

ACC NCR and ACC Global Networks 2021 Nonprofits Conference

Session Three: Overseeing Organizational Culture: If Governance isn't Part of the Solution, It's Part of the Problem

Resources are listed in the order in which they support the May 20, 2021, Presentation

Why We're Here

Corporate Compliance Survey, The Business Lawyer - Vol. 76, No. 2 - Spring 2021.
https://www.americanbar.org/content/dam/aba/publications/business_lawyer/2021/76_2/survey-corp-compliance-202104.pdf

Leveraging Legal Leadership: The General Counsel as a Corporate Culture Influencer.
Association of Corporation Counsel. <https://m.acc.com/governance/influencer.cfm>

Why Culture Matters

Sample Grant Agreement Excerpts on Conduct (see pdf)

https://ssir.org/articles/entry/equity_and_inclusion_the_roots_of_organizational_well_being

<https://hbr.org/2019/12/6-signs-your-corporate-culture-is-a-liability>

https://insight.kellogg.northwestern.edu/article/better_decisions_through_diversity

<https://www.scientificamerican.com/article/how-diversity-makes-us-smarter/>

<https://hbr.org/2013/12/how-diversity-can-drive-innovation>

<https://www.cohenmilstein.com/sites/default/files/Alphabet%20Stipulation%20of%20Settlement%20-%20Executed.pdf>

Fiduciary Duties

<https://corpgov.law.harvard.edu/2018/06/02/caremark-and-reputational-risk-through-metoo-glasses/>

<https://corpgov.law.harvard.edu/2019/10/05/delaware-court-of-chancery-again-sustains-oversight-claims/>

[MARCHAND v. BARNHILL | 212 A.3d 805 \(2019\) | By... | 20190619048 | Leagle.com](#)

[In re Clovis Oncology, Inc. Derivative Litigation :: 2019 :: Delaware Court of Chancery Decisions :: Delaware Case Law :: Delaware Law :: US Law :: Justia](#)

<https://www.morganlewis.com/pubs/2020/10/director-diversity-and-derivative-lawsuits-climate-of-change>

Public Companies: Laws Advancing Diversity

[Text - H.R.5084 - 116th Congress \(2019-2020\): Improving Corporate Governance Through Diversity Act of 2019 | Congress.gov | Library of Congress](#)

[Women on Boards :: California Secretary of State](#)

[Bill Text - SB-826 Corporations: boards of directors. \(ca.gov\)](#)

[Bill Text - AB-979 Corporations: boards of directors: underrepresented communities. \(ca.gov\)](#)

[Bill Text: MD HB1116 | 2019 | Regular Session | Chaptered | LegiScan](#)

[2021 Report on Gender Diversity in the Boardroom \(marylandtaxes.gov\)](#)

<https://corpgov.law.harvard.edu/2020/05/12/states-are-leading-the-charge-to-corporate-boards-diversify/>

<https://corpgov.law.harvard.edu/2020/10/10/new-law-requires-diversity-on-boards-of-california-based-companies/>

<https://nonprofitquarterly.org/diversify-your-board-or-else-nonprofits-need-a-standard-too/>

[Board Diversity: No Longer Optional \(harvard.edu\)](#)

Is Your Board Ready?

<https://boardsource.org/resources/building-diverse-inclusive-board/>

Slow Progress on Racial and Ethnic Diversity

<https://www.spencerstuart.com/research-and-insight/board-diversity-snapshot>

BoardSource, *Leading with Intent: 2017 Index of Nonprofit Board Practices*, Washington, D.C.: BoardSource, 2017. (report can be downloaded here [Leading with Intent: BoardSource Index of Nonprofit Board Practices](#). (Updated report is expected in the next few months.)

https://koyapartners.com/wp-content/uploads/2018/12/KOYA_GovernanceGap_FINAL.pdf

Reforming Board Culture

<https://www.spencerstuart.com/-/media/2018/pov/pov2018-new-era-boards-culture-key-april.pdf>

Insights on Overseeing Organizational Culture

<https://www.spencerstuart.com/research-and-insight/what-do-boards-need-to-know-about-corporate-culture>

[Five Ways to Enhance Board Oversight of Culture \(harvard.edu\)](#)

<https://www.spencerstuart.com/research-and-insight/thinking-about-culture-five-questions>