

General Counsel Leader's Pledge

Sample I

I, _____, pledge to commit to the following:

Personal Commitment

- I will use my voice as a leader in my organization and in the profession to advocate for DE&I in the legal profession and in my community.
- I will partner with a law firm to host an LCLD Leadership Lunch, and select at least two Fellows in attendance for a follow-up conversation.
- I will meet annually with at least five other general counsel in my industry to discuss how to promote DE&I internally and among our legal service providers.
- I will annually sponsor one diverse lawyer within my legal department.
- I will meet quarterly with my organization's Fellows, Pathfinders, and Alumni to discuss their experiences within the organization, and require each individual to come to the meeting with a recommendation for how the organization could improve.
- I will choose two outside counsel firms and identify a specific diverse young partner/senior associate to be introduced in-depth to my company's business. I will also ensure that they have opportunities within the firm to share their knowledge.

Organizational Commitment

- I will work with two LCLD Member law firms to develop a secondment program for diverse 1Ls.
- I will require preferred firms to have a diverse individual as one of two or three successors to the relationship partner for our matters.
- I will require diverse slates for all hiring/promotions within the law department. I will ensure that the hiring manager and interviewers have a lens for understanding the business need for diverse talent/representation.
- I will require diversity in succession planning for internal legal leadership position.

General Counsel Leader's Pledge

Sample II

I, _____, pledge to commit to the following:

Personal Commitment

- I will use my voice as a leader in my organization and in the profession to advocate for DE&I in the legal profession and in my community.
- I will host an LCLD Learning Experience and select at least two Fellows in attendance for a follow-up conversation.
- I will join LCLD's General Counsel Mentoring Program and serve as a mentor to LCLD Alumni who have moved into general counsel roles.
- I will ensure that all lawyers in my legal department have a workplan that includes DE&I engagement. I will also meet personally with diverse lawyers to discuss their workplan, and set up regular check-ins with their supervisors to track their progress and identify stretch opportunities.
- I will meet annually with the Managing Partner/Chair of each of my preferred firms about my personal expectations regarding DE&I on the work they complete for me.

Organizational Commitment

- I will enhance my organization's sponsorship program so that all diverse attorneys are sponsored by senior leaders within the organization.
- I will require that preferred law firms have diverse individuals perform 50% of hours worked on our matters, within two years. I will meet quarterly and in-person to assess progress and create new opportunities for diverse attorneys as necessary.
- I will begin assessing preferred law firms based on the diversity of law firm management and compensation committees. Firms should achieve, or show marked improvement toward, a goal of 30% minority and 50% female for both committees.
- I will implement a pay equity audit and adjust for discrepancies between majority and minority employees.



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ON LEGAL
DIVERSITY

Personal Commitment Statements

Sharon Barner

I affirm my personal commitment to the following:

Personal Commitment

INTERNAL LEGAL FUNCTION

- I have eight direct reports who are the most senior lawyers in the function and I will ensure that two or more of my direct reports are African American and two or more are women.
- I commit that my successor will be diverse and that at least one additional diverse lawyer becomes an officer at Cummins.
- Ensure that the US legal function is diverse, throughout all levels, specifically representative of women, African Americans and other POCs.

Ensure we begin with a diverse slate for every open position and candidates meet all of the stated qualifications.

Ensure the hiring manager and interviewers have a lens for understanding the business need for diverse talent/representation.

Ensure that I am actively engaged in the recruiting, retention, development and promotion of all diverse lawyers including a detailed workplan.

- I will sponsor, mentor, and assist African American and diverse talent to ensure visibility to leaders across the enterprise, development roles (eg LCLD, Executive Coaching, Executive Development programs) and challenging experiences to ensure personal and professional development/growth.

- I will require lawyers to join external trade associations, affiliates and organizations (eg ABA, NBA, AIPLA, IPO, LCLD, ACC) to discuss the importance of racial diversity, Cummins commitment to racial diversity, and the execution of our diversity strategies.

- Ensure that all lawyers in the legal function have a workplan that includes diversity engagement, DEI training (eg unconscious bias, courageous conversations about race, why it's important to understand privilege) and have a safe space to engage in and understand systemic issues related to race and gender.

- I will ensure that my legal team is equipped to engage in and hold outside law firms accountable to our Performance Scorecard metrics related to staffing matters with racial diversity (in addition to gender diversity and other diversity metrics) that lead matters as well as work significant hours.

