



Cigna shareholders seek gender pay gap disclosure

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A shareholder proposal at Cigna has called on the company to apply its laudable gender pay gaps disclosures for its U.K. business to its U.S. arm.

The proposal asks Cigna to publish annual, quantitative data assessing its gender pay gap, to enable investors to assess company strategy and performance, including relative opportunities for women to attain higher-paying positions in the company.

A similar proposal, filed by **Proxy Impact**, received 35.6% support in 2019 and 21% support in 2020, according to Proxy Insight Online data.

“Cigna U.K. provides an annual gender pay report that reports mean and median gender pay gap and bonus gap, pay quartiles, what the company does well, and areas for improvement,” the [proposal](#) reads. “In 2019 Cigna U.K. reported a 22.5% median gender pay gap and a 15.3% median bonus pay gap. Investors seek similar quantitative, comparable data to understand the effectiveness of Cigna U.S. pay gap policies.”

Management recommends shareholders oppose the resolution, arguing its recent pay equity analysis, conducted in 2020, showed that U.S. female employees “earn 99.9 cents for every dollar earned by similarly situated male employees.”

Shareholders have also asked the company to disclose its board diversity policies and provide shareholders with the right to act by written consent.

The second shareholder proposal asks Cigna to disclose to shareholders the minimum qualifications that the board's nominating committee believes must be met by a nominee to be on the board of directors, and to present each nominee's skills and experience in a chart.

"By providing a meaningful disclosure about potential board members, shareholders will be better able to judge how well-suited individual board nominees are for the company and whether their listed skills, experience, and attributes are appropriate in light of the company's overall business strategy," the proposal reads.

The board recommends shareholders vote against the proposal, suggesting its "rigorous process for evaluation" ensures ample board diversity.

A proposal asking Cigna to provide shareholders with the right to act by written consent argues shareholders have a "very limited right to call for a special meeting. All shares not held for less than one unbroken year are immediately disqualified – as though the shares were not even owned."

Management recommends shareholders oppose the resolution, suggesting its current policy "offer[s] a more transparent and equitable mechanism for shareholders to raise matters for consideration than the proposal and that implementation of this proposal is unnecessary."

The proposals will be subject to a vote at Cigna's April 28 annual meeting.