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## **Majority Action Releases Proxy Voting Guide For Investors to Vote Against Directors at Companies Failing to Meet Key Climate Change Benchmarks**

*Critical vote at Chevron announced due to company's failure  
to adequately implement climate-related shareholder proposals  
from 2021 and 2020 that received majority support*

**NEW YORK** — Today Majority Action, a nonprofit shareholder advocacy organization, releases its 2022 Proxy Voting Guide for institutional investors to plan their proxy votes to hold boards of directors accountable at [systemically important companies](#) in the electricity generation, oil and gas, auto, banking, insurance, and deforestation sectors that have not set emissions targets aligned to limiting warming to 1.5°C or aligned business plans and policy influence to those targets. Majority Action is recommending that investors vote against key directors or board members at these companies that have failed in their oversight responsibilities to address escalating climate change.

“The actions of companies that directly or indirectly impact climate outcomes pose a systemic threat to the financial system as a whole and to investors’ entire portfolios. Business-as-usual proxy voting will not suffice to address the seriousness of the crisis at hand. To enhance long-term value creation, investors must move beyond disclosure and company-specific climate risk management frameworks, and focus on holding accountable the board directors of a relatively small number of large companies whose actions are a significant driver of climate change,” said **Eli Kasargod-Staub**, Executive Director of Majority Action.

Past investor efforts have shown the effectiveness of holding directors accountable. In 2020, an investor coalition led by Majority Action [successfully pushed for Lee Raymond](#), the chief architect of ExxonMobil’s climate denial strategy, to lose his position leading the JPMorgan Chase board of directors. At ExxonMobil in 2021, investors voted in favor of a dissident director slate, [successfully ousting three incumbent directors](#), amid concerns about the company’s climate laggard status.

A growing coalition of institutional investors are rapidly changing their policies in order to vote against directors of companies that have failed in their oversight responsibilities and have not set emissions targets aligned to limiting warming to 1.5°C or disclosed climate risk exposures. Leading investors, including Illinois State Treasurer Michael Frerichs, Vermont State Treasurer Beth Pearce and Connecticut State Treasurer Shawn Wooden, have adopted [policies](#) that enable them to vote against directors in this manner. They join pension funds such as CalPERS and the New York State Common Retirement Fund, whose proxy voting policies facilitate casting these votes. In February, the board that oversees Massachusetts' \$104.1 billion pension fund also voted to start using its shareholder power to pressure companies to act on climate change.

“Immediate action is critical if we are to avert the worst impacts of climate change. We intend to carefully scrutinize companies and will vote against all board members who are not taking steps to mitigate this escalating risk,” said Massachusetts State Treasurer **Deborah B. Goldberg**. “Experience has shown us that climate change not only poses true negative impacts to our public equity, real estate and fixed income portfolios, but also business operations generally which will harm the Massachusetts economy overall. We join with other long term investors and fiduciaries in the effort to mitigate these challenges and reverse the risks we are all experiencing.”

Among the 27 companies flagged to investors for votes against the Board Chair and/or Lead Independent Director this year, Chevron is facing additional scrutiny in the 2022 shareholder season. Today Majority Action filed an [exempt solicitation](#) against Lead Director Ronald Sugar and Chair and CEO Michael Wirth for their failure to adequately respond to successive majority vote shareholder resolutions on greenhouse gas reductions and climate lobbying, as the company's targets, investment plans, and policy influence continue to be demonstrably out of alignment with shareholder demands. Chevron directors, along with directors from other oil and gas companies, will soon face a [hearing](#) held by the U.S. House Committee on Oversight and Reform on their company role in fueling the climate crisis and spreading 'disinformation' about that role and their proposed solutions.

Last year 61% of shareholders voted for a climate proposal that requested Chevron to substantially reduce the greenhouse gas (GHG) emissions of their energy products (Scope 3). The board responded by committing to reduce its carbon intensity by a mere 5% by 2028.

“5% is disappointing tokenism, not a serious attempt to confront the climate crisis,” said **Mark van Baal**, founder of Follow This, a group of green shareholders in Big Oil that filed the 2021 climate proposal. “In 2022, investors should be crystal clear that Chevron's target falls short of Paris-alignment by voting for a climate resolution that requests Paris-consistent targets, and - when the board fails to adequately address the concerns raised in shareholder proposals - vote to hold the board accountable.”

Majority Action's proxy voting guide of target companies in the electricity generation, oil and gas, banking, insurance, and deforestation sectors is available on [Proxy Voting for a 1.5 Degree World](#), along with a summary of each companies' current targets, capital allocation and policy

influence. The guide will be updated throughout the season to reflect emerging news. The full list includes:

#### *Electric Power*

- Duke Energy
- Berkshire Hathaway
- FirstEnergy
- NextEra
- PPL Corporation
- The Southern Company
- American Electric Power
- Dominion Energy

#### *Oil and Gas*

- ExxonMobil
- Chevron
- ConocoPhillips
- Devon Energy
- Kinder Morgan
- Occidental
- Phillips 66
- Valero
- Marathon Petroleum
- Pioneer Natural Resources
- EOG
- Diamondback

#### *Banks*

- WellsFargo
- JPMorgan Chase
- GoldmanSachs

#### *Insurance*

- Berkshire Hathaway
- Chubb

#### *Companies driving Deforestation*

- Bunge
- ADM

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**Majority Action** is a nonprofit organization dedicated to empowering shareholders of all sizes to hold corporations and their leadership accountable to high standards of long-term value creation, corporate governance, and social responsibility. [www.majorityaction.us](http://www.majorityaction.us)