

DATA DICTIONARY - **DIRECTOR AND OFFICER CHANGES**

DATA DICTIONARY - **DIRECTOR AND OFFICER CHANGES**

Overview

The director/officer change data set covers all SEC registrants who have disclosed a director or officer change in Item 5.02 of an 8-K or 8-K/A. The data set currently tracks these filings back to the beginning of February 2005. The data has been extracted by filtering SEC filings for key words and then manually extracting the relevant director/officer change information.

Data Field Definitions

The following field names are in bold for the name as it appears on our web site downloads; the field names as they appear in our data feeds are in italics.

Table of Contents

Registrant General Information _____	1-2
D & O Information _____	3-5
Registrant Financial Information _____	6
Contact _____	7

DATA DICTIONARY - DIRECTOR AND OFFICER CHANGES

Registrant General Information

Company

name

Registrant's current name as filed with the SEC. Programmatically extracted and matched from the sec.gov's registrant header page.

CIK Code

company_fkey

Edgar's Central Index Key. Unique numeric identifier for each registrant. Programmatically extracted and matched from the sec.gov's registrant header page.

Ticker

ticker

Registrant's current stock ticker symbol as of the most recent business day. Programmatically extracted and matched from a third party data provider.

Market

market

Principal exchange the registrant's stock currently trades on. Programmatically extracted and matched from a third party data provider.

IRS Number

irs_number

IRS employer identification number (EIN) disclosed in the registrant's most current periodic report.

Parent CIK

parent_company_fkey

The CIK Code of the parent company, if the registrant is the subsidiary of another SEC registrant. Assigned by internal researchers.

Parent Name

parent_company_name

The name of the parent company, if the registrant is the subsidiary of another SEC registrant. Assigned by internal researchers.

Bus Street 1

bus_street_1

Current business address information. Programmatically extracted and matched from the sec.gov's registrant header page.

Bus Street 2

bus_street_2

Current business address information. Programmatically extracted and matched from the sec.gov's registrant header page.

DATA DICTIONARY - DIRECTOR AND OFFICER CHANGES

Registrant General Information *(continued)*

City

bus_city

Current business address information. Programmatically extracted and matched from the sec.gov's registrant header page..

State Code

bus_state

Current business address information. Programmatically extracted and matched from the sec.gov's registrant header page.

State Name

bus_state

Current business address information. Translation of state code field.

State Region

bus_state_region

Current business address information. Translation of state code field to geographic region.

SIC Code

sic_code_fkey

4 digit SIC industry code. Programmatically extracted and matched from the sec.gov's registrant header page.

SIC Description

sic_code_description

Translation of SIC Code.

NAICS Code

naics_code_fkey

6 digit NAICS industry code. Assigned by internal researchers.

NAICS Description

naics_code_description

Translation of NAICS Code.

DATA DICTIONARY - DIRECTOR AND OFFICER CHANGES

D & O Information

First Name

first_name

First name of director/officer, as provided in the filing.

Middle Name

middle_name

Middle name or initial of director/officer, if provided.

Last Name

last_name

Last name of director/officer, as provided in the filing.

Suffix

suffix

Professional (MD, PhD, CPA, etc) or familial (Jr, Sr) designation.

Age

suffix

Professional (MD, PhD, CPA, etc) or familial (Jr, Sr) designation.

Title

title

Director/officer title as given in the filing. Multiple titles may exist.

Interim

interim

An “interim” designation is indicated when the filing states that the appointment is a temporary one.

Retains Other Positions

retains_other_positions

If the filing indicates that the person has resigned or been dismissed from one or several positions, but still retains one or more positions at the company, the parenthetical “retains other positions” will appear after the title implicated in the change.

Committees

committees

Board committees. They are sometimes, but not always, indicated with the appointment of a Director. They may be designated at a later date in an amended 8-K.

Effective Date

effective_date

The date the change becomes effective, if given. When the date is either unknown or at an unspecified future date, “date not specified” is indicated. When the date of the change is to be effective upon the company’s next annual meeting, “next annual meeting” is indicated.

DATA DICTIONARY - DIRECTOR AND OFFICER CHANGES

D & O Information *(continued)*

Action

action

This field describes the action that describes the change that has taken or will take place, i.e., an appointment, resignation, dismissal, etc. For the most part, the action that is indicated is what is stated in the filing, unless it is very clear that the filing says one thing, but means another. For instance, if the filing states that a director's resignation from the board was required as part of a settlement to end a lawsuit, the action would be graded as a dismissal.

