



WHEREAS: Reproductive rights of access to contraception and abortion are being challenged at the state and federal level in the U.S.

In the first six months of 2019, states enacted 58 abortion restrictions, 26 of which would ban all or some abortions. At the same time, [other states enacted legislation that protects these rights](#), and advanced measures to increase access to contraception. A similar patchwork of state laws regulate the coverage of abortion by private insurance plans. Eleven states ban abortion coverage in all state-regulated private insurance plans, whereas six states require private insurance plans to cover abortion.

Macy's, Inc. (the "Company" or "Macy's") has operations in some of the states that ban abortion coverage in state regulated private insurance plans.

A [2016 study](#) estimated that denying female employees full coverage of contraceptives increases unexpected pregnancies and terminations and increases employer costs associated with employee absenteeism, decreased productivity, employee replacement, maternity leave, and sick leave.

On September 12, 2019, Jeff Gennette, chairman and chief executive officer of Macy's stated: "At Macy's, diversity and inclusion are [essential to our culture and core values](#). Our mission is to embed D&I [diversity and inclusion] into how we think, act, and operate by fostering an inclusive culture and an environment that inspires, reflects, and embraces everyone."

A [2019 study by the Wall Street Journal](#) found that the twenty most diverse companies in the S&P500 had an average annual five year stock return that was 5.8% higher than the twenty least-diverse companies. McKinsey consultants have found that companies in the [top quartile for gender diversity in corporate leadership have a 21% likelihood of outperforming](#) bottom-quartile industry peers on profitability.

According to a [survey from Anthem Life Insurance Company](#), nearly one in three millennial workers has turned down a job offer due to insufficient health insurance. Macy's may find it difficult to recruit the highest quality employees within states viewed as inhospitable to women's reproductive rights; this may harm its ability to meet diversity and inclusion goals, with negative consequences to brand and reputation.

The proponents believe Macy's should establish policies that minimize risk to the firm's reputation and brand through perceived failure to meet employees' needs and expectations with respect to health coverage.



BE IT RESOLVED: Shareholders request that Macy's issue a public report, omitting confidential information and at a reasonable expense, by December 1, 2020, detailing any known and any potential risks and costs to the Company caused by enacted or proposed state policies affecting reproductive rights, and detailing any strategies beyond litigation and legal compliance that the Company may deploy to minimize or mitigate these risks.

SUPPORTING STATEMENT: Shareholders recommend that the report evaluate any risks and costs including, but not limited to: effects on employee hiring, retention, and productivity, and increases in litigation and brand risks. Strategies evaluated should include any public policy advocacy programs, political contributions policies, and human resources or educational strategies.