

112TH CONGRESS
2D SESSION

H. R. 3791

To amend the Securities Exchange Act of 1934 to require annual disclosures relating to the compensation brackets in which an issuer's minority and women employees reside.

IN THE HOUSE OF REPRESENTATIVES

JANUARY 18, 2012

Mr. MEEKS introduced the following bill; which was referred to the Committee on Financial Services

A BILL

To amend the Securities Exchange Act of 1934 to require annual disclosures relating to the compensation brackets in which an issuer's minority and women employees reside.

1 *Be it enacted by the Senate and House of Representa-*
2 *tives of the United States of America in Congress assembled,*

3 **SECTION 1. FINDINGS.**

4 Congress finds the following:

5 (1) Breaking through the “glass ceiling” by mi-
6 norities and women is a bipartisan issue.

7 (2) Former Massachusetts Governor Mitt Rom-
8 ney advocated an idea for imposing pressure on pub-

1 lic companies to benefit minorities and women dur-
 2 ing a debate with then-Senator Edward M. Kennedy
 3 in 1994, stating: “I believe that public companies
 4 and Federal agencies should be required to report in
 5 their annual 10K the number of minorities and
 6 women by income group across the company, so we
 7 can identify where the glass ceiling is and break
 8 through it. And I think that the market of America
 9 will say ‘that company has not promoted women, has
 10 not promoted minorities’ and will put pressure on
 11 American corporations and agencies to respond.”.

12 **SEC. 2. DISCLOSURES RELATING TO COMPENSATION OF**
 13 **MINORITIES AND WOMEN.**

14 Section 13 of the Securities Exchange Act of 1934
 15 (15 U.S.C. 78m) is amended by adding at the end the
 16 following:

17 “(r) DISCLOSURES RELATING TO COMPENSATION OF
 18 MINORITIES AND WOMEN.—

19 “(1) IN GENERAL.—Not later than 270 days
 20 after the date of the enactment of this subsection,
 21 the Commission shall issue final rules that require
 22 each issuer required to file an annual report under
 23 this section to—

24 “(A) using compensation information for
 25 all employees, determine the 5 compensation

1 brackets in which the issuer’s employees reside
2 (where such brackets contain an equal number
3 of employees and range from the 20 percent of
4 employees with the lowest compensation to the
5 20 percent of employees with the highest com-
6 pensation); and

7 “(B) include in the issuer’s annual report
8 the number of minorities and women employed
9 by the issuer that fall into each of the com-
10 pensation brackets.

11 “(2) SELF-REPORTING.—For purposes of iden-
12 tifying an employee as a minority or woman for pur-
13 poses of paragraph (1)(B), an issuer shall rely on
14 self-reporting by such employee.”.

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