

IN HOUSE INCLUSION & DIVERSITY



BASF Corporation's Outside Counsel Diversity Program

We are committed to the goals of diversity and inclusion and expect our outside counsel to advance diversity and inclusion goals as to the work they do for BASF, and with respect to their firms more broadly.

We ask the following of our firms:

I. New Diversity Goals for BASF Outside Counsel (Firm Wide)

- A. Demonstration of a commitment to the retention and promotion of lawyers with diverse backgrounds.
- B. Steady and sustained increase in the overall number of diverse attorneys within firms.
- C. Growth in the percentage of diverse attorneys at the firm so as to track closer to the current population of diverse students graduating from law school.
- D. Growth in the number of diverse attorneys in firm leadership roles.

II. New Diversity Goals for BASF Outside Counsel (BASF Specific)

- A. Increased exposure to BASF for diverse attorneys through, among other things, key roles on BASF matters (including but not limited to lead attorney on specific matters or relationship partner), CLE presentations, secondments, summer program, other client contact, etc.
- B. Partnering with BASF to train and mentor diverse attorneys so that they have the opportunity for significant client exposure.

III. New Diversity Requirements for BASF Outside Counsel

- A. All RFP and AFA proposals must include staffing models with attorneys of diverse backgrounds. Each RFP will contain specific questions on diversity.
- B. Completion of the ABA Model Diversity Survey upon request, including all BASF-specific data.
- C. Participation in the "Mansfield Rule" initiative, which seeks to provide more access and opportunity for diverse attorneys to senior leadership roles at firms; obtain Mansfield Certification by Year 3.
- D. Identification of firm pipeline planning involving the (1) mentoring, (2) retention and (3) promotion of diverse lawyers involved in the BASF relationship.
- E. Review of firm's diversity progress, through the "Diversity Snapshot" generated by BASF, at annual client relationship meeting.

IV. BASF "Diversity Snapshot"

- A. New tool designed to evaluate progress on above goals and requirements for outside counsel, based on a BASF Legal Diversity Factor Score.
- B. The BASF Legal Diversity Factor Score is based primarily on data reported in the ABA Model Diversity Survey (specifically data regarding attorney headcounts, work performed for BASF, firm's relationship partner(s), and firm-wide leadership committees).

Overview This report provides a snapshot of the state of diversity across 25 law firms (“BASF Firms”) that completed the American Bar Association’s Model Diversity Survey (“ABA Survey”) for BASF. The snapshot reports a new metric, the “BASF Legal Diversity Factor Score,” to assist in tracking your firm’s Diversity & Inclusion efforts. Additionally, the snapshot visualizes your firm’s diversity metrics in relation to all BASF Firms, focusing on attorneys of color (see Figure 1) and female attorneys (see Figure 2).

BASF Legal Diversity Factor Score The BASF Legal Diversity Factor Score incorporates information about your firm’s relationship partner, firmwide leadership, firmwide headcount, and work performed for BASF. The Score ranges between 0 and 100. **Your firm’s Legal Diversity Factor Score is 84.**

