



# A Report to Dow Inc.

On the Progress of Dow's  
Inclusion, Diversity, and Equity Efforts

March 2024

**COVINGTON**

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*This report reflects the views of the assessment team, which relied on data and representations provided by Dow's management, employees, and third parties, some of which the assessment team was not able to confirm independently. The assessment team did not investigate specific allegations regarding potential legal, regulatory, or policy violations, or audit Dow's financial statements. The material in this report is intended for informational purposes only, and does not constitute investment advice, a recommendation, or an offer or solicitation to purchase or sell any securities or other financial investments to any person in any jurisdiction in which an offer, solicitation, purchase, or sale would be unlawful under the securities laws of such jurisdiction.*

## Executive Summary

In January 2023, Dow engaged Covington & Burling LLP (Covington) to assess the company's efforts to promote inclusion, diversity, and equity (ID&E) and advance racial equity in the United States. Over the course of a year, Covington reviewed documents and data related to these efforts; interviewed subject matter experts across the company; convened a roundtable with the leaders of Dow's employee resource groups (ERGs); held listening sessions and meetings with national advocacy, civil rights, and environmental justice organizations, in addition to members of Dow's Community Advisory Panels (CAPs); and interviewed several of Dow's suppliers, as well as customers who partner with the company on ID&E efforts. Based on this work, Covington concluded that Dow has taken significant steps to promote ID&E, both internally among its workforce and in the communities where Dow operates in the United States, and to advance racial equity. Covington also identified opportunities for the company to enhance its efforts to promote ID&E. This report contains Covington's conclusions and recommendations related to three aspects of Dow's efforts to promote ID&E: (i) ID&E leadership and accountability; (ii) internal ID&E efforts; and (iii) community ID&E efforts, which are summarized below.

**ID&E Leadership and Accountability:** The assessment team reviewed Dow's governance of the company's efforts to promote ID&E. Dow's senior leaders have consistently supported the company's ID&E programs and have established a strong tone from the top with respect to the importance of ID&E to Dow's culture and performance. The company's ID&E programs are well designed and the company has implemented them effectively across the company in the United States. Dow's approach to ID&E benefits from the coordinating role played by the Office of Inclusion and Dow's Inclusion Councils, and from periodic feedback regarding the company's ID&E efforts and programs collected through employee surveys. Dow could enhance accountability for progress towards its ID&E objectives by incorporating ID&E contributions into the performance review process.

**Internal ID&E Efforts:** The assessment team reviewed Dow's efforts to foster ID&E among its workforce, including through its equal employment opportunity (EEO) policies and complaint investigations, talent acquisition efforts, and efforts to enhance the employee experience.

- **Policies and Complaint Investigations:** Dow's policies and complaint investigation procedures are well designed to promote equal employment opportunity and identify and address allegations of workplace discrimination. Dow should consider revising some of these policies to make them more consistent with each other. Dow should also apply a consistent approach to gathering data to understand employee knowledge of and trust in its EEO policies and investigation processes. In addition, Dow should consider requiring investigation-specific ID&E training, such as training on mitigating implicit bias in workplace investigations, for relevant members of their investigation teams.
- **Talent:** Dow promotes ID&E through its deployment of thoughtful strategies to recruit entry-level and professional-level candidates with a diverse range of experiences, ideas, and expertise, and through its inclusive hiring standards and compensation and benefits practices. Dow should consider formally incorporating ID&E principles into its succession planning and involving a representative from the Office of Inclusion to participate in related meetings. Dow should also consider taking steps to increase awareness and utilization of

paid leave available for volunteerism and participation in ERG activities, and should continue to review the recommendations from the Inclusive Benefit Assessment to enhance its compensation and benefits offerings.

- **Employee Experience:** Dow offers a suite of ID&E trainings for employees at all levels of seniority. Dow also supports 10 ERGs, open to all employees, to foster greater inclusion among its workforce. Dow's ERGs are a central component in the execution of Dow's ID&E strategy. Dow should consider methods for encouraging increased participation in its ID&E trainings and continue exploring opportunities to recognize ERG leaders for their contributions. Dow could also consider adopting a consistent method or process for providing ERGs with financial support.

**Community ID&E Efforts:** The assessment team reviewed Dow's efforts to foster ID&E in the communities where Dow operates in the United States, including through its interactions with customers, philanthropy, and volunteerism; its support for environmental justice; and supplier diversity efforts.

- **Customers:** Dow often engages with its customers regarding its ID&E efforts and partners with its customers to advance ID&E within their own organizations. Dow should provide information about its ID&E efforts to all customer engagement managers so they can respond effectively to customer interest in ID&E topics. Dow should also track customer engagement related to ID&E and ask customers for feedback about that engagement, so that the company can refine these efforts over time.
- **Advocacy:** Dow supports public policies intended to promote racial equity in the United States, including through Dow ACTs, as defined below. As one example, Dow publicly supported Create a Respectful and Open World for Natural Hair Act (C.R.O.W.N Act), a law that prohibits discrimination on the basis of a person's hairstyle. Dow could further this work by considering whether and how to expand the applicability of Dow ACTs to additional demographic groups.
- **Environmental Justice:** Dow has committed to operating its facilities in an environmentally responsible manner and to listening to and addressing the concerns of the communities where it operates. To address these commitments, Dow has established an Environmental Justice Steering Team as a governance structure for environmental justice-related issues and has adopted a series of mechanisms for engaging with the communities where Dow operates. For example, Dow works with CAPs (invitation-only groups composed of community members) at its largest U.S. manufacturing sites to help enhance open communication with surrounding communities. Dow conducts environmental justice assessments at seven of its sites to highlight site-specific equity-related opportunities. To further enhance Dow's position as a leader with respect to environmental justice and to help reduce the risk of environmental harms in the communities where it operates, Dow should consider developing additional CAPs, or other effective means of facilitating community engagement, at each of its U.S. manufacturing sites.

- **Philanthropy and Volunteerism:** Dow also promotes ID&E through its philanthropy and volunteerism. In 2022, Dow made approximately 370 grants in the United States, totaling approximately \$27 million to advance missions such as building a pipeline for diverse talent. Dow has also developed several opportunities to promote employees' engagement in conversations about racial equity and participation in community volunteer initiatives throughout the year. Dow can strengthen these efforts by consistently reviewing implementation of the programs supported by the company's grants to ensure that they are serving the communities Dow intends to be served by their grants.
- **Supplier Diversity:** Dow's supplier diversity program is well designed to positively impact communities and society by supporting businesses owned by those underrepresented in the supplier community. Through its supplier diversity program, Dow aims to ensure its sourcing is inclusive and its procurement practices are equitable. Dow should continue to consider incorporating supplier diversity metrics into people leaders' annual performance awards to foster greater accountability for supplier diversity. Dow should also consider consistently disaggregating its supplier diversity data, and creating a mechanism for aiding diverse suppliers in expressing interest in additional sourcing activities and soliciting their feedback regarding potential program enhancements.

## I. Introduction

Dow is among the largest materials science companies in the world, providing products and solutions to customers in a broad range of industries, including building and construction; mobility; and beauty and personal care.<sup>1</sup> Dow has a long history of promoting ID&E within its workforce. In 2017, Dow formalized its approach to ID&E, hiring the company's first Chief Inclusion Officer (CIO) and implementing a formal ID&E strategy. Dow also began publishing reports addressing the diversity of its workforce, Dow's impact on the communities in which it does business, and other environmental, social, and governance (ESG) topics.<sup>2</sup> In 2020, in response to the murder of George Floyd and other high-profile incidents of violence against Black Americans, Dow announced Dow Advocacy, Community, and Talent (DowACTs), a framework designed to help address systemic racism and inequality within the organization and in communities where Dow operates in the United States.

In February 2022, Dow and Investor Advocates for Social Justice (IASJ) agreed that Dow would undertake a racial equity assessment.<sup>3</sup> The agreement between Dow and IASJ stated that the assessment would evaluate Dow's efforts to (i) promote ID&E among its U.S. workforce; (ii) address racial inequality; and (iii) support reasonable operations in the communities where Dow does business in the United States.<sup>4</sup> The agreement also called on Dow to involve external stakeholders and solicit their feedback with respect to Dow's ID&E efforts.<sup>5</sup> Dow retained former Attorney General Eric H. Holder, Jr. and a team from Covington to conduct the assessment.

This report contains the results of Covington's assessment of Dow's efforts to promote racial equity and ID&E, as well as Covington's recommendations for additional steps Dow could take to accomplish its racial equity and ID&E-related objectives. The report begins with an explanation of the assessment's scope and methodology, followed by background on the materials science industry and background on Dow's approach to promoting racial equity and ID&E. The report then presents the results of Covington's assessment in three sections: (i) leadership and accountability; (ii) internal ID&E efforts; and (iii) community ID&E efforts. Each section includes Covington's recommendations for steps Dow could take to accomplish its stated objectives with respect to each of these topics.

## II. Scope and Methodology

Consistent with the terms of Dow's agreement with IASJ, Covington evaluated Dow's policies, programs, and practices with respect to racial equity and ID&E, and sought to identify areas where Dow could enhance its efforts or take further action to continue promoting equity and inclusion. To undertake its assessment, Covington:

- Engaged with dozens of subject matter experts across varying levels of seniority at the company, including senior executives, directors, associate directors, and managers. These subject matter experts provided information regarding overall ID&E strategy; Talent Acquisition; Global Rewards; Human Resources (HR); ERGs; Ethics and Compliance; Public Affairs; Purchasing; Supplier Diversity; Process Safety; Community Relations; Environmental Compliance and Regulatory Affairs; Government Affairs; and Global Citizenship.
- Held a roundtable discussion with the leaders of each of Dow's ERGs that have a focus specifically on the experiences and needs of employees who are racial minorities.
- Conducted interviews with suppliers participating in Dow's supplier diversity program, customers involved in Dow's ID&E efforts, and members of each of Dow's CAPs.
- Organized a roundtable discussion with civil rights and advocacy organizations to discuss and solicit feedback regarding Dow's ID&E efforts, as discussed more fully below.
- Met with environmental justice organizations to consider and solicit feedback regarding Dow's environmental justice efforts, as discussed more fully below.
- Reviewed documents and data from Dow, including policies, procedures, training materials, and reports.
- Reviewed publicly available documents, including Dow's ESG reports and Dow's public statements and commitments related to ID&E.

In September 2023, Covington hosted a roundtable discussion with representatives from civil rights and advocacy organizations at Covington's offices in Washington, D.C. These organizations were invited to participate based on their role as recognized experts on ID&E, efforts to promote racial equity, and environmental justice, which enabled the organizations to provide Dow with informed feedback on its ID&E efforts. The attendees were prominent senior leaders representing organizations from a cross-section of diverse stakeholder interests, including organizations focused on underrepresented groups, and those with specialized environmental justice experience. The objectives for this listening session were: (i) providing participants with an understanding of Dow's ID&E framework and the internal and external ID&E programs that compose it; (ii) obtaining their perspectives as subject matter experts regarding Dow's ID&E and environmental justice programs; and (iii) discussing potential suggestions for additional steps Dow might take to advance ID&E internally, within its workforce, as well as externally, throughout the communities in which it operates.

Dow presented to the group on its internally focused ID&E efforts, including recruiting a diverse talent pool, and gave an overview of Dow's key community ID&E efforts, including its key external partnerships, supplier diversity program, and environmental justice initiatives. Following these presentations, Mr. Holder facilitated a listening session in which participants offered feedback on Dow's strengths, areas of opportunity, and any other topics the stakeholders wanted to raise with the assessment team. Among other questions, Covington asked participants to share their views about the aspects of Dow's programs and practices that they considered most valuable and potentially impactful, and which ones could be strengthened. Covington also asked participants about potential additional steps Dow could take to further support its ID&E and environmental justice objectives.

Feedback from the stakeholders coalesced around three primary themes:

- Dow should continue to foster accountability for its racial equity efforts by tracking, measuring, and disclosing progress on a more granular level.
- Dow should continue to lead by example and explore opportunities to set standards in developing areas, such as environmental justice.
- Dow should build upon Dow ACTs by considering whether and how to expand its focus to additional demographic groups.

Several participants praised Dow for its commitment to ID&E, both with respect to its efforts within the company and in the communities surrounding its sites. Several participants also acknowledged that the ID&E data Dow collects and reports supports the conclusion that Dow has made progress towards some of its objectives. Of particular note for a number of participants was Dow's decision to include ERGs in actions to improve ID&E internally, through programs such as EMERGE, and within communities surrounding Dow sites, through Dow Promise, a grant program, each discussed in more detail in Sections IV(B)(5) and IV(C)(2), respectively.

Some participants expressed a view that efforts focused on tracking and measuring the impact of Dow's operations held the greatest potential to facilitate the cross-industry collaboration needed to advance environmental justice. Several participants recognized Dow's strong track record of soliciting feedback from the communities in which Dow operates and emphasized the importance of regularly engaging relevant civil rights and environmental justice organizations to help inform Dow's efforts.

### III. About Dow

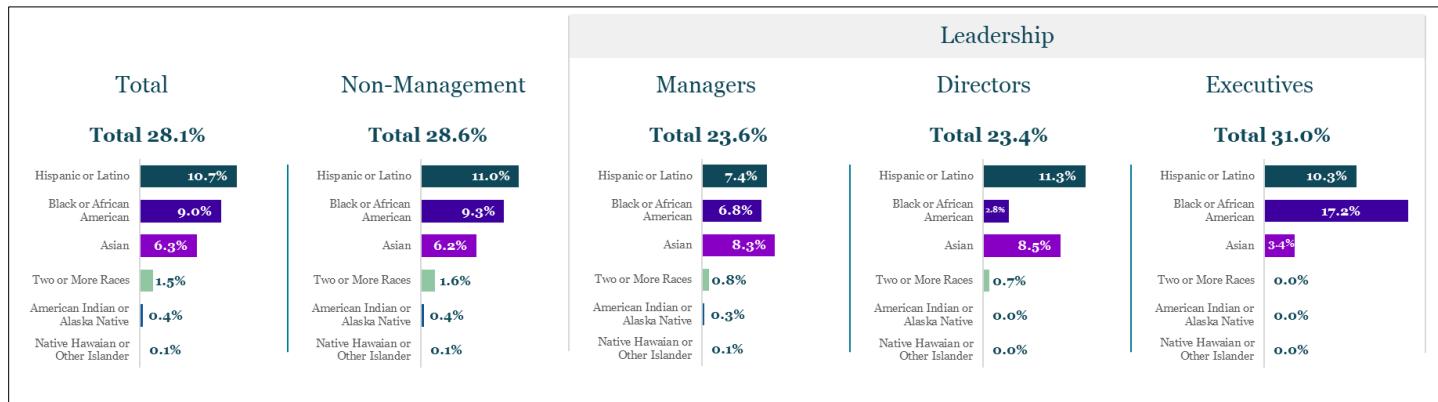
Dow operates approximately 104 manufacturing sites in 31 countries and has approximately 38,000 employees globally.<sup>6</sup> Dow's business is organized into three operating segments: Packaging and Specialty Plastics; Industrial Intermediates & Infrastructure; and Performance Materials & Coatings. Employees at Dow fall into one of 14 grades levels. Dow's ambition is to become "the most innovative, customer-centric, inclusive and sustainable Materials Science Company in the world."<sup>7</sup>

#### A. Dow's Leadership and Workforce

As of February 2024, Dow's Board is composed of 12 directors, including four directors who identify as racial or ethnic minorities. In Dow's most recent ESG report, Dow's Chair and Chief Executive Officer (CEO) emphasized the company's continued focus on succession planning and maintaining a diverse Board.<sup>8</sup> Additionally, Dow is a founding signatory of the Board Diversity Action Alliance, a business-led initiative taking action to increase the representation of racially and ethnically diverse directors on corporate boards of directors, beginning with Black directors.<sup>9</sup>

Dow's tier one (Tier 1) leaders, which include the CEO and his direct reports, set business, geographic, and functional strategies, priorities, and targets. As of October 2023, Dow's Tier 1 leaders included 12 executives, including five executives who identify as racial or ethnic minorities.

Dow reports on workforce diversity in its annual ESG Report, "Intersections." In 2023, and as shown in the graphic below, 28.1% of Dow's overall workforce in the United States identified as a racial or ethnic minority, including 31% of executives, 23.4% of directors, and 23.6% of managers.



## B. Dow's ID&E Strategy and Framework

As described above, in 2017, Dow hired its first CIO, an executive position reporting to the CEO and overseeing the Office of Inclusion, in an effort to strengthen support for diversity and inclusion at the senior levels of the company and further integrate diversity and inclusion within the company's overall business strategy. Dow became the fifth member of the S&P 500 to elevate such a role to the C-suite.<sup>10</sup> That year, Dow published "Inclusion 2020," a three-year global ID&E strategy. This strategy focused on seven pillars, including increasing employee diversity, global ERG participation, and diverse supplier spend. After its implementation, Dow saw a three percent increase in minority representation, raising the percentage of the company's workforce who self-identify as Hispanic or Latino, Black or African American, Asian, American Indian or Alaskan Native, Native Hawaiian or other Pacific Islander, or two or more races to 14%, a tripling of the rate of ERG participation from approximately 15% to 48%, and a tripling of the percentage of overall diverse supplier spend from approximately 0.3% to 1.0%.<sup>11</sup>

The company used Inclusion 2020 as a springboard for its next ID&E strategy, "ALL IN 2025." ALL IN 2025 built on Inclusion 2020, focusing on Dow's efforts to lead with inclusion, elevating Dow's focus on diversity, and further embedding equity into Dow's practices, policies, and processes. Like the 2020 strategy, Dow's ALL IN 2025 strategy has seven pillars:

- **Governance:** Institutionalize an "ALL INclusive" culture and equitable practices.
- **Customers:** Generate positive impact on the customer experience.
- **Talent:** Improve the diversity and capability of Dow's workforce and ensure everyone has an equal opportunity to thrive.
- **People Leaders:** Cultivate an "ALL INclusive" culture.
- **Suppliers:** Achieve top benchmark performance in supplier diversity.
- **Communities:** Strengthen communities where Dow lives, works, and does business.
- **Reputation:** Establish a leadership position and be recognized as a great place to work for all.<sup>12</sup>

After the murder of George Floyd in 2020, Dow's CEO published a blog post committing to "act on behalf of those who deal with racism, bigotry, and the threat of violence everyday simply because of the color of their skin."<sup>13</sup> Shortly thereafter, the company hosted a virtual conversation with over 1,000 employees in attendance. The town hall was sponsored by one of Dow's ERGs, the Global African Affinity Network (GAAN), and the discussion led Dow's Office of Inclusion, in connection with members of Dow's Tier 1 leaders, to develop Dow ACTs, a standalone, company-wide strategic plan that is aligned with, and overlays much of, ALL IN 2025. The Dow ACTs framework is focused on helping to address the effects of systemic racism and inequality through what was originally a \$5 million program over five years to drive progress in three key areas: Advocacy, Community Engagement, and Talent Development. From 2020 to 2023, Dow increased its Dow ACTs pledge to \$10 million, then to \$13 million, and most recently to \$20 million, and extended its commitments into 2028.

Dow ACTs is led by the Dow ACTs Steering Team, which is led by the North American Regional Inclusion Leader. The Steering Team is composed of Dow leaders and executives, including the CIO, GAAN's global co-chairs, Dow's Public Affairs Global Director, and Dow's Global Citizenship Manager.

## IV. Assessment of Dow's Efforts to Advance Racial Equity

As reflected above, Covington's assessment of Dow's efforts to advance racial equity addressed: (i) leadership and accountability; (ii) internal ID&E efforts; and (iii) community ID&E efforts.

### A. Leadership and Accountability

Manifesting a strong "top down commitment," several of Dow's most senior functions and roles develop and oversee Dow's ID&E efforts, including Dow's Board, executive leadership (which consists of an executive committee, leadership team, and an operations team, as described further below), Office of Inclusion (led by the CIO), Inclusion Councils, and the Dow Company Foundation Board. Dow also encourages and empowers its employees to share in the responsibility of driving ID&E forward through a "bottom up alignment and action" approach. The bottom-up approach involves incorporating ID&E metrics in an annual performance award program, surveying employees about the company's ID&E efforts and about their self-identification, and providing people leaders and executives with regular metrics reflecting representation across many demographics at the company.

#### 1. Leadership

Dow's Board is responsible for overseeing the ESG priorities of the company, and has oversight for Dow's ID&E strategy.<sup>14</sup> The Board includes four committees: the Audit Committee, Corporate Governance Committee, Compensation and Leadership Development Committee, and Environment, Health, Safety & Technology Committee.<sup>15</sup> In 2022, Dow further enhanced the Board's oversight responsibilities by revising each committee's charter to include Dow's ESG priorities, including its strategies in support of climate protection and ID&E, and accountability and transparency around sustainability targets.<sup>16</sup> Senior leadership and the Compensation and Leadership Development Committee of the Board regularly review reports of inclusion and diversity metrics, including ERG participation, global representation of women, and U.S. ethnic minority representation in the United States.

