

ICF International, Inc. (ICFI)

2026 DEF 14A · filed 2026-04-22 · CIK 0001362004

Headline facts

CEO TOTAL PAY

\$6,857,678

John Wasson · 2025 · “ 4% YoY

CEO PAY RATIO CD&A

68 to 1

Median employee: \$101,504

SAY ON PAY CD&A

98%

Extracted from: Compensation Discussion & Analysis

COMPENSATION COMMITTEE CD&A

Not extracted

Governance policies

CLAWBACK

present

PLEDGING

prohibited

HEDGING

prohibited

STOCK OWNERSHIP GUIDELINES

present

Peer snapshot

1 peer auto-selected from ICFI's disclosed compensation peer group. Each row shows the peer's latest filing.

TICKER	CEO TOTAL	PAY RATIO	MEDIAN EMP	COMP COMMITTEE
SAIC	\$2,953,483	38 to 1	\$117,981	Compensation Committee
Science Applications International Corp				

Summary Compensation Table (latest disclosed year)

Year 2025

EXECUTIVE	SALARY	STOCK	CASH INCENTIVE	OTHER	TOTAL
John Wasson Chair, President and CEO	\$1,003,096	\$4,715,918	—	\$16,332	\$6,857,678
James Morgan Executive Vice President and COO	\$647,230	\$1,826,963	—	\$16,376	\$2,946,754
Anne Choate Executive Vice President and Group Leader	\$524,728	\$1,116,818	—	\$14,828	\$1,995,993
Barry Broadus Executive Vice President and CFO	\$501,732	\$747,555	—	\$17,244	\$1,577,922
Sergio Ostria Executive Vice President – Growth	\$478,871	\$797,704	—	\$16,376	\$1,493,468

CEO pay mix (latest year)

Base salary	17%
Cash incentive	0%
Equity	82%
Other	0%
At-risk	82%

Every fact above, traced back to filing text

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CEO pay ratio = 68 to 1

Extracted from: Compensation Discussion & Analysis · confidence 0.94

“Discussion & Analysis section of this Proxy Statement. The median employee’s annual 2025 total compensation was \$101,504. The annual total compensation of our CEO, as reported in the Summary Compensation Table in this Proxy Statement, was \$6,857,678. Based on this information for 2025, we reasonably estimate that the ratio of our CEO’s annual total compensation to the annual total compensation of our median employee was 68:1. Our pay ratio estimate has been calculated in a manner consistent with Item 402(u) of Regulation S-K. Median of the Annual Total Compensation of All Employees (except CEO…)”

Median employee compensation = \$101,504

Extracted from: Compensation Discussion & Analysis · confidence 0.9

“We determined the median employee’s total compensation, including any perquisites and other benefits, in the same manner that we determine the total compensation of our NEOs for purposes of the Summary Compensation Table disclosed in the Compensation Discussion & Analysis section of this Proxy Statement. The median employee’s annual 2025 total compensation was \$101,504. The annual total compensation of our CEO, as reported in the Summary Compensation Table in this Proxy Statement, was \$6,857,678. Based on this information for 2025, we reasonably estimate that the ratio of our CEO’s annual tota…”

Say on pay = 98%

Extracted from: Compensation Discussion & Analysis · confidence 0.84

“votes cast on the Say on Pay proposal were voted in favor of our overall pay-for-performance NEO compensation program.”

Compensation committee = —

Extracted from: Compensation Discussion & Analysis · confidence 0.85

“In making its compensation determinations, the Committee reviewed and assessed the analysis and recommendations of Company management”

Clawback policy = present

Extracted from: Compensation Discussion & Analysis · confidence 0.96

“Clawback Policy”).”

Hedging policy = prohibited

Extracted from: Compensation Discussion & Analysis · confidence 0.93

“Our executive officers and directors are prohibited from hedging Company shares”

Pledging policy = prohibited

Extracted from: Compensation Discussion & Analysis · confidence 0.93

“Our executive officers and directors are prohibited from hedging Company shares. The individual equity grant agreements prohibit the pledging or assignment of stock grants. We have also adopted a Hedging and Pledging Policy that has full restrictions on pledging, assignment of stock grants and establishment of margin accounts”

Stock ownership guidelines = present

“Executive Stock Ownership Policy”