The Corporate Political Responsibility Taskforce 2024

An Invitation to Non-partisan Leadership in Establishing CPR as a Norm







Teaching & Learning

- Dual Degree MBA / Master Science
- Undergraduate Fellows
- Executive Education

Business Engagement

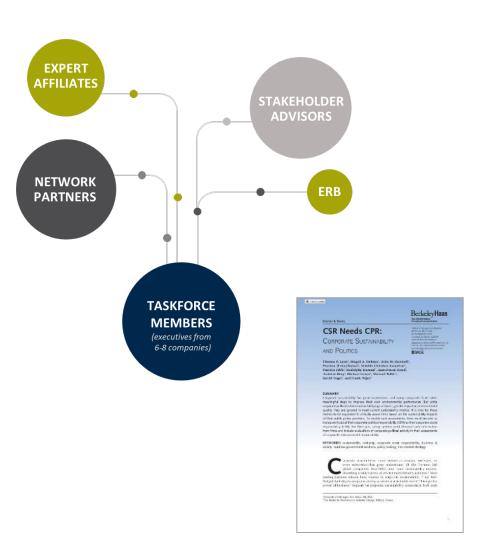
- Corporate Political Responsibility
 Taskforce (CPRT)
- Michigan Business Sustainability Roundtable (MBSR)
- Collaborations with global networks (Sustainable Brands, Innovation Forum, BSR)

Scholarly & Applied Research

- Sustainability Management Toolboxes
- Faculty Scholarly Research
- Sustainability Case Studies

The Corporate Political Responsibility Taskforce (CPRT)

- Helping companies better align their approach to political influence with their commitments to values, purpose, sustainability & stakeholders
- Making CPR the norm to reduce risk, accelerate shared solutions & strengthen trust in civic institutions



CPR is Critical for Capitalism Done Right





Not-for-Profit Sector Private Sector

Public Sector

THE PLAYING FIELD

Healthy Market "Rules of the Game"

Healthy Civic Institutions

Healthy Civic Discourse

POLICY, LOBBYING & ADVOCACY

SPENDING & INFLUENCE ON INSTITUTIONS

INFLUENCE ON CIVIC DISCOURSE

Natural Systems & Societal Resources

FOUNDATIONAL SYSTEMS



CPR Challenges 2024

Current/Emerging Issues

Polarization & Politicization

Elections 2024, Civic Institutions & Public Trust

Sustainability & Energy

Opportunity, Inclusion & Human Rights

Al & Tech

Challenges for Companies

New Stakeholder
Pressures

Brand/Reputation - scrutiny, backlash

Employees/Customers - new expectations, conflict

Investors - reporting, new expectations, conflicting views

Lawmakers/Others - investigations, retaliation

New Policy Priorities - Sustainability Policy - incentives, pricing, reporting

Tech Policy – oversight, privacy, access

-Labor & Human Rights Policy – unions, visas, equity, just transition

- Competition Policy – antitrust, trade, tax

New Systemic Risks - Healthy Markets uncertainty, talent, inflation, debt, long-term growth

Healthy Civic Institutions - instability, poor functioning, distrust

- Healthy Civic Discourse – polarization, misinformation, violence

Healthy Natural/Societal Systems– catastrophes, infrastructure, skills



Average Confidence in Major U.S. Institutions, 1979-2022

Figures are the average percentage of U.S. adults who have a great deal or quite a lot of confidence across institutions asked consistently by Gallup.



The average includes only those asked consistently by Gallup since 1979 or 1993 (when the list of institutions was expanded). The institutions asked consistently since 1979 are the church/organized religion, the military, the Supreme Court, banks, public schools, newspapers, Congress, organized labor and big business. In 1993 the list of institutions was expanded to include television news, the presidency, the police, the medical system and the criminal justice system.

