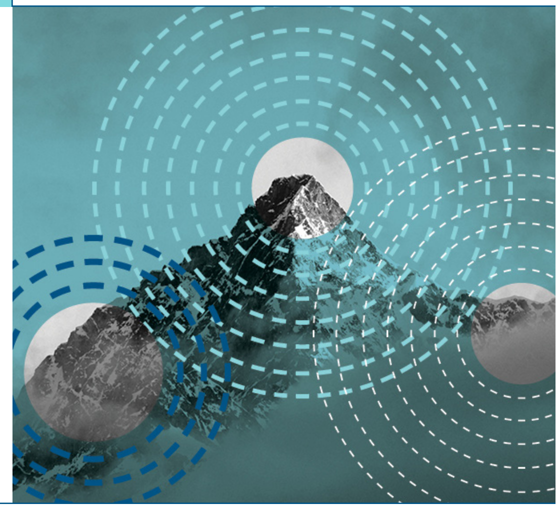
SEMLER BROSSY

SEMLER INSIGHT

Human Capital Management



How Boards Can Master the Art of CEO Performance Reviews

SEPTEMBER 2026

Blair Jones

Robert Martin

Kylie Oblak

It can be lonely at the top. The heavy, wide-ranging, and often public responsibilities and profiles of modern CEOs can mask the inherent siloing the role creates. While CEOs are tasked with optimizing the organization's overall performance, the irony is that it is often most challenging for them to get reliable feedback on their own performance.

Even boards that gather input thoughtfully can still deliver it inconsistently, which may inadvertently amplify certain voices, lose nuance, or leave the CEO unclear on what to focus on next. Developing a strong CEO review process reduces those dynamics by creating a repeatable framework for gathering perspectives, synthesizing themes, and delivering feedback with clarity and empathy.

Many boards already approach CEO evaluations with rigor and good intent. The opportunity for improvement is less about reinventing the process and more about sharpening how feedback is collected, integrated, and communicated. This ensures the review consistently supports the CEO's effectiveness and the company's long-term performance.

Develop a Robust Annual Review Cycle

A strong CEO review process starts well before conversations among the board or with executives. Strong performance review frameworks are year-long endeavors and, while the primary goal is to empower leadership development, the process runs in tandem with annual and long-term compensation discussions. Boards should establish and communicate their review framework and timeline in advance to ensure expectations are clear, evaluation is fair, and feedback is anticipated. A formal and consistent review process can be particularly helpful in setting expectations for a new CEO. A sample annual schedule may look like:

GOAL PRESENTATION (MARCH): The CEO presents annual goals to the Compensation Committee for alignment.

MID-YEAR CHECK-IN (JULY): The CEO delivers a progress update against annual goals.

REVIEW PREVIEW (OCTOBER): The Compensation Committee finalizes assessment questions and processes — including target focus areas, a timeline for completion, and the self-review process — and shares a plan for the upcoming review, highlighting key focus areas such as leadership and strategic and financial direction."

CEO SELF-ASSESSMENT (DECEMBER): This assessment is shared with the full board as context for upcoming performance discussions.

ACTIVE REVIEW (JANUARY): Selected Compensation Committee members can divide up board interviews or send all board members an anonymous survey. In both cases, the Compensation Committee will meet to compile themes and key messages. The Compensation Committee refines those themes (sometimes with the help of a compensation consultant) and shares them with the full board for additional input.

RESULTS AND PERFORMANCE REVIEW (FEBRUARY): The Board Chair and Compensation Committee Chair present the final review to the Compensation Committee and full board. The committee considers results in the context of next year's pay decisions. Selected board members, such as the Board Chair and Compensation Chair, schedule and share findings with the CEO, then report back to the full board on how the feedback was received and any necessary follow-up. Ideally, the CEO would also use the next meeting to reflect on the feedback and discuss how it will inform the goals for the coming year.