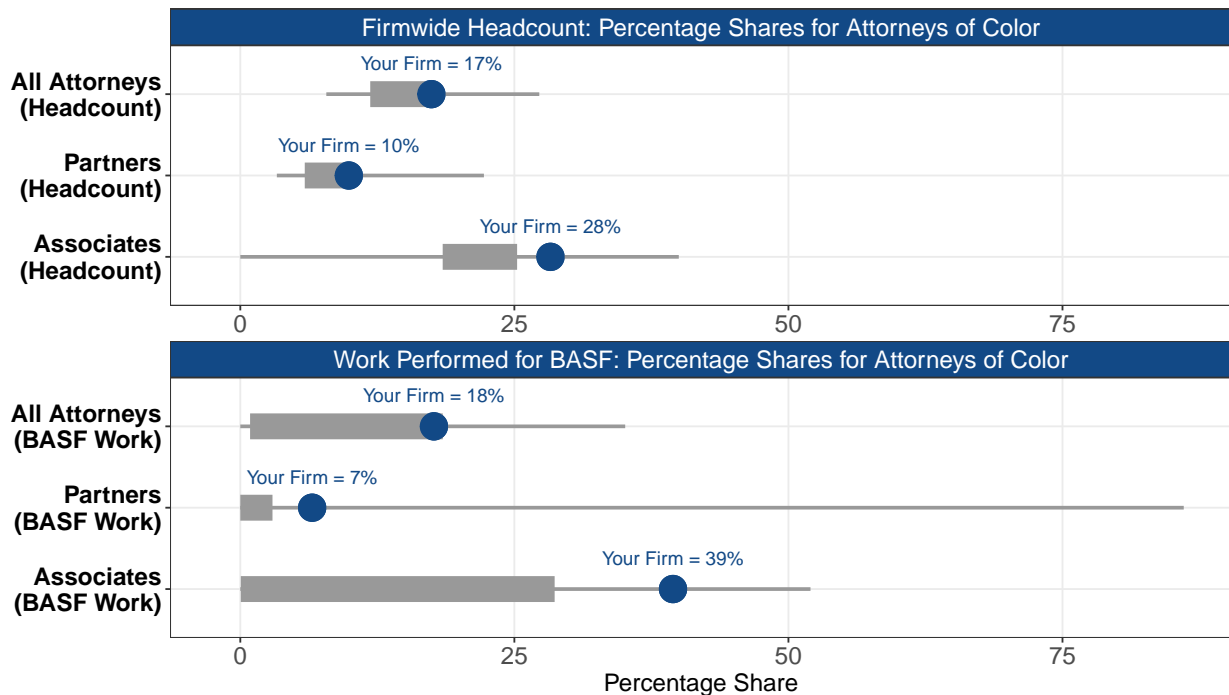
Key Takeaways for Your Firm Compared to all BASF Firms, your firm received the highest ranking on Female: All Attorneys (BASF Work) and Female: Partners (BASF Work), which are at the 100th percentile, and the lowest ranking on Female: Associates (Headcount), which is at the 46th percentile.

Interpreting the Graphics Figure 1 and Figure 2 represent your firm’s percentage shares using a **blue dot**. The thin gray horizontal line covers the range of values for all BASF firms (i.e., from the minimum to the maximum). The thick gray horizontal bar covers the **the Middle 50%** of values. Therefore, if your firm’s score:

- Is to the left of the thick gray bar, then it is in the Bottom 25% of all BASF Firms;
- Overlaps the thick gray bar, then it is in the Middle 50% of all BASF Firms; and
- Is to the right of the thick gray bar, then it is in the Top 25% of all BASF Firms.

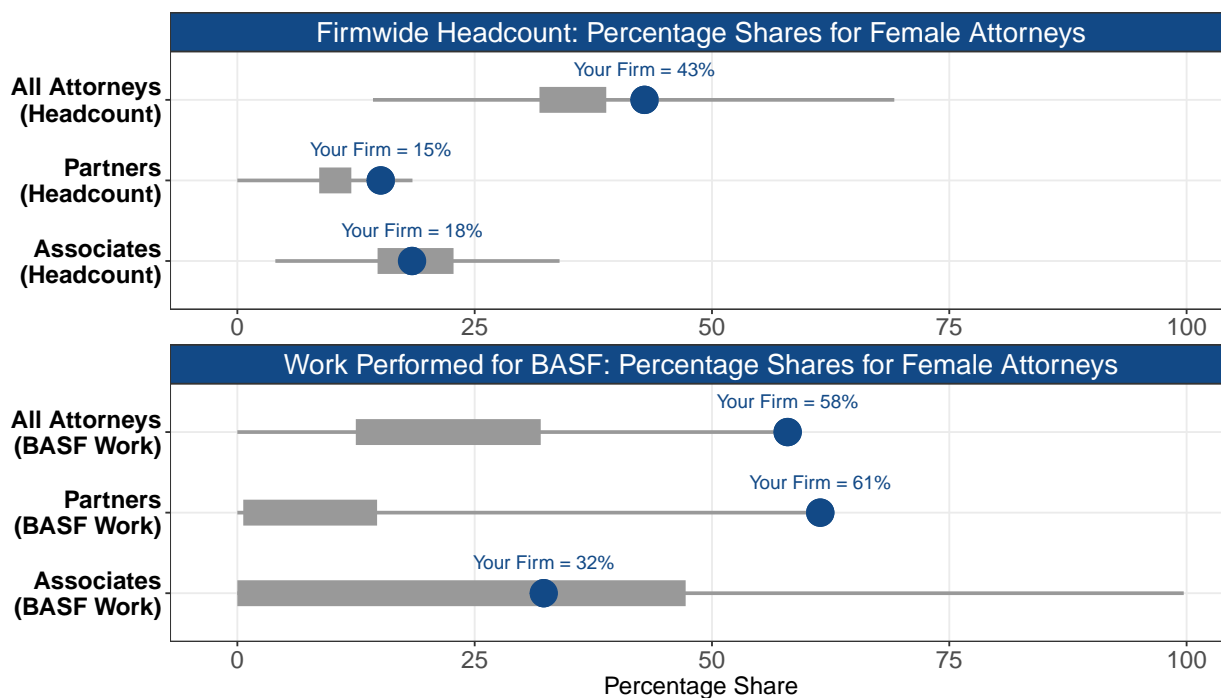
Attorneys of Color Figure 1 compares your firm’s percentage shares to those of all BASF Firms. The top panel reflects firmwide headcount results, and the bottom panel reflects diverse attorneys’ share of work performed for BASF.

