

# RIA Board Diversity Policy

## Purpose

The Responsible Investment Association (the “RIA”) supports diversity and values the benefits that diversity can bring to its board of directors (the “Board”). Diversity promotes the inclusion of different perspectives and ideas and ensures that the RIA has the opportunity to benefit from all available talent to address the RIA’s goals in the most effective manner. The promotion of a diverse Board represents better corporate governance consistent with the purpose of the RIA and makes prudent business sense.

The RIA considers diversity to encompass all the various differences among people.

The RIA believes promotion of diversity is best served through careful consideration of all of the knowledge, skills, experience, and backgrounds of each individual candidate for director in light of the needs of the Board without focusing on a single diversity characteristic and, accordingly, has not adopted targets across all potential elements of diversity on the Board.

The composition of committees of the Board shall also be subject to these considerations.

## Policy

The RIA is committed to a merit-based system for Board composition within a diverse and inclusive culture that solicits multiple perspectives and ideas and is free of conscious or unconscious bias and discrimination. Accordingly, the RIA seeks to maintain a Board comprised of directors with an appropriate balance of knowledge, skills, experience, diversity, and other relevant factors, to enable it to discharge effectively its duties and responsibilities.

When assessing Board composition or identifying suitable candidates for appointment or re-election to the Board, the RIA considers candidates having due regard to Board diversity and skills.

## Responsibility

The Board and its Committees are responsible for:

- a) Considering diversity in its leadership roles, such as the nomination and confirmation of Board Chair and Committee Chairs; and
- b) Appointing participants to committees of the Board, including the Nominating Committee, reflecting this Board Diversity Policy.

The Nominating Committee is responsible for:

- a) Maintaining an appropriate matrix of skills, experience and diversity required on the Board;
- b) Maintaining an inventory of such skills, experience and diversity represented on the Board; and
- c) Addressing the needs of the Board in identifying and nominating new or replacement nominees for directors as positions become available, using a variety of means to access potential candidates that represent diverse criteria.

The Chair is responsible for the leadership of the Board and for ensuring its effectiveness on all aspects of its role. Accordingly, the Chair is responsible for:

- a) Ensuring that there are appropriate measures in place to promote a Board with the appropriate knowledge, skills, experience and diversity to carry out its duties effectively;
- b) Ensuring that all of the diverse voices on the Board have the opportunity to be heard during Board discussions;
- c) Charging the Nomination Committee with adherence to this policy in identifying suitable candidates for director; and
- d) Reporting to members as indicated in the Reporting section below.

The Board is responsible for oversight of the implementation of human resources policies to promote diversity in employment.

### Measures to Promote Board Diversity

The RIA will seek to promote diversity of the Board through nomination of diverse independent directors.

The RIA will periodically assess the knowledge, skills, experience, and backgrounds of its directors in light of the needs of the Board, including the extent to which the current composition of the Board reflects these needs.

Biennially, the Board or a committee of the Board will review this policy and assess its effectiveness in promoting a diverse Board.

### Reporting

Within the annual report of the RIA, the report of the Chair will report on the effort undertaken, by or on behalf of the Board, to promote diversity. This section should consider the inclusion of a brief description of the Board's policy on diversity, any measurable objectives that it has set for implementing the policy, and progress on achieving the objectives.

Board Diversity Policy Created	GPC Reviewed/Board Approved	Frequency of Review	Next Review	Notes
2019	GPC Review - Feb 14, 2024  BOD Approval – Feb 21, 2024	Biennial	2026	