REIT board composition

Ferguson Partners

FP recommended practices compared to public REIT boards

8	65	7.3
MEDIAN DIRECTORS PER BOARD	MEDIAN DIRECTOR AGE	MEDIAN TENURE (YEARS)

FP RECOMMENDED BEST PRACTICE

BOARD SIZE

FP recommends a board comprised of seven to nine directors. Smaller boards can add qualified directors; larger boards can shrink by not refilling seats as directors retire.

ACTIVE VS. RETIRED

Aim for roughly two-thirds active executives and one-third retired directors. Sitting executives bring a current view of running a business.

DIVERSITY

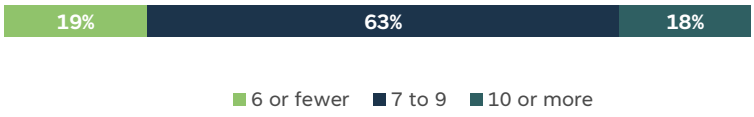
Boards should reflect a mix of gender, race and ethnicity, age, geography, and professional background. Keep at least two women on the board and seek ethnic diversity with each refresh. Explain board diversity annually in the proxy.

DIRECTOR TENURE

Balance tenure in thirds: about one-third of directors with more than six years on the board, one-third with four to six, and one-third who joined in the last three.

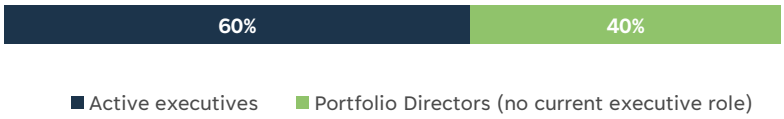
WHERE REIT BOARDS STAND TODAY

Directors per board, % of boards



One in five boards has six or fewer directors and could add qualified directors to deepen committee benches.

Board seats by director status, % of seats



Active executives can be added. Approximately 60% of the board seats have sitting executives; as seats open, boards can continue to add sitting executives toward the two-thirds mark.

3 in 7 independent directors are women or ethnically diverse*

38%	9%+	85%	11%
of independent directors are women	of directors are ethnically diverse*	of boards have two or more women	of board chairs are women

Most boards clear the two-woman floor. Ethnic diversity and the chair seat are where boards have room to grow.

Director tenure, % of directors



Tenure runs long, with a 7.3-year median. Each refreshment cycle is a chance to build a balanced mix.

Source: Ferguson Partners analysis of U.S.-listed REIT and real estate company boards (BoardEx, S&P Global, 2026 proxy statements), October 2026; *Estimated. Ethnic diversity is based on BoardEx network data and likely understates actual representation.

Experience and leadership

Who sits on REIT boards and the capabilities they bring

FP RECOMMENDED PRACTICE

INDUSTRY EXPERTISE AND PRIOR ROLES

Make sure at least half the board knows the real estate sector; the rest can bring a range of professional backgrounds. Include at least one director who has run real estate operations.

Aim for at least one-third of directors with public company board experience.

Include at least one current or recent public company CEO.

WHERE REIT BOARDS STAND TODAY

- About half of the independent directors with sector experience ran real estate companies. For the remaining, real estate expertise comes from the investing, private equity, lending, or banking side.
- Former REIT CEOs on boards sit alongside CEOs from consumer, entertainment, retail, and industrial companies. These CEOs outside the industry can provide valuable perspectives on the consumer base or general market trends.
- About 37% of REIT Board members sit on more than one public board, drawing on multitudes of experiences.

WHERE INDEPENDENT DIRECTORS COME FROM

DEEP BENCH
Real estate investors
CFOs and audit partners
Capital markets leaders

THIN BENCH
Technology and cyber
Human capital and talent
Public policy

LEADERSHIP CAPABILITIES

Technical and leadership capabilities are important when assembling a well-rounded Board.

Nominating/Governance Committees should review each director's leadership traits every year.

CAPABILITIES TO ASSESS IN EACH DIRECTOR

Vision
Challenges the organization to think bigger and bolder.

Strategy Formulation
Asks the right questions on the company's strategy.

Courageous Leadership
Engages in difficult conversations.

Garners Followership
Earns trust and respect from the organization and peers.

Decision Making
Considers the impact of decisions and uses both analysis and intuition.

Change and Innovation
Champions "outside the box" thinking and organizational agility.

ABOUT FERGUSON PARTNERS

Ferguson Partners is a global advisory firm focused on the real assets industry. We work with Boards and leadership teams on strategy & leadership advisory, executive search, and compensation consulting.

FOR MORE INFORMATION, PLEASE CONTACT:

William J. Ferguson
Co-Chairman and CEO
wferguson@fergusonpartners.com

Mike Cordingley
Managing Director
mcordingley@fergusonpartners.com

Julia Sweeney
Managing Director
jsweeney@fergusonpartners.com

Courtney Calinog
Senior Director
ccalinog@fergusonpartners.com