- Administrative Leave – usually used when a person has been placed on leave involuntarily while the company performs an investigation into potential wrongdoing
- Appointed – indicates an engagement, appointment, election to Board, etc.
- Deceased
- Declined Re-Election – used when a director has notified the company that he/she has declined or will decline re-election, usually at the next annual meeting
- Dismissed – indicates a clear involuntary termination of employment or board service
- Employment Ceased – used when the filing is unclear as to whether the departure was voluntary or involuntary
- Nominated – applies to board positions
- Not Re-Elected – applies to board positions
- Personal Leave – used when a d/o has requested a leave of absence for personal/health reasons
- Re-elected – applies to board positions
- Resigned – indicates a voluntary departure
- Retired
- Returned to Position – most often used to describe a return to a prior position after a leave of absence of some sort

Reason

reason

This field indicates the reason for the change, if given in the filing

- Assuming Additional Position(s) – used when a person is appointed to take on responsibilities or positions in addition to those already held, either permanently or on an interim basis
- Bankruptcy/Dissolution
- Change in Control – used when the company is under new control
- Committee Assignment – used to indicate an appointment to a Board committee
- Conflict of Interest
- Corporate Restructuring – can describe a restructuring of the corporate organization or a significant change in management
- Disagreement w/management or policies – indicates that the change is a result of a clear disagreement between the director/officer and others in management or on the board
- Dismissed for Cause – used only when explicitly stated or clear from the context of the filing that the director/officer has been involuntarily terminated for wrongdoing of some sort
- Enlargement of Board
- Expiration of Term/Employment Agreement
- Investigation (Internal or other) – used when the filing indicates the action is a result of an internal company investigation or an outside (often SEC) investigation of potential wrongdoing
- Mandatory Retirement Policy – many companies have mandatory retirement rules (often age-related) for their board members

DATA DICTIONARY - DIRECTOR AND OFFICER CHANGES

D & O Information *(continued)*

Reason *(continued)*

reason

This field indicates the reason for the change, if given in the filing

- Merger/Acquisition -- used when the change was prompted because the company has been involved in a merger or acquisition
- Other
- Other Opportunity – indicates that the person has obtained other employment
- Personal / Health Reasons
- Pursue Other Interests
- Position Change within Company – used most often to indicate a promotion, but may also be used in the case of a demotion or a switch from an executive to a board position
- Retired
- Returning to Prior Position – usually indicates a return to the person’s primary position after having served in another capacity on an interim basis
- Too many Commitments

Filing

form_fkey

Indicates the SEC form from which this data row’s information has been obtained.

Filing Date

file_date

Date on which the filing was submitted to the SEC.

DATA DICTIONARY - DIRECTOR AND OFFICER CHANGES

Registrant Financial Information

Financial Data

The financial data points are matched as of the most recent data on record for each registrant. Please note that when the “Financials Date” field is null or zero, it signifies that we were unable to match corresponding financial information to the data row in question.

Stock Price

_7share_price

Closing price of the registrant’s equity on the date specified (see field Stock Price Date). This value is used to calculate the year end market capitalization.

Stock Price Date

_7price_date_time

Corresponding date for the Stock Price field.

Market Cap

_7market_cap

Market capitalization as of Stock Price Date. Calculated by multiplying total shares outstanding as of Stock Price Date times Stock Price.

Financials Date

_7ttm_rev_date_time

Corresponding year ended date for the Revenue, Earnings, Book Value and Assets fields.

Revenue

_7ttm_revenue

Corresponds to the past year’s Total Revenue usually found as the first item on the Income Statement. Note that for banks and financial institutions revenue includes both interest and non-interest income. In addition banks and financial institutions do not include write downs or losses of any kind when calculating Total Revenue.

Earnings

_7earnings

Corresponds to the past year’s Net Income and is a calculated field (Revenues – Expenses) usually found as a line item on the Income Statement.

Book Value

_7book_value

Corresponds to the year end Book Value and is a calculated field (Total Stockholders’ Equity – Goodwill – Intangible Assets).

Assets

_7assets

Corresponds to the year end Total Assets and is usually found as an item on the Balance Sheet.

DATA DICTIONARY - DIRECTOR AND OFFICER CHANGES

Contact

For more information about online subscriptions, data feeds and custom reports please contact:

AUDIT ANALYTICS™

(508) 476-7007

Info@AuditAnalytics.com

AuditAnalytics.com

A service of IVES Group

9 Main Street, Suite 2F

Sutton, MA 01590

Call or email us to schedule your personal online demonstration today!