Dow's workforce and corporate operations are governed by a three-part executive leadership function: an executive committee (Executive Committee), a leadership team (Leadership Team), and an operations team (Operations Team). The Executive Committee is made up of four positions, including the CEO, President and Chief Financial Officer, General Counsel and Corporate Secretary, and Senior Vice President of Corporate Development, and is responsible for developing and overseeing Dow's business direction and strategy, as well as its organizational design. The Executive Committee leads Dow's governance activities and oversees interactions with key stakeholders, including the Board. The Leadership Team consists of all members of the Executive Committee, and other business, functional, and geographic leaders, including the Chief Human Resources Officer (CHRO). The Leadership Team drives Dow's business, geographic, and functional strategies, priorities, and targets. The Leadership Team engages with the Board, at the Executive Committee's direction. The Operations Team is composed of all members of the Leadership Team, the CIO, and other business, functional, and geographic leaders. The Operations Team is accountable for leading implementation of Dow's operational plans and priorities, managing organizational development strategies, and Dow's safety performance and financial metrics.

Dow's workforce and community ID&E efforts are developed and overseen by the Office of Inclusion and the CIO. The Office of Inclusion is composed of a group of 13 employees, some of whom serve as owners of several internal and external-facing ID&E efforts, including the

Global Leader of Employee Experience and Employee Resource Groups (Global ERG Leader) and the Supplier Diversity Director. The Office of Inclusion team meets monthly to discuss internal and external ID&E efforts and progress toward them and regularly consults with the various business functions tasked with carrying out Dow's ID&E efforts. The CIO and HR leadership meet at least weekly to co-lead Dow's people and culture-related priorities.

Three global Inclusion Councils, each of which meets quarterly to discuss topics related to their respective goals, support the Office of Inclusion in its development and oversight of ID&E efforts. The Inclusion Councils are focused on driving the ID&E strategy from the top of the company to all business units, functions, and regions.<sup>17</sup> The Inclusion Councils meet annually for an all-Inclusion Council meeting, during which members discuss topics such as reflections on the prior year, financial commitments, and people and culture priorities for the following year. During the 2023 annual meeting, for example, members engaged in priority breakout sessions, which included workforce and community ID&E topics such as Dow's self-identification campaign (Self-ID), as discussed below; supplier diversity; psychological safety; and inclusive benefits. Each Inclusion Council has a different composition and purpose, as reflected below.

- The President's Inclusion Council defines and provides executive-level support for Dow's ID&E strategy. It is chaired by the CEO, facilitated by the CIO, and includes all of the CEO's direct reports, who also serve as executive sponsors of Dow's 10 ERGs. The President's Inclusion Council reports to the Office of Inclusion.
- The Senior Leaders' Inclusion Council influences change through senior and mid-level business, geographic and functional leaders. It is chaired by the CIO, who acts as a connection point between the Senior Leaders' Inclusion Council and the President's Inclusion Council, and includes leaders one to two levels below the CEO's direct reports (functional, business, and geography-based senior leaders). One of the responsibilities of the Senior Leaders' Inclusion Council is to hold the business, geographic, and functional teams accountable for execution of Dow's ID&E strategy. The Senior Leaders' Inclusion Council accomplishes this through quarterly meetings with relevant team leaders, which focus on topics including metrics related to inclusion and diversity (e.g., spotlights on supplier diversity and ERG participation) and priorities, including coordination of ID&E events.
- The Joint Inclusion Council collaborates to drive maximum employee engagement through ERG leadership. It is chaired by the Global ERG Leader and includes each of the 10 ERG global chairs. The purpose of the Joint Inclusion Council is to enable each of the ERG global chairs to help drive and to be a catalyst for Dow's ID&E strategy. The Global ERG Leader acts as a liaison between the Joint Inclusion Council and the Office of Inclusion and meets with the Office of Inclusion every other month.

Dow's corporate citizenship efforts are governed by the Dow Company Foundation (Foundation), which was established in 1979.<sup>18</sup> The Foundation is governed by a set of bylaws and a Board of Directors.<sup>19</sup> In 2019, the Foundation's Board of Directors approved Dow's current Global Citizenship strategy, which guides strategic grant-making across Dow geographies. In addition to Foundation giving, Dow also provides charitable donations directly through the company.<sup>20</sup> In 2022, the Foundation and company gifted a total of \$37.3 million, in line with Dow's Global Citizenship strategic priorities.<sup>21</sup> Funding is distributed through a number of different mechanisms overseen by the Global Citizenship Team, such as regional committees that select local grantees and employee-led grant-making designed to advance

specific employee objectives, including Dow Promise, a grant program aimed to support Black communities around Dow sites.

## **2. Accountability**

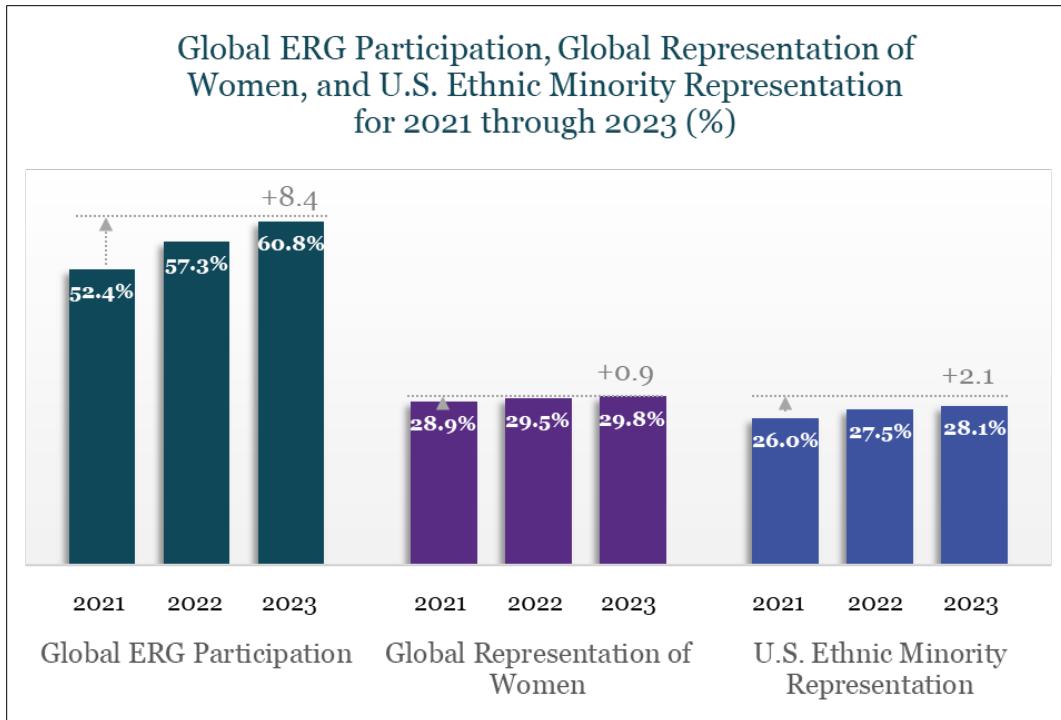
Dow drives bottom-up ID&E accountability through various means, including through its incorporation of diversity and inclusion metrics in its annual performance award (Annual Performance Award), a workforce diversity dashboard for people leaders (Workforce Diversity Dashboard), performance reviews, employee surveys, and quarterly ID&E scorecards (ID&E Scorecard) for HR Directors and executive leadership.

### **a) ID&E Metrics in Annual Performance Award and Performance Reviews**

Dow's Annual Performance Award is a financial incentive program designed to reward the Dow workforce, as a whole, for company-wide achievements of its goals. The Annual Performance Award is based on metrics associated with earnings, free cash flow, and ESG.<sup>22</sup> The ESG metrics are comprised of customer experience and sustainability indicators and, for people leaders and employees at grade 10 or above, inclusion and diversity indicators.

Dow reports that it incorporates inclusion and diversity indicators into the Annual Performance Award for people leaders and senior employees (approximately 3,000 employees) to support the view that an inclusive culture promotes a diverse workforce and is an important catalyst for innovation and business success. The program information explains that it motivates employees, helps to attract and retain the best talent, and positively impacts the bottom line. The inclusion and diversity metric is measured by the company's global ERG participation, global representation of women, and overall U.S. representation of ethnic minorities.<sup>23</sup> The inclusion and diversity indicators do not assess racial or gender representation within defined employee grade levels.

Annual representation goals are reconsidered each year and are based on an assessment of factors, including historical company data, future company goals, and the company's current labor force and hiring efforts. They are ultimately approved by the Compensation Committee. Each year, Dow aspires to exceed the prior year's metrics. In 2023, 29.8% of Dow's global employees were women, 28.1% of U.S. employees identified as a racial or ethnic minority, and 60.8% of Dow's global employees participated in an ERG. For global representation of women and U.S. ethnic minority representation, Dow has established a five-year, annual aspirational goal of a one percentage point increase each year.



To meet the Annual Performance Award's diversity- and -inclusion-related ambitions, Dow encourages relevant leaders to foster an environment that values diverse perspectives and promotes equal opportunity for all. Specifically, Dow encourages leaders to model inclusive behaviors; proactively and consciously reduce and eliminate biases; encourage courageous dialogue and conversations on inclusion and diversity topics; participate in and support the involvement of team members in ERGs; address gaps in the inclusion and diversity results of the annual employee survey (discussed below); support mentorship and advocacy programs; encourage employees to attend inclusion and diversity trainings; and commit to inclusive hiring practices.

With regard to ID&E-focused goals in individual performance reviews, Dow includes specific ID&E metrics in annual performance objectives for the CEO and his direct reports. The CEO has communicated his expectation that all people leaders should participate in Dow ERGs. Dow reports that as of December 31, 2023, 98% of people leaders participate in ERGs. Other employee levels are not required to include ID&E goals in their performance reviews, and Dow's performance evaluation process does not include a consistent approach for recognizing ID&E-related contributions by lower-level employees as a matter of course.

## **b) Employee Surveys**

Dow conducts periodic employee surveys related to its ID&E efforts. These surveys include an annual all-employee opinion survey (Voice Survey), smaller-scale quarterly surveys, a survey to gauge leadership effectiveness of individual leaders (Leadership Effectiveness Survey), and a Self-ID survey. These surveys represent efforts to solicit employee feedback and information collected helps Dow to assess its ID&E programs.

## **(1) Voice Survey**

Since 2017, Dow has conducted the Voice Survey to measure employee sentiment, including employee experience and satisfaction, and has achieved a response rate between 70% and 80% each year. The survey includes 40-50 questions that span topics such as employee development, stress and wellness, safety, and ID&E. For each question, respondents are asked to state the degree to which they agree or disagree with certain statements. Questions probe employee sentiment regarding whether they are able to report unethical practices without fear of retaliation, whether their work group has a climate in which diverse perspectives are valued, and whether they agree that when someone reports an ethics issue, they are taken seriously.

Dow also uses the Voice Survey as a tool to gather additional information about its employees, such as data related to personal demographics, ERG participation, volunteerism, and remote work practices. This additional information about the respondents allows the company to glean noteworthy insights regarding its employees.

The results of the Voice Survey are presented to the Board and Dow's leadership, showing trends against prior years and by geographic region. Leaders with at least 10 direct reports are able to download anonymized survey results (without personal characteristics such as gender or ethnicity) and analyze the data based on criteria such as region or job type. High-level results are also published on Dow's intranet site. HR, the Office of Inclusion, and the ERGs also review the data and collaborate with one another to determine how the data can best help to inform future ID&E strategy, project needs, actions, or follow-up items, as they are able to gauge whether certain groups of employees tend to report greater concern or dissatisfaction with certain aspects of the employee experience. For example, Dow has found that those who participate in ERGs are not only more likely to respond to the Voice Survey, but also report higher levels of engagement and satisfaction at Dow.

Dow also conducts quarterly surveys, which are compilations of between 10 and 12 questions rolled out to employees throughout the year. The questions vary quarter by quarter based on the company's current needs, but the surveys have included ID&E-related questions over the last three years. Quarterly surveys have an employee completion rate of approximately 55 to 60%.

## **(2) Leadership Effectiveness Survey**

The Leadership Effectiveness Survey, which is conducted in tandem with the Voice Survey, seeks confidential feedback from employees regarding their direct supervisors, including suggestions for how the supervisors might better lead and engage direct reports. It assesses leadership effectiveness in the following areas: (i) integrity; (ii) protecting the planet and people; (iii) transparency; (iv) trust; (v) respect for people; (vi) empowerment; and (vii) accountability. Questions include, for example, whether the employee perceives the leader to advocate and actively include diversity of backgrounds, experiences, and perspectives in their work, and consistently model and demonstrate inclusive behaviors.

The results of this survey are presented in "Leadership Effectiveness Feedback Reports" provided to every people leader who has at least five direct reports, regardless of level. The Leadership Effectiveness Feedback Report showcases each leader's strengths, highlights development opportunities, and maps each opportunity to relevant items in Dow's suite of leadership development resources (described more fully below in Section IV(B)(5)(b)). Dow offers a Leadership Effectiveness Survey Impact and Purpose presentation to prepare new leaders who are reviewing the Leadership Effectiveness Feedback Report for the first time. Each

leader is expected to use the report as the basis for generating an individual development plan. Aggregated Leadership Effectiveness Survey data is also analyzed and summarized as “insights” reports that include data focused on results across specific employee grades. This data is presented to the company’s Leadership Team and shared with the Board annually.

**c) Self-Identification and Tools to Measure Workforce Diversity**

Dow encourages its employees to voluntarily provide demographic information, such as their race or ethnicity. Dow provides people leaders and HR personnel with tools based on this data that allow them to evaluate trends regarding the demographic composition within particular business organizations.<sup>24</sup>

In recent years, Dow has expanded its Self-ID capabilities by, for example, enabling Self-ID for gender identity, sexual orientation, and disability. Dow has also launched Self-ID campaigns in an effort to build awareness, encourage a culture of inclusion, and promote employee self-identification to further assist the company in assessing its ID&E efforts. For example, the company uses data gathered via Self-ID to better understand potential differences in employee sentiment across the workforce, analyze the diversity of the workforce across multiple dimensions, and provide the benefits and resources necessary to support all employees.

Dow provides people leaders and members of HR with visibility regarding organization-wide representation through a Workplace Diversity Dashboard, launched in 2022. The Workforce Diversity Dashboard also reports representation metrics and trends within a manager’s specific organization, including a breakdown of new hires and voluntary attrition rates by demographic. The Workplace Diversity Dashboard is for informational purposes only in furtherance of the company’s progress toward ensuring equal opportunity for all. Additionally, HR Directors and executives receive a quarterly ID&E Scorecard reflecting progress against annual objectives including global ERG participation, global representation of women, and U.S. ethnic minority representation. This information is presented by function, business unit, geography, and other segments.

**Recommendation for ID&E Leadership and Accountability**

- Dow should enhance accountability for progress towards its ID&E objectives by incorporating ID&E contributions in the performance review process for all employees.

## **B. Dow Internal ID&E Efforts**

Dow has implemented internal policies, programs, and practices designed to promote an inclusive and equitable employee experience and equal opportunity for all employees. Dow further promotes workplace diversity and an internal culture of inclusion through the OEC and HR, who are responsible for developing, implementing, and managing a variety of processes and workplace ID&E efforts together with the Office of Inclusion. The OEC has developed, and continuously refines, ID&E policies and related trainings related to workplace conduct, equity, and inclusion, and manages Dow's complaints, investigations, and discipline processes and practices in a manner that reflects Dow's ID&E values.

### **1. Code of Conduct and ID&E Policies**

The Code of Conduct (Code) and the Respect and Responsibility Policy are Dow's key written standards for its workforce.

#### **a) Code of Conduct**

The Code is a guiding document that reflects and communicates Dow's three core values: Respect for People, Integrity, and Protecting Our Planet. The "Respect for People" pillar is broken down into various components, and includes an "Inclusion and Diversity, Equal Opportunity and Respect in the Workplace" policy.<sup>25</sup> The Code applies to all directors, officers, and full- and part-time employees of Dow and its wholly-owned subsidiaries, as well as joint ventures that adopt the Code.<sup>26</sup> The Code is public and has been made available in 16 languages.<sup>27</sup> The Code is owned by the OEC with oversight by the General Counsel, the Audit and Governance Committees of the Board of Directors, and the Corporate Secretary.

The Inclusion and Diversity, Equal Opportunity and Respect in the Workplace policy states that Dow provides equal employment opportunities to all employees and applicants regardless of any factor protected by applicable law, including race and color, and that hiring, promotion, compensation, and other employment-related decisions are based only on job-related factors.<sup>28</sup> As articulated in the policy, Dow promotes an environment of mutual respect and prohibits discrimination, harassment, and unprofessional behavior.<sup>29</sup> Through this policy, Dow prohibits bullying, which includes any aggressive, abusive, intimidating, or violent behavior that may lead to a hostile work environment.<sup>30</sup> Finally, the policy prohibits employees from engaging in conduct or making statements that are degrading, offensive, humiliating, or intimidating to others.<sup>31</sup> It explains that seemingly innocent actions can result in an environment that may be offensive or unwelcome, and that everyone should be alert to their own behavior and the effect that it may have on others.<sup>32</sup>

The Code instructs employees to report concerns of inappropriate conduct to any leader,<sup>33</sup> an HR representative, a Dow attorney, the OEC, or the Dow EthicsLine.<sup>34</sup> The Dow EthicsLine is a confidential helpline and website available 24 hours a day, seven days a week, for employees who wish to ask questions about Dow policy, seek guidance on specific situations, or report in good faith violations of the Code, the Code of Business Conduct for Suppliers, or other unethical business practices.<sup>35</sup>

The Code states clearly that retaliatory treatment of any kind is strictly forbidden. Retaliatory treatment includes any form of discipline, reprisal, or intimidation against a whistleblower who, in good faith, exercises rights under the Code, makes a complaint or cooperates in an investigation, even if any underlying allegations cannot be substantiated.<sup>36</sup> The

Code hyperlinks to Dow's Respect and Responsibility policy, including to the Inclusion and Diversity, Equal Opportunity, and the Respect in the Workplace sections of the policy.<sup>37</sup>

## **b) Respect and Responsibility Policy**

While the Code conveys the company's guiding principles for how members of the workforce should conduct themselves, Dow's Respect and Responsibility Policy articulates more specific standards related to EEO compliance. The Respect and Responsibility Policy expresses Dow's commitment to provide equal employment opportunity to all persons, stating that Dow has an unwavering commitment to ethical behavior, that it prohibits any form of sexism, racism, discrimination, or harassment, and that it expects leaders, employees, and representatives to actively oppose inequities and injustices in the workplace.

The OEC has primary responsibility and ownership over the Respect and Responsibility Policy but coordinates with HR and the legal department (Legal) to update the policy as required pursuant to changes in applicable law. Dow considers the Respect and Responsibility Policy a living document that is revised periodically and can be updated to address employee concerns and ensure compliance with evolving laws.

As described below, the Respect and Responsibility Policy addresses: (i) discrimination, harassment, and other forms of disrespectful or exclusionary behavior; (ii) reporting procedures and investigative process; (iii) retaliation; and (iv) additional leadership expectations.

### **(1) Discrimination, Harassment, and Other Forms of Disrespectful or Exclusionary Behavior**

Dow's Respect and Responsibility Policy prohibits disrespectful, discriminatory, or exclusionary behavior based on a protected status, including race or ethnicity. The policy also prohibits bullying, belittling, berating, physical or verbal intimidation, name-calling, humiliation, or any other unprofessional behavior.

The scope of the policy extends to conduct against employees, applicants, customers, vendors, or any other third-party individuals that may be on Dow premises, whether the conduct occurs at the workplace, at employer-sponsored events, or in any other work-related context. Employees and representatives who violate the policy are subject to corrective action, up to and including termination of employment. The policy does not include specific examples of prohibited conduct, does not address racial discrimination other than to state that it is prohibited, and does not explicitly address microaggressions.

### **(2) Reporting Procedures and Investigative Process**

Dow encourages employees to speak up and raise concerns about improper conduct. The reporting procedures in the Respect and Responsibility Policy provide that any individual in the Dow workplace who believes they have been subjected to or have observed a potential violation of the policy should report the incident as soon as possible to any leader, an HR representative, Legal, a "Diversity and Inclusion" representative from the Office of Inclusion, the OEC, or the Dow EthicsLine. The reporting choices listed in the policy are largely consistent with the reporting options identified in the Code, with the additional option of reporting concerns to "Diversity and Inclusion Representatives." Reporting options are reiterated on Dow's website, intranet, and in other communications.

As stated in the Respect and Responsibility Policy, any report of inappropriate behavior under the policy will be taken seriously, promptly reviewed, and appropriately investigated consistent with Dow's global investigation process and the requirements of applicable laws. Following the report of a potential policy violation, the reporting party will be asked to provide specific information concerning the alleged behavior. Dow offers a mechanism to provide this information anonymously, as the law permits. Dow's policy also states that information gathered in this type of investigation will be maintained in a manner that respects confidentiality. Finally, at the conclusion of the investigation, employees will be notified that the investigation has been completed.