Figure 1. Your Firm’s Percentage Shares for Attorneys of Color



Female Attorneys Figure 2 compares your firm’s percentage shares to those of all BASF Firms. The top panel reflects headcount results for females, and the bottom panel reflects female attorneys’ share of work performed for BASF.

Figure 2. Your Firm’s Percentage Shares for Female Attorneys



Calculating the Legal Diversity Factor Score The BASF Legal Diversity Factor Score has a maximum possible value of 100. The Score is calculated as follows:

Relationship Partner(s) (0 to 10 Points): Firms receive 10 points if Relationship Partner(s) is (are) diverse, 0 points otherwise. (Source: ABA Survey, Client Matters Question #2)

Firmwide Leadership (0 to 30 Points): Points awarded for the Governance, Practice Group Leader, and Compensation Committees. Firms receive 3 points per Committee if one member is an attorney of color/female attorney, and 5 points per Committee if two or members are attorneys of color/female attorneys. (Source: ABA Survey, Question #10)

Firmwide Headcount (0 to 30 Points): Points awarded for All Attorney, Partner, and Associate headcounts. Firms with attorneys of color/female attorney percentage shares less than the 25th percentile in the AmLaw 200 receive 1 point; firms with percentage shares greater than the 25th percentile but below the 75th percentile receive 3 points; firms with percentage shares greater than the 75th percentile receive 5 points.¹ (Source: ABA Survey, Question #8)

Work Performed for BASF (0 to 30 Points): Points awarded for All Attorney, Partner, and Associate work performed for BASF. Firms with attorneys of color/female attorney percentage shares less than the 25th percentile of a market benchmark receive 1 point; firms with percentage shares greater than the 25th percentile but below the 75th percentile receive 3 points; firms with percentage shares greater than the 75th percentile receive 5 points.² (Source: ABA Survey, Client Matters Question #4)

¹ Percentiles calculated using the *National Law Journal's* Diversity Scorecard and Female Scorecard data.

² Percentiles calculated using a large proprietary database on client matters.

Calculation



[Overall Minorities %] + [Overall LGBT %] + [Overall Women %] + [Overall Disability %]

+

5*[Minority Partners %] + 5*[LGBT Partners %] + 5*[Women Partners %] + 5*[Disability Partners%]

+

3*[GSK Minorities %] + 3*[GSK LGBT %] + 3*[GSK Women %] + 3*[GSK Disability%]

+

2*[# of “yes” (up to 20) for GSK Addendum Diversity Questions]

+

10*[# of minority, female, disability, or LGBT associates promoted to partner]