Get the data GALLUP





What external issues CEOs expect to influence or disrupt their business strategy within the next 12 months

GEOPOLITICAL INSTABILITY	51%	
INFLATION	51%	
OTHER SOURCES OF FINANCIAL/MARKET INSTABILITY	38%	
LABOR/SKILLS SHORTAGE	35%	
REGULATION	35%	
CYBER RISK (E.G., CYBER-ATTACKS)	25%	
IDEOLOGICAL POLARIZATION	21%	
CRISES OF TRUST	17%	
ENVIRONMENTAL MATTERS	16%	
SUPPLY CHAIN DISRUPTION	14%	
OTHER	11%	
PANDEMIC (E.G., FUTURE COVID-19 VARIANTS	6) 4%	
CHART: LANCE LAMBERT • SOURCE: FORTUNE/DI	ELOITTE CEO SURVEYS IN OCT. 2023	FORTUNE

98% say the political environment is challenging, due to...

- Extremism/polarization among policy makers;
- **2. Anti corporate** rhetoric and actions from policy makers;
- 3. Weakening of trust in government;
- 4. Sharply divergent state policies.

...and 71% believe things will be at least as bad or worse two years from now.

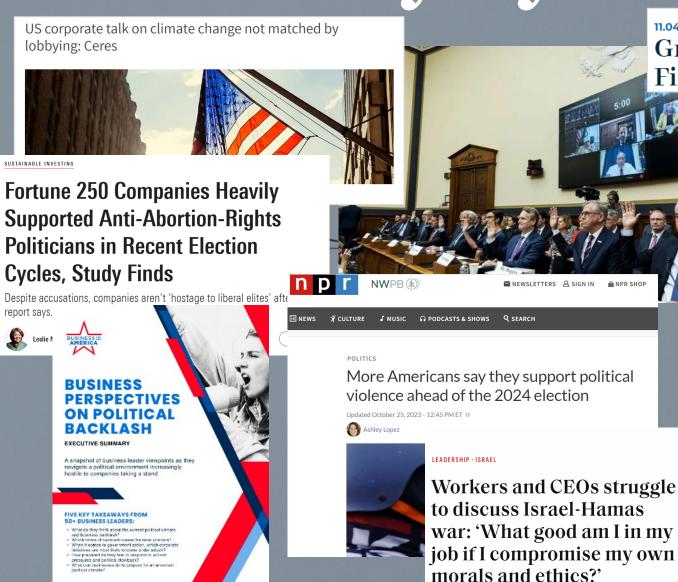


Avoiding the Tragedy of the Commons

How to Improve the Political Environment for US Business



Risks Vary by Firm



11.04.2022

Grassley, Cotton, Colleagues Warn Law Firms About ESG Initiatives

THE WALL STREET JOURNAL.

RISK & COMPLIANCE JOURNAL

Businesses Eye Possible Political Protests as Looming 2024 Risk

Understanding
U.S. Political Risk:
Implications for
Business

Executive Presentation

Leadership Now Project

December 2023

How Should HR Handle Political Discussions at Work?

As the country's political polarization seeps into the workplace, HR often ends up in the middle.

By Susan Milligan | February 26, 20

Risks Vary by Firm



Current CPR challenges

- What new stakeholder pressures are you facing?
- What new policy complexities are you managing?
- How will you navigate systemic risks?