### **(3) Retaliation Policy**

Dow policy strictly forbids retaliatory treatment of any kind. The Respect and Responsibility Policy prohibits, without limitation, any form of discipline, reprisal, intimidation, or any other form of retaliation, against an individual who, in good faith, exercises their rights under the policy, makes a complaint, or cooperates in an investigation of discrimination, harassment, or retaliation, even if the allegations cannot be substantiated. The policy does not further articulate how retaliation might occur in the workforce (e.g., by describing specific examples).

### **(4) Additional Leader Expectations**

While all Dow employees at every level of the organization have a responsibility to support and contribute to a respectful work environment, the Respect and Responsibility Policy states that Dow's people leaders are held to a higher standard. Leaders are responsible for establishing and maintaining positive, inclusive, and productive team-work dynamics. To cultivate an environment of respect, leaders are expected to avoid any participation in unacceptable behavior, implicit or explicit, that violates Dow policies, and furthermore, to address any observed inappropriate behavior rather than assuming someone else will address it. Leaders are also expected to report conduct that violates the policy, whether they witness the conduct directly or someone reports a complaint to them. A leader's failure to do so may result in corrective action for the leader, up to and including termination of employment.

#### **c) Employee Communication**

The OEC promotes awareness of the Code of Conduct and Respect and Responsibility policy (its EEO policies), addressed above, including how they might apply in certain scenarios, through Dow's intranet. These communications include, for example, case studies focusing on specific types of misconduct, a "Thank You For Asking" column in which hypothetical scenarios are addressed and answered, and "refresher" videos on Respect and Responsibility Policy concepts. One of these videos, "Respectful Communications: A Vignette," illustrates the consequences of disrespect in the workplace, as well as the benefits of emphasizing ethics in all communications. This video provides examples of what disrespect might look like in the workplace, and actions that employees can take to foster genuine respect amongst coworkers. In 2024, Dow will begin tracking and monitoring employee engagement with these communications.

As noted above, the Voice Survey does not ask employees specifically about their knowledge of or familiarity with the company's EEO policies or investigation processes.

## **2. Policy and Compliance Trainings**

Dow promotes the Code and other compliance expectations by requiring annual training. The OEC ultimately owns these trainings but receives input as to their design from the Office of Inclusion, HR, and Legal. Required trainings include an annual Code of Conduct training and may be supplemented by anti-harassment and discrimination trainings, which are required for employees in certain jurisdictions.

### **a) Code of Conduct Training and the Annual Ethics and Compliance Certification**

Dow requires all directors, officers, and employees to complete the online Code of Conduct training (Code of Conduct Training) and certify that they will comply with the Code through a process called the “Annual Ethics and Compliance Certification” (Certification). The 2023 Code of Conduct Training is comprised of 10 modules, including modules regarding “Workplace Harassment” and “Speaking Up.” The Workplace Harassment module covers definitions and examples of harassment, strategies for how to prevent harassment, and asks employees questions, through the use of hypotheticals, to check their understanding of the module. The “Speaking Up” module states that company policy prohibits retaliation for raising concerns and protects employees when they speak up, as well as when they cooperate with investigations. This module also explains that if an employee experiences, witnesses, or suspects retaliation, they should report it immediately, and that Dow will investigate and take action promptly. The module does not give specific examples of how retaliation may occur in the workplace.

The Code of Conduct Training and Certification requirements are conveyed to employees in both compliance-related correspondence as well as in separate communications from the Office of Inclusion. The OEC tracks completion of the Code of Conduct Training and Certification, sends leaders a list of their direct reports who have not completed the Code of Conduct Training and Certification, and requests that the leaders discuss noncompliance with those employees and consider noncompliance during performance evaluations. In 2023, 99.47% of all U.S. employees completed the Code of Conduct Training and the Certification, including those who do not perform work in an office with access to a computer.

### **b) Anti-Harassment and Discrimination Training**

Dow mandates specific anti-harassment training for employees in states where those trainings are required by applicable law. The training is also customized depending on whether the employee is a supervisor, in accordance with applicable law. Like the Code of Conduct Training, this training is delivered online. Dow does not mandate manager-specific training on topics such as how to escalate workplace complaints and how to address unconscious bias.

Dow offers an optional online training opportunity regarding “Anti-Harassment and Discrimination” that is intended to help employees recognize harassing or discriminatory conduct and respond to inappropriate conduct once identified. The training includes modules on harassment, discrimination, protected groups, intent versus perception, retaliation, sexual harassment, bullying, abusive conduct, and social media risks, and covers applicable state and local law requirements. It also contains a section on race discrimination, which states that race discrimination can manifest in many ways, but it happens when a person is treated unequally, unfairly, or differently because of their race or characteristics associated with race, such as skin color or hair texture, and addresses hairstyle discrimination.

It also continues beyond the topics of anti-harassment and discrimination with modules that address broader ID&E principles such as workplace diversity, creating an inclusive workplace, and inclusive leadership. These modules cover the importance and benefits of ID&E, historical barriers to diversity, stereotypes and biases, as well as descriptions and explanations of what equity and inclusion entail in the workplace.

### **c) Live Trainings**

In addition to the core required trainings and the optional available training described above, OEC also offers optional live trainings throughout the year with the goal of increasing workplace awareness of employee resources related to policies and reporting violations. In some instances, as discussed below, the OEC monitors misconduct complaints by category and may choose to conduct specific trainings at various sites on a targeted basis depending on whether specific issues at that site warrant addressing. Over 1,400 employees received training in live sessions in 2023.

## **Recommendations for Policies & Trainings**

- Dow should ensure that its EEO policies include all policy elements required under applicable state laws. Dow should also revise its policies and trainings, where applicable, to include specific examples of conduct that could constitute discrimination and retaliation, and address microaggressions.
- Dow should harmonize references to reporting channels listed in the Code and the Respect and Responsibility Policy and clearly describe how employees can access them.
- Dow should consider gathering data to understand employee knowledge of and trust in its EEO policies and investigation processes and could do so through its annual Voice Survey or quarterly Pulse Survey.
- Dow should consider requiring all U.S.-based employees to complete anti-harassment and discrimination training regardless of the jurisdiction in which employees are located. Dow should also consider offering tailored training for all managers that includes topics such as escalating workplace complaints and addressing unconscious bias.

## **3. Complaints, Investigations, and Corrective Action**

Dow conducts internal investigations using thorough and well-documented procedures to evaluate allegations of misconduct and to implement resulting corrective action if necessary. OEC monitors, tracks, and manages reported complaints and concerns related to harassment, discrimination, retaliation, and forms of disrespectful or exclusionary behavior.

### **a) Reporting Policy Violations**

As explained in Section IV(B)(1)(a), individuals at Dow who believe they have been subjected to or observed a potential violation of Dow policy have multiple reporting options, including any leader, or HR, Legal, or a “Diversity and Inclusion representative” (e.g., an Office of Inclusion representative), the OEC, or the Dow EthicsLine, which is the most commonly used communication channel. The EthicsLine is operated by an outside third party that provides similar services to other global companies.<sup>38</sup> Calls to the EthicsLine are answered by a trained

communication specialist who can provide translation services, if requested.<sup>39</sup> The trained specialist documents the employee's questions or concerns and forwards the report to the OEC for further review and handling.<sup>40</sup> The OEC then inputs the report into EthicsPoint, a system for tracking complaints. Regardless of how an issue is identified, if a violation of the Code or the law is alleged, the OEC must be informed about the allegation in order to determine whether an investigation is warranted.

## **b) Investigations**

Complaints involving allegations of harassment, discrimination, retaliation, or disrespectful or exclusionary behavior are first reviewed by the OEC. If the OEC determines that an investigation is required, the OEC will next decide whether to use internal or external resources to manage the matter. Investigators are assigned based on their expertise regarding the issues raised in the complaint. For example, the Corporate Investigations Group (which investigates finance-based allegations) may become involved depending on the nature of the allegation. If the OEC determines that no investigation is warranted (including, for example, if a complaint does not involve an allegation of misconduct but rather constitutes a request for guidance), it may address the matter with the individual directly or refer the matter to another department altogether, such as HR, for handling. Most investigations are conducted internally by the OEC and HR investigators, with the assistance of a Dow attorney. Dow currently employs two HR investigators who are responsible for investigating complaints made in the United States. In 2023, there were 339 unique complaints in the U.S., 84% of which related to HR, diversity, or workplace misconduct.

Dow requires its investigators and those involved with internal investigations to take steps to safeguard the confidentiality of information about, and materials relating to, the investigation, whether written or verbal. Information about the investigation, including the fact of the investigation itself, is disseminated only on a need-to-know basis. As noted above, to promote awareness and transparency regarding the investigation process, Dow's Respect and Responsibility Policy explains that after making a report, a reporting employee will be asked to provide specific facts concerning the alleged behavior, which can be done anonymously, to the extent permitted by law, and that information gathered under this type of investigation will be maintained in a manner that respects confidentiality. The Respect and Responsibility Policy also states that at the conclusion of an investigation, the reporting employee will be notified that the investigation has been completed and remedial action will be taken if a determination is made that a policy has been violated. The OEC may check in with the reporter following the conclusion of an investigation, a process point that the OEC is considering formalizing as mandatory. Dow does not provide guidelines or other resources for employees that describe the investigation process in additional detail.

The OEC has instituted numerous safeguards to promote fairness and equity in the investigations process. For example, the OEC has several templates and guidance documents available for investigators to use which make clear that internal investigations must incorporate respect for people, fairness, objectivity and discretion, and that retaliation against anyone who reports a potential violation in good faith, or who participates in an investigation, will not be tolerated.

Dow encourages, but does not require, its OEC and HR investigators to complete the company's unconscious bias training. However, all current HR and OEC investigators have reported completing the training. The OEC has considered implementing a formal requirement mandating unconscious bias training for all OEC and HR investigators, but has not yet done so.

### **c) Corrective Action, Including Discipline**

If an allegation is substantiated, the matter will require a disciplinary decision, as described below. If an allegation cannot be substantiated, the OEC will attempt to identify other tools that can be deployed (other than discipline) to help remediate the perceived issue. The OEC's guiding principle is to consider what a site or leadership should do to prevent similar situations from arising in the future.

For any matter in which an allegation is substantiated, Dow uses a "balance of consequences" approach to discipline decisions. Discipline decisions are made by a team that includes members from Legal, the OEC, HR, and the manager of the person who is the subject of the investigation. Dow does not have written guidance on how to ensure consistency in disciplinary outcomes; instead, it seeks to ensure consistency in disciplinary outcomes by mandating involvement of the aforementioned members in regular and thorough discussions regarding discipline (including a member of Legal focused on workplace issues, and a representative from the OEC who has knowledge about past disciplinary outcomes) to ensure consistency in repercussions for policy transgressions.

The OEC partners with internal auditors to ensure proper processing of investigations into employee misconduct with a focus on compliance with applicable business practices, laws, and regulations. The audits are performed quarterly and at year-end.

The OEC monitors a range of investigation-related data, both enterprise-wide and regionally, in order to identify opportunities for education, training, communication, or resource allocation. The OEC categorizes matters by the nature of the complaint and analyzes metrics, including how many matters were reported, how many reports required an investigation, the number of closed investigations, the time it took to complete investigations, and trends of those metrics over time. The OEC also collects benchmarking data from a global hotline and case management vendor that assesses data for over 3,200 organizations and compares Dow's investigation data against similar organizations.

The OEC produces an Ethics and Compliance Annual Report to the Board's Audit Committee, which is discussed during the committee's annual meeting. The OEC also provides quarterly reports to the Board's Audit Committee and the Global Ethics and Compliance Committee (GECC). The Ethics and Compliance Annual Report is intended to provide the Audit Committee with information it needs—such as the data and trends described above—to evaluate the company's ethics and compliance programs and to fulfill its responsibility to advise the full Board with respect to the effectiveness of those programs. The OEC presents trends in cases, industry trends, and other data to the GECC, which in turn provides direction, advice, and counsel to support the OEC's goals.

Currently, Dow is not able to analyze data related to the reporting of complaints or aggregated investigation outcomes by race or other demographic information because its HR information system is not connected with its reporting platform. Dow expects that the technology to review investigations-related data according to demographics provided through the Self-ID survey will be available soon.

## Recommendations for Complaints, Investigations, and Corrective Actions

- Dow should implement a policy mandating that its investigators complete periodic investigation-specific ID&E training, such as training on implicit bias in workplace investigations.
- Dow should develop a standalone employee-facing document that explains the typical investigations process and communicates the resources available to employees during the investigations process.
- Dow should continue to consider implementing a process to periodically analyze reports and outcome information by demographics, in the aggregate, to identify potential trends regarding reporting or outcomes and address them.
- Dow should consider establishing periodic check-ins with employees after the filing of a complaint or conclusion of an investigation to monitor for potential retaliatory conduct. Dow could also track and analyze the aggregated retention, promotion progression, and attrition rates of employees who make complaints of workplace misconduct, compared against the general population of relevant employees, to identify any downstream impacts from making complaints.

## 4. Talent

Dow seeks to promote equal opportunity through its recruitment practices, hiring and promotions processes, benefits offerings, and compensation. A dedicated Talent Team, led by a Senior HR Director of Talent who reports to the CHRO, leads the effort to recruit early career and professional-level talent. The Talent Team includes a Diversity Liaison, whose role is to ensure that Dow's recruiting efforts attract a diverse workforce. With respect to hirings and promotions, HR, with input from the Office of Inclusion and OEC, has established a set of standards to ensure those processes are inclusive, including by requiring diverse candidate slate and interview panels, and providing guidelines for standardized job postings and interviews.<sup>41</sup> HR, through its Total Rewards Team, is responsible for ensuring Dow's benefits and compensation-related decisions are inclusive and equitable. The Total Rewards Team consults the Office of Inclusion and ERG representatives regarding its benefits offerings on an ad hoc basis.

### a) Recruiting

The Talent Team is responsible for continuously improving Dow's talent acquisition capabilities in order to further promote equal opportunity and recruit hires who bring a diverse range of experiences, ideas, and expertise to Dow's workforce. Dow deploys a number of strategies to recruit entry-level and professional-level candidates, including establishing partnerships with educational institutions, posting open positions across a variety of external recruiting sites, and participating in campus recruiting activities, events hosted by professional associations, and non-traditional employee programs, such as OneTen.

#### (1) Early Career Recruiting

Dow's early career recruiting strategy (Early Career Recruiting) centers around strategic campus partnerships, the annual Diamond and Building Engineering and Science Talent (BEST)

symposia, and participation in recruiting events hosted by professional associations. Dow's Early Career Recruiting is led by the Talent Team, which includes a Diversity Liaison. The Diversity Liaison supports Dow's Early Career Recruiting by assisting in the development of Dow's comprehensive recruiting strategies, and fostering relationships with key faculty members, multicultural offices, and minority student organizations on campuses in order to connect them with Dow's Talent Team and ERGs. A cross-functional governance team and key stakeholders, who assist with a variety of recruitment activities, also support Dow's Talent Team.

### **(a) Strategic Campus Partnerships**

As part of its Early Career Recruiting efforts, Dow identifies universities with which it will partner based on factors such as the university's candidate acceptance and three-year hiring rate at Dow, and the availability of candidates from diverse backgrounds. Dow develops a comprehensive recruiting strategy for each identified university. Almost half of the universities with which Dow currently partners are Historically Black Colleges and Universities (HBCUs) or Hispanic-Serving Institutions. To strengthen and maintain its partnerships with identified universities, Dow participates in a number of university-sponsored activities, such as diversity career fairs, and offers students from the identified universities opportunities to participate in paid internships across several of its sites in the United States.

### **(b) Symposia**

To aid in its recruitment of undergraduate and graduate students, respectively, Dow hosts the Diamond and BEST symposia annually, to which all students may apply. The Diamond Symposium is a multi-day recruiting event at Dow's corporate headquarters primarily targeted to undergraduate students interested in careers in finance, public affairs, and operations. The BEST symposia is open to all candidates but is focused on promoting the recruitment of candidates from underrepresented groups. Historically, the program has attracted a diverse range of students from universities across the United States. Participants in the symposium take part in a mentorship program and are assigned a functional cohort specific to their career interests.<sup>42</sup> As part of this event, participants engage with Dow leaders and employees on various topics, such as building a personal brand, Dow's inclusion and diversity strategy and programs, and other professional development topics.<sup>43</sup> Participants also have an opportunity to engage one-on-one with a Dow mentor, and network with members of ERGs.<sup>44</sup>

The BEST Symposium is a multi-day recruitment program open to all candidates, providing doctoral and postdoctoral scientists from underrepresented backgrounds in the United States opportunities to learn more about careers at Dow.<sup>45</sup> The symposium is developed jointly by scientists at Dow who identify as racial or ethnic minorities along with a dedicated team within HR focused on Ph.D.-level recruiting.<sup>46</sup> Participants in the BEST symposium have an opportunity to interact with all levels of Dow's research and development scientists and leaders; network with other early career scientists; learn about the skills necessary for a successful career in a global business and the traits industrial recruiters look for in Ph.D. and postdoctoral scientists; and gain exposure to career opportunities in industrial research.<sup>47</sup> Dow solicits feedback from symposia participants and spotlights the feedback on its website.

### **(c) Participation in Professional Association Events**

To further its Early Career Recruiting efforts, Dow attends various recruiting events each year, many of which are in partnership with professional associations such as the Society of

Hispanic Professional Engineers, the National Society of Black Engineers, the National Black MBA Association, the National Association of Black Accountants, the Society of Asian Scientists and Engineers, the National Association of Asian and Pacific Islanders, Ascend (a pan-Asian business professional membership organization), and the American Indian Science and Engineering Society. For example, Dow's Manufacturing and Engineering function funds an annual recruiting event hosted by the Society of Asian Scientists and Engineers, an organization intended to help science and engineering professionals of Asian heritage achieve their full potential.

## **(2) Professional-Level Recruiting**

Dow aims to recruit professional-level candidates from a variety of sources, including professional association events, and encourages a shared responsibility for professional-level recruiting by providing people leaders with guidance on how they can help expand recruitment channels to reach a larger number of candidates. In order to expand its professional-level recruitment efforts to candidates from a variety of backgrounds, Dow posts open positions across a number of external job boards and participates in professional recruiting events that are focused on the recruitment of racial and ethnic minorities. For example, Dow attends an annual conference hosted by the Hispanic Association on Corporate Responsibility, an organization aimed at advancing the inclusion of Hispanic individuals in corporate America. Dow encourages ERG participation at these events. Dow's Talent Team tracks the number of individuals hired through the events to assess their impact.

## **(3) OneTen**

In 2021, Dow joined OneTen, a nonprofit coalition of leading companies committed to hiring, promoting and advancing Black individuals and other talent in America by reducing exclusionary hiring practices and focusing on skills, as opposed to degrees, in hiring decisions.<sup>48</sup> OneTen-qualifying jobs are those that meet the threshold compensation amount deemed to be family-sustaining and are not at high risk for becoming automated. OneTen-eligible jobs do not require a candidate to have a bachelor's degree or five years or more of experience in order to be qualified. The goal of OneTen is to train, hire, and promote one million Black individuals who do not have a four-year degree into family-sustaining careers over the next 10 years.

Dow announced its decision to join OneTen as part of the Dow ACTs framework and in support of its commitment to combat racism and bigotry, starting with its own employees.<sup>49</sup> The announcement cited the disparity between the company's 8.8% Black employee representation against the 13.4% overall Black population in the United States (as of June 2022), and stated that closing the gap would require the company to first help close the Black community's economic opportunity gap.<sup>50</sup> Dow's partnership with the OneTen coalition entails creating opportunities for employees who may not meet certain educational or job experience requirements to begin their careers at Dow, with a focus on reducing degree requirements that may not be necessary.<sup>51</sup>

### **b) Inclusive Hiring Standards, and Bias Mitigation Guidance and Training**

Dow formalized a set of inclusive hiring standards in 2020 designed to support Dow's efforts to identify and recruit the best talent regardless of a candidate's background.<sup>52</sup> The standards reflect Dow's commitment and obligation to provide equal employment opportunities to all of its potential employees. Under the standards, hiring managers must post all open roles for level nine or below internally to broaden the pool of candidates who might apply for the role.

The standards also require that the slate of candidates considered for each role include at least more than one gender and, in the United States, at least two ethnicities. Likewise, the standards require that the slate of interviewers for each role must include at least more than one gender and, in the United States, at least two ethnicities, and that interviewers use the same evaluation criteria for all candidates. For example, if an interview panel requests a writing sample from one candidate, the standards require that every candidate applying for the position have an opportunity to provide one. Dow does not require any applicants in any location to disclose salary history or expectations.

Dow requires that any exceptions to the company's diverse slate requirement must be approved by the business or functional executive leader (or by the senior HR Director who often serves as a proxy in the approval process), and documented and explained to the HR team before the hiring process for that position commences. Dow tracks exceptions to the inclusive hiring standards and can identify business units that have relatively higher instances of exceptions.

