

**HB 3110 A STAFF MEASURE SUMMARY**

Carrier: Rep. Power

**House Committee On Rules**


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**Action Date:** 04/19/21  
**Action:** Do pass with amendments. (Printed A-Eng.)  
**Vote:** 4-2-1-0  
**Yeas:** 4 - Fahey, Holvey, Salinas, Smith Warner  
**Nays:** 2 - Drazan, Zika  
**Exc:** 1 - Bonham  
**Fiscal:** Fiscal impact issued  
**Revenue:** No revenue impact  
**Prepared By:** Melissa Leoni, LPRO Analyst  
**Meeting Dates:** 3/11, 4/6, 4/19

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**WHAT THE MEASURE DOES:**

Requires board of directors of publicly traded corporations located within this state, regardless of where the corporation is formed, organized, or incorporated, to have at least one "female" director and one director who is a member of an "underrepresented community." Establishes violation and sets civil penalties of at least \$10,000 for the publicly traded corporation failing to file required information with the Secretary of State (SOS) or not having the required directors on the board during eight or more months of the preceding calendar year. Requires board of directors of a publicly traded corporation to report annually by December 31, beginning in 2023, to SOS on progress in meeting goals. Requires SOS to publish by July 1 of each year the number of publicly traded corporations that have required members and have complied with the requirements during the preceding calendar year. Makes board member requirements operative on January 1, 2024. Takes effect on 91<sup>st</sup> day following adjournment sine die.

**ISSUES DISCUSSED:**

- Composition and number of Oregon corporate boards of directors
- Barriers to board diversity
- Timing of replacements and violation triggers
- Learning from results in other states
- Litigation exposure
- Evidence of disparity or discrimination

**EFFECT OF AMENDMENT:**

Replaces the measure.

**BACKGROUND:**

California became the first state to legally compel public companies to add women directors in 2018. By December 31, 2021, boards with six or more directors must have at least three female directors, boards of five must have at least two, and boards with four or fewer members must have one. An October 2020 progress report on California's law published by the California Partners Project concluded that before the bill was enacted, 29 percent of public companies (183 companies) headquartered in California had no female board members and that by 2020 the number was only 2.3 percent (15 companies).

House Bill 3110 A requires the board of directors of publicly traded corporations located in Oregon to have at least one "female" director and one director who is a member of an "underrepresented community" by January 1, 2024. The measure also establishes violations, sets civil penalties, and requires annual reporting by the boards and Secretary of State on compliance.