

## 2023 Turkey Spencer Stuart Board Index Highlights

Spencer Stuart has been operating in Turkey for 11 years. During this time, we have witnessed a gradual evolution in the role of the board, with greater attention paid to corporate governance, board composition and diversity.

Now in its 10<sup>th</sup> edition, the *Turkey Spencer Stuart Board Index* analyses the board governance practices of companies<sup>1</sup> in the BIST 30 index. Some of the most notable findings are highlighted below.

### Diversity

Female representation on BIST 30 boards has grown steadily in recent years. The Capital Markets Board of Turkey (CMB) recommend that Turkish boards have at least one female member and encourage companies to aim for a target of 25% female representation.

	2023	2022
% female board members including members of the owning family	19%	17%
% female board members excluding members of the owning family	15%	15%

- » Two companies (7%) have female chairs (Akbank and Sabanci).
- » 7% of executive team members are women.
- » 16% of directors are foreign, a rise from the previous year's 14%.
- » 17 companies are governed by entirely national boards, the same proportion seen in 2022.

<sup>1</sup> Koza Altin and Koza Anadolu Metal was excluded from the dataset, due to the government organization TMFS appointing their boards and management. Thus the 2023 Spencer Stuart Board Index includes 28 companies





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of board members are women  
(including members of  
the owning family)

# 16%

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# 17

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# 25%

of new directors were joining  
a listed company board for  
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## Board composition

The average size of BIST 30 boards is nine.

- » 17 companies have between nine and 11 directors (61%).
- » Three companies combine the roles of chair and CEO (Aselsan, BİM, Şişecam).
- » 25% of new directors were joining a listed company board for the first time.
- » The average age of new directors is 49 years, compared with an average age of 58 years for all directors.

## Board meetings and commitments

BIST 30 boards meet more frequently than boards in other European countries. This reflects some very different practices in Turkey, such as the variety of responsibilities that boards assume. To produce more accurate data on board meetings, we excluded three “outlier” companies that had conducted an unusually high number of meetings. For example, the Emlak Konut board of directors convened 206 times in the year under review.

- » The average number of meetings for a BIST 30 board is 10.7 a year, when outliers are excluded.
- » 19 companies convene 14 times or fewer (68%).
- » Four chairs, all of them family members, sit on at least one other listed company board.
- » Four CEOs (10.7%) have outside directorships.

## Remuneration

Fees for board members vary widely.

- » In the highest-paying board, when executive directors are included, the total annual gross fee for directors is TRY 2,034,408.
- » In the lowest-paying board, the average annual gross fee is TRY 77.419.
- » The average annual gross fee for a board member across all BIST 30 companies is TRY 753,694 in 2023, compared with TRY 607,624 in 2022.

## Committees

BIST 30 boards have an average of four committees. Four boards maintain five or more committees, falling from nine in 2022.

- » The number of female committee chairs has increased, compared to 2022.
  - 27% of audit committees are led by female chairs.
  - 28% of corporate governance committees are led by female chairs.
  - 29% of risk committees are led by female chairs.
- » Committee meeting averages:
  - Audit committees meet 8.5 times (on average).
  - Risk management committees meet six times (on average).
  - Sustainability committees met six times on average.
  - Credit committees met 37 times on average.



The complete 2023 *Turkey Spencer Stuart Board Index* will be available online at [www.spencerstuart.com](http://www.spencerstuart.com) in November 2023.

49

the average age of  
new directors

58

the average age of  
all directors

TRY 753,964

the average fee for  
non-executive directors  
at BIST 30 companies

6.5

average tenure of non-  
executive directors (years)





## About Spencer Stuart

At Spencer Stuart, we know that leadership has never mattered more. We are trusted by organizations around the world to help them make the senior-level leadership decisions that have a lasting impact on their enterprises, on their stakeholders and the world around them. Through our executive search, board and leadership advisory services, we help build and enhance high-performing teams for select clients ranging from major multinationals to emerging companies to non-profit institutions.

Privately held since 1956, we focus on delivering knowledge, insight and results through the collaborative efforts of a team of experts — now spanning more than 70 offices, over 30 countries and more than 50 practice specialties. Boards and leaders consistently turn to Spencer Stuart to help address their evolving leadership needs in areas such as senior-level executive search, board recruitment, board effectiveness, succession planning, in-depth senior management assessment, employee engagement and many other facets of culture and organizational effectiveness, particularly in the context of the changing stakeholder expectations of business today. For more information on Spencer Stuart, please visit [www.spencerstuart.com](http://www.spencerstuart.com).