In 2022, 93% of all open roles for grade nine and below were posted internally. Seventy-nine percent of U.S. candidate slates satisfied the diverse slate requirement and 90% of U.S. interview panels satisfied the ethnic diversity requirements. Ninety-eight percent of interviews were conducted in compliance with Dow's structured interview process. Dow reports that by institutionalizing inclusive hiring standards, it realized an increase in the overall diversity of its hires for both ethnic minorities in the United States and women globally.

In addition to the inclusive hiring standards, Dow provides all people leaders with guidance on how to draft job postings in an inclusive manner, and how to mitigate bias in interviewing and hiring. The inclusive job posting guidance provides an explanation of inclusive language, noting, for example, that job postings should avoid idioms, jargon, and acronyms in order not to exclude candidates without specialized knowledge. The bias mitigation guidance reminds hiring managers of unconscious biases that may be triggered when encountering certain data points, including a candidate's name, address, or education in an application, or a candidate's accent if speaking to the candidate on the phone, in order to help mitigate any impacts of potential bias.

In addition to the guidance described above, Dow provides optional bias mitigation training for interviewers and hiring managers which addresses various types of biases that may arise in the interview and hiring processes. The Talent Team communicates the expectations regarding bias mitigation to interviewers and hiring managers throughout the hiring process. Finally, the inclusive leadership training (discussed below in Section IV(B)(5)(a)) provides leaders with additional bias mitigation training relevant to the context of recruiting.

Positions for level 10 and higher are not posted and are generally subjected to a succession plan that is drafted by the Leadership and Compensation Committee of the Board and HR. The Office of Inclusion is not involved in the succession planning process, though Dow reports that HR and others involved in the company's ID&E efforts participate in the process. Although the succession planning process does not formally require the consideration of diversity and inclusion principles, Dow reports that those involved in the process are expected to consider them and that many stakeholders, including the Chief Human Resources Officer, CEO, and ultimately the Board, review and discuss the diversity of their executive team.

### **c) Performance Reviews**

Dow has an annual performance review process during which Dow people leaders partner with team members to identify strengths and opportunities for individual employee development. As part of the performance review process, employees are asked to conduct a self-evaluation against objectives they set for themselves at the beginning of the year. Then, people leaders gather performance feedback submitted throughout the year on behalf of each employee and comment on the employee's self-evaluation based on that feedback. HR advises people leaders to assess employees by considering performance in the following categories: goals and job requirements; competencies, values, and safety; and business impact and growth. Under the "competencies, values, and safety" category, people leaders are encouraged to consider instances in which an employee has demonstrated a thorough understanding of the company's safety and corporate values, including those related to ID&E. The employee and the employee's people leader work together to derive an overall conclusion about the employee's performance. Dow's interactive approach to performance evaluations is recent. Before adopting this approach, which was implemented five years ago, Dow used a rating system to evaluate employees.

Dow provides people leaders with guidance about the performance evaluation process, including guidance on the individual component of the performance award payout and mitigation of implicit bias. Dow does not regularly review aggregated performance award data disaggregated by race to observe trends or disparities.

### **d) Equitable and Inclusive Promotion Practices**

Promotions at Dow are meritocratic and can occur at any point throughout the year as positions become available, or in recognition of an employee's increase in skills, expertise, sustained performance, or responsibilities. The timing of promotions is left to an individual organization's discretion and therefore varies. Dow has an equitable promotions guidance document which helps employees assess their own skills and expertise when they apply for open promotional opportunities. The inclusive hiring standards applicable to external hiring (discussed above) also apply to internal openings for jobs that are categorized as grade nine and below.

People leaders have flexibility and discretion to make pay changes within grades, such as a 10% increase in pay within the same compensation band. However, if the change is between various grades, and the employee will be eligible for a new compensation band, HR must be involved and requirements based on the inclusive hiring standards apply, such as the requirement for the position to be posted and publicized. People leaders have access to a dashboard with aggregated demographics-related data for their whole team with respect to compensation ratio, level, and range, and can observe in advance if certain promotional decisions are likely to result in an equity-related issue.

Dow provides employees making promotional decisions guidance documents that contain information about mitigating bias. For example, one guidance document is intended to ensure that the decision process is as fair and equitable as possible. This guidance instructs leaders to mitigate bias by considering factors when making promotion decisions, such as whether the decision is based on facts, whether they are aware of the common types of biases that can unconsciously be triggered, whether other employees within the team in comparable jobs are also being reviewed, and whether they are equitably developing and advancing their team members regardless of their race, gender, sexual orientation, disability status, age, or other protected characteristic.

## Recommendation for Promotions

- Dow should consider formally incorporating ID&E principles into its senior Leadership Team succession planning, consistent with applicable law. Dow should also consider including a representative from the Office of Inclusion in the succession planning process.

### e) Total Rewards

“Total Rewards” refers to a combination of benefits, pay and other company-sponsored programs offered to employees.<sup>53</sup> Dow has established three principles to guide its Total Rewards strategy: (i) ensuring programs are market competitive while leading peer companies in equitable and inclusive offerings; (ii) providing employees with offerings that align with their preferences; and (iii) offering programs that promote fulfilling career and life experiences. Dow adapts its programs depending on location.<sup>54</sup>

#### (1) Benefits

All employees at Dow, regardless of level, are eligible for the same benefits. Dow offers health benefits that are designed to support its employees’ physical, mental, and emotional wellbeing, such as covered personal assessments and consultations with health professionals, wellness centers, and Dow Family Health Centers, which provide lower cost options for primary care visits and specialist referrals. Dow also provides benefits intended to help employees navigate their responsibilities at work, at home, and in the communities where they live. These benefits include paid time off to vote in elections and for holidays such as Martin Luther King Jr. Day. Efforts to enhance work-life balance also include benefits offerings like Design Your Day, a framework that Dow developed in order to provide individual teams the ability to discuss and come to a consensus regarding work schedules and work-from-home arrangements.

Dow also offers benefits designed to enhance career growth, such as an educational assistance program and AccelerateGreat, which is a peer rewards program. The educational assistance program offers reimbursement up to a certain amount for employees to enroll in courses at recognized and accredited institutions. AccelerateGreat enables peers and leaders to recognize employees who make significant contributions to the achievement of personal, business, function, and company goals, including those related to ID&E. Employees may exchange points from these awards for a product or gift card in the AccelerateGreat marketplace. People leaders are notified when their direct reports receive recognition through AccelerateGreat.

Dow is in the early stages of gathering benefits utilization data by demographics. The company is able to see overall utilization percentage of its 401(k), dental, and vision programs, but is not yet able to separate the data by, for example, race or ethnicity.

#### (a) Benefits Employee Feedback

In 2023, as part of the Voice Survey, Dow began assessing employee satisfaction with the company’s benefits offerings and collecting written feedback from employees. Dow reports that it will monitor subsequent survey results against the results from 2023 in an effort to identify areas for enhancement regarding its benefits offerings.

In 2021, Dow conducted a review of its Total Rewards (called the Total Rewards Assessment) with assistance from an external consulting group and internally from the Office of Inclusion and ERGs. The Total Rewards Assessment involved review of market trends, best practices (as guided by the consulting group), and employee feedback regarding benefits (collected through the Voice Survey). As a result of the Total Rewards Assessment, Dow: (i) took steps designed to improve the affordability of healthcare; (ii) expanded leave benefits; (iii) established paid time off to volunteer and participate in ERGs; and, more broadly, (iv) identified improvement in the equity and inclusion of the Total Rewards offerings as a key priority, leading to the Inclusive Benefits Assessment discussed below.

Through the Total Rewards Assessment, Dow broadened and expanded healthcare benefits and leave programs. Dow began providing a subsidy to employees who earn a salary under \$75,000 (approximately a third of the workforce) to offset their healthcare costs. Dow also increased its leave benefits by establishing a parental leave program for 16 weeks of paid time off for both birthing and non-birthing parents, regardless of gender. It also developed a program to provide employees three weeks of paid time off to care for sick or elderly family members.

In response to employee feedback collected through the Total Rewards Assessment, Dow launched a Volunteer and ERG Participation Policy.<sup>55</sup> Under the policy, and as described more fully below in Section IV(C)(2)(a), all Dow employees may take up to 12 hours of paid time off to volunteer or engage in ERG activities that are approved as a recognized volunteer activity.<sup>56</sup> Dow launched the Volunteer and ERG Participation Policy in part to address the perception that employees in manufacturing (accounting for 57% of Dow's global workforce population) found it difficult to use paid time off to volunteer or participate in ERG activities.<sup>57</sup> Dow has not yet assessed the level of employee awareness regarding the Volunteer and ERG Participation Policy or utilization by business unit, job level, or demographic.

## **(b) Inclusive Benefits Assessment and Framework**

As described above, as part of the Total Rewards Assessment in 2021, Dow identified improvement in the equity and inclusion of the Total Rewards offerings as a key priority. In 2022, Dow again engaged an external consulting group to review its U.S. health, welfare, and retirement benefit program provisions and employees' financial resilience from an ID&E perspective (Inclusive Benefits Assessment) in order to develop an inclusive benefits strategy and governance process for the United States.

The Inclusive Benefits Assessment sought to identify gaps in Dow's existing benefits from an ID&E perspective. As part of this assessment, Dow and the external consulting group conducted interviews with leadership and held governance workshops. The goal of the interviews was to assess leadership's views regarding the current state of its benefits relative to Dow's ID&E goals and where it sees opportunities for improvement. The governance workshops focused on establishing a benefits decision-making process that considers fairness and equity, and deriving a framework for how Dow should measure success in this area going forward (Inclusive Benefits Framework). Based on the Inclusive Benefits Assessment, the external consulting group identified specific actions that Dow could take to enhance its inclusive benefits offerings, such as adding short-term liquidity and emergency savings solutions to help financially stressed employees cover day-to-day expenses.

In addition to addressing specific recommendations regarding Dow's benefits offerings, the external consulting group recommended that Dow continue to seek input from its employees

to inform its benefits strategy. It suggested Dow modify the Voice Survey, or establish additional employee surveys, that ask workforce members about their wellbeing challenges or seek suggestions for how Dow can modernize its benefits offerings. Additionally, the consultant recommended that Dow conduct virtual focus groups with specific employee cohorts (such as ERGs), and use the ERGs as channels to raise awareness of benefits offerings.

Dow is continuing to partner with the external consulting group to refine and finalize its Inclusive Benefits Framework. As described above, this is a framework for Dow to formalize the manner in which it considers fairness and equity in benefits decisions and how it measures the inclusiveness of its benefits. Once established, the Inclusive Benefits Framework will be used to review previous benefits decisions and to inform future decisions.

## **(2) Compensation**

One of Dow's commitments under the "Talent" pillar of the ALL IN 2025 strategy is to ensure fair and equitable pay. To fulfill this pledge, Dow implements steps to standardize compensation amounts and pay decision-making practices, and continues to conduct annual pay equity studies.

To standardize compensation across the organization, Dow partners with third-party consulting firms to develop compensation bands for each grade level based on third-party market data. Dow requires employees within a specific grade to receive a base level of compensation within the relative band. People leaders can set an employee's salary within the compensation band. HR provides people leaders with guidance on how to determine where, within a compensation band, any given employee's salary should be set. The guidance explains how people leaders should approach annual compensation decisions based on merit and provides that internal equity should be considered in all cases. In particular, the guidance provides a rubric explaining legitimate justifications for an employee earning a salary on the higher or lower end of a compensation band. Justifications include an employee's level of experience, tenure, and certifications or skills. The guidance provides examples of scenarios to help people leaders understand how to apply the principles. Relatedly, Dow offers webinars to train people leaders on how to analyze various compensation scenarios. However, people leaders do not receive specific guidance or training regarding implicit bias in setting compensation.

People leaders make pay decisions on an annual basis in connection with performance evaluations. HR reviews these decisions before they are communicated to employees, in part in an effort to monitor potential pay equity issues. If pay equity issues are identified, HR generally works with people leaders to discuss and address the issue.

For over 20 years, Dow has regularly conducted pay equity studies to assess fair pay between men and women, and between U.S. ethnic minorities and non-minorities. Dow first conducted pay equity studies in 1997, and repeated them on a biannual basis until 2021, and annually thereafter. The pay equity analysis is conducted on base pay, base pay plus bonus (total cash compensation), and total cash compensation plus long-term incentives. The analysis involves a regression-based calculation, through which like-for-like jobs are compared. In 2022, to modernize its pay equity analysis process, Dow enlisted a team comprised of leadership from HR, the Office of Inclusion, and the OEC to identify an external vendor to conduct Dow's annual pay equity studies. The team also worked to refine Dow's pay equity strategy by providing employees and leaders with information and guidance about Dow's pay processes and decision making. The pay equity results generated by the vendor for the year 2022 were consistent with Dow's results prior to using the third-party tool. If pay disparities are identified through the pay

equity analysis, a subsequent evaluation will be conducted by the compensation department, in partnership with Legal. Any proposed changes are implemented by the relevant HR Director and people leader.

### **Recommendations for Total Rewards**

- Dow should take steps to increase awareness and utilization of the paid time off benefit for volunteering and participating in ERG activities.
- Dow should review the recommendations in the Inclusive Benefit Assessment and consider those it could incorporate into its compensation and benefits offerings.

## **5. Employee Experience**

In addition to the required Code training, which incorporates ID&E principles, Dow offers its employees a number of voluntary ID&E trainings. Dow also offers professional development programs, and employee affinity groups, which Dow refers to as ERGs, to support its efforts to maintain and strengthen a workplace culture that promotes inclusion and belonging.

### **a) ID&E Trainings**

#### **(1) Inclusive Leadership Training**

In addition to the mandatory Code training, which includes a module on anti-harassment under the framework of “Dignity and Respect for Everyone,” and the state-specific anti-harassment training described above in Section IV(B)(2)(b), Dow offers ID&E trainings to set expectations regarding how its employees should treat and work with one another. As part of the implementation of Dow ACTs, in 2021, HR and the Office of Inclusion launched a new inclusive leadership training required for all U.S.-based people leaders and HR professionals (Inclusive Leadership Training).<sup>58</sup> Dow developed the Inclusive Leadership Training partly in response to feedback HR received from ERG leaders and other work groups that, although participants found the prior, traditional unconscious bias training useful, they worried that any resulting impacts would fade instead of leading to sustained changes in behavior. As a result, Dow engaged a third-party vendor to develop the Inclusive Leadership Training, a leadership development program that allows participants to receive real-time feedback regarding their behavior, based on interactive simulations using virtual reality technology. The virtual reality simulations enable leaders to practice how to actively listen and adapt communication, appropriately recognize and address instances when their communications might be unintentionally offensive or insensitive, and cultivate a more inclusive work environment. The training includes two modules: “Within Myself” and “Within My Team.” The former is focused on developing inclusive leadership behaviors, while the latter is focused on building equity through inclusive leadership.

The Inclusive Leadership Training also focuses on equitable people practices, spanning talent acquisition, onboarding, development, performance management, succession planning, talent reviews, and promotions. Dow invited leaders to participate in a pilot training, and more than two-thirds of those invited participated. More than 90% of the participants reported that the Inclusive Leadership Training contributed to their becoming a more inclusive leader at Dow.

## **(2) Optional Supplemental EEO and ID&E Training**

Dow offers voluntary anti-harassment training for any employee who elects to take it and is not already required to do so. The optional anti-harassment training, in addition to addressing harassment and discrimination principles, covers topics such as workplace diversity, creating an inclusive workplace, and inclusive leadership. The voluntary anti-harassment training also describes the importance and benefits of ID&E, historical barriers to diversity, stereotypes and biases, and provides examples illustrating how equity and inclusion principles operate in the workplace.

Dow has also implemented additional ID&E-related trainings that are optional but available on-demand via the company's intranet, such as trainings about unconscious bias and workplace diversity, which are supported by the OEC and HR. These trainings include hypothetical scenarios demonstrating how ID&E issues manifest in the workplace.

### **b) Leadership Development Programs and Events**

Dow hosts various leadership development programs and events, including programs focused on talent from underrepresented backgrounds and demographics. These programs include ExecOnline, an online executive learning and training program that allows participating employees to take courses at certain universities, including courses on how to foster inclusion and diversity, as well as the McKinsey Accelerate Development Program, a management accelerator and executive leadership training program hosted by the consulting firm McKinsey & Co. After pausing them during the COVID-19 pandemic, Dow is also planning to resume its "face-to-face academies" for high-potential employees, three-day programs offering training to employees on company strategy, networking techniques, and business simulation opportunities.

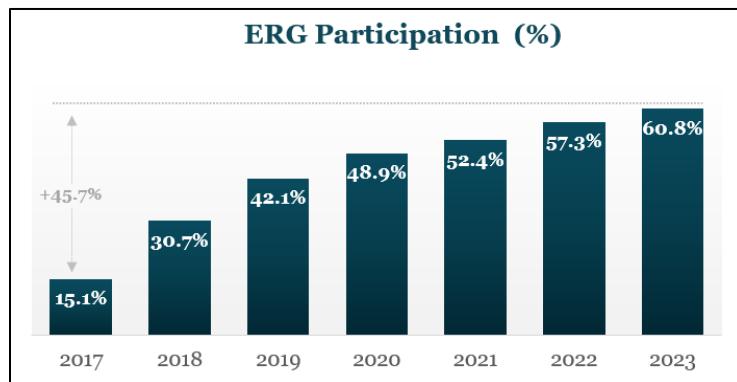
### **c) Employee Resource Groups**

Dow supports 10 ERGs, which are identified in the graphic below. The ERGs are company-sponsored, led by employees who apply and volunteer their time to serve as leaders, and open to all employees and allies. Dow has invested time in promoting ERG participation based on data showing that employees who are ERG participants experience higher overall workplace satisfaction than non-ERG participants. As a result, ERG participation rates are part of Dow's Annual Performance Award bonus calculation for Dow people leaders.

Dow's 10 ERGs are the Global African Affinity Network (GAAN), Hispanic & Latin Network (HLN), Asian Diversity Network (ADN), Middle East | North Africa Intercultural Network (MENA), Disability Employee Network, GLAD (for LGBTQ+ employees), PR!ME (for older employees), RISE (for new employees), Veterans Network, and the Women's Inclusion Network.<sup>59</sup>



In order to increase participation in ERGs, RISE (the ERG for new employees at the company) partnered with HR to ensure that new employees are made aware of ERGs as part of the onboarding process. Dow also deploys tactics to simplify enrollment, such as the use of QR codes for employees to access the ERG sign-up webpage. Since these efforts were deployed, ERG participation has increased significantly, as reflected in the graphic below. Over the last six years, ERG participation increased fourfold from 15.1% in 2017 to 60.8% in 2023.<sup>60</sup> In 2023, nearly 100% of people leaders globally participated in an ERG. Dow is in the process of developing a method to measure the impact of ERGs on employees and the communities in which Dow does business.



Dow's ERGs follow an annual agenda, established by the Office of Inclusion, which articulates key priorities and focus areas for ERGs in the coming year. For example, the 2023 agenda included fostering a culture of wellbeing, ensuring equal opportunity for all, advancing Dow's strategy, accelerating supplier diversity, driving ERG impact and engagement, and maximizing the ENERGIZE experience. The agenda enables the company to provide standardization and consistency across the various ERGs (for example, how each ERG selects its global chair) and in how they operate, with the goal of ensuring fairness. Within this framework, the ERGs establish their own individual goals for each year.

## **(1) ERG Leadership**

As explained above, Dow's ERG efforts are led by the Global ERG Leader, a role established in 2021 that reports to the Office of Inclusion and is responsible for providing oversight and consistency around the structure, operation, and governance of ERGs. The Global ERG Leader meets with the Office of Inclusion every other month and serves as a liaison between the global chairs of the ERGs and the Office of Inclusion. The leaders of each ERG do not report to the Global Leader; rather, each of the ERGs is led by a team that consists of an executive sponsor, a global chair, regional leaders (regional sponsor and regional chairs), and, at a more granular level, site implementation leaders. Each of the ERG leaders is selected by an interview panel that includes the Global ERG Leader, the executive sponsor, and members of the ERG. The inclusive hiring standards (described above in Section IV(B)(4)(b)) are used as a model in the ERG chair selection process.

The executive sponsor for each ERG is a member of the company's leadership or operations team who provides the ERG with strategic oversight and guidance and oversees the budget for the ERG he or she sponsors. The executive sponsor assists the ERGs with the budgeting and financing required for different programs and advocates for the ERG's goals, actions, and commitments at the executive leadership level. Executive sponsors do not rotate through the various ERGs, and there are no limits on the length of time a sponsor may serve a particular ERG. The global chair of each ERG is responsible for managing the ERG's strategy and business case, driving yearly ERG goals, and ensuring collaboration between the executive sponsor and the ERG chairs. The global chairs are also responsible for leading global team meetings, filling and managing global steering team positions for the ERGs, and representing their ERG in the Joint Inclusion Council.

