriate, for-profit companies with activities that are of similar size and scope. The market compensation data considered will include base salary, plus annual bonus information obtained from well-regarded published surveys that cover our jobs and the talent markets from which we recruit. The Compensation Committee of the Board may elect to use a compensation consultant to help with the collection of market compensation data, but is not required to do so every year. The organization will generally target compensation at or slightly above the median (midpoint) of its market place, however, compensation may go beyond the median depending on level of responsibility, tenure, or other unique circumstances, including outstanding performance.

Performance Orientation

The organization strives to continually enhance individual and organizational effectiveness and believes differentiations in compensation may be made based on level of responsibility and performance. Employee performance is managed through a formal process of annual goal setting and assessment. Performance is measured against both whether goals are achieved as well as how those results were accomplished.

Bonuses and Incentive Pay

We may use bonuses or incentive pay to acknowledge and reward individual performance, team successes, and extraordinary efforts in a given year. Management may present the Board with a proposed annual total bonus pool, if appropriate, for the Board's approval. Management will determine the level or groups of individual employees entitled to

receive bonuses. The actual amount of any bonus awarded will be dependent upon the organization's finances and an individual employee's performance and evaluation in the given year.

Retirement and Other Benefits

As part of evaluating total compensation we consider not only base salary and incentive pay, but also the value of health and welfare benefits, employer-provided retirement plan contributions, expenses and other allowances. Our retirement contribution will be established by the Board as a percentage of base salary and is fully vested after two years. We prepare and communicate annual statements of total compensation for our employees, which explain the value of their benefits.

Administration; Compliance with Law

The Compensation Committee of the Board is tasked with oversight and administration of the Compensation Philosophy, including establishing procedures and the annual review and approval of the total compensation for the President and CEO. The Committee may ask the President and CEO to present for their review the compensation of other executives of the organization. The Compensation Philosophy will be administered in accordance with all applicable laws and regulations. This includes, without limitation, the "rebuttable presumption" process of Section 4958 of the Internal Revenue Code, which applies to compensation payable to the organization's "disqualified persons," as defined by the Internal Revenue Code, and requires specific steps be followed, as listed on Exhibit A. The Compensation Committee has authority to retain, at the organization's expense, special legal, accounting, compensation or other consultants or experts it deems necessary for the performance of its duties. The Compensation Committee will make every effort to identify the need for such external services before the end of the prior year, so that the related fees can be appropriately reflected in the organization's annual budget.

Adoption

This Compensation Philosophy has been approved by the SWWB Board effective December 10, 2013. It does not constitute an employment agreement as employment with the organization remains "at will" and may be terminated by an employee or the organization at any time for any reason with or without cause or advance notice.

EXHIBIT A
STEPS REQUIRED TO COMPLY WITH “REBUTTABLE PRESUMPTION”
PROVISIONS OF SECTION 4958 OF THE INTERNAL REVENUE CODE

- The compensation arrangement or terms of transactions with disqualified persons of the organization will be approved in advance by the Compensation Committee, with no members having a conflict of interest with respect to the arrangement or transaction. The Compensation Committee will adequately document the basis for its determination at the same time as the determination is made (rather than after the fact).
- The Compensation Committee will obtain and rely on appropriate market compensation data as to comparability before making its determination (such as comparing proposed compensation to that provided to employees in comparable organizations for similar services under similar circumstances).
- A record of the terms of the transaction (compensation package), date approved, members of decision-making body present and those who voted on the transaction will be maintained with the corporate records of the organization.
- All formal decisions relating to compensation arrangements will be conducted in executive session, without staff involvement, to ensure decisions are made at “arm’s length.”