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## **Shareholders Call for Board Accountability at Duke Energy, Urging Investors to Vote Against Lead Independent Director and Chair/CEO for Corporate Governance Failures Connected to Climate Change, Racial Equity**

**NEW YORK** — [Majority Action](#), a nonprofit shareholder advocacy organization, announced an effort by shareholder, racial justice and climate groups to hold accountable board leadership at Duke Energy (NYSE:DUK). Majority Action is [calling on shareholders](#) to vote against the elections of Lead Independent Director Michael Browning and Chair and CEO Lynn Good for corporate governance failures connected to climate change and racial equity at the company's upcoming annual general meeting on May 6, 2021. Majority Action is also [urging shareholders](#) to support proposals to establish an independent board chair and enhance political spending disclosure.

"Despite extensive investor scrutiny, a massive write-down last year, and its own public commitment to achieve net-zero emissions by 2050, Duke Energy continues to proceed with business as usual on issues of climate and racial injustice, risking the value of investor portfolios," said **Eli Kasargod-Staub**, Executive Director of Majority Action. "CEO and Chair Lynn Good has failed to align Duke's decarbonization plans and policy influence with its net-zero commitment, and Lead Independent Director Michael Browning—after 31 years on the board of Duke and its predecessors—has failed to provide robust independent oversight of these risks. Duke's board must be held accountable—there is no time for delay."

As the largest generator of electricity and second largest carbon dioxide emitter among U.S. power producers, Duke's failure to align spending with its stated goal of achieving net-zero carbon emissions by 2050 adds significant systemic climate risks for investors. The failure of management and oversight of material ESG risks led to a \$1.6 billion writedown in 2020 associated with the Atlantic Coast Pipeline project, which was vigorously and successfully opposed by Black and Indigenous communities and organizations in its proposed pathway, among whom [noted](#), "[t]he ACP will disproportionately harm low income, African American, and indigenous communities, many of whom have been excluded from important decision-making processes." NAACP branches have also rallied against Duke's numerous coal plants for their harmful impact on African American communities.

“The NAACP ranks Duke among the worst polluters in the country, and NAACP leadership in Duke’s service areas have called on the company to stop investing in toxic, health-harming coal plants in African American communities—and making those same communities pay for their own demise through rate hikes,” said **Jacqui Patterson**, Senior Director of the NAACP Environmental and Climate Justice Program. “For example, Duke’s Allen Steam Station in North Carolina leaked cobalt beneath the water table at concentrations more than 500 times safe levels, leading NAACP Charlotte-Mecklenburg County, North Carolina Branch President Minister Corine Mack to call on the company to end its acts of environmental racism. It is long past time for Duke’s board to be held accountable.”

“Duke Energy is one of the [biggest and dirtiest](#) utilities in the country, and despite years of demands from customers and stakeholders to build more clean energy resources, the company continues to drag its heels,” said **Dave Rogers**, Southeast Deputy Regional Campaign Director for the Sierra Club’s Beyond Coal campaign. “It seems the only way this will change is with leaders who fully commit to changing it—and that starts with taking responsibility for wasting billions of dollars of customers’ money on fossil fuels that poison our air and water and push the climate further into crisis, while also endangering the lives of Black, Indigenous, and communities of color who bear the brunt of Duke’s pollution.”

Duke has also long faced criticism for undisclosed policy influence activities, including a track record of support for the [American Legislative Exchange Council \(ALEC\)](#), a public policy advocacy organization which has led efforts to pass voter suppression laws disenfranchising communities of color across the U.S, as well as other lobbying groups and elected officials who have opposed [legislators](#) and [policy](#) to advance decarbonization. In January 2021, Duke faced additional scrutiny when it was revealed that it had donated via its PAC [more than \\$500,000](#) to members of Congress who voted to object to the certification of the U.S. election results after the Jan. 6 Capitol Insurrection. Duke abruptly announced that former board member Dan Dimicco [would leave the Duke board](#) in January after Majority Action revealed his support for attempts to challenge the 2020 election result.

Even after nominating three new directors in 2021, Duke Energy’s board of directors remains overwhelmingly white (12 of 13 directors, or 92%). Additionally, the board still does not have anyone with substantial experience in large-scale renewable energy deployment. Lead Independent Director Michael Browning has served on the board of Duke and its predecessor companies for 31 years, far beyond corporate governance best practices for board tenure.

The Duke effort is part of Majority Action’s broader initiative [Proxy Voting for 1.5°C World](#) to hold board directors accountable for their failures to address climate change. Duke is chief among a list of systemically important companies in the energy generation, oil and gas, and banking sectors that have not set emissions targets aligned to limiting warming to 1.5°C or aligned business plans and policy influence to those targets. Past investor efforts have shown the effectiveness of holding directors

accountable. In 2020, a coalition spearheaded by Majority Action successfully led to the departure of [Lee Raymond](#), the chief architect of ExxonMobil's climate denial strategy, from the helm of the JPMorgan Chase board of directors, the largest fossil fuel financier in the world.

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**Majority Action** is a nonprofit organization dedicated to empowering shareholders of all sizes to hold corporations and their leadership accountable to high standards of long-term value creation, corporate governance, and social responsibility.

[www.majorityaction.us](http://www.majorityaction.us)