

HUMAN/CIVIL RIGHTS EXPERT ON BOARD

RESOLVED: Shareholders request that Facebook’s Board of Directors nominate for the next Board election at least one candidate who:

- has a high level of human and/or civil rights expertise and experience and is widely recognized as such, as reasonably determined by Facebook’s Board, and
- will qualify as an independent director within the listing standards of the New York Stock Exchange.

WHEREAS: Shareholders believe Facebook requires expert, board level oversight of civil and human rights issues to assess risk and develop strategy to avoid causing or contributing to widespread violations of human or civil rights, such as supporting genocide, hate campaigns, or violence.

Shareholders are concerned Facebook’s content governance has proven ineffectual and poses risk to shareholder value. Over 300 advertisers boycotted the platform beginning in June 2020 after civil rights groups, critical of Facebook for failing to address hate speech, launched the “Stop Hate For Profit” campaign.

Following Facebook’s civil rights audit, the *New York Times* reported, “Auditors handpicked by Facebook to examine its policies said that the company had not done enough to protect people on the platform from discriminatory posts and ads and that its decisions to leave up President Trump’s inflammatory posts were “significant setbacks for civil rights.”

Civil rights group, Color Of Change, has criticized Facebook for “doubling down on a business model that...fundamentally lacks an understanding of how civil rights, voter suppression, and racism actually function in this country.”

In September 2020, a Facebook employee reported Facebook ignored global political manipulation from foreign governments seeking to “abuse our platform on vast scales to mislead their own citizenry.”

Children’s rights organization Plan International found online attacks against girls globally are most prevalent on Facebook.

The Christchurch terrorist attack in New Zealand, livestreamed on Facebook, led to a global call to limit the spread of extremist content. Yet despite Facebook’s subsequent ban of white nationalist content, in August 2020, white nationalist militia Facebook group, the Kenosha Guard, issued a “call to arms,” which was flagged over 455 times, ignored by moderators, and preceded the murder of two protestors; victims have sued Facebook.

In Myanmar, where violence against the Rohingya “bears the hallmarks of genocide,” a Facebook-commissioned human rights report showed the company “created an enabling environment.” In Ethiopia, Facebook’s platform amplified ethnic tensions and calls for genocide, inciting violence. The United Nations’ Human Rights Council called on Facebook to “conduct periodic reviews of the human rights impact of their activities in Ethiopia” noting “a clear responsibility to integrate human rights into their structures.”

In October 2019, over 40 civil and human rights organizations urged Facebook to consider the “protection of civil rights as a fundamental obligation as serious as any other goal of the company.” Recommendations included diversifying the Board to include civil rights expertise.

As fiduciaries, our Board is responsible for stewardship of business performance and long term strategic planning, in light of risk factors like widespread violations of human and civil rights.