Why Companies Need a CPR Framework



The social responsibility of business is to increase its profits

Shareholder Value Maximization

Stakeholder Capitalism



We share a fundamental commitment to all of our stakeholders

Civic & Political Processes

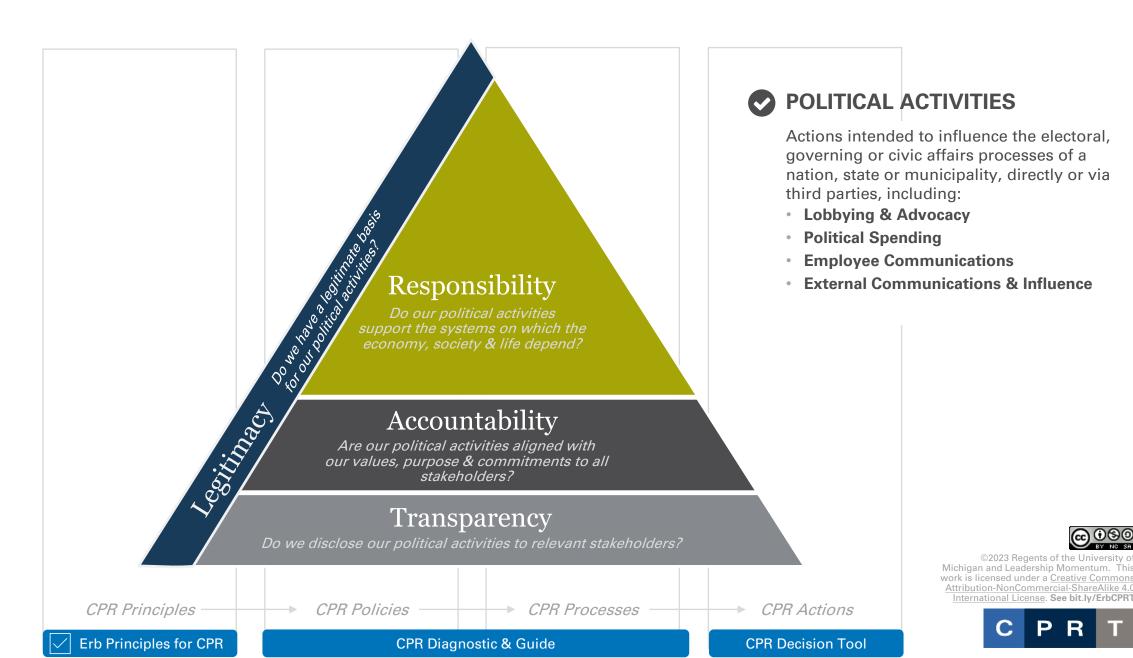


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What is the legitimate role of business in influencing society's civic and political processes?

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Vision for the CPR Framework



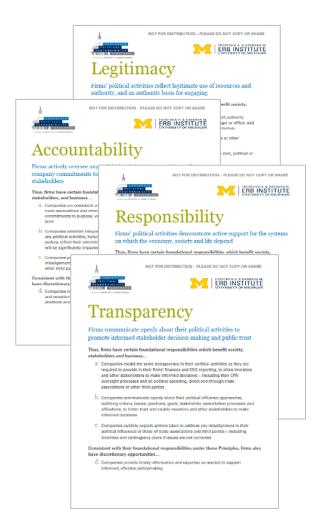
Two Invitations to Consider

Use the Erb Principles for CPR

A non-partisan and principled approach to help companies decide whether & how to engage in civic & political affairs

Join the CPR Taskforce (CPRT)

A private forum for strengthening capacity to meet new CPR challenges, with peer-to-peer & university support while contributing to practical frameworks & tools



Learn More

Elizabeth Doty, Taskforce Director <u>dotye@umich.edu</u> Tom Lyon, Faculty Director, <u>tplyon@umich.edu</u> Taskforce: bit.ly/ErbCPRT





The Erb Principles for CPR

Key Elements

Legitimacy

Firms' political activities reflect legitimate use of resources and authority, and an authentic basis for engaging.

- Legal & fiduciary duties
- Non-coercion
- Authentic basis Contribution, Commitments or Consequence

Accountability

Firms are accountable for their political activities, actively striving for alignment with their commitments to purpose, values, stated goals and stakeholders.

- Consistency & alignment
- Oversight & governance
- · Addressing misalignment

Responsibility

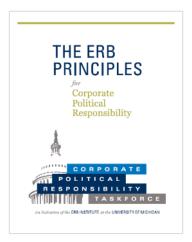
Firms' political activities demonstrate active support for the systems on which the economy, society and life depend.

- Healthy market "rules of the game"
- Healthy constitutional democracy
- Healthy civic discourse
- Avoiding harm to human rights & environment

Transparency

Firms communicate openly and honestly about their political activities to promote informed stakeholder decision-making and public trust.

- Disclosure & reporting
- Open communication
- Sharing expertise





Actions intended to influence the electoral, governing or civic affairs processes of a nation, state or municipality, directly or via third parties, including:

- Lobbying & Advocacy
- Political Spending
- Employee Communications
- External Communications

For full text, please see: bit.ly/ErbPrinciples4CPR



What the CPR Taskforce Offers

Members Join the CPR Taskforce to:

Strengthen capacity to meet new CPR challenges, in a private forum for individual executives, with peer-to-peer & university support, while contributing to practical frameworks & tools

Our Approach

- Taking the "Third Side" (Non-partisan & Principled)
- Bringing an Integrated, Long-term Focus
- Engaging Students, Faculty & Expert Partners
- Addressing Tradeoffs & Difficult Decisions

NOTE: CPRT membership is individual; members do not represent their companies. We encourage senior leaders from two functions per firm, such as Government Relations, Legal, Sustainability, Communications, or DEIJ.

