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BUILDING A SAFE, JUST, AND SUSTAINABLE WORLD SINCE 1992

DocuSign Inc (DOCU)
Vote Yes: Item #4 – Shareholder Proposal Requesting Annual Diversity and Inclusion Efforts Report

Annual Meeting: May 29, 2024

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THE RESOLUTION

Resolved: Shareholders request that DocuSign Inc. ("DocuSign") report to shareholders on the effectiveness of the Company's diversity, equity, and inclusion efforts. The report should be done at reasonable expense, exclude proprietary information, and provide transparency on outcomes, using quantitative metrics for hiring, retention, and promotion of employees, including data by gender, race, and ethnicity.

Supporting Statement: Quantitative data is sought so that investors can assess and compare the effectiveness of companies' diversity, equity, and inclusion programs.

SUMMARY

Studies show significant barriers continue to exist for diverse employees seeking to advance within their careers. However, there exists a robust link between workforce and management diversity and corporate performance. Ineffective workplace diversity and inclusion policies can entrench homogeneity, generating competitive and legal risks. As a result, investors need quantitative, comparable data in order to understand the effectiveness of companies' diversity and inclusion policies.

Unfortunately, DocuSign is lagging behind its peers with respect to such disclosures, resulting in the absence of comparable, consistent, and decision-useful data from which investors can draw meaningful conclusions. Additional disclosure is necessary.

While DocuSign does release some workforce diversity data, the information it releases is selective. The hiring, promotion, and retention rate data requested allows for a more accurate understanding of DocuSign's ability to benefit from human capital diversity. For example, one company may have a diverse workforce supported by and committed to the organization, with little turnover, but operating within a region or industry with limited diverse individuals to draw from. It would, therefore, be expected to have a low hiring rate, but reassuring promotion and retention rate data. Another company may have workforce diversity data which appears "better" than the first company, but if it has high hiring and high attrition rates, investors would have reason to be concerned that ineffective workplace initiatives are leading to unnecessary costs to recruit and train diverse employees and that litigation risk may exist.

Quantitative data demonstrating the effectiveness of DocuSign's diversity and inclusion programs will provide investors with critical information about the Company's workforce management. Such data would demonstrate if a sufficient pipeline of talent is being hired, if that talent is being effectively

stewarded through the Company, and if diverse employees remain at the organization. It may also tell other stories: of weak recruiting, stagnation, or a brain drain. This information will help shareholders judge the Company's value and risk compared to its peers.

RATIONALE FOR A YES VOTE

1. **Research shows a link between management diversity and corporate financial performance, particularly within the IT sector.**
2. **Corporate policies that allow harassment and discrimination undermine business success.**
3. **DocuSign's DEI reporting significantly lags peers.**

DISCUSSION

1. **Research shows a link between management diversity and corporate financial performance, particularly within the IT sector.**

Companies who are intentional about their diversity, equity, and inclusion programs and practices are more likely to outperform their peers financially.

An *As You Sow* and Whistle Stop Capital report, "Capturing the Diversity Benefit" released in November 2023, reviewed 1,641 companies' demographic workforce data (EEO-1 reports) by sex, race, and ethnicity from 2016-2021. The researchers found statistically significant positive correlations between increased management diversity and corporate financial performance across eight difference financial indicators: enterprise value growth rate, free cash flow per share, income after tax, long-term growth mean, 10-year share price change, mean return on equity (ROE), return on invested capital (ROIC), and 10-year total revenue compound annual growth rate (CAGR).[1]

In addition, research consistently indicates that companies with diverse teams have better management, stronger long-term growth prospects, and see improved share value. These studies include:

- McKinsey's research indicates that companies with both gender and racial diversity in executive teams have an increased likelihood of above-average profitability. As it writes, "Companies in the top quartile for board-gender diversity are 27 percent more likely to outperform financially than those in the bottom quartile. Similarly, companies in the top quartile for ethnically diverse boards are 13 percent more likely to outperform than those in the bottom quartile." [2]

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[1] https://www.asyousow.org/report-page/2023-capturing-the-diversity-benefit
[2] https://www.mckinsey.com/featured-insights/diversity-and-inclusion/diversity-matters-even-more-the-case-for-holistic-impact

- World Economic Forum research shows that companies with above-average diversity scores drive 45 percent average revenue from innovation, while companies with below-average diversity scores drive only 26 percent of average revenue from innovation.[3]

- A survey of almost 13,000 enterprises in 70 countries produced by the International Labor Organization finding that "businesses with genuine gender diversity, particularly at senior level, perform better, including seeing significant profit increases… More than 57 per cent of respondents agreed that gender diversity initiatives improved business outcomes."[4]

American Banker,[5] PwC,[6] *Bloomberg,*[7] and others have also emphasized the importance of diversity, equity, and inclusion to a company's financial performance, while other observers have noted the strong interest employees have in working for diverse companies and within diverse teams.[8]

Within the technology sector, *As You Sow* and Whistle Stop Capital's "Capturing the Diversity Benefit" report[9] found a significant positive correlation between increased manager diversity, free cash flow, income after tax, income after tax over 5 years, net profit margin, return on equity, and return on invested capital.[10]

2. Corporate policies that allow harassment and discrimination undermine business success.

Researchers have identified the benefits of diverse and inclusive teams: access to top talent, better understanding of consumer preferences, a stronger mix of leadership skills, informed strategy discussions, and improved risk management. Diversity, and the different perspectives it encourages, has also been shown to encourage more creative and innovative workplace environments.[11]