At the regional level, the regional executive sponsor works with the ERG to secure budget allocations, participates in general advocacy, and acts as a consultant for ERG leadership in the relevant region. The regional ERG leaders are tasked with ensuring a collaborative relationship between the various leaders of ERGs, and providing input from a regional perspective to the Global Chair of the ERG and the executive sponsors in order to advance the ERG's overall strategy and goal. They also provide coaching and guidance to site implementation leaders and local implementation teams.

At the local level, site implementation leaders are responsible for overseeing ERG chapters at designated geographic sites, and are tasked with filling and managing site steering team positions, ensuring meaningful site level events are planned and executed, and escalating barriers and challenges that the site encounters to the regional steering team. Regional steering teams consist of regional and site sponsors, regional leaders, site implementation leaders, a regional pillar lead, a regional HR partner, and communications staff. The site implementation leaders also lead budgeting activities for the site and act as the ERG's contact for the local HR team.

Dow does not currently provide monetary compensation or a formal reward to ERG leaders for their services, but ERG leaders may be recognized on the intranet via "spotlight articles." ERG leaders can also be nominated for awards that can be used to select various gift items on the internal AccelerateGreat system (discussed above in Section IV(B)(4)(e)). Notification of a nomination is sent to the ERG leader's direct supervisor, helping to ensure the leader is recognized for their contributions.

## **(2) ERG Interaction with Other Departments**

As described above, Dow's Global ERG Leader meets with the Office of Inclusion and ERG global chairs—who make up the Joint Inclusion Council—regularly. ERG leaders meet annually with executive leaders during the All Inclusion Council's meeting and can communicate with their group's executive sponsor. ERG leaders do not have another formal method or schedule for interacting with the senior leadership team. ERGs are encouraged to collaborate with business teams on Dow's external ID&E programs. This collaboration has resulted in projects such as a partnership between HLN and the commercial team to develop cosmetics for those with darker or brown skin, as well as contribution from members of GAAN to the development of hair products for natural hairstyles and textures. Four of the ERGs have hosted webinars with experts on certain environmental causes to bring awareness to those issues. The global chairs of HLN and ADN have also been engaged in supplier diversity issues by participating in related events and helping non-accredited diverse suppliers seek certification.

## **(3) Funding**

Dow does not provide a centralized budget or method of funding for ERG activities. To receive funding, Dow advises ERGs to contact their executive sponsors, who can draw funds from the budget of their business line. ERGs sometimes reach out to other leaders to access funds if, for example, there are not sufficient funds in the executive sponsor's budget. This process can generate different results based on individual connections within the company. As a result, each ERG has different funding arrangements and support, sometimes based on personal relationships within the company or knowledge of paths to financial support for certain activities.

## **(4) EMERGE**

EMERGE is a three-day all-ERG conference first held in 2018, paused in 2020 and 2021 due to the COVID-19 pandemic, and held again in 2022. In 2021, in lieu of the EMERGE conference, Dow hosted ENERGIZE, a virtual one-to two-hour long event that centered around the theme of "Control What You Can Control" and addressed topics such as employee wellbeing and connecting purpose with work.<sup>61</sup> In 2022, 500 employees attended EMERGE in-person, and an additional 900 attended virtually.<sup>62</sup> Participation is application-based; an employee can self-nominate or nominate others. The ability of employees to self-nominate allows employees who may not be well-known, or may be new to the company, to participate.

In 2022, participants from over 30 countries and at all job levels attended. The event, which many employees praised, included speakers (some of whom were employees) who were invited to share stories about their experiences with inclusion and diversity at Dow. The second day of the conference included a day of service, during which participants volunteered for a half-day either in the community where they worked or where they attended the conference. The event also included breakout sessions where smaller groups of participants engaged in discussion regarding certain ID&E-related topics. The final day of the conference was devoted to reflection. Dow did not host EMERGE in 2023, but announced plans to do so in 2024.

## **(5) ERG Mentorship and Sponsorship Programs**

One objective under the "Talent" pillar of the ALL IN 2025 strategy is to focus on mentoring. Dow does not currently have an enterprise-wide mentorship or sponsorship program, but ERGs have developed ERG-specific mentorship and sponsorship programs. These

programs, described below, are designed to facilitate connections between all Dow employees across all levels of the organization and are focused on mentoring ERG participants. Dow surveys participants' sentiments regarding each of these programs and tracks participant promotion data.

- *Advocacy-in-Action (AiA)*. AiA is an 18-month program that seeks to partner Black protégés with senior leader advocates. GAAN launched AiA as a channel through which senior advocates can support their protégés in their career aspirations. This includes helping to expand their networks and hone their leadership skills.
- *Champion4Change (C4C)*. C4C is an 18-month sponsorship program that pairs participants with senior-level leaders.<sup>63</sup> ADN launched C4C through Dow ACTs to address anti-Asian sentiment.<sup>64</sup>
- *Connector Programs*. Dow's Connector Programs are grassroots programs developed by ERGs and monitored by HR which are intended to help employees expand their networks and foster diverse connections across the company.<sup>65</sup> As one example, one of the Connector Programs, Peer Allies, connects individuals across different businesses in 30-minute, cross-functional conversations.
- *Engage2Elevate (E2E)*. In February 2022, ADN launched E2E, an employee development program that is focused on connecting Asian employees across different geographies with the goals of enhancing connectivity, engagement, and skill development; and fostering Asian talent advancement within Dow.<sup>66</sup>

## **(6) ERG Roundtable**

On May 17, 2023, Covington and Dow hosted a roundtable discussion with leaders of Dow's four race- and ethnicity-based ERGs: ADN, GAAN, HLN, and MENA. Each of the leaders who participated (ERG Leaders) offered suggestions to enhance Dow's ongoing work toward advancing ID&E within the company. The primary feedback shared by the ERG Leaders centered on suggestions to improve ID&E accountability measures within the company and enhance support for the ERGs. A summary of key feedback from the ERG Leaders is below.

- *Accountability*. The ERG Leaders offered several recommendations to increase company-wide and individual accountability for ID&E efforts.
  - At the organizational level, ERG Leaders recommended that Dow include roles that focus on ID&E within HR functions, such as benefits, professional development, and training, to serve as a conduit to ERGs. ERG Leaders also recommended expanding the Self-ID program to account for additional demographic categories (for example, categories of individuals of MENA descent or those who might not be captured using the United States census categories) in order for the ERGs to increase their recruitment of employees who may be interested in the offerings of that particular ERG. Some ERG Leaders suggested that Dow consider disaggregating representation data by intersected demographics (such as race and gender together).
  - Several ERG Leaders suggested that there were opportunities for Dow to encourage support for the company's ID&E efforts within middle management and site leadership ranks. Some ERG Leaders suggested that ERG participation should be assessed not just based on the number of individuals who have signed

up for an ERG, but also the number of individuals who participate in actual events and programs.

- *Support for ERGs.* The roundtable discussion led to suggestions for specific measures that could be implemented to maximize ERG impact on the employee experience.
  - *Funding.* Several ERG Leaders noted that funding for different ERGs tends to be inconsistent. Although some sites reportedly have established effective fundraising systems, because of the decentralized nature of funding, ERG leaders report that the process to secure funding can be susceptible to individual discretion by executive sponsors, leading to potential funding inconsistencies.
  - *ERG Executive Sponsors.* ERG funding depends on the interest, enthusiasm, and investment of the ERG's executive sponsor. Some ERG Leaders suggested that Dow introduce a rotational program whereby executive sponsors periodically shift to a different ERG.
  - *Compensation, Support, and Recognition.* ERG Leaders expressed a desire to be financially compensated for serving as ERG Leaders or having their leadership recognized as a core job duty.

### Recommendations for Employee Experience

- Dow could consider additional ways to recognize and reward ERG leaders for their contributions to the company's ID&E efforts.
- Dow could consider incentivizing employee participation in ID&E voluntary trainings by, for example, awarding digital badges or informing managers when their direct reports complete a training.
- Dow should consider adopting a consistent method or process for providing financial support to ERGs and consider rotating executive sponsors for each ERG on a periodic basis.

## C. Dow's Community ID&E Efforts

Pursuant to the ALL IN 2025 strategy, Dow has taken several steps to support and promote ID&E, and racial equity more specifically, through external efforts, including: (i) engaging with customers on ID&E through client meetings, partnerships, and group conferences; (ii) committing to the communities where Dow operates through racial justice advocacy, environmental justice efforts, philanthropy and volunteerism; and (iii) investing in supplier diversity efforts, through means such as promoting and tracking supplier diversity internally, supporting diverse suppliers through mentorship and funding programs, and encouraging Dow suppliers to increase their own diverse supplier spend.

### 1. Customer Engagement

One of the seven pillars of Dow's ALL IN 2025 strategy is to "[p]ositively impact [] the customer experience and driv[e] business value through commitments to ID&E."<sup>67</sup> As explained above, Dow has over 12,000 customers across multiple industries, including building, construction and infrastructure, beauty and personal care, and chemical manufacturing.<sup>68</sup> Dow's commercial teams, composed of customer managers and other sales and marketing professionals across each of Dow's business units, are responsible for managing the customer experience and related engagement, with ID&E support from the Office of Inclusion and ERGs. Dow's customer engagement on ID&E takes three distinct forms: (i) one-on-one meetings, typically with Dow's larger customers; (ii) partnerships on specific ID&E projects; and (iii) group conferences.

#### a) One-on-One Engagement

Dow reports that several customers have expressed interest in its ID&E efforts and have made specific requests for ID&E-related information, regarding, for example, Dow's approach to managing and raising awareness of its ERGs. To advise customer managers of Dow's ID&E efforts and help them to respond to client requests, Dow's Office of Inclusion has developed, and regularly updates, materials reflecting Dow's ID&E strategy for use in interactions with clients, and provides customer managers with optional training on Dow's ID&E practices. Dow's Office of Inclusion also meets with leaders in each business unit at least annually to update them concerning recent company ID&E efforts and regularly reminds leaders that written materials on these practices are available for use in discussions with customers. Customer managers use these materials and their knowledge of the company's ID&E efforts in their customer engagement efforts.

Dow does not track how often ID&E issues are raised by customers, but does have the capability to search customer meeting notes for ID&E-related terms. Dow also reports that, where it has engaged with customers about ID&E issues, it has tended to improve its client relationships.

#### b) Partnerships

In addition to engaging with customers one-on-one in response to expressed interest, Dow's Office of Inclusion, along with Dow's ERGs, have partnered with customers to advance ID&E more broadly, including within customers' own organizations. For example, Dow has collaborated with customers on inclusive product design and development. In 2021, Dow's GAAN and WIN ERGs partnered with THE MOST, a start-up company specializing in textured hair care solutions, to better understand and address the needs of the underserved multicultural textured hair care market. Dow subsequently launched a Textured Hair Care Kit, showcasing six

uniquely formulated products tested and tailored to meet the needs of consumers.<sup>69</sup> Dow has also collaborated with Under Armour on its Black History Month shoe lines, from which the proceeds have been used to support Wide Angle Youth Media, a nonprofit that provides free media arts training and community programming to 14–20 year-olds in Maryland.<sup>70</sup> Dow does not centrally track or report on these collaborations and has not developed a process for assessing their impact collectively.

### **c) Group Conferences**

In addition to engagement with individual customers, Dow provides two opportunities for customers to join group engagements on ID&E issues: SOAR and EMERGE.

#### **(1) SOAR**

SOAR (Success, Opportunity, Acceleration, Resilience) is an annual multi-day inclusive leadership program launched in 2019 and hosted by Dow's Office of Inclusion in conjunction with the Ladies Professional Golf Association (LPGA) Tour's Great Lakes Bay Invitational. SOAR brings together approximately 200 Dow leaders, customers, suppliers, community members, and guests to share experiences and best practices for building inclusive companies, discuss ideas and opportunities to move ID&E forward, and individually and collectively commit to action.<sup>71</sup>

The formal programming at SOAR generally consists of moderated discussions with speakers from the government (including Michigan Governor Gretchen Whitmer, the Speaker of the Michigan House of Representatives, and Michigan State Senators); business leaders (including executives from other industries who often present about their companies' efforts to drive and maintain gains in inclusion in their businesses); and sports leaders and athletes (including LPGA players and leadership who discuss their experience with and the importance of inclusion). SOAR conferences also include an exercise called “[i]nsights to [a]ction” where participants discuss inclusion-related issues and ideas for addressing them. Dow reports that SOAR has also historically donated to youth organizations such as the Boys and Girls Club of the Great Lakes Bay Region, the Sports Workouts and Gymnastics Kids Gym (a gym focused on promoting the physical, mental, and emotional wellbeing of children through physical literacy), and the Miracle League of Michigan (a baseball league designed for children with disabilities). Sometimes, children from these programs will participate in or attend parts of the SOAR program.

Approximately 150 Dow customers participated in the 2023 SOAR program. Tickets to SOAR are distributed equally across each of Dow's business units. Customer participants are identified by heads of Business Portfolios and the Office of Inclusion based on an assessment of those customers who would most benefit from hearing about ID&E, with a particular focus on the companies already engaging with Dow in an effort to incorporate ID&E best practices in their own organizations. Dow reports that it also regularly receives customer requests to participate in SOAR. While Dow does not collect formal feedback from customers regarding SOAR, Dow reports that it generally receives positive feedback, on an ad hoc basis, from customer attendees.

#### **(2) EMERGE**

As described in detail in Section IV(B)(5)(c), EMERGE is a multi-day event primarily for Dow ERGs that includes speakers (including employees) who are invited to share their experience with ID&E at Dow. Though EMERGE is a program designed primarily for an

internal Dow audience of ERG participants, Dow allocates 10 spots specifically for customers. Customers are selected by the CIO and the Office of Inclusion, based on prior engagement with Dow on ID&E issues. Dow provides customers that participate in its EMERGE seminar with the ability to provide feedback via the same in-app survey that employees use.

#### **d) Customer Feedback**

The assessment team interviewed several of Dow's customers, each of whom spoke positively about Dow's programs. One customer said, "It is obvious . . . that [ID&E] is something [Dow] value[s], that is part of their culture, and that they take very seriously." That customer noted that Dow is "welcoming in terms of being willing to provide thought leadership" regarding ID&E. Another customer remarked that the manner in which Dow approaches ID&E is "first class." The customers interviewed attended SOAR and gave glowing feedback about the event. One customer commented that it was an "incredibly positive experience," while another noted that it was a "positive demonstration of Dow's diversity" and "an excellent event."

The customers flagged a few opportunities for Dow to improve its engagement with customers regarding ID&E. One customer noted that Dow could improve its communication about ID&E efforts, such as flagging when new ID&E reports are published or when programs or policies are launched.

#### **Recommendation for Customer Engagement**

- To further Dow's ID&E goal of "[p]ositively impact[ing] the customer experience," Dow should provide information about its ID&E efforts to all customer engagement managers so they can respond effectively to customer interest in ID&E topics. Dow should also track customer engagement related to ID&E and ask customers for feedback about that engagement, so that the company can refine these efforts over time.

## **2. Communities Where Dow Operates**

As part of the ALL IN 2025 strategy, Dow has set an objective to "[s]trenthen [the] communities where we live, work and do business."<sup>72</sup> Dow seeks to meet this objective through its advocacy, environmental justice, and philanthropy and volunteering efforts.

#### **a) Advocacy**

Dow has taken several actions to further its racial equity advocacy efforts, including by: (i) establishing a Social Justice Council; (ii) supporting policy change by providing financial support to organizations advancing racial equity policies; and (iii) supporting employee advocacy through its paid time off policies.

##### **(1) Social Justice Council**

In 2021, Dow established a cross-functional team—the Social Justice Council—to monitor regional social justice issues and advise on appropriate Dow responses.<sup>73</sup> The Council is co-sponsored by Dow's President for North America and the CIO, and is co-chaired by the ID&E and Experience Leader for North America and a Senior Government Affairs Director. The Council's members include representatives from the Office of Inclusion, HR, Government

Affairs and Public Policy, Operations, Commercial, and Legal teams, as well as ERG representatives.

The Council is responsible for addressing, “any [North American] social justice issue that . . . has (1) a direct or indirect business impact, (2) affects a population of employees and/or (3) [that] Dow can influence.” The Social Justice Council has established a Decision-Making Framework to guide the Council’s consideration of when and how to engage on social justice issues. The Framework outlines the steps that the Council will follow in evaluating an issue. The Framework notes that Dow ERGs, in addition to other Dow employees and external sources, can raise issues to the Council for its consideration. Once an issue has been raised, the Council considers three factors in determining whether and how to engage on the issue: (i) whether the issue is related to Dow’s values or ID&E strategy; (ii) whether Dow is in a position to affect change; and (iii) whether Dow is an appropriate party to affect change. The Council then drafts a recommendation plan that is aligned to one of three potential action categories: (i) monitor and watch; (ii) reactive engagement; and (iii) proactive engagement.

Once the Council issues its recommendation and a related action plan, Dow’s President’s Inclusion Council reviews it and makes a final decision on Dow’s response. If the Council’s recommendation is implemented, those identified in the plan as its implementors are required to report back to the Council on the outcomes and effectiveness of their actions. In 2023, the Council piloted an objective decision-making matrix to help ensure greater consistency in the Council’s recommendations regarding Dow’s response to issues involving inequality. Dow reports that the matrix is undergoing optimization but includes the factors currently considered by the Council in the Framework described above.

## **(2) Supporting Policy Change**

As part of the Dow ACTs strategic framework, Dow committed to “[d]rive policy change through engagement at the [ ] state and federal levels . . . and [fund] organizations dedicated to fighting racial injustice, including judicial reform, healthcare disparities and economic inequity in the Black community.”<sup>74</sup> In furtherance of this commitment, Dow has (i) pledged \$1 million to the Congressional Black Caucus Foundation; (ii) publicly supported legislation to advance racial equity; and (iii) supported the appointment of its former Chief HR and CIO, and current President of Dow’s Packaging and Specialty Plastics business to Michigan Governor Gretchen Whitmer’s Black Leadership Advisory Council.<sup>75</sup>

### **(a) Congressional Black Caucus Foundation’s National Racial Equity Initiative for Social Justice**

Dow has pledged to give \$1 million over five years to support the Congressional Black Caucus Foundation’s National Racial Equity Initiative for Social Justice. Dow’s funding will support nine Social Justice Policy Fellows in the United States Congress for two years. Additionally, it will establish social justice scholarships for students attending HBCUs who are studying to advance racial equity and human rights in research, data analysis, and public policy related to criminal justice reform. Dow’s funding also supported the inaugural National Racial Equity Initiative Summit, which focused on equitable access, opportunities, treatment and outcomes for Black Americans.<sup>76</sup> As discussed further in Section IV(C)(2)(c) below, Dow requires a third-party auditor to assess the impact of this grant by working directly with the Congressional Black Caucus Foundation to collect and interpret relevant data.<sup>77</sup> Dow’s former

CIO and current President of Packaging and Specialty Plastics business also has a position on the Congressional Black Caucus Foundation's Corporate Advisory Council.<sup>78</sup>

**(b) Dow's Public Support for Legislation to Advance Racial Equity**

Dow has publicly supported legislation to advance racial equity, including the C.R.O.W.N. Act, a law that bans discrimination on the basis of natural hair.<sup>79</sup> Through its social media channels, Dow has also publicly advocated for the passage of laws to expand access to short-term training and Pell grants that would help close the racial employment gap<sup>80</sup> and has publicly urged the United States Congress to act on a permanent legislative solution to ensure a fair and just outcome for the 800,000 Deferred Action for Childhood Arrivals (DACA) recipients.<sup>81</sup> Dow reports that legislative efforts are centrally tracked.

**(c) Michigan Black Leadership Advisory Council**

Dow supported the appointment of its former Chief HR, CIO and current President of Dow's Packaging and Specialty Plastics business, to Michigan Governor Gretchen Whitmer's Black Leadership Advisory Council as the Business Community Chair.<sup>82</sup> The Council has developed, reviewed and recommended 11 policies and actions that are designed to "eradicate and prevent discrimination and racial inequity in Michigan,"<sup>83</sup> including by helping Black entrepreneurs get the resources, credit, and training they need to be able to participate in state contracting opportunities in a meaningful way.<sup>84</sup> Other recommendations call for more diversity on corporate boards, criminal justice reform, an improvement in school funding, and the protection of history curricula in schools.<sup>85</sup>

**(3) Supporting Employee Civic Engagement**

As noted in Section IV(B)(4)(e), Dow provides paid time off for all employees to vote in the United States.<sup>86</sup> In 2021, Dow also joined the Civic Alliance, a nonpartisan network of more than 220 member companies working together to strengthen American democracy.<sup>87</sup> As a part of that group, Dow's CEO signed an April 2021 statement that called "on elected leaders in every state capitol and in Congress to work across the aisle and ensure that every eligible American has the freedom to easily cast their ballot and participate fully in our democracy."<sup>88</sup>

**Recommendation for Advocacy**

- To further its goal of strengthening the communities in which it operates, Dow should continue its work to determine next steps following the completion of its Dow ACTs program and, as part of that process, should consider expanding the program's focus to additional demographic groups. Dow's determination of whether and how to expand the applicability of Dow ACTs should follow a strategic consideration of data to determine where resources are most needed.

