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**To: U.S. Law Firms Supporting The Coca-Cola Company**

**Re: Commitment to Diversity, Belonging, and Outside Counsel Diversity**

I write you with a heavy heart. For decades, our profession has had discussions about why diversity is important. We have developed score cards, held summits, established committees and written action plans. These efforts are not working. I'm reminded of this by the alarming number of new partner headshots that continue to be proudly published with an obvious lack of diversity and when I read that Black equity partners will not reach parity with the Black U.S. population until 2391.

The hard truth is that our profession is not treating the issue of diversity and inclusion as a business imperative. We are too quick to celebrate stagnant progress and reward intention. We have a crisis on our hands and we need to commit ourselves to specific actions that will accelerate the diversity of the legal profession. Our profession needs to be representative of the population it serves. All of us in leadership positions need to be the drivers of that change - and we will be better for it.

We know how to develop and implement clear timebound actionable plans that move organizations and industries to solve complex problems. In the grand scheme of things, the issue of the diversity of our profession is not a complex problem. If we approach this like any other business imperative, we would allocate capital and invest in aspects of our business that move us forward to achieve our goal and grow profitably.

As a consumer of legal services, we believe that diversity of talent on our legal matters is a critical factor to driving better business outcomes. We will no longer celebrate good intentions or highly unproductive efforts that haven't and aren't likely to produce better diverse staffing. Quite simply, we are no longer interested in discussing motivations, programs, or excuses for little to no progress – it's the results that we are demanding and will measure going forward.

The Coca-Cola Company's legal department has thought deeply about the design of our collective efforts and how we might change the present trajectory and bend the arch so that we are on a path to achieve parity. Our plan is far from perfect, but we believe that it offers greater promise than continuing down the current path hoping to reach a different destination. We encourage other law departments to join us in the initiatives outlined below or develop their own to further accelerate our progress.

**Revised Outside Counsel Diversity Guidelines** – We are revising our outside counsel guidelines for our US-based firms to provide for the following commitments from our outside counsel:

<b>D&amp;I Information</b>	Outside counsel commit to providing KO with self-identified diversity data (including American Indian or Alaska Native, Asian, Black, Women, Hispanic/Latinx, LGBTQ+, Native Hawaiian or Other Pacific Islander and Persons with Disabilities) for KO’s quarterly analysis of the diversity of teams working on KO matters.
<b>Billed Time Commitments</b>	<p>For each new KO matter following the revision to the guidelines (“New Matters”), you commit that at least 30% of each of billed associate and partner time will be from diverse attorneys, and of such amounts at least half will be from Black attorneys. Work performed by diverse attorneys is expected to be accretive to their development and advancement at the firm. These percentages are approximately linked to U.S. Census population data.</p> <p>These minimum commitments will be adjusted over time as U.S. Census data evolves, with an ultimate aspiration that at least 50% of billed associate time and billed partner time will be from diverse attorneys with at least half of that amount from Black attorneys. You will also work to apply the above commitment to our existing matters with your firm.</p>
<b>Quarterly Evaluation</b>	The responsible KO attorney for each New Matter will review performance against your commitment for New Matters each quarter. For New Matters failing to meet the commitment, you will be required to provide a plan to meet your commitment. Failure to meet the commitment over two quarterly reviews will result in a non-refundable 30% reduction in the fees payable for such New Matter going forward until the commitment is met and, continued failure may result in your firm no longer being considered for KO work.
<b>Collaboration with Other Firms</b>	If your firm cannot internally meet the above commitments, we encourage you to work collaboratively with other firms, including member firms of the National Association of Minority and Women Owned Law Firms, to assemble matter teams that meet the commitments. We can assist you in this regard and provide introductions and suggestions.
<b>Publish Diversity Plans</b>	Your Managing Partner will publish a personal commitment to diversity, inclusion and belonging and related action plans setting forth measurable goals.
<b>Relationship/Matter Credit</b>	You will provide transparency as to how origination, relationship, and matter credit is apportioned on KO matters, or if the firm does not use origination, relationship, and matter credit as a compensation or evaluation metric, how work on KO matters is factored into a firm attorney’s performance evaluation and compensation.
<b>Relationship Partner/Succession Planning</b>	You will identify two or more diverse attorneys, at least half of whom are Black, as candidates for succeeding to the relationship partner role with KO. KO’s goal is to have at least 30% diverse relationship partners at our highest-spend and preferred panel firms with at least half of these partners being Black.
<b>Preferred Firm Panel</b>	KO expects to select a panel of preferred firms within 18 months following implementation of the revised guidelines. Meeting the commitments above will be a significant factor in determining your firm’s inclusion and ongoing status on the panel.

While the above actions focus on the United States for now, we intend for these initiatives to be customized and applied throughout our global organization.

**Coca-Cola Company Actions** – Over the past several months, the Global Legal team at The Coca-Cola Company as well as many across the organization has looked deeply into the meaning of our Company’s purpose in relation to advancing Social Justice, Diversity, Inclusion and Belonging.

We believe our company should be representative of the markets that we serve. Within the U.S, 51% of our lawyers are ethnically diverse and 23% of that group is Black, 18% Asian, and 10% Hispanic. Additionally, 53% of our U.S. based lawyers are women. We are pushing ourselves to think boldly about the actions we take inside our company, within our areas of expertise and across the community to drive significant collective change.

As a function, we believe that pursuing diversity is not only the right thing to do, but it’s a business imperative to do so quickly. We know firsthand that a diversity of thought, perspective and experience is critical to drive the best work and outcomes for our Company. In this light, we are announcing the following actions and initiatives:

- **Joined the American Bar Association’s Resolution 113** – We have joined this initiative to expand and create opportunities at all levels of responsibility for diverse attorneys; to assist in facilitating the creation of opportunities for diverse attorneys; and to direct a greater percentage of the legal services we purchase, both currently and in the future, to diverse attorneys.
- **Leaders at the Front** – I have publicly committed to a personal action plan to promote diversity and inclusion through the Leaders at the Front Program of the Leadership Council on Legal Diversity.
- **MWBE Spend** – The Coca-Cola legal team will increase annual North American spend with minority or women-owned enterprises from 1% to at least 10% this year and target further increase in the future.
- **Move the Needle Fund (MTN)** – As one of the founding General Counsels of MTN, in collaboration with 29 other legal departments and four law firms, our legal team and I are helping to develop and test experimental efforts, such as the Diverse Partner Directory and the Diversity Dividends Collective, that break down barriers for experienced diverse lawyers to advance into leadership.
- **Mansfield Rule Certification** – We will seek Mansfield Rule Legal Department certification during the upcoming certification window and implement the requisite tracking and processes to drive consideration of a broader pool of candidates when hiring and promoting lawyers for internal and outside counsel roles.
- **Pipeline Parity** – A proud co-founder of a new initiative with Diversity Lab that focuses on ensuring a greater diversity of law school hires by challenging long held assumptions around recruitment efforts, including which law schools are targeted and the success factors considered when selecting and hiring talent. More on that to come soon.

I hope you will join us in this work and embrace these changes as an opportunity. While there is a long road ahead to effect systemic change around social justice, diversity, inclusion and belonging, we believe that the actions outlined above are steps in the right direction and look forward to working toward our shared goals with our law firm partners. As a legal community, we must use our collective power and knowledge of the law to enact meaningful change. Together, there is endless good we can do and I look forward to your partnership.

Sincerely,

A handwritten signature in black ink that reads "Bradley". The signature is written in a cursive, flowing style with a long, sweeping tail on the letter 'y'.

Bradley M. Gayton