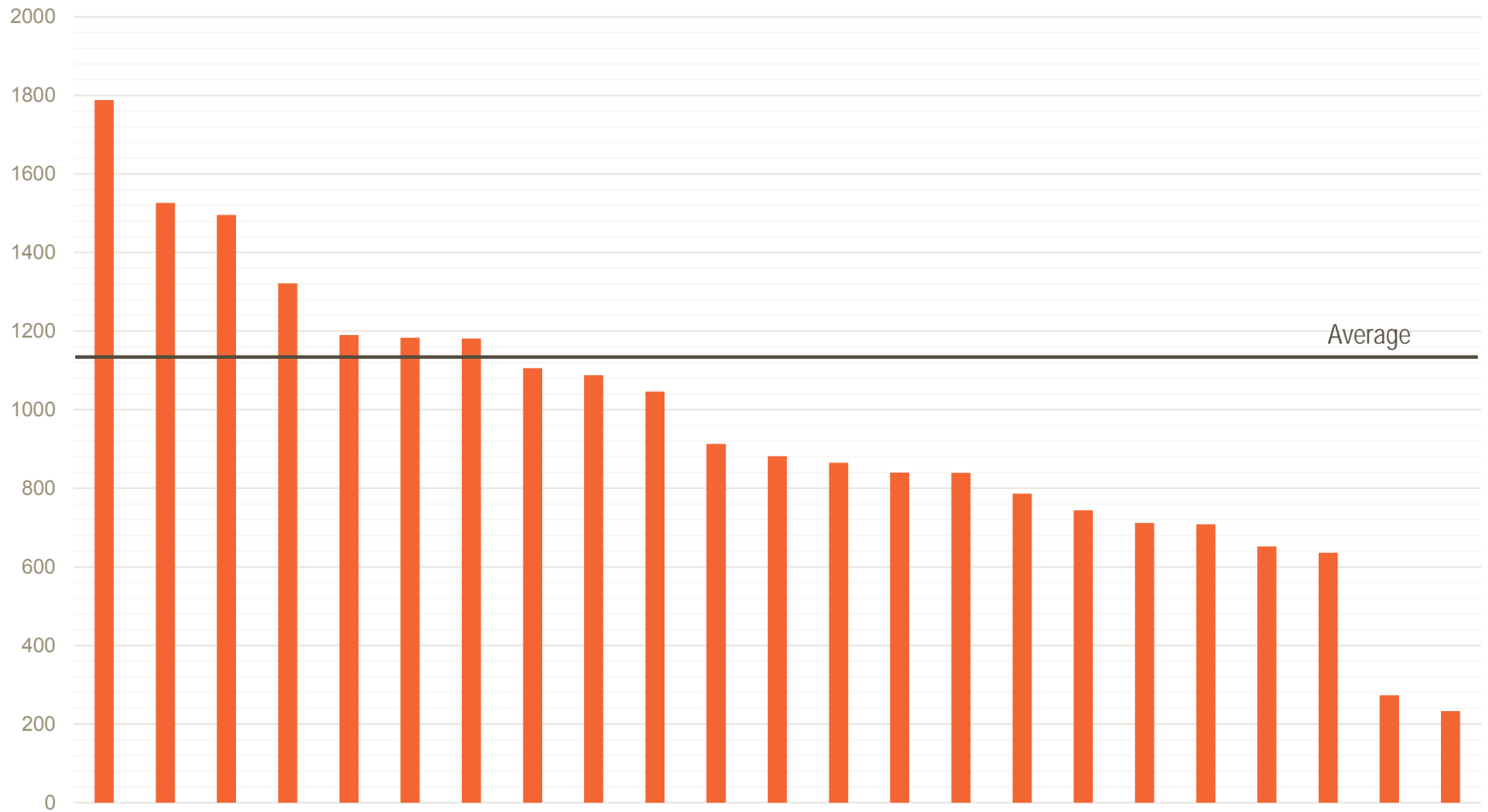
+

25 points for minority, LGBT, disability, and/or female Relationship Partner-]

=

Diversity Score

Diversity Score Index by Firm



Area	Weight	Firm A		Firm B		Firm C	
		Score	Comment	Score	Comment	Score	Comment
1. Attorney Team	15%	1		1		1	
2. Attorney Team Experience	20%	1		1		1	
3. Key Impressions	25%	1		1		1	
4. Alternative Fee Arrangement Proposal	30%	1		1		1	
5. Diversity	10%	1		1		1	
Final Score (Weighted)	100%	1.0	Please provide your overall view of this firm in this box	1.0	Please provide your overall view of this firm in this box	1.0	Please provide your overall view of this firm in this box