- We will use Cummins legal work to develop and promote talent. Although we do not hire new lawyers we established a summer intern program and a fall extern program to hire diverse talent and to have visibility to talented law students. We have partnered with our law firms so that our legal interns work them on our matters and the law firms thereby have visibility to the talent, we do a rotational program with our law firms and we assist in finding employment. Our interns have a 100% law firm placement rate.

ORGANIZATIONAL COMMITMENT

- I commit to ensuring that the Cummins organization as a whole is aware of the time, talent and commitment of all the lawyers in the legal function to DEI, especially in creating the right environment for growth/development for African Americans and female lawyers.
- We have shared our processes and KPIs with other businesses and functions in the organization and have had them adopted.
- We have become a feeder organization for diverse talent for other parts of the organization.
- Many of our lawyers are members of or lead the entire Company on DEI initiatives.
- Share DEI processes, metrics, KPIs with other GCs (see below).

EXTERNAL LAW FIRM ACCOUNTABILITY

- Diversity is a core value at Cummins. I discussed with the CEO and C-Suite Leadership team (and obtained their buy-in) that I would retain law firms and lawyers consistent with this value.
- I will continue to maintain a Preferred Provider list of 25 law firms. Twelve of the law firms have a relationship partner that is a POC or woman. Each law firm is required to strive to achieve 60-75% of the hours worked on Cummins matters be performed by POCs and women. 85-95% of all legal work flows through Preferred Provider law firms.
- I will continue to have an “exceptions” process to the Preferred Provider list for African American lawyers/firms, women law firms, or POC law firms so as to have visibility and access to additional talent.
- I pledge to continue to have open and transparent conversations with all of my lawyers and law

firms, including a meeting with the managing partner about the importance of diversity to Cummins. Accordingly, I will continue to require each law firm to report metrics every six months. We review these metrics (in person) and discuss who worked on our matters, what matters they worked on (for complexity and substance of work performed), how many hours were billed and whether they had visibility to the Cummins internal legal team and/or internal business leaders (we have seen many African American and female associates promoted to partnership while working on our matters).

We review staffing of every matter and change staffing where necessary so as to include African American and female lawyers and hold the law firms accountable for ensuring that these lawyers are mentored, trained, supported and acknowledged for the work.

We encourage (and sometimes require) law firms to have diverse lawyers make presentations to our teams on CLEs (or substantive matters) for value added services so that we get visibility to talented diverse lawyers.

We engage in DEI work with our law firms including DEI training.

- Law Firms who reach/exceed the metrics are rewarded with more work, law firms who consistently fail to do so may be (and have been) terminated.
- I commit to talking to five additional GCs in 2020 (Cook Medical, Lily, Salesforce and Roche the week of September 24, 2020) and 10 in 2021 about the Cummins KPIs and processes for ensuring diverse staffing and holding law firms accountable for diversity.

Personal Commitment Statements

Kim Rivera

I affirm my personal commitment to the following:

Personal Commitment:

Use my platform, position, influence and network to:

- 1 Ensure diverse attorneys have meaningful and sustained access to business, including:
 - Business from HP.
 - Business from other Companies and GCs.
 - Access to senior corporate executives and board members who are potential sources of business.
- 2 Define, promote and advocate for policies and practices that focus on access to business opportunity and financial influence as a means of increasing the numbers of diverse attorneys in leadership positions, particularly at senior levels.
- 3 Use my personal network and relationships with other GCs as a resource to help define and advance systemic change in our departments and amongst our legal service providers.
- 4 In 2020 and 2021 host/engage at least 15 other GCs with the objective of promoting diverse talent amongst our service providers.

5 Focus on business practices that meaningfully diversify executive management and compensation committees/decision-makers.

Organizational Commitment:

- 1 Implement hiring (Rooney rule), compensation (pay equity audits) and talent development policies (equitable distribution of assignments and opportunities) that ensure diverse talent has equitable access to opportunity and compensation.
- 2 Ensure diverse succession bench.

Metrics:

- 1 Diversity at the senior leadership level of my department.
- 2 Amount of HP business diverse lawyers are accountable for managing.
- 3 Amount of other corporate business opportunity flowing to diverse attorneys.
- 4 Diversity of law firm management and compensation committees of legal service providers.