**b) Environmental Justice**

Dow has committed to operating its facilities in an environmentally responsible manner and to listening to and addressing the concerns of the communities where it operates.<sup>89</sup> To address these commitments, Dow has established an Environmental Justice Steering Team as a

governance structure for environmental justice-related issues and has adopted a series of mechanisms for engaging with the communities where Dow operates.

## **(1) Background on Environmental Justice**

Research suggests that in the United States, some communities of color are more likely to be near facilities that use or store potentially hazardous chemicals. This research also suggests that neighborhoods directly bordering such facilities (known as “fenceline neighbors”) are disproportionately Black and Latino, and that the poverty rate in these communities is much higher than the rest of the United States.<sup>i</sup> This exposure to potentially toxic chemicals can have significant negative health repercussions for individuals in these communities.<sup>90</sup> For example, communities have raised concerns related to high rates of cancer along the heavily industrialized 85-mile stretch between Baton Rouge and New Orleans, Louisiana.<sup>91</sup> The environmental justice movement,<sup>ii</sup> buoyed by federal and state policies and programs, emerged to understand and address the environmental impacts of industrial, municipal, and commercial operations on disadvantaged communities.

The Environmental Protection Agency (EPA), defines environmental justice as “the fair treatment and meaningful involvement of all people regardless of race, color, national origin, or income with respect to the development, implementation, and enforcement of environmental laws, regulations, and policies.”<sup>92</sup> Although there is no universally accepted definition of environmental justice, it typically expresses the ideal that environmental benefits and burdens should be equally distributed throughout society, with all portions of the population bearing a proportionate share of environmental pollution and health risks as well as access to environmental resources.<sup>93</sup>

The federal government has taken several steps to promote environmental justice in recent years, including through executive orders creating new environmental justice

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<sup>i</sup> Residents living near facilities are described as residing in a vulnerability zone, defined as the maximum possible area where people could be harmed by a worst-case release of toxic or flammable chemicals. Those directly bordering these facilities are fenceline neighbors, an area that is one-tenth the distance of the vulnerability zone, where residents are least likely to be able to escape from a toxic or chemical emergency. Latino and Black residents represent 21% and 15% of vulnerability zones, respectively, though they are only 16% and 12% of the general U.S. population. In fenceline communities, Latino and Black residents make up 25% and 21% of all residents, respectively. See Environmental Justice and Health Alliance for Chemical Policy Reform, *Who's in Danger?: Race, Poverty, and Chemical Disasters* (May 2014), <https://comingcleaninc.org/assets/media/images/Reports/Who%27s%20in%20Danger%20Report%20FINAL.pdf>. See also M.R. Elliott, et al., *Environmental justice: frequency and severity of United States chemical industry accidents and the socioeconomic status of surrounding communities*, Journal of Epidemiology and Community Health (2004), <https://pubmed.ncbi.nlm.nih.gov/14684723/> (referencing studies finding that African Americans live closer to industrial emissions sources than white Americans and are more likely to live within two miles of multiple emissions sources).

<sup>ii</sup> The Environmental Justice Movement emerged in the 1980s in response to environmental practices including toxic dumping, municipal waste facility siting, and land use decisions which negatively affected some Black and Latino communities. *Environmental Justice History*, Congressional Black Caucus Foundation, <https://avoice.cbcfinc.org/exhibits/environmental-justice/history/>.

coordination mechanisms and scorecards to assess federal agencies' efforts to advance environmental justice.<sup>iii</sup> Further, stakeholders, including civil rights organizations, environmental justice organizations, investors, asset managers, and some state and local governments are increasingly calling for corporations, particularly those whose operations involve the use or storage of potentially harmful materials, to publicly promote and advance environmental justice.

## **(2) Addressing Environmental Impacts**

Dow has a long history of working to reduce potentially adverse impacts on the environment, particularly on vulnerable communities. Slightly more than half of Dow's sites in the United States are located in majority Black or Latino communities. Since 1992, Dow's sustainability efforts have been supported by several Dow internal experts, along with what is now called the Sustainability External Advisory Council (SEAC) of eight outside environmental and engineering experts, in the development of environmental policy and best practices.<sup>94</sup>

Starting in 1995, with the advice of the SEAC, Dow began adopting a series of 10-year sustainability goals. The first set focused on improving health and safety, avoiding accidents, and reducing waste.<sup>95</sup> The second set expanded to a focus beyond the "fence line," or the direct border of Dow's facilities, by taking into account the views of communities surrounding Dow's facilities.<sup>96</sup> Dow currently has seven sustainability goals that it is making efforts to meet by 2025.<sup>97</sup> These goals include further improving Dow's operations by reducing greenhouse gas emissions, and a "valuing nature" goal that requires Dow to screen new projects for their impact on nature, water, air, soil, and land use and to develop and publicly share tools for how to conduct such assessments.<sup>98</sup>

As noted above, "environmental justice" expresses the ideal that environmental benefits and burdens should be equally distributed throughout society, with all portions of the population bearing a proportionate share of environmental pollution and health risks as well as access to environmental resources.<sup>99</sup> In 2021, Dow further expanded its sustainability efforts to focus not only on environmentally friendly practices but on environmental *justice* advancements. That year, Dow established an internal Environmental Justice Steering Team tasked with fully integrating environmental justice into Dow's business, including its existing discipline and compliance management systems, processes, and teams.

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<sup>iii</sup> For example, during his first days in office, President Biden signed an executive order launching the Justice 40 initiative, a goal for "40 percent of the overall benefits of certain Federal investments flow to disadvantaged communities that are marginalized, underserved, and overburdened by pollution." Exec. Order No. 14,008 (2021), <https://www.whitehouse.gov/wp-content/uploads/2021/07/M-21-28.pdf>. The executive order also directed the Council on Environmental Quality (CEQ) to develop a screening tool to identify disadvantaged communities that could benefit from the program. CEQ launched the Climate and Economic Justice Screening Tool in 2022. Geo Platform, *Explore the map*, Climate and Economic Justice Screening Tool, <https://screeningtool.geoplatform.gov/en/#3.71/14.27/-121.91>. In April 2023, President Biden also signed another executive order, "Revitalizing Our Nation's Commitment to Environmental Justice for All," which added "tribal affiliation" and "disability. Exec. Order No. 14,096 (2023), [https://www.whitehouse.gov/wp-content/uploads/2023/11/Strategic-Planning-to-Advance-Environmental-Justice\\_final-Oct.-2023.pdf](https://www.whitehouse.gov/wp-content/uploads/2023/11/Strategic-Planning-to-Advance-Environmental-Justice_final-Oct.-2023.pdf).

Starting in 2022, Dow began conducting environmental justice assessments of its sites.<sup>100</sup> These assessments are based on publicly available information and used to identify potential equity-related vulnerabilities and opportunities at each site.<sup>101</sup>

To date, Dow has conducted assessments on seven sites and plans to generate dashboards for its 10 largest U.S. sites by the end of 2024. Dow has also organized environmental justice site-based workshops to highlight relevant local environmental justice issues. Dow has been incorporating its environmental justice analysis from these workshops into its community outreach strategies and using it to inform how Dow will engage with the community, the type of philanthropic and volunteer work it will prioritize, and the type of community partnerships it will pursue to ensure the unique needs of each site are addressed. Dow has begun to use the dashboards to screen some new business projects on an ad hoc basis to consider potential environmental justice impacts and how they might be addressed, but it has not yet required the review. Dow has not yet adopted a clear strategy of how it will use the findings of the dashboards going forward.

In 2023, the U.S. Environmental Protection Agency (EPA) appointed Dow's Global Policy Director for Social Equity to serve as a member of its National Environmental Justice Advisory Council (NEJAC). The NEJAC evaluates a range of strategic, scientific, technological, regulatory, community engagement and economic issues related to environmental justice and provides advice to the EPA regarding the same.

### **(3) Listening to the Community**

To achieve its commitment to engage with the communities in which it operates, community awareness and outreach policies are integrated into Dow's operating management discipline system and sites are audited on this policy on a regular basis.<sup>102</sup> The policy requires sites to maintain stakeholder contact lists, stakeholder education activities, a community outreach program, a communications process, and a community dialogue process.<sup>103</sup>

Dow's engagement is sometimes driven by events. For example, under existing environmental laws, Dow must have a permit to emit certain chemicals into the air or water, and those permits must be renewed regularly. Dow reports that its practice is to inform the community if it seeks to significantly change any of its permits or obtain a new one. As part of this engagement process, and as described further below, Dow will often provide community members with access to its internal subject matter experts during CAP meetings. Dow also uses its social media, webpages, and other communication channels to announce changes or report emergent issues such as unplanned chemical releases.

Dow's primary community engagement efforts occur through (i) Community Advisory Panels and Councils; (ii) Near Neighbor Meetings; and (iii) Community Surveys.

#### **(a) Community Advisory Panels and Councils**

Dow uses CAPs as a method of intentionally engaging with the community. CAPs are invitation-only groups composed of individuals from the community in which Dow operates. Traditionally, Dow has invited leaders in the community, including elected county and parish leaders and local school leadership, to join the local CAP. Recently, Dow has begun to reassess membership of its CAPs to evaluate whether they are representative of the communities where Dow operates and has restructured CAPs where necessary.

Dow has eight CAPs that cover some of its largest manufacturing sites in the United States. For some of its smaller sites, Dow also participates in Community Advisory Councils (CACs), which act similarly to CAPs but involve other peer companies. Dow reports that there is a CAP or CAC associated with 67% of Dow's manufacturing sites in the United States.

During meetings with the CAPs, Dow provides information on a variety of local and relevant topics including environmental performance, changes to environmental permitting, economic development, safety, health and wellness, poverty, housing, and food security. As part of these meetings, Dow often provides access to internal Dow experts to answer CAP members' questions. For example, Dow is sometimes asked to provide details about its emergency response plans and updates on its operations, including air emissions. Dow does not typically provide resources to retain an external technical advisor for the CAPs to assist members in their understanding and assessment of the impact of Dow's plans in the community. In order to provide the company with an opportunity to hear from a broader cross section of the community, Dow allows CAP members to invite guests to one CAP meeting annually, and encourages those guests to raise topics of concern during the meeting.

The teams that manage CAP engagement are also responsible for responding to any concerns raised by CAPs. Dow has taken a number of steps in response to community needs identified through CAP meetings.

Dow does not currently have standardized procedures governing CAP or CAC operations. For example, different CAPs meet on different schedules, with some meeting quarterly and others less frequently. Dow does not have a process for involving CAPs in major decisions, nor does it formally track concerns raised by CAPs, its responses, or the race or ethnicity of CAP members to see if they reflect the communities they represent.

The assessment team met with representatives from all of Dow's active CAPs in the United States, including those located in Louisiana, Texas, Kentucky, West Virginia, and the Great Lakes Bay region. CAP members provided complimentary feedback on the role that Dow plays in their communities, particularly in their local schools and nonprofit organizations. One CAP member stated that they "can't speak highly enough" of Dow's leadership and engagement with the local community. Another shared the view that Dow is an ID&E leader, stating, "No one talks about diversity and inclusion in our community with a bigger voice than Dow does." Another CAP member stated that "Dow is a forerunner in the space of racial equity" and "actually put[s] their money where their mouth is."

The CAP members shared that their experience with the CAPs themselves has been a positive one. For example, the members appreciated that the CAP makeup reflects "what the region looks like" and that their members represent a diversity of "attitude[s], perspective[s], and experience[s]." In another example, the CAP members agreed that Dow is transparent during CAP meetings and provides answers to their "pointed questions." Some CAP members flagged, however, that information does not always reach the community at large and suggested that Dow could keep community members better informed through a newsletter or updates on social media. CAP members also suggested that it would be helpful for Dow to further community awareness, and therefore utilization, of CAPs as a line of communication with the company. Another CAP member suggested that Dow revive its tradition of allowing CAP members to invite individuals from the community to attend CAP meetings.

Dow also conducts Near Neighbor meetings with members of the local community within two to five miles of Dow sites where Dow sites are located near residential areas.

Compared to the official, invitation only CAPs, these meetings operate as more of an open town hall, where all community members can attend.

### **(b) Community Surveys**

In 2021 and 2023, Dow conducted a Community Opinion and Needs Assessment at six major manufacturing sites in North America, and has conducted several other surveys at a broader set of Dow sites. While questions vary from assessment to assessment, as part of the 2021 survey, residents were asked questions including, “How well would you say each of the following describes Dow”: “Cares about the communities in which it operates;” “Listens to the local community;” “Is committed to operating in an environmentally sustainable way;” and “Is open and honest about its local operations.” Though these types of surveys are not conducted on a regular basis, Dow used the results of the 2021 Assessment to develop its 2022 community investment and engagement strategies and to inform Dow’s continued work.<sup>104</sup> Dow has historically used indicators from surveys like this to track its progress against sustainability goals, but that tracking does not include specific measures related to environmental justice.

### **(c) Community Communication**

Dow maintains webpages for many, but not all, of its U.S. facilities and occasionally creates and updates webpages with information about a specific site.<sup>105</sup> Dow also communicates with communities using social media accounts specific to several of its operations.<sup>106</sup> However, Dow does not link its site-specific webpages with its social media presence, nor does Dow have a consistent approach to the information provided for each site and how often it is updated.<sup>107</sup> Dow also does not maintain a Spanish language version of its communications for communities with a large Spanish speaking population.<sup>108</sup>

## **(4) Meetings with Environmental Justice Organizations**

In November 2023, Covington facilitated a roundtable discussion with organizations with an environmental justice focus. The objectives for this listening session included (i) obtaining the organizations’ perspectives as subject matter experts regarding Dow’s environmental justice efforts; and (ii) discussing potential suggestions that participants had for additional steps Dow might take to advance environmental justice throughout the communities in which it operates.

The session participants offered feedback centering around a few key themes:

- Participants encouraged Dow to invest more in research and development for green chemistry at its facilities, which refers to the design of chemical products and processes that reduce or eliminate the use or generation of hazardous substances.<sup>109</sup> Participants also encouraged Dow to disclose its progress in incorporating green chemistry into its products.
- Dow should continually review its lobbying activities to ensure that they align with the company’s commitments related to environmental justice.
- Dow should continue working to ensure that its neighboring communities, particularly communities of color and impoverished communities, have the ability to act as Dow’s authentic partners and meaningfully engage in Dow’s decision-making process.

## Recommendations for Environmental Justice

- In order to further enhance Dow's position as a leader in environmental justice and to help reduce the risk of environmental harms in the communities where it operates, Dow should:
  - Continue its work to embed environmental justice in the company's existing principles and polices. As part of this effort, Dow should consider establishing environmental justice goals across the company.
  - Consider creating a CAP or CAC, or providing an effective means of facilitating community engagement, at each of its U.S. manufacturing sites, and consider further formalizing its CAPs by developing standardized procedures governing CAP operations, including (i) meeting frequency; (ii) the tracking of community concerns and related actions in response; and (iii) the assessment of CAP membership demographics to ensure they are representative of the surrounding community.
  - More regularly conduct surveys of the local communities in which it operates and continue to include questions in its surveys that address community perspectives on Dow's engagement and response to environmental concerns.
  - Ensure that communities are meaningfully engaged in Dow's decision-making process by formalizing its community engagement practices and the circumstances in which it will proactively engage communities about emergent issues outside of regularly scheduled meetings and surveys. Dow should consider further supporting informed engagement by providing communities with the access to the external resources needed to participate effectively in the regulatory process.
  - Address vulnerabilities identified from its ongoing environmental justice assessments.
  - Consider incorporating environmental justice considerations into Dow's screening of its new capital or real estate projects, its business or product development, and its lobbying and policy advocacy work. As part of this effort, Dow should consider proactively engaging with environmental justice experts and generating a tool that can be publicized to assist other companies in doing similar work, so Dow can help lead the industry in developing that work.

## c) Philanthropy and Volunteerism

Dow's philanthropic decisions are informed by five areas of focus: (i) building inclusive communities; (ii) developing tomorrow's innovators; (iii) collaborating with communities; (iv) engaging employees for impact; and (v) advancing sustainable solutions. These areas of focus were set in 2018 based on responses to internal and external surveys of Dow employees, and an evaluation of Dow's portfolio of grantees conducted by an external consultant. Dow is currently reviewing its strategy through the same process. Dow has undertaken a number of efforts in furtherance of these five areas of focus, the most relevant of which are building inclusive communities and developing tomorrow's innovators. To that end, Dow has developed efforts to (i) help build a pipeline for Black professionals, and (ii) engage employees in assisting the communities in which Dow operates.

Dow's Global Citizenship team is responsible for setting the strategy for Dow's philanthropic programming. Members of the Global Citizenship team specialize in one of Dow's five areas of focus and are responsible for considering grants to corresponding programs. Dow identifies grantees from several sources, including those arising from discussions with various company partners in communities where Dow operates, online portals, executive leaders, community surveys and stakeholders, ERGs, and Dow's regional citizenship leads. Review and approval of these grants is conducted by a variety of employees and committees, depending on the location of the program, subject matter, size of the grant, and source of funds. For example, Dow's local Site Communications and Community Relations teams are responsible for making decisions about funding and partnership activities and have broad discretion to do so across their region. In the United States, Dow's North America North and Gulf Coast regional leaders collaborate with each other and members of the Global Citizenship team to ensure that their small-scale funding decisions and partnership activities align with Dow's philanthropic areas of focus. Regional grant requests of \$50,000 and above are reviewed by a global committee largely made up of Global Citizenship team leaders.

In 2023, in the United States, Dow made approximately 482 grants totaling approximately \$26 million. The criteria for selecting grantees vary depending on the program the grant is related to (e.g., Dow Promise and Dow ACTs), but all grantees are required to agree to Dow's Nondiscrimination Policy.<sup>110</sup> In 2022, Dow began tracking the demographic makeup of the leadership and board membership of applicants and the communities they serve, and can consider that information in grant-making decisions.

Dow tracks the success of grants through grantee reporting. For grants over \$100,000, Dow requires that True Impact, Dow's third-party social impact measuring partner, assess the racial makeup of the leadership of grantees and the impact of the grantees' programs using standardized logic models and indicators,<sup>111</sup> including the program's duration, frequency of engagement with beneficiaries, impact model and theory of change, budget, and success stories and lessons learned.

In 2023, Dow reported that True Impact assessed the effectiveness of Dow's grants to 19 organizations. As part of True Impact's demographic data collection, Dow reports that 73% of the 19 organizations reported that their leadership team includes people of color; 62% reported that their leadership team includes women of color; 92% reported that their leadership team includes women; 92% reported that their board includes people of color; 73% reported that their board includes women of color; and 92% reported that their board includes women.

## **(1) Building a Pipeline for Diverse Talent**

Dow has adopted several philanthropic programs specifically focused on building opportunities and training for Black talent by (i) supporting primary and secondary education programs; (ii) supporting college programs; and (iii) supporting employment and entrepreneurship.

### **(a) Primary and Secondary Education**

As part of Dow ACTs, Dow committed \$250,000 to Project Lead the Way, a nonprofit providing career awareness programming to Pre-K-12 students and teachers across the United States with a focus on elementary and middle schools within physical proximity to a set of five HBCUs that Dow is also supporting, as described below.

Dow also partnered with DonorsChoose, a website where teachers post donation requests for classroom resources, to match donations to projects that inspire inclusion, diversity, equity, and belonging in schools serving communities where Dow operates.<sup>112</sup> Dow's donations have supported requests for artistic supplies, including a request for mirrors, multicultural skin tone paint and crayons by a Pre-K-2nd grade teacher for a "Celebrating the Skin You're In!" self-portrait project, and academic materials.<sup>113</sup> Dow reports that since 2021, it has donated \$335,000 to fund 530 projects across schools in Dow communities.<sup>114</sup>

Starting in 2017, Dow also developed the Dow Leadership Academy in partnership with Terry Simmons and Company to address consistent diversity gaps identified within the applicant pool for Dow's Louisiana Operations apprenticeship. The Dow Leadership Academy started as a pilot program by supporting high school students at the White Castle High School in Iberville School District through mentorship and trainings in communication, social skills, leadership, and financial literacy, as well as through STEM career exploration experiences.<sup>115</sup> In addition to bi-monthly education sessions, each student is assigned a Dow mentor who provides a sense of accountability, tutoring, and family support during the three years before graduation.<sup>116</sup> The cumulative GPA of the pilot cohort increased from 2.91 to 3.14 following the program; 100% of Dow Leadership Academy mentees graduated (White Castle High School in Iberville Parish had a 73% graduation rate); and 90% of Dow Leadership Academy mentees are now pursuing STEM careers.

Given the success of the pilot program, as part of Dow ACTs, Dow reports it has now committed \$510,000 to expanding the Leadership Academy program across the Gulf Coast and in 2021, Dow committed \$240,000 to expand the program into the Great Lakes.<sup>117</sup> The program in the Great Lakes is in Saginaw, Michigan and is called the Dow Treasure Academy.<sup>118</sup> In the Dow Treasure Academy, students reportedly meet weekly with Dow mentors at the Delta College Downtown Campus for sessions on topics such as core values, self-awareness, and "finish[ing] what you start." Since the launch of the Dow Treasure Academy, Dow reports that 100% of students' caregivers and school counselors have reported improved behaviors, mental health, and academic performance; 100% of students' attendance reports improved; 100% of students' math scores improved; and 100% of students passed algebra. In 2023, the Dow Company Foundation approved additional grants to fund the Dow Leadership Academies with \$700,000 and Treasure Academy with \$420,000, to be distributed between 2024 and 2026.