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Member Benefits & Outputs

Readiness for New CPR Challenges

- Bi-monthly Peer Roundtables
- Expert Dialogues & Resource Library
- 2024 Election Readiness Intensive

Tools & Frameworks to Make CPR Easier

- Erb Principles for CPR
- CPR Decision Tool
- CPR Diagnostic & Guide
- Customized Research/Reports

Support for CPR Capacity-building

- Improving CPR Processes & Policies
- Applying CPR to New Issues
- Addressing CPR "Hot Spots"
- Optional Student Support & Recognition



CPR Taskforce Member Programming 2024

Regular Taskforce Working Sessions & Projects

Mar 12 Working Session

Peer Roundtable & 2024 Kickoff

CPR Decision Tool: Feedback on Pilots & Plan for Publication

Apr Half-day DC "CPR-in-Action"

By Invitation, w/ Partners
CPR in 2024

Featured Supporters
New CPR Decision Tool

6 Readiness Strategies

May 14
Working Session

Peer Roundtable

Member Spotlight: Aligning Policy Advocacy across 120+ Countries Jul 9 Working Session

Peer Roundtable

CPR Diagnostic: v1.0 Feedback & Testing Sep 10 Working Session

Peer Roundtable

Member Spotlight: (TBC) Constructive Trade Association Engagement Nov 12 Working Session

Peer Roundtable

CPR Diagnostic: v1.0 Final Review & Acknowledgements

CPR Decision Tool, CPR Diagnostic & Optional Member Projects

Election 2024 Readiness Intensive*

Feb 29 Virtual Mini-conference

By Invitation, w/ Partners
US Political Risks
Sample Scenarios &
How Principles Help
Intro to 6 Readiness
Strategies

Apr Opt-in Sessions

Workshop: Conducting a Political Risk Assessment, etc

Clinic Requested by Member A

Jun Opt-in Sessions

Workshop: Crafting Red Lines Based on Principles, etc

Clinic Requested by Member B

Aug Opt-in Sessions

Workshop: Reviewing Civic Policy Proposals, etc

Clinic Requested by Member C

Oct Opt-in Sessions

Workshop: Bridging Divides Internally, etc

Clinic Requested by Member D

Detail: CPR Taskforce Tools & Resources 2024

Input, Early Access & Opportunity for Recognition

Currently in Process

CPR Decision Tool

Apply the Erb Principles to specific decisions and articulate reasoning in non-partisan, principled ways

Diagnostic & Guide to the Erb Principles

Policies and governance that align with the Erb Principles, as a guide to identify strengths and priorities to improve.

Political Engagement Reporting

Current practices, emerging standards, and an integrated vision aligned with the Erb Principle of Transparency.

Additional Support on Request*

Employee Survey on CPR & Trust

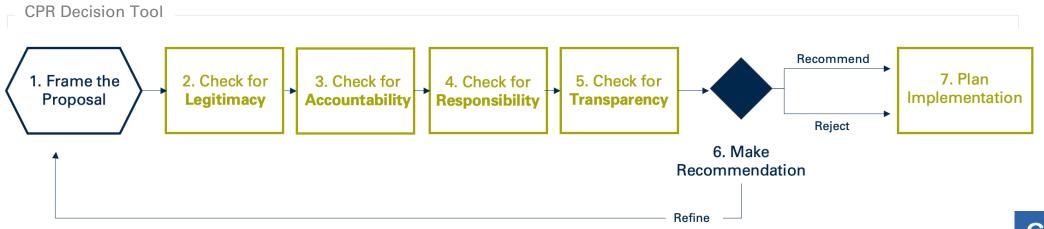
Evaluate the impact of CPR actions on employee or stakeholder trust.