By contrast, if the lack of diversity at a company is a result of prevalent harassment and discrimination — a question that can be at least partially answered by quantitative data on hiring, retention, and promotion rates — negative consequences abound. These include reduced employee morale and

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[3] https://online.uncp.edu/degrees/business/mba/general/diversity-and-inclusion-good-for-business/
[4] https://www.ilo.org/global/about-the-ilo/newsroom/news/WCMS_701767/lang--en/index.htm
[5] https://www.americanbanker.com/diversity-&-inclusion-yields-strongest-returns
[6] https://www.pwc.com/us/en/governance-insights-center/annual-corporate-directors-survey/assets/pwc-2017-annual-corporate--directors--survey.pdf
[7] https://www.bloomberg.com/news/articles/2019-09-17/when-companies-improve-their-diversity-stock-prices-get-a-boost
[8] https://www.purdueglobal.edu/blog/business/diversity-equity-inclusion-trends/; https://www.forbes.com/sites/forbeshumanresourcescouncil/2023/03/07/4-critical-dei-trends-to-watch-in-2023/?sh=30ef3c602f06
[9] https://www.asyousow.org/report-page/2023-capturing-the-diversity-benefit
[10] https://www.asyousow.org/report-page/2023-capturing-the-diversity-benefit
[11] https://images.forbes.com/forbesinsights/StudyPDFs/Innovation_Through_Diversity.pdf

productivity, increased absenteeism, challenges in attracting talent, and difficulties in retaining talent. Employees directly experiencing workplace discrimination are also more likely to experience anxiety and depression, hindering their ability to contribute.[12]

A priority is the hiring and retention rate data requested. This dataset is essential in understanding if diverse employees are being hired into corporate cultures that do not welcome them or enable their success. High levels of employee churn would indicate an operational wastefulness, with resources lost to repetitive recruitment **and** training processes.

The implications of a non-inclusive workplace go beyond directly impacted employees. In a Deloitte study, 80 percent of surveyed full-time employees said that inclusion was an important factor in their employer choice, and 72 percent said that they would consider leaving an employer for a more inclusive work environment.[13]

Finally, companies have a continuing legal obligation to ensure a workplace free from harassment and discrimination on the basis of characteristics such as race, ethnicity, sex, and gender.[14] Ineffective diversity and inclusion policies may be indicative of broader issues within a company that contribute to potential legal liability and reputational damage.

Successful diversity and inclusion programs do not hire or promote employees *because of* their race, gender, or other diverse characteristic. Rather, well-implemented Diversity, Equity, and Inclusion ("DEI") initiatives ensure that an employee's race, gender, or other diverse characteristic *does not prevent them* from reaching the same career milestones, and ability to contribute to the company, as their non-diverse colleagues.

3. DocuSign's DEI reporting significantly lags peers.

DocuSign lags its peers in the disclosure and transparency it provides to investors about the effectiveness of its diversity and inclusion programs. Although it has committed to publishing its EEO-1 reports in 2025, which will show workforce diversity and to share additional hiring data in 2026, the Company continues to lag its peers. Companies that release, or have committed to release, more inclusion data than DocuSign include Charter Communications, Electronic Arts, First Solar, Microsoft, Netflix, NVIDIA Corp, Texas Instruments and The Walt Disney Co.

[12] https://www.apa.org/news/press/releases/stress/2015/impact
[13] https://www.prnewswire.com/news-releases/seventy-two-percent-of-working-americans-surveyed-would-or-may-consider-leaving-an-organization-for-one-they-think-is-more-inclusive-deloitte-poll-finds-300469961.html
[14] https://www.justice.gov/crt/laws-we-enforce

Below are examples of inclusion factor data that DocuSign's peers are disclosing, or have committed to disclose, as of March 10th, 2024:[15]

- **Hiring**: Over 200 companies disclose hiring rate data related to gender. Over 100 companies disclose hiring rate data related to race.
- **Promotion:** Over 85 companies disclose promotion rate data related to gender. Over 45 companies disclose promotion rate data related to race.
- **Retention:** Over 125 companies disclose retention rate data related to gender. Over 55 companies disclose retention rate data related to race.

Just as a company is expected to provide revenue data, rather than simply explaining a marketing strategy, investors need companies to provide DEI data, rather than just disclosing qualitative descriptions of DEI programs and policies.

DocuSign's Board, in its statement of opposition, states "The proponents' request for a special report—as well as their request for additional, highly granular demographic data—would instead be an unnecessary and inefficient use of resources that would serve only the limited interests of a small group of shareholders."

The release of these metrics has been a continuing area of focus from investors for a number of years. In 2021, an investor statement, facilitated by *As You Sow*, representing more than $1.4 trillion in assets under management, "ask[ed] that companies increase investors' accessibility to information related to their workplace equity policies, practices, and program outcomes….Recruitment, retention and promotion rates of diverse employees are essential data sets for investors to review in order to assess the effectiveness of companies' diversity equity and inclusion programs."

It is important to note this request does not require a standalone report. Indeed, this is not recommended. The requested data might be included in less than half of a printed page of the Company's current sustainability reporting or within online investor communications, and not need an additional, separate report as the Company suggests.

CONCLUSION

A "Yes" vote is warranted. The Company has released insufficient information to assure investors that it is providing effective oversight of diversity, equity, and inclusion programs at DocuSign.

Vote "Yes" on this Shareholder Proposal 4.

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[15] https://www.asyousow.org/our-work/social-justice/workplace-equity/data-visualization

For questions, please contact Meredith Benton, As You Sow, mbenton@asyousow.org

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