### **(b) Supporting HBCUs and College Education**

As part of Dow ACTs, Dow has committed \$4.5 million in grants to HBCUs to develop the STEM pipeline for advanced jobs. These donations are designed to retain and develop Black students in STEM by developing curricula and supporting sustainable chemistry, green chemistry, and functional disciplines, such as supply chain, finance, and engineering at five HBCUs. As part of the program, college students receive mentorship from Dow employees, networking opportunities with graduate schools, and Dow funding to support research training, student research projects (some of which have been presented at professional conferences), and related advanced equipment.<sup>119</sup>

Dow also committed \$2.4 million to the Future of STEM Scholars Initiative (FOSSI), a collaborative venture between the American Chemistry Council, the American Institute of Chemical Engineers (AIChE), The Chemours Company, and the HBCU Week Foundation. FOSSI was founded in 2020 and is chaired by Dow's CEO.<sup>120</sup> Every year, Dow's donations to FOSSI support a four-year scholarship for 10 students.

In 2023, Dow and the Last Mile Education Fund launched The Dow Last Mile Education Fund for Manufacturing and Skilled Trades, a collaborative investment in low-income students nearing completion of their manufacturing and skilled trades programs at institutions in communities around Dow sites.<sup>121</sup> Dow reports that its partnership with Last Mile Education Fund is supported by a \$550,000 pledge through 2024, to be distributed to students based on need rather than merit.

### **(c) Support Employment and Entrepreneurship**

As described above, Dow has partnered with and funds OneTen, a nonprofit coalition of leading companies committed to hiring, promoting, and advancing Black individuals and other talent in America by reducing exclusionary hiring practices and focusing on skills, as opposed to degrees, in hiring decisions. In 2023, Dow approved an additional grant of \$4,500,000 to OneTen for a total commitment of \$9 million.

Dow also partnered with the United States Chamber of Commerce Foundation's Coalition to Back Black Businesses to support small, Black-owned businesses, as well as the communities they serve, in recovering from the COVID-19 pandemic. Through this partnership, Dow awarded 45 small, Black-owned businesses near Dow sites financial support, along with mentorship and training resources.<sup>122</sup> To date, Dow has donated \$390,000 to the Coalition to Back Black Businesses.

### **(2) Engaging Employees to Help Communities Where Dow Operates**

Dow has supported increased engagement by employees to help communities where Dow operates by adopting a volunteerism and ERG policy, and establishing programs like Dow Promise, discussed below, which allows Dow employees to select grantees that can help improve the inclusivity of communities where Dow sites are located.

As discussed in Section IV(B)(4)(e) above, Dow has recognized Martin Luther King Jr. Day as a paid U.S. holiday and opportunity for a day of service since 2020 and launched its first-ever global Volunteer and ERG Participation Policy in September 2021.<sup>123</sup> Dow has also designed programming to give employees an opportunity to learn and engage in conversations about racial equity and give back to their communities throughout the year.<sup>124</sup> For example, Dow employees volunteer to mentor participants in Dow's Leadership and Treasure Academies, as well as FOSSI Scholarship recipients.<sup>125</sup> In 2020, Dow also seconded an employee from its Office of Inclusion to Midland Public Schools in Michigan to help the district develop its ID&E program.<sup>126</sup> According to the results of the Voice survey, discussed above in Section IV(A)(2)(b), 79.7% of Dow employees in the United States volunteered at least once in 2023.

In addition to providing volunteer opportunities, Dow engages employees in the identification and selection of nonprofit organizations through several targeted grant programs. Founded in 2000, Dow Promise, an employee-led program, provides competitive grants to nonprofit companies designed to positively impact educational and economic challenges faced by Black youth and adults in communities in which Dow operates and in which Dow employees reside.<sup>127</sup> Applications to the program are open to the public and selections are made by members of Dow's GAAN ERG. In 2020, as part of the Dow ACTs community commitment, Dow has recently pledged an additional \$600,000 to Dow Promise.<sup>128</sup>

## Recommendation for Philanthropy

- To further Dow's ambition of becoming the most inclusive materials science company in the world, Dow should consistently review implementation of the programs supported by the company's grants to ensure that they are serving the communities Dow intends.

### 3. Supplier Diversity

Dow's ALL IN 2025 plan includes a goal to have a best-in-class supplier diversity program by ensuring Dow's sourcing is inclusive and that its procurement practices are equitable, and by working to increase Dow's overall spend with a more diverse supplier base. Dow defines a diverse supplier as a business that is at least 51% owned by an ethnic minority, woman, member of the LGBTQ+ community, veteran, disabled person, or small business, including those that are designated HubZones (historically under-utilized business zones), and certified as such by third parties and government organizations. First established in 2018, Dow's supplier diversity program is designed to positively impact communities and society by supporting underrepresented and minority businesses in a meaningful and sustainable way.

In North America, Dow currently works with over 1,100 certified and self-identified diverse suppliers, 9% of which are minority business enterprises and 72% of which are small businesses. Dow has worked to advance supplier diversity by (i) taking steps to develop and communicate a diverse supplier strategy to related internal teams; (ii) identifying and engaging with diverse suppliers; and (iii) advancing supplier diversity through Dow's direct suppliers.

#### a) Building a Supplier Diversity Strategy and Related Training

In 2022, Dow's Global Purchasing ESG Team analyzed Dow's current spend to identify unrealized diverse supplier spend opportunities and to build a supplier diversity strategy. Over the course of three months, cross-functional teams conducted spending assessments by commercial area, resulting in a better understanding of the potential for diverse supplier spend and the levers for growth. The analysis divided Dow's diverse supplier spend into multiple categories based on how quickly Dow could open the contract to bids that can include diverse suppliers. This assessment informed the 2023-2030 growth strategy and plan, which reflects Dow's focus on increasing diverse spend. Dow is currently working to implement the recommendations and strategies developed through this process, which include short-term and long-term goals to assist with bid inclusion, supplier socialization, and partnership formation for the introduction of diverse suppliers in new areas.

In 2023, Dow reports reaching a global total spend of approximately \$335 million with diverse suppliers, \$156 million of which was spent in the United States. Dow has set a goal to increase global diverse spending to \$500 million by 2025.<sup>129</sup> In furtherance of this goal, Dow recently started identifying business-specific spending opportunities for diverse suppliers (Tier 1 spend). The supplier diversity team educates leaders in different business areas regarding the benefits of supplier diversity and why their influence and support is needed for the company to make the most of its diverse supplier spend opportunities. Dow tracks progress around Tier 1 spend for each business unit and function through the ID&E Scorecard, discussed above in Section IV(A)(2)(c). The ID&E Scorecard is updated quarterly to give business units visibility

into how much progress they have made toward their targets and to provide a means of personal accountability. Dow is considering including Tier 1 spend in Dow's Performance Award.

Dow reports diverse spending in the aggregate, focusing on overall diverse spend rather than diverse spend by diversity characteristic. While it has the technical capability to disaggregate the data to determine how much of its minority-owned business spend is with Black-owned businesses, for example, it does not regularly assess its expenditures in this way.

To help ensure the company advances its supplier diversity objectives, there is a newly established Global Purchasing Director for Sustainability, Supplier Diversity, and ESG. The Global Purchasing Director for Sustainability, Supplier Diversity, and ESG drives awareness of supplier diversity by raising it in the leadership meetings they participate in and reporting progress against goals across the company.<sup>130</sup> The Global Supplier Diversity and Social Responsibility director reports directly to the Global Purchasing Director for Sustainability, Supplier Diversity, and ESG, but also works with and reports to the Office of Inclusion.

Dow has also established cross functional teams to help integrate supplier diversity efforts throughout the company. First, Dow's Purchasing ESG Core Team, which meets monthly, is responsible for overseeing Dow's progress against its ESG efforts, including supplier diversity. As part of that work, it develops and disseminates supplier-related communications periodically to raise awareness about the work and also to highlight efforts that need support. Second, Dow has Regional Supplier Diversity Cross-Functional Steering Teams. These teams meet monthly to share regional updates, review region-specific data trends regarding progress towards diversity spending goals, and coordinate cross-regional efforts by identifying needs and opportunities. Third, the Purchasing ESG Commercial Area Focus Teams, which are composed of ESG Commercial Area Managers and Commercial Area Sourcing Sponsors in each commercial area, discuss, inform, and train Dow's commercial employees on supplier diversity, including the identification of potential roadblocks, needs, and solutions to enable growth of supplier diversity spend in each commercial area. Fourth, Dow has quarterly meetings with Purchasing and people leaders as part of a General Purchasing Network designed to highlight supplier diversity progress and share lessons learned. Dow also holds an ESG Champions Forum, which is a biannual meeting with all interested Purchasing personnel designed to raise awareness about supplier diversity strategy and priorities and "recruit" partners to Dow's supplier diversity mission.

Dow has also developed trainings and reference guides that educate employees on its supplier diversity program and provide them with strategies to support supplier diversity within their respective business functions. In 2022, Dow launched the Sustainable and Inclusive Procurement program, containing a mandatory interactive training on supplier diversity for Purchasing employees. This training provides information on the tools that are available to support best ESG practices and how to apply those tools in sourcing activities. Dow holds regular in-person trainings with Sourcing employees to provide hands-on learning opportunities and to help deepen their understanding of the key principles of supplier diversity. Dow has also published a "Supplier Diversity Playbook," available on Dow's internal portal, to serve as a reference guide to educate Sourcing employees on the basics of supplier diversity and how to incorporate supplier diversity into sourcing practices. The training provides an introduction to core concepts such as: what supplier diversity is, why it is important, and how it should be managed. The Playbook is also designed as a tool for the Sourcing team to learn how to find diverse suppliers and bring them into research and planning activities, as well as to assist them in competing for new or additional Dow business. Dow has awarded individuals recognition for their role in supporting supplier diversity to encourage additional support and show that the work is valued.

## **b) Identifying and Engaging Diverse Suppliers**

Dowworks proactively to identify and engage diverse suppliers. Dow recruits new diverse suppliers by identifying them from databases, such as Supplier.io, working with certifying bodies, engaging with the local community, and attending conferences focused on supplier diversity. If Dow learns that a diverse supplier is not certified as such, Dow's procurement team provides the supplier with information on how to obtain certification.

Dow maintains relationships with U.S.-based certification bodies by supporting and participating in their annual conferences. Dow Sourcing employees attend these events to meet diverse suppliers. For example, Dow participated in the River Region Chamber of Commerce Trade Show in June 2022 to network with local diverse businesses. Similarly, Dow hosted an Economic Inclusion Symposium and Supplier Engagement Event in Baton Rouge, Louisiana in August 2022 with the Baton Rouge Area Chamber of Commerce.

To support diverse businesses and encourage and develop new business relationships with other diverse suppliers, Dow launched the Dow Accelerator Program for Diverse Business in 2022. The accelerator program, which is six-weeks long, is designed to provide diverse suppliers an opportunity to connect with experienced Dow mentors who can provide guidance and support on a range of business and professional development topics. The program was launched in 2022. That year, 25 diverse businesses participated in the program. In 2023, 65 companies participated in the program. It has been expanded in 2023 to incorporate coaching on the certification process for becoming a certified diverse business. Dow also invites some suppliers to attend the events it regularly holds, including SOAR and EMERGE as described above, to share best practices on ID&E and to help them get access to resources to aid in the development of their own internal ID&E work.

Dow also launched an ESG Supply Chain Financing program with Citibank for diverse suppliers in 2022. The overall mission of this program is to aid Dow's certified diverse suppliers with cash flow and reduce their financial risk.<sup>131</sup> Effectively, the program allows participating suppliers to get paid faster than they would under Dow's standard contractual payment terms, which gives Dow 90 days after an invoice is received to pay it. The supplier receives this benefit in exchange for a fee paid to Citi (a percentage of the invoice total based on how quickly the supplier needs the money). This program can help a supplier manage cash flow. A subset of diverse suppliers has been invited to participate in the program, and seven suppliers have participated thus far.

In some instances, Dow has solicited feedback from its diverse suppliers on its ID&E efforts. For example, in the wake of the COVID-19 pandemic, Dow conducted interviews with diverse suppliers to gain their perspectives on the pandemic and its effect on their business, their experiences with Dow, and their overall experiences as a diverse supplier. Dow is currently working to institute a more structured feedback program for diverse suppliers.

## **c) Advancing Supplier Diversity with Dow's Tier 1 Suppliers**

Dow also advances supplier diversity by encouraging its Tier 1 suppliers to become more inclusive and to develop their own supplier diversity programs. For example, Dow notes in its Supplier Code of Conduct that it will favor collaborating with suppliers who themselves invest in supplier diversity. In addition, Dow's contracts require suppliers to make good faith efforts to include small and diverse businesses in performing contracts and require suppliers to "reasonably participate" in outreach efforts such as conferences and trade shows related to increasing supplier diversity in performing the contract. Beginning in 2023, Dow's supplier

contracts also require suppliers to report their spend with diverse suppliers (Tier 2 spend). In 2023, 82 of Dow's Tier 1 suppliers, representing 40% of Dow's total spend in the United States, reported a total of \$170.9 million in diverse supplier spend.

#### **d) Diverse Supplier Feedback**

The assessment team interviewed representatives from several companies that participate in Dow's diverse supplier program. Based on these conversations, Dow's supplier diversity efforts appear to have been beneficial for many of the company's diverse suppliers. One diverse supplier remarked that "Dow takes [ID&E] very serious[ly] . . . . [There is] no question that Dow ranks number one with concerns about [ID&E]; they are very strong in that regard." Two diverse suppliers also noted that Dow encouraged them to become certified as minority business enterprises.

Several diverse suppliers were not as familiar with Dow's ID&E programs, having been suppliers to Dow well before it began carrying out more formal supplier diversity efforts. Nonetheless, those suppliers spoke highly about Dow as a company, the relationship they have built over the years, and the opportunities that Dow has afforded them for growth. One supplier observed that Dow is a "first class company all the way" and spoke of their "very close relationship" with Dow.

Some diverse suppliers identified opportunities for improvement, noting, for example, that it can be difficult to expand their supplier relationship to additional Dow business units. One supplier suggested that it would be helpful if Dow provided contact information for its procurement teams in other units or even at other sites. Another noted that some of Dow's most helpful support was introducing suppliers to other Dow contacts that they could work with or suggesting additional products that they could supply for Dow.

Many of the diverse suppliers had participated in, and provided enthusiastic reviews about, SOAR, EMERGE, and other local Dow-led ID&E events. One supplier noted that EMERGE provided them "great exposure to tell our company's story and our strong relationship with Dow." Another supplier described EMERGE as an "amazing event," during which they had the opportunity to meet with people from "all over the world." Multiple suppliers also indicated that Dow invited them to attend events in the community that they felt gave them increased visibility with potential customers.

## Recommendations for Supplier Diversity

- In order to further progress toward its supplier diversity goals, Dow should:
  - Continue to consider incorporating supplier diversity metrics from its ID&E Scorecard into the company's Annual Performance Award to foster greater accountability for supplier diversity.
  - Consider consistently disaggregating its supplier diversity data and assessing the distribution of minority-owned suppliers across its spend to ensure it is maximizing its engagement of diverse suppliers and ensuring opportunities for different categories of diverse suppliers.
  - Consider creating a mechanism for aiding diverse suppliers in expressing interest in additional sourcing activities and soliciting their feedback regarding potential program enhancements.

<sup>1</sup> See Alexander H. Tullo, *C&EN's Global Top 50 chemical firms for 2022*, CHEMICAL & ENGINEERING NEWS (Jul. 24, 2022), <https://cen.acs.org/business/finance/CENs-Global-Top-50-2022/100/i26>; DOW INC., ANNUAL REPORT (Form 10-K) 5 (Dec. 31, 2022), [https://d18rnop25nwr6d.cloudfront.net/CIK-0001751788/8a9bae44-b61e-401f-9f6e-2ode3eee7abb.pdf#xd\\_co\\_f=YWRmNGVjZTYtNDUoOCooMDIxLWJmOGMtMWE2ZTUwNWY5N2Ix~](https://d18rnop25nwr6d.cloudfront.net/CIK-0001751788/8a9bae44-b61e-401f-9f6e-2ode3eee7abb.pdf#xd_co_f=YWRmNGVjZTYtNDUoOCooMDIxLWJmOGMtMWE2ZTUwNWY5N2Ix~); *Markets and Products*, Dow Inc., <http://corporate.dow.com/en-us/markets.html> (last visited Dec. 31, 2023).

<sup>2</sup> See, e.g., DOW INC., 2022 Progress Report 5 (June 2023), <https://corporate.dow.com/content/dam/corp/documents/science-sustainability/066-00432-01-2022-progress-report.pdf> [hereinafter “2022 Progress Report”].

<sup>3</sup> Letter from Jonathan Wendt, *Withdrawal of 2022 Stockholder Proposal – Racial Equity Audit*, (Feb. 25, 2022).

<sup>4</sup> *Id.*

<sup>5</sup> *Id.*

<sup>6</sup> See Alexander H. Tullo, *C&EN's Global Top 50 chemical firms for 2022*, CHEMICAL & ENGINEERING NEWS (Jul. 24, 2022), <https://cen.acs.org/business/finance/CENs-Global-Top-50-2022/100/i26>; DOW INC., ANNUAL REPORT (Form 10-K) 5 (Dec. 31, 2022), [https://d18rnop25nwr6d.cloudfront.net/CIK-0001751788/8a9bae44-b61e-401f-9f6e-2ode3eee7abb.pdf#xd\\_co\\_f=YWRmNGVjZTYtNDUoOCooMDIxLWJmOGMtMWE2ZTUwNWY5N2Ix~](https://d18rnop25nwr6d.cloudfront.net/CIK-0001751788/8a9bae44-b61e-401f-9f6e-2ode3eee7abb.pdf#xd_co_f=YWRmNGVjZTYtNDUoOCooMDIxLWJmOGMtMWE2ZTUwNWY5N2Ix~).

<sup>7</sup> DOW INC., *Our Company*, <https://corporate.dow.com/en-us/about/company.html> (last visited Dec. 31, 2023).

<sup>8</sup> 2022 Progress Report, at 69.

<sup>9</sup> See TENEOP, *The Ford Foundation And The Executive Leadership Council Launch The Board Diversity Action Alliance*, PR NEWSWIRE (Sept. 8, 2020), <https://www.prnewswire.com/news-releases/teneo-the-ford-foundation-and-the-executive-leadership-council-launch-the-board-diversity-action-alliance-301125765.html>.

<sup>10</sup> See, e.g., Dieter Holger, *Companies Falter in Making Diversity and Inclusion a C-Suite Job*, THE WALL STREET JOURNAL (Oct. 26, 2019), <https://www.wsj.com/articles/companies-falter-in-making-diversity-and-inclusion-a-c-suite-job-11572091208>.

<sup>11</sup> DOW INC., 2020 Environmental, Social and Governance Report 99 (June 2021), <https://corporate.dow.com/content/dam/corp/documents/science-sustainability/066-00338-01-2020-esg-report.pdf> [hereinafter “2020 ESG Report”].

<sup>12</sup> DOW INC., 2021 Environmental, Social and Governance Report 44 (June 2022), <https://corporate.dow.com/content/dam/corp/documents/science-sustainability/066-00397-01-2021-esg-report.pdf> [hereinafter, “2021 ESG Report”].

<sup>13</sup> Jim Fitterling, ‘Find a way’ to Act, DOW INC. (May 31, 2020), <https://corporate.dow.com/en-us/seek-together/find-a-way-to-act.html>.

<sup>14</sup> DOW INC., *Corporate Governance Guidelines*, at 1 (reaffirmed Feb. 9, 2023), [https://s23.q4cdn.com/981382065/files/doc\\_downloads/2023/02/08-corporate-governance-guidelines-feb-2023.pdf](https://s23.q4cdn.com/981382065/files/doc_downloads/2023/02/08-corporate-governance-guidelines-feb-2023.pdf).

<sup>15</sup> *Id.*

<sup>16</sup> 2022 Progress Report, at 70.

<sup>17</sup> DOW INC., 2021 ANNUAL REPORT 18 (Feb. 4, 2022), [https://s23.q4cdn.com/981382065/files/doc\\_financials/2021/ar/Dow\\_Inc\\_2021\\_Annual\\_Report.pdf](https://s23.q4cdn.com/981382065/files/doc_financials/2021/ar/Dow_Inc_2021_Annual_Report.pdf).

<sup>18</sup> 2020 ESG Report, at 149.

<sup>19</sup> *Id.*

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<sup>20</sup> *Id.*

<sup>21</sup> 2022 Progress Report, at 60.