Customized Research or Analysis

Engage Erb faculty and/or students to explore a specific CPR challenge via an Erb Impact Project a business + impact challenge, an Independent study, or a Net Impact project.

Online Program to Build Board Expertise

Invest in Board Member expertise in sustainability, including CPR, via online Ross/Ceres Executive Education program.



Detail: CPR Capacity-building Projects

Optional company-specific projects, using design-thinking & conflict resolution

Project Process

I. Craft "How might we...?" Question

CPRT team interviews member & summarizes challenge. Member considers student support.

II. Consult Stakeholders, Invent Options & Recommend Action

Company- or student-led team explores options & crafts recommendation, leveraging CPR Decision Tool.

III. Present Recommended Action & Receive Feedback

Company- or student-led team presents recommended action in Member Spotlight. Member determines next steps.

Sample Project Topics

Improving CPR Processes & Policies

• Eg, Assess Current Practices against the Erb Principles

Applying CPR to New Priorities or Issues

• Eg, Engage State-level Energy Policy Responsibly

Addressing CPR "Hot Spots" & Challenges

• Eg, Communicate Business Case amidst Polarization

Project Options

Request Student Support

- Erb Impact Project Team (4-5 students, 1 semester, fee)
- Erb Independent Study (1 student, 1 semester, fee)
- Net Impact Club Project (3-4 students, ½ semester, fee)

Publish Output in Report or Toolbox

Optional recognition for input or demonstrated actions



Detail: Election 2024 Readiness Intensive

Menu of Possible Topics - Supported by CPRT & Expert Partners

Awareness — Strategy/Governance Actions

Assess Political Risk

 Scenarios for Election, **Governing & Societal**

Clarify CPR Principles

- Shared Frameworks
- Updated Criteria, Guidelines, "Red Lines"

Review CPR Governance

- Roles & Processes
- Policies, Metrics

CPRT, Agora, LNP DAI, etc LNP DAI, CPA Model Code, CPRT, GL

Strengthen CPR Governance

- Upgrades to Roles, Processes, Policies & Metrics
- Prioritized Gaps, Targeted Problem-solving
- Internal/External Crisis Response Plans

LNP DAI Guide, CPRT, Future 500, BSR, etc

Drive Internal-facing Initiatives

- Civic Engagement Programs
- Bridging Divides Internally

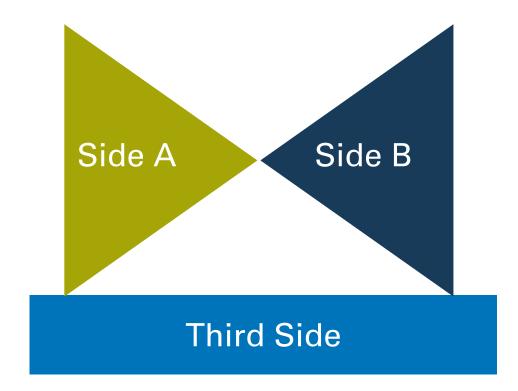
Civic Alliance, BFA, Civic Health, Convergence, Interfaith America, One America, etc.

Drive External-facing Initiatives

- Coalitions, Statements, Multi-sector Engagements
- Policy Advocacy, Campaigns & Legal Briefs
- Political Contributions & Spending
- Memberships, Advertising & Other Influences

BFA, Agora/Horizons, LNP Chapters, BD&I/PPS, ICCR, etc.

Our Approach: The "Third Side"



De-escalating destructive conflict by:

- Showing basic respect
- Proposing fair processes
- Applying consistent principles
- Focusing on what you are FOR

The key is not to take one side or the other, but the third side, the side of the whole country and its future. That is the aim of the CPRT and the Erb Principles.

William Ury International Conflict Negotiator Co-founder, Harvard Program on Negotiation Co-author, Getting to YES



IBM's Statement of Support



Christopher A. Padilla
Vice President, Government &
Regulatory Affairs, IBM

IBM is proud to have joined the Corporate
Political Responsibility Taskforce and
contributed to the development of these principles,

... so that companies trying to navigate this moment can have an actionable framework to follow

...and so that, collectively, we can strengthen society's trust in the ways that businesses impact policymaking.