While it is not included in the above calendar, it can be useful to also schedule a follow-up conversation with the CEO after their performance review. Doing so gives them time to reflect on the feedback and ask questions. The board may also consider setting aside time for its own review of the cycle to determine whether any changes for the following year are warranted.

...it can be useful to also schedule a follow-up conversation with the CEO after their performance review. Doing so gives them time to reflect on the feedback and ask questions.

Two Approaches for Gathering Comprehensive, Actionable Input

Boards should endeavor to collect feedback in a way that helps the board shape productive internal discussions, identify common themes, and translate them into a clear, usable message for the CEO. After input is collected using one of the approaches below, the Compensation Committee can review and aggregate the messages and themes, then present a unified view back to the board for final discussion and refinement.

	ANONYMOUS WRITTEN SURVEYS	INDIVIDUAL DIRECTOR INTERVIEWS
Description	Written feedback encourages candid input, with a consistent format and set of questions that creates a record of feedback and trends over time.	Interviews allow deeper exploration and better examples, making feedback more actionable. They are usually conducted by the Board Chair and Compensation Committee members.
Pros	→ Efficient and scalable → Encourages candor on sensitive topics → Supports year-over-year comparability → Allows for numeric evaluation that better tracks trends over time	→ Richer detail and context → Easier to clarify what “better” looks like
Cons	← Divergent views may still require discussion to resolve ← May miss some deeper or more nuanced qualities if questions do not encompass all facets	← More time-intensive, especially with large boards ← Requires disciplined synthesis to avoid over-weighting any one perspective

When choosing between the two approaches, consider which format best suits the board’s style and dynamics. In general, written surveys work well for large boards when a synthesis of broader views is critical, and when the board wants to use numeric evaluations to better track trends over time. Individual interviews work better for smaller boards and those with high interpersonal trust.

Our experience is that the structured approaches above are far more effective than using open, in-the-room discussion as the primary method for collecting feedback. While such free-ranging discussions may feel efficient, they can discourage dissent, amplify dominant voices, and produce diffuse feedback that is harder to collate and act upon. Such discussions are often most effective as a calibration step after independent input has been collected, not as a replacement for it.

Delivering Feedback as a Dialogue

Collecting feedback is only half the work; the other half is delivering it in a way the CEO can actually hear and act upon. The goal is to spark a conversation, not deliver a verdict.

We have found that sending two people to deliver feedback, typically the Lead Director and the Compensation Committee Chair, consistently strengthens that conversation. Two messengers reduce the risk of the feedback landing as one person’s opinion, allow real-time reading of the room, and offer the board two independent perspectives on the CEO’s reaction. That shared accountability lends credibility to the exchange and helps the board craft and execute a follow-up strategy.

This follow-up plan matters as much as the conversation itself. Treat the delivery meeting as an opening, not a conclusion, so the CEO leaves the review with clarity on the board’s key themes but also room to process and respond. From there, the CEO should feel empowered to bring these reflections back into goal-setting conversations for the coming year, using the feedback as a foundation for the priorities they set and for ongoing dialogue with the board.

The Point of Process Is Better Leadership

A CEO review process is not an exercise in scoring. It is a governance tool designed to improve performance, sharpen board and CEO alignment, and reinforce accountability. When boards choose a deliberate method to gather feedback, calibrate it into a shared message, and deliver it with clarity and empathy, they increase the odds that the CEO hears the feedback clearly and acts on it.

Over time, the method itself matters less than the board's consistency and commitment to development. The most effective boards don't treat the CEO review as an annual event to quickly power through, but as a regular part of how they lead. ■

For more information, visit us at SEMLERBROSSY.COM,
or reach us at 310.481.0180.

Blair Jones, Managing Director
bjones@semlerbrossy.com

Robert Martin, Senior Consultant
rmartin@semlerbrossy.com

Kylie Oblak, Associate
koblak@semlerbrossy.com

SEMLER BROSSY
LOS ANGELES | NEW YORK