<sup>22</sup> DOW INC., 2023 NOTICE OF ANNUAL MEETING OF STOCKHOLDERS & PROXY STATEMENT 64 (Mar.

3, 2023), [https://s23.q4cdn.com/981382065/files/doc\\_financials/2023/ar/2023\\_Dow\\_Inc\\_Proxy.pdf#xd\\_co\\_f=ODA4YWRIlMTYtYjY4YiooNmFiLThmOWQtMjFkYzIyNmI4Nj\\_dk~](https://s23.q4cdn.com/981382065/files/doc_financials/2023/ar/2023_Dow_Inc_Proxy.pdf#xd_co_f=ODA4YWRIlMTYtYjY4YiooNmFiLThmOWQtMjFkYzIyNmI4Nj_dk~).

<sup>23</sup> *Id.* at 66.

<sup>24</sup> 2022 Progress Report, at 3.

<sup>25</sup> DOW INC., CODE OF CONDUCT 6 (Jun. 2023),

<https://corporate.dow.com/content/dam/corp/documents/legal/437-00001-01-dow-code-of-conduct.pdf> [hereinafter, “Code of Conduct”].

<sup>26</sup> *Id.* at 5.

<sup>27</sup> 2020 ESG Report, at 174.

<sup>28</sup> Code of Conduct, at 6.

<sup>29</sup> *Id.*

<sup>30</sup> *Id.*

<sup>31</sup> *Id.*

<sup>32</sup> *Id.*

<sup>33</sup> Dow policies frequently refer to “leaders,” which is how Dow refers to people leaders at the Company.

<sup>34</sup> Code of Conduct, at 22.

<sup>35</sup> *Id.*

<sup>36</sup> *Id.* at 5.

<sup>37</sup> *Id.* at 6.

<sup>38</sup> *Id.* at 22.

<sup>39</sup> *Id.*

<sup>40</sup> *Id.*

<sup>41</sup> See 2022 Progress Report, at 52.

<sup>42</sup> *Id.*

<sup>43</sup> *Id.*

<sup>44</sup> *Id.*

<sup>45</sup> DOW INC., *Committing to ACT - We Must Act*, <https://corporate.dow.com/en-us/about/inclusion-and-diversity/encouraging-advocacy-community-and-talent.html> (last visited Dec. 31, 2023).

<sup>46</sup> DOW INC., *BEST Symposium*, <https://corporate.dow.com/en-us/careers/work-at-dow/best-symposium.html> (last visited Dec. 31, 2023).

<sup>47</sup> *Id.*

<sup>48</sup> 2022 Progress Report, at 57.

<sup>49</sup> Jim Fitterling, *It Starts with Team Dow*, DOW INC. (Nov. 9, 2021),

<https://corporate.dow.com/en-us/seek-together/improving-workplace-diversity-starts-with-team-dow.html>.

<sup>50</sup> *Id.*

<sup>51</sup> *Id.*

<sup>52</sup> 2022 Progress Report, at 157.

<sup>53</sup> 2021 ESG Report, at 57.

<sup>54</sup> DOW INC., ANNUAL REPORT (Form 10-K) 18 (Dec. 31, 2022),

[https://d18rnop25nwr6d.cloudfront.net/CIK-0001751788/8a9bae44-b61e-401f-9f6e-20de3eee7abb.pdf#xd\\_co\\_f=YWRmNGVjZTYtNDUoOCooMDIxLWJmOGMtMWE2ZTUwNWY5N2Ix~](https://d18rnop25nwr6d.cloudfront.net/CIK-0001751788/8a9bae44-b61e-401f-9f6e-20de3eee7abb.pdf#xd_co_f=YWRmNGVjZTYtNDUoOCooMDIxLWJmOGMtMWE2ZTUwNWY5N2Ix~).

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<sup>55</sup> 2021 ESG Report, at 70.

<sup>56</sup> *Id.*

<sup>57</sup> *Id.*

<sup>58</sup> DOW INC., *Committing to ACT - We Must Act*, <https://corporate.dow.com/en-us/about/inclusion-and-diversity/encouraging-advocacy-community-and-talent.html> (last visited Dec. 31, 2023).

<sup>59</sup> 2022 Progress Report, at 45.

<sup>60</sup> DOW INC., ANNUAL REPORT (Form 10-K) 17 (Dec. 31, 2022),  
[https://d18rnop25nwr6d.cloudfront.net/CIK-0001751788/8a9bae44-b61e-401f-9f6e-20de3eee7abb.pdf#xd\\_co\\_f=YWRmNGVjZTYtNDUoOCooMDIxLWJmOGMtMWE2ZTUwNWY5N2Ix~](https://d18rnop25nwr6d.cloudfront.net/CIK-0001751788/8a9bae44-b61e-401f-9f6e-20de3eee7abb.pdf#xd_co_f=YWRmNGVjZTYtNDUoOCooMDIxLWJmOGMtMWE2ZTUwNWY5N2Ix~).

<sup>61</sup> 2021 ESG Report, at 56.

<sup>62</sup> THE DOW CHEMICAL COMPANY, *Five Dow leaders achieve top honors on OUTstanding's 2022 leading LGBT+ professionals lists*, PR NEWSWIRE (Nov. 9, 2022),  
<https://www.prnewswire.com/news-releases/five-dow-leaders-achieve-top-honors-on-outstandings-2022-leading-lgbt-professionals-lists-301672955.html>.

<sup>63</sup> 2022 Progress Report, at 54.

<sup>64</sup> A.N. Sreeram, *Can we change the world if we listen?*, Dow CORPORATE (May 18, 2021),  
<https://corporate.dow.com/en-us/seek-together/aapi-heritage-month-action.html>; Weber Ng, *Celebrating Asian diversity all year-round*, Dow CORPORATE (May 31, 2022),  
<https://corporate.dow.com/en-us/seek-together/asian-american-pacific-islander-heritage.html>.

<sup>65</sup> 2021 ESG Report, at 55.

<sup>66</sup> 2022 Progress Report, at 46.

<sup>67</sup> *Id.* at 156.

<sup>68</sup> DOW INC., *Dow Webpage*, <http://www.dow.com/en-us.html> (last visited Dec. 31, 2023).

<sup>69</sup> 2021 ESG Report, at 48; Laura Schmidt, *Collaborating to deliver mutual wins and long-term strategic growth*, Dow CORPORATE (Nov. 22, 2022), <https://corporate.dow.com/en-us/seek-together/enabling-strategic-growth.html>.

<sup>70</sup> Under Armour, *Love Where You Come From. Give Back. Stay Real.*, (Feb. 5, 2021),  
<https://about.underarmour.com/en/stories/2021/02/love-where-you-come-from--give-back--stay-real-.html>; Wide Angle Youth Media, *Wide Angle Youth Media Webpage*,  
<https://www.wideanglemedia.org/> (last visited Dec. 31, 2023); Victor Deng, *Under Armour Celebrates Black History Month with New Collection*, Complex (Feb. 5, 2021),  
<https://www.complex.com/sneakers/a/cmplxvictor-deng/devin-allen-under-armour-2021-black-history-month-collection-release-date>.

<sup>71</sup> 2022 Progress Report, at 57.

<sup>72</sup> *Id.* at 42.

<sup>73</sup> Jim Fitterling, *Our Commitment to Change: Dow ACTs*, Dow INC. (June 15, 2020),  
<https://corporate.dow.com/en-us/seek-together/our-commitment-to-change.html>.

<sup>74</sup> DOW INC., *Committing to ACT - We Must Act*, <https://corporate.dow.com/en-us/about/inclusion-and-diversity/encouraging-advocacy-community-and-talent.html> (last visited Dec. 31, 2023).

<sup>75</sup> DOW INC., *ACTing on our Commitments*, <https://corporate.dow.com/en-us/seek-together/acting-on-our-commitments.html> (last visited Dec. 31, 2023).

<sup>76</sup> 2021 ESG Report, at 58; Congressional Black Caucus Foundation, *CBCF Announces Partners in National Racial Equity Initiative for Social Justice* (Oct. 28, 2020),  
<https://www.cbcfinc.org/press-releases/cbcf-announces-partners-in-national-racial-equity-initiative-for-social-justice/> (announcing scholarship) (last visited Dec. 31, 2023).

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<sup>77</sup> 2021 ESG Report, at 58.

<sup>78</sup> Congressional Black Caucus Foundation, *Corporate Advisory Council*, <https://www.cbcfinc.org/about/corporate-advisory-council/>.

<sup>79</sup> Dow Policy (@DowPolicy), TWITTER (June 28, 2021, 3:00 pm), <https://twitter.com/DowPolicy/status/1409587581658931229> (publicly supporting C.R.O.W.N. ACT).

<sup>80</sup> Dow Policy (@DowPolicy), TWITTER (Mar. 19, 2021, 12:09 pm), <https://twitter.com/DowPolicy/status/1372943381840674823>.

<sup>81</sup> 2021 ESG Report, at 173.

<sup>82</sup> Zahra Ahmad, *Whitmer appoints 16 people to Black Leadership Advisory Council*, MICH. LIVE (Nov. 13, 2020), <https://www.mlive.com/public-interest/2020/11/whitmer-appoints-16-people-to-black-leadership-advisory-council.html> (last visited Dec. 31, 2023); Ebony Stith, *Black Leadership Advisory Council finalizes report to build a stronger, more inclusive Michigan*, Labor and Economic Opportunity (May 10, 2022), <https://www.michigan.gov/leo/news/2022/05/10/black-leadership-advisory-council-finalizes-report> (last visited Dec. 31, 2023).

<sup>83</sup> 2021 ESG Report, at 58; BLAC, *Black Leadership Advisory Council: 2022 Report to Gov. Whitmer*, <https://www.michigan.gov/leo/-/media/Project/Websites/leo/Documents/BLAC-Recommendations-FINAL.pdf>, at 2.

<sup>84</sup> BLAC, *Black Leadership Advisory Council: 2022 Report to Gov. Whitmer*, <https://www.michigan.gov/leo/-/media/Project/Websites/leo/Documents/BLAC-Recommendations-FINAL.pdf>, at 6.

<sup>85</sup> *Id.*

<sup>86</sup> Jim Fitterling, *Our Commitment to Change: Dow ACTs*, DOW INC. (June 15, 2020), <https://corporate.dow.com/en-us/seek-together/our-commitment-to-change.html> (last visited Dec. 31, 2023).

<sup>87</sup> DOW INC., *Committing to ACT - We Must Act*, <https://corporate.dow.com/en-us/about/inclusion-and-diversity/encouraging-advocacy-community-and-talent.html> (last visited Dec. 31, 2023).

<sup>88</sup> Civic Alliance, *Corporate Civic Playbook: Joint Statement on Protecting Voting Access* (Apr. 2, 2021), <https://www.civicalliance.com/votingaccess> (“Our elections are not improved when lawmakers impose barriers that result in longer lines at the polls or that reduce access to secure ballot dropboxes. There are hundreds of bills threatening to make voting more difficult in dozens of states nationwide. We call on elected leaders in every state capitol and in Congress to work across the aisle and ensure that every eligible American has the freedom to easily cast their ballot and participate fully in our democracy.”).

<sup>89</sup> 2021 ESG Report, at 172-74.

<sup>90</sup> See, e.g., Lara Cushing, *Racial/Ethnic Disparities in Cumulative Environmental Health Impacts in California: Evidence From a Statewide Environmental Justice Screening Tool* (CalEnviroScreen 1.1) (Feb. 11, 2015), <https://ajph.aphapublications.org/doi/full/10.2105/AJPH.2015.302643>; Andrea Hricko, *Global Trade, Local Impacts: Lessons from California on Health Impacts and Environmental Justice Concerns for Residents Living near Freight Rail Yards*, International Journal of Environmental Research and Public Health (Feb. 2014), <https://www.mdpi.com/1660-4601/11/2/1914>.

<sup>91</sup> See, e.g., Tristan Baurick et al., *Welcome to “Cancer Alley,” Where Toxic Air Is About to Get Worse* (Oct. 30, 2019), ProPublica, <https://www.propublica.org/article/welcome-to-cancer-alley-where-toxic-air-is-about-to-get-worse>.

<sup>92</sup> United States Environmental Protection Agency, *Learn about Environmental Justice*, <https://www.epa.gov/environmentaljustice/learn-about-environmental-justice>.

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[justice#:~:text=Environmental%20justice%20\(EJ\)%20is%20the%20environmental%20laws%20C%20regulations%20and%20policies](#) (last visited Dec. 31, 2023). Numerous other federal agencies have also adopted this definition. *See, e.g.*, United States Department of Justice, *Environmental Justice*, United States Attorney's Office: Middle District of Alabama, <https://www.justice.gov/usao-mdal/environmental-justice> (last visited Dec. 31, 2023); United States Department of Energy, *What is Environmental Justice?*, Office of Legacy Management, <https://www.energy.gov/lm/what-environmental-justice> (last visited Dec. 31, 2023); United States Department of Energy, *What is Environmental Justice?*, Office of Legacy Management, <https://www.energy.gov/lm/what-environmental-justice> (last visited Dec. 31, 2023); United States Department of Health and Human Services, *Environmental Justice*, <https://www.hhs.gov/civil-rights/for-individuals/special-topics/environmental-justice/index.html> (last visited Dec. 31, 2023). Some federal agencies have developed definitions of environmental justice that are tied to their missions. *See, e.g.*, United States Department of Housing and Urban Development, *2012 – 2015 Environmental Justice Strategy* (Mar. 30, 2012), <https://www.hud.gov/sites/documents/ENVJUSTICE.PDF> (last visited Dec. 31, 2023).

<sup>93</sup> *Environmental Justice: Legal Theory and Practice* 16 (Barry E. Hill, ed., 4th ed. 2018).

<sup>94</sup> DOW INC., *SEAC: Sustainability External Advisory Council*, <https://corporate.dow.com/en-us/science-and-sustainability/working-together/external-advisory-council.html> (last visited Dec. 31, 2023).

<sup>95</sup> DOW INC., *2015 Sustainability Report*, <https://corporate.dow.com/content/dam/corp/documents/science-sustainability/233-01227-01-dow-2015-annual-sustainability-report.pdf>, at 7 (last visited Dec. 31, 2023).

<sup>96</sup> *Id.*

<sup>97</sup> DOW INC., *2025 Sustainability Goals & Targets*, <https://corporate.dow.com/en-us/science-and-sustainability/2025-goals.html> (last visited Dec. 31, 2023).

<sup>98</sup> 2022 Progress Report, at 31.

<sup>99</sup> *Environmental Justice: Legal Theory and Practice* 16 (Barry E. Hill, ed., 4th ed. 2018).

<sup>100</sup> 2022 Progress Report, at 162.

<sup>101</sup> 2022 Progress Report, at 162.

<sup>102</sup> 2022 Progress Report, at 166.

<sup>103</sup> 2020 ESG Report, at 147.

<sup>104</sup> 2022 Progress Report, at 102.

<sup>105</sup> DOW INC., *Dow Corporate: Locations*, <https://corporate.dow.com/en-us/locations.html> (last visited Dec. 31, 2023).

<sup>106</sup> *See, e.g.*, Dow Louisiana Operations, *Facebook* (Dec. 24, 2023), <https://www.facebook.com/DowLouisianaOperations/>; Dow UCC Seadrift Operations, *Facebook* (Dec. 24, 2023), <https://www.facebook.com/DowSDQ>; Dow GLBR, *Facebook* (Dec. 25, 2023) <https://www.facebook.com/DowGLBR>; Dow Texas Operations, *Facebook* (Dec. 24, 2023), <https://www.facebook.com/DowTXO/>.

<sup>107</sup> *Compare* DOW INC., *Dow Texas Operations*, <https://corporate.dow.com/en-us/locations/freeport.html> (last visited Dec. 31, 2023) *with* DOW INC., *Dow in Knoxville*, <https://corporate.dow.com/en-us/locations/tennessee> (last visited Dec. 31, 2023).

<sup>108</sup> According to the United States Census, Freeport, Texas has about a third of its population who do not speak English at home. United States Census Bureau, *QuickFacts: Freeport city, Texas*, <https://www.census.gov/quickfacts/fact/table/freeportcitytexas/PST045222> (last visited Dec. 31, 2023).

<sup>109</sup> United States Environmental Protection Agency, *Green Chemistry: Basics of Green Chemistry*, <https://www.epa.gov/greenchemistry/basics-green-chemistry>

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[chemistry#:~:text=Green%20chemistry%20is%20the%20design,%2C%20use%2C%20and%20ultimate%20disposal](#) (last visited Dec. 31, 2023).

<sup>110</sup> DOW INC., *Dow Promise*, <https://corporate.dow.com/en-us/about/partnerships/dow-promise.html> (last visited Dec. 31, 2023).

<sup>111</sup> 2021 ESG Report, at 171.

<sup>112</sup> Donors Choose, *Dow's 3x Match Offer 2023: \$100,000 given to projects*, <https://www.donorschoose.org/classroom-support/dows-3x-match-offer-2023/22101981/?historical=true>, (last visited Dec. 31, 2023).

<sup>113</sup> Donors Choose, *Celebrating the Skin You're In!*, <https://www.donorschoose.org/project/celebrating-the-skin-youre-in/7124764/> (last visited Dec. 31, 2023).

<sup>114</sup> Donors Choose, *Dow's 3X Match Offer 2023:\$100,000 given to projects*, <https://www.donorschoose.org/classroom-support/dows-3x-match-offer-2023/22101981/?historical=true> (last visited Dec. 31, 2023).

<sup>115</sup> DOW INC., *Narrowing the gap of under-represented students in the STEM talent pipeline through Dow Leadership Academy* (Feb. 1, 2021), <https://corporate.dow.com/en-us/seek-together/creating-a-stem-talent-pipeline.html>.

<sup>116</sup> *Id.*

<sup>117</sup> 2021 ESG Report, at 58.

<sup>118</sup> Dow Treasure Academy, *Welcome Page*, [https://dowtreasureacademy.com/#xd\\_co\\_f=YjQ2NjVlOGEtZDU2YSooZjY4LWIzYjktNzBhZT RmMjRjMDcw~](https://dowtreasureacademy.com/#xd_co_f=YjQ2NjVlOGEtZDU2YSooZjY4LWIzYjktNzBhZT RmMjRjMDcw~) (last visited Dec. 31, 2023).

<sup>119</sup> DOW INC., *Dow invests more than \$5MM in Historically Black Colleges and Universities to enhance the Black STEM talent pipeline* (November 18, 2020), <https://corporate.dow.com/en-us/news/press-releases/dow-invests-in-hbcus.html>; Olabisi Bello, *LINKEDIN*, <https://www.linkedin.com/in/olabisi-bello> (last visited Jan. 30, 2024); Prairie View A&M University, *Dow Scholars Undergraduate Research Experience*, <https://pvamu.academicworks.com/opportunities/8420> (last visited Dec. 31, 2023); Howard University College of Engineering and Architecture, *CEA DOW-SURE Students Attend 2022 AIChE Annual Student Conference* (Feb. 8, 2023), <https://cea.howard.edu/articles/cea-dow-sure-students-attend-2022-aiche-annual-student-conference#:~:text=The%20Dow%20Scholars%20Undergraduate%20Research,College%20of%20Arts%20and%20Sciences>; Trisha Radulovich, *Partnership with Dow expands opportunities for undergraduate research students* (Feb. 24, 2022), FAMU-FSU College of Engineering, <https://eng.famu.fsu.edu/news/dow-partnership-expands-opportunities-for-undergraduate-research>.

<sup>120</sup> 2021 ESG Report, at 58.

<sup>121</sup> Last Mile, *Last Mile Education Fund Webpage*, <https://www.lastmile-ed.org/mission> (last visited Dec. 31, 2023); Dow INC., *Dow and Last Mile Education Fund partner to invest in students pursuing careers in manufacturing* (Jan. 10, 2023), <https://corporate.dow.com/en-us/news/press-releases/do-last-mile-fund-for-manufacturing-careers.html>.

<sup>122</sup> 2021 ESG Report, at 58; We Back Black Business, *Coalition to Back Black Business Webpage*, <https://webackblackbusinesses.com/#how> (last visited Dec. 31, 2023).

<sup>123</sup> DOW INC., *Engaging for Impact: Communities, Employees, Customers*, <https://corporate.dow.com/en-us/science-and-sustainability/2025-goals/well-being.html> (last visited Dec. 31, 2023).

<sup>124</sup> *Id.*

<sup>125</sup> 2020 ESG Report, at 145.

<sup>126</sup> 2020 ESG Report, at 146.

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<sup>127</sup> DOW INC., *Dow Promise Website*, <https://corporate.dow.com/en-us/about/partnerships/dow-promise.html> (last visited Dec. 31, 2023).

<sup>128</sup> DOW INC., *Committing to ACT - We Must Act*, <https://corporate.dow.com/en-us/about/inclusion-and-diversity/encouraging-advocacy-community-and-talent.html> (last visited Dec. 31, 2023).

<sup>129</sup> 2022 Progress Report, at 58.

<sup>130</sup> 2021 ESG Report, at 61.

<sup>131</sup> 2022 Progress Report, at 58.