Where to Go From Here



Contact us to discuss your challenges & membership goals

Contact <u>Elizabeth Doty</u> or complete <u>this survey</u>

Review the Erb Principles for CPR

See <u>bit.ly/ErbPrinciples4CPR</u> and contact us with any questions

Sign up for monthly updates

See <u>bit.ly/ErbCPRT</u> for upcoming events and newsletter signup

Feb 29: "CPR for Election 2024" Virtual Mini-conference

Mar 12: CPR Taskforce Working Session (Virtual)

Apr 10: "CPR in Action 2024" Half-day Conference, Washington, DC

Contact Us

Elizabeth Doty, Taskforce Director, <u>dotye@umich.edu</u>
Prof. Tom Lyon, <u>tplyon@umich.edu</u>
Terry Nelidov, Managing Director, tnelidov@umich.edu





Additional Background

CPRT Member/Partner Guiding Principles

Ours is a values-based approach to work as a taskforce and realize our ambitions for Corporate Political Responsibility. The following principles guide how the CPRT will approach its purpose

- **Diversity & Justice:** We commit to welcome and learn from diversity, in ideas and identities. We consider and model social justice and inclusion in the CPRT and beyond.
- **Learning & Collaboration:** We embrace a growth mindset, individually and as a group. We value and commit to pre-competitive collaborative action as a taskforce.
- Data-driven Integrity: We are guided by the best available social, environmental and policy science and commit to openly exploring facts and evidence related to our purpose and objectives. We commit to "walk the talk" of sustainability-in-action, championing CPR in our organizations.
- Non-partisanship & Non-advocacy: The CPRT is strictly non-partisan and does not advocate, promote or support any political party or candidate. While members and partners may express their views freely, we do not endorse or advocate particular policies or legislation but may provide thought processes for evaluating proposals based on CPR principles.
- Representative Institutions & Legitimate Business Engagement: We commit to support the foundational principles of effective, accountable and inclusive institutions at all levels as outlined in Sustainable Development Goal 16, and seek to define principles and practices for trustworthy, legitimate business engagement with civil society and political institutions, regardless of party affiliation. We will focus on defining and improving CPR in the US, while aligning as much as possible with global frameworks.
- A Market-Based Economy: We support a competitive market-based system where companies are rewarded for creating long-term value that benefits all stakeholders. We also recognize that government has a legitimate role in establishing clear and consistent rules of the game to enable that outcome.

Possible Output for CPR Diagnostic

	Governance					
Political Activity	Governance Policies	Oversight Processes	Consultation Processes	Reporting	Actions	Notes/Sources
Influence on Civic Dis	course					
Internal Communications						
Employee Communications						
Civic Engagement Programs & Benefits						
Education Programs						
Volunteer Programs						
External Communications						
Public Statements & Coalitions						
Advertising						
Other Influence - DIRECT						
Philanthropic Activities						
Research Funding						
Legal Proceedings						
Other Influence – Third Parti	es					
Philanthropic Activities						
Research Funding						
Legal Proceedings						Leading practice



Some exposure

Notable exposure

Possible Output for CPR Diagnostic

	Governance					
Political Activity	Governance Policies	Oversight Processes	Consultation Processes	Reporting	Actions	Notes/Sources
Political Spending & C	Contributions					
Corporate PAC						
Candidates (state)						
Associations						
527 Committees						
Super PACs						
Referenda						
Social Welfare (c4)						
Corporate Treasury						
Candidates (state)						
Associations						
527 Committees						
Super PACs						
Referenda						
Social Welfare (c4)						





What Does it Mean to Use the Erb Principles?

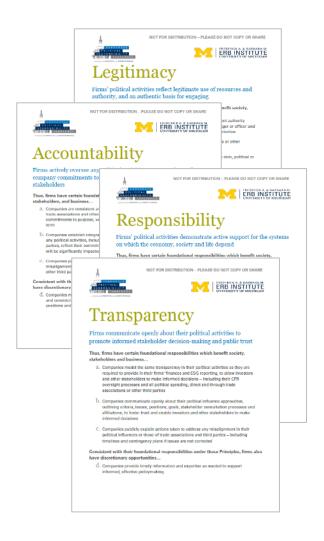
Companies can use the Erb Principles in decision-making at any time by applying them to a decision and referencing them as providing guidance

Companies can go further in making CPR the norm by providing a public statement that they will:

Sustain current CPR actions that align with the Principles

Take additional actions over time, starting with:

- CPA/Zicklin Model Code of Conduct for Political Spending, or
- GRI Standard 415: Public Policy, or
- A policy prohibiting the use of corporate treasury funds for electionrelated spending



For full text, please see: bit.ly/ErbPrinciples4CPR



Supporters & Partners Thus Far

TESTIMONIALS TO-DATE

CPR SUPPORTED BY COMPANIES

Christopher Padilla, Vice President, Government and Regulatory Affairs at IBM Maureen Kline, Vice President, Public Affairs and Sustainability, Pirelli Tire N. Am. Hugh Welsh, General Counsel, Secretary & President, DSM North America Auden Schendler, SVP, Sustainability, Aspen Skiing Sandy Skees, EVP/Purpose & Impact Global Lead, Porter Novelli

CPR NEEDED FOR MANAGING RISK

Bruce F. Freed, President, Center for Political Accountability
Jerry Davis, Faculty Director, Business Impact Michigan Ross
Alison Taylor, Executive Director, Ethical Systems, NYU Stern
Stephan Davis, Senior Fellow, Harvard Law School Program on Corporate
Governance

CPR NEEDED FOR MARKET ECONOMIES

Karthik Ramanna, Professor at University of Oxford, Blavatnik School of Government **Bob Stout**, Senior Fellow, Future 500 & Senior Consultant, Energy Transitions Commission

Ed Dolan, Senior Fellow, Niskanen Center

Allison Herren Lee, NYU Law Adjunct Faculty and former Commissioner, US Securities & Exchange Commission

Meredith Sumpter, CEO, Council for Inclusive Capitalism

Sarah Bonk, Founder, and Richard Eidlin, National Policy Director, Business for America

Bill Shireman, Co-Founder, In This Together

Andrew Winston, co-author, Net Positive: How Courageous Companies Thrive by Giving More than They Take

Paul Washington, Executive Director, Environmental, Social & Governance Center, The Conference Board

Rebecca Henderson, John and Natty McArthur University Professor at Harvard University

Anat Admati, George G.C. Parker Professor of Finance and Economics, Director of Corporations and Society Initiative

Marjorie Clifton, Corporate Engagement, Strategy & Communications, The Leadership Now Project, Stanford University

Amy Gobel and Russ Forthuber, Alliance for Responsible Capitalism

CPR NEEDED TO SUPPORT CIVIC INSTITUTIONS

William Ury, Co-founder, Harvard Program on Negotiation and Coauthor, Getting to YES

Hon. Leo E. Strine, Jr., former Chief Justice of the Supreme Court of Delaware, of counsel at the law firm of Wachtell, Lipton, Rosen & Katz and the Michael L. Wachter Distinguished Fellow at the University of Pennsylvania's Carey Law School

Debilyn Molineaux, CEO/President, Bridge Alliance

Manu Meel, CEO, BridgeUSA

Francis Johnson, President, Take Back Our Republic

Mahlet Getachew, Managing Director, Corporate Racial Equity & Legal, PolicyLink

Mark S. Mizruchi, Robert Cooley Angell Collegiate Professor of Sociology and Professor of Management and Organizations, University of Michigan

Matt Leighninger, Director of Democracy Innovation, National Conference on Citizenship

CPR EXPECTED BY STAKEHOLDERS

Josh Zinner, CEO of the Interfaith Center on Corporate Responsibility **Richard Roberts**, Inquiry Lead, Volans

Rick Alexander, CEO and Sara E. Murphy, Chief Strategy Officer, The Shareholder Commons

Jen Stark, Co-Director, Center for Business and Social Justice at BSR **Alberto Alemanno**, Jean Monnet Professor of EU Law, HEC Paris and Founder, The Good Lobby

Robert Maguire, Research Director, Citizens for Responsibility & Ethics in Washington

Jackie Padgett, COO & Co-Founder and Deirdre Walsh, CEO & Co-Founder, IGC

Anne L. Kelly, Vice President, Government Relations, Ceres

Dylan Tanner, Executive Director, InfluenceMap

Bill Weihl, Founder and Executive Director ClimateVoice

Madeleine Para, Executive Director, Citizens Climate Lobby

SELECTED PARTNERS

non-partisan groups who help by sharing expertise, providing input & recognizing company progress

















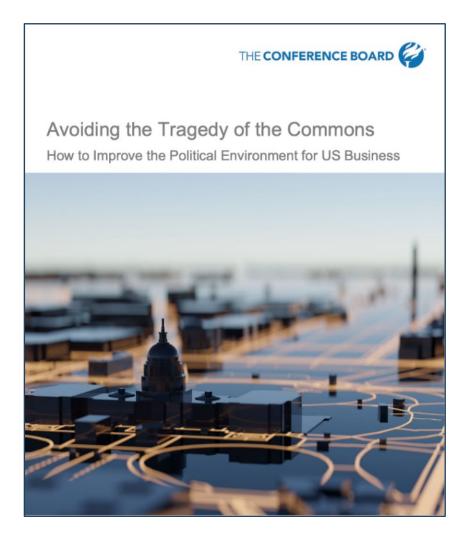


Why a Shared Framework?

Avoiding the Tragedy of the Commons

...the private sector **recognizes the collective threat** posed by an unhealthy political
environment

...but the costs of any individual company taking action may exceed the benefits



CPR Goes Beyond Spending

Policies, Laws & Market "Rules of the Game"

Outcomes of legislative processes and rule-making, including laws, policies, regulations, tax codes, government investments, contracts, subsidies, enforcement practices, etc



Lobbying/Advocacy

registered lobbyists, advisors, citizen lobbyists, etc that attempt to influence the decisions of government

Civic Institutions

The processes, rules and infrastructure of self-government in representative democracies including election of candidates, ballot measures, election/voting/spending rules & infrastructure, capacity (staff, expertise, technology), norms, standards, etc.



Political Spending

election-related spending, which includes contributions or expenditures to influence referenda or the election of candidates, made directly or through third party groups (trade associations, SuperPACs, 510c4 social welfare groups or 527 committees)

Company PACs Corporate treasury funds

Civic Discourse

How citizens participate in civic life, gathering information, forming opinions, deliberating and making decisions – as influenced by media, social media, civil society organizations, advertising, philanthropy, research, education, cultural beliefs, values, narratives, norms, etc



External/Employee Communications & Other Influence

public statements,
philanthropy, research funding,
grassroots campaigns, media
spending, advisory roles,
placing executives, employee
communications, timeoff
policies, work assignments,
volunteer programs, etc

A. CPA-Zicklin Model Code of Conduct

Model Code Provision	Met by CPA/Zicklin Trendsetter
1. Political spending shall reflect the company's interests , as an entity, and not those of its individual officers, directors, and agents.	X
2. In general, the company will follow a preferred policy of making its political contributions to a candidate directly .	X
3. No contribution will be given in anticipation of, in recognition of, or in return for an official act or anything that has appearance of a gratuity, bribe, trade or quid pro quo of any kind.	X
4. Employees will not be reimbursed directly or through compensation increases for personal political contributions or expenses.	X
5. The company will not pressure or coerce employees to make personal political expenditures.	X
6. All corporate political expenditures must receive prior written approval from the appropriate corporate officer.	X
7. The company will disclose publicly all direct contributions and expenditures with corporate funds on behalf of candidates, political parties and political organizations.	X
8. The company will disclose dues and other payments made to trade associations and contributions to other tax-exempt organizations that are or that it anticipates will be used for political expenditures. The disclosures shall describe the specific political activities undertaken.	X
9. The board shall require a report from trade associations or other third-party groups receiving company money on how it is being used and the candidates whom the spending promotes.	X
10. The board of directors or an independent committee of the board shall receive regular reports , establish and supervise policies and procedures , and assess the risks and impacts related to the company's political spending	
11. The company shall review the positions of the candidates or organizations to which it contributes to determine whether those positions conflict the company's core values and policies.	
12. The board of directors shall, independent of this review, consider the broader societal and economic harm and risks posed